

Contents

SL. NO.	PARTICULARS	PAGE NO.
1	Corporate Information	1
2	Notice	2-7
3	Annexure to Notice	8-9
4	Directors Report	10-18
5	Annexures to The Director Report	19 -33
6	Proxy Form	34-35
7	Route Map to The Venue	36
8	Attendance Slip	37
9	Auditor Report	38-49
10	Annual Accounts	50-86

CORPORATE INFORMATION**BOARD OF DIRECTOR**

- ★ Mr. Rameshbhai Talavia, Chairman & Managing Director
- ★ Mr. Jamankumar H. Talavia, Whole Time Director
- ★ Mr. Jagdishbhai R. Savaliya, Whole Time Director
- ★ Mr. Deepak Bachubhai Kanparia, Independent Director
- ★ Mr. Bhaveshkumar Jayantibhai Ponkiya, Independent Director (Appointed on 18-11-2021)
- ★ Mrs. Amisha Fenil Shah, Additional Independent Director (Appointed on 27-11-2021)

Note: -

Mrs. Manjulaben R Talavia, Director
(Resigned on 22-10-2021)

Mrs. Muktaben J. Talavia, Director
(Resigned on 22-10-2021)

Mr. Vishal Domadia, Chief Financial Officer (Resigned from the post of Whole Time Director on 22-10-2021)

Mr. Maheshkumar Balubhai Joshi, Independent Director
(Resigned on 21-10-2021)

Company Secretary

- ★ Mrs. Priyanka Choubey (Resigned on 18-10-2021)
- ★ Mrs. Malvika Kapasi (Appointed on 19-10-2021)

AUDITORS**Statutory Auditor**

K A R M A & Co. LLP, Chartered Accountants

503, 5th Floor, Patron, Opp. Kensvilla Golf Academy,
Rajpath Club to S. P. Ring Road, Bodakdev,
Ahmedabad -380054

Cost Auditor

Dalwadi & Associates, Cost Accountants

403, Ashirwad Complex, B/h Sardar Patel Seva Samaj,
Mithakhali Six Roads, Ahmedabad- 380006.

Secretarial Auditor

Parikh Dave & Associates, Company Secretaries

5-D, Vardan Exclusive, Next to Vimal House, NR.
Stadium Petrol Pump, Navrangpura, Ahmedabad,
Gujarat 380014

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai-400083, Maharashtra.

BANKERS

HDFC Bank Limited
State Bank of India

CONTACT DETAILS**Registered Office & Factory**

Plot No. 408-409-410- 411,
Kerala GIDC Estate, Off NH-8,
At: Kerala, Tal.: Bavla,
Dist: Ahmedabad-382220.

Corporate Office

Office No. 901 to 903 & 911,
B-square 2, Iscon Ambli Road,
Ahmedabad -380058, Gujarat(India).

Mail Id: info@dharmajcrop.com

Contact No.: 079-26893226

Website: www.dharmajcrop.com

NOTICE

NOTICE is hereby given that the 8th Annual General Meeting of the members will be held on Thursday, 15th September, 2022 at 05.00 PM at the Corporate Office of the Company at Office No. 901 to 903 & 911, B-square 2, Iscon Ambli Road, Ahmedabad -380058. (Corporate Office), to transact the following business:

ORDINARY BUSINESS: -

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors along with annexures thereon.
2. To consider appointment of Mr. Jamankumar H Talavia (**DIN: 01525356**), who retires by rotation as a Director and being eligible offers himself for reappointment.
3. To declare a dividend on equity shares for the financial year ended March 31, 2022 and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT a dividend at the rate of Rs. 0.10/- (Paise Ten only) per equity share of Rs.10/- (Rupees Ten only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2022 and the same be paid out of the accumulated profits of the Company.”

SPECIAL BUSINESS: -

4. To Regularize appointment of Mrs. Amisha Fenil Shah (DIN: 09411332) as an Independent Director

To consider and, if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013 , and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, upon recommendation of Nomination and Remuneration Committee, Mrs. Amisha Fenil Shah (DIN: 09411332) who was appointed as an Additional Director of the Company w .e .f November 27, 2021 in terms of Section 161(1) of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received recommendation under section 160 of the Act proposing her candidature for the office of the Director and declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment , be and hereby appointed as an Independent Director of the Company to hold office for five (5) consecutive years for the maximum period up to 26th November 2026.”

5. To consider the reappointment of Mr. Jamankumar H Talavia (DIN: 01525356) as a Whole-Time Director

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

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 and other applicable provisions if any, of the Companies Act, 2013 (“The Act”) read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to time and the Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the members of the company, be and is hereby accorded to Re-appoint **Mr Jamankumar Hansrajbhai Talavia (DIN: 01525356)** as the **Whole Time Director**, liable to retire by rotation, for a further period of 5 years w.e.f 1st August, 2022 on the below stated terms and conditions:

Basic Salary	3,20,000 per month
House Rent Allowance	1,28,000 per month
Special Allowance	3,05,017 per month
Bonus	8.33 % per month of the Basic Salary
Insurance	Accident and Mediclaim Insurance Premium of the director and his dependents/Parents and Children
Reimbursement	Telephone Bills, Petrol Expenses, Travelling Expenses with family to anywhere in India or abroad as per rules of the Company subject to maximum of Rs. 4,00,000/- per annum and others expenses relating to the Company subject to submission of receipts.
Other	In addition to above, he will be entitled for other benefits like Gratuity, Provident fund, superannuation fund, leave entitlement, encashment of leave and other deferred benefits as payable to other senior executives as per the rules of the Company.

Overall remuneration shall be up to the limit of Rs.8,00,000/- per month.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, in the event of continuation of inadequacy of profits/loss, the above mentioned remuneration will be the minimum remuneration, subject to the limits as may be prescribed or amended in the future from time to time in accordance with the provisions of the Companies Act, 2013, Schedules and Rules made thereunder as well as any other statutory provisions as may be applicable.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board or the Company Secretary, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

6. To consider the reappointment of Mr. Jagdish R Savaliya (DIN: 06481920) as a Whole-Time Director

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

“**RESOLVED THAT** pursuant to provisions of Sections 196, 197, 198 and other applicable provisions if any, of the Companies Act, 2013 (“The Act”) read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to time and the Articles of Association of the Company and subject to such other approvals as may be necessary, the consent of the members of the company, be and is accorded to appoint **Mr. Jagdishbhai Ravjibhai Savaliya (DIN: 06481920)** as the **Whole Time Director**, liable to retire by rotation, for a further period of 5 years w.e.f 1st August, 2022 on the below stated terms and conditions:

Basic Salary	2, 00,000 per month
House Rent Allowance	80, 000 per month
Special Allowance	1, 88,783 per month
Bonus	8.33 % per month of the Basic Salary

Insurance	Accident and Mediciam Insurance Premium of the director and his dependents/Parents and Children
Reimbursement	Telephone Bills, Petrol Expenses, Travelling Expenses with family to anywhere in India or abroad as per rules of the Company subject to maximum of Rs. 4,00,000/- per annum and others expenses relating to the Company subject to submission of receipts.
Other	In addition to above, he will be entitled for other benefits like Gratuity, Provident fund, superannuation fund, leave entitlement, encashment of leave and other deferred benefits as payable to other senior executives as per the rules of the Company.

Overall remuneration shall be up to the limit of Rs.5,00,000/- per month.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year, in the event of continuation of inadequacy of profits/loss, the above mentioned remuneration will be the minimum remuneration, subject to the limits as may be prescribed or amended in the future from time to time in accordance with the provisions of the Companies Act, 2013, Schedules and Rules made thereunder as well as any other statutory provisions as may be applicable.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board or the Company Secretary, be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

7. Ratification of remuneration of cost auditor of the company for FY 2022-23

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

“**RESOLVED THAT** in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members be and is hereby accorded to ratify the remuneration of **Rs. 53,000/- plus Goods & Services Tax** as applicable & re-imbursement of out-of- pocket expenses to **M/s. Dalwadi & Associates, Cost Accountants**, Ahmedabad (having Firm’s Registration No. 000338 as Cost Auditor of the Company, for conducting the audit of the cost records of the Company for the Financial Year 2022-2023.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company, be and are hereby authorized for and on behalf of the Company to take all necessary actions to give effect to aforesaid resolution.”

**For and on behalf of the Board
Dharmaj Crop Guard Limited**

SD/-

**(Rameshbhai R Talavia)
Chairman & Managing Director
DIN: 01619743**

**Place: Ahmedabad
Date: 03-08-2022**

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) relating to the Business to be transacted at the Meeting is annexed hereto.
2. ***A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on a poll instead of himself and such proxy need not be a Member of the Company. The instrument appointing a proxy duly completed, stamped and signed should, however, be deposited at the Registered/Corporate office of the Company, not less than forty-eight hours before the commencement of the Meeting. Blank proxy form is enclosed and can also be obtained free of charge from the Registered/Corporate office of the Company. Proxy so appointed shall not have any right to speak at the meeting.***

Pursuant to the provisions of the section 105 of the Companies Act, 2013, a person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. The Notice of AGM along with the Annual Report 2021-2022, and other annexure thereto, are physically/by e-mail sent to all members at the address registered with the Company/ Depositories. Members may note that this Notice and the Annual Report 2021- 22 will also be available on the Company's website www.dharmajcrop.com
4. The relevant documents referred to in the accompanying Notice and in the Explanatory Statements, if any, are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 and the Register of Contracts or Arrangements in which Directors are interested, maintained under section 189, of the Companies Act, 2013, will be made available for inspection by the members at the AGM
6. The details of the Director seeking re-appointment at the forthcoming Annual General Meeting as stipulated in Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are also annexed.
7. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
8. Members who have not registered their e-mail addresses so far are requested to register their e-mail address or changes thereto, for receiving all communications including Annual Report, Notices, and Circulars etc. from the Company electronically.
9. A Route Map showing the directions to reach venue of the Annual General Meeting as per the requirement of the Secretarial Standards-2 on General Meetings is annexed herewith.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")

**The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:
Item No. 4**

Mrs. Amisha Fenil Shah was appointed as an Additional Director designed as Independent Director of the Company with effect from November 27th, 2021, in accordance with the provisions of Section 161 of the Companies Act, 2013 read with the Articles of Association.

Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuing Annual General Meeting of the Company. Considering her education, experience and aptitudes the Board is of the view that the appointment of Mrs. Amisha Fenil Shah as an Independent Director on the Company Board is desirable and would be beneficial to the Company.

Mrs. Amisha Shah is qualified to be appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has also received declaration from Mrs. Amisha Shah that she meets the criteria of independence as prescribed both under Section 149(6) of the Act.

Considering the above, the Board recommends the said resolution No 4 of the accompanying notice for appointment of Mrs. Amisha Shah as an Independent Director for approval by the members of the Company as a Special resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mrs. Amisha Fenil Shah herself, in any way concerned or interested, in the said resolution.

**The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:
Item No. 5**

Mr. Jamankumar Hansarajbhai Talavia, aged 53 years (approx.) was appointed as Whole Time Director for 3 years on 1st August, 2019. He is BSc. in Agriculture from Gujarat Agricultural University, and has experience in agro chemical sector from the core level since 1993.

Mr. Jamankumar H. Talavia is associated with the company since incorporation and is actively involved with manufacturing and purchase processes, apart from supervising other major portfolios.

He dedicates his substantial time to DCGL and is not serving as Director in any other Company.

The Board of Directors at their meeting held on 14th May, 2022 have reappointed Mr. Jamankumar H Talavia, as the Whole Time Director of the Company for a further term of 5 years effective from 1st August, 2022, subject to the approval of the Shareholders of the Company. Pursuant to provision of Section 196 of the Companies Act approval of the shareholders being sought for his re-appointment as specified in the resolution.

The terms of appointment as set out in the Resolution are in accordance with the applicable provisions of Companies Act, 2013, Rules made there under read with Schedule V to the Companies Act, 2013.

None of the Directors of the Company, Key Managerial Personnel (KMP) and their relatives except Mr. Jamankumar H. Talavia, himself are concerned or interested in the resolution.

The Board of Directors of the Company recommends the Resolutions as set out in the accompanied Notice for approval of the members by way of an Ordinary Resolution.

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:
Item No. 6

Mr. Jagdishbhai Ravjibhai Savaliya, aged 44 years (approx.), is a Bachelors in Science with a specialization in Chemistry and is highly skilled in identifying the root of the problems in quality of the product.

He is associated with the company w. e. f 1st April, 2016 and was appointed as Whole Time Director for 3 years on 1st August, 2019. Mr. Jagdishbhai Savaliya apart from standardizing procedures and measure for production, also closely evaluates the cost affectivity and efficacy of the manufactured agrochemicals.

He dedicates his substantial time to DCGL and is not serving as Director in any other Company.

The Board of Directors at their meeting held on 14th May, 2022 have reappointed Mr. Jagdishbhai R Savaliya, as the Whole Time Director of the Company for a further term of 5 years effective from 1st August, 2022, subject to the approval of the Shareholders of the Company. Pursuant to provision of Section 196 of the Companies Act approval of the shareholders being sought his re-appointment as specified in the resolution.

The terms of remuneration as set out in the Resolution are in accordance with the applicable provisions of Companies Act, 2013, Rules made there under read with Schedule V to the Companies Act, 2013.

None of the Directors of the Company, Key Managerial Personnel (KMP) and their relatives except Mr. Jagdishbhai R Savaliya, himself and Mrs. Ilaben J Savaliya as his wife is concerned or interested in the resolution.

The Board of Directors of the Company recommends the Resolutions as set out in the accompanied Notice for approval of the members by way of an Ordinary Resolution.

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:
Item No. 7

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the applicable products of the Company and as per the applicable Rules, remuneration payable to the cost auditor is required to be ratified by the members of the Company in the general meeting. The Board of Directors of the Company at its meeting held on 03rd August, 2022 has considered and approved the appointment of M/s. Dalwadi & Associates, Cost Accountants, Ahmedabad (having Firm's Registration No. 000338), as the cost auditor of the Company for the financial year 2022-23 at a remuneration of **INR 53,000/- (Indian Rupees Fifty-Three Thousand Only) plus applicable Goods & Services Tax** and out of pocket expenses that may be incurred.

The Board recommends this resolution for approval of the Members for ratification of the remuneration payable to the cost auditor for the financial year 2022- 23.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

The Board of Directors of the Company recommends the Resolutions as set out in the accompanied Notice for approval of the members by way of Ordinary Resolution.

For and on behalf of the Board
Dharmaj Crop Guard Limited

SD/-
(Rameshbhai R Talavia)
Chairman & Managing Director
DIN: 01619743

Place: Ahmedabad
Date: 03-08-2022

DETAILS OF DIRECTOR SEEKING REAPPOINTMENT PURSUANT TO CLAUSE 1.2.5 OF THE SECRETARIAL STANDARD – 2

Information's required to be provided pursuant to be given under Companies Act, 2013 and Secretarial Standard

PARTICULARS	AMISHA SHAH	JAMANKUMAR HANSARAJBHAI TALAVIA	JAGDISHBHAI RAVJIBHAI SAVALIYA
Directors Identification Number	09411332	01525356	06481920
Date of Birth	December,27,1990	July 10, 1969	April 14, 1978
Age	32 Years approx	53 years approx	44 years approx.
Qualification	Bachelor's Degree in Commerce & Bachelors' Degree in Law form Gujarat University & a member of Institute of Company Secretaries of India	B.Sc. in Agriculture from Gujarat Agriculture University	Bachelors in Science with a specialization in Chemistry
Date of Appointment	27-11-2021	19-01-2015	01-04-2016
Brief Resume and Nature of expertise in specific functional areas	She was working with Asya Infosoft Limited and is Practising Company Secretary since 2017. She has over 6 years of experience in secretarial matters.	He was working with E.I.D. Parry (India) Limited, Coromandel Fertilizers Limited and Crop Life Science Limited. He has been associated with our Company since its incorporation. He heads the manufacturing and purchase processes at our manufacturing facility. He was awarded the Best Marketing Representative by Parrys, Certificate of Merit at Coromandel – Godavari Meet 2007 and Diamond Market Representative Award by EID Parry-Coromandel Fertilizers. He has over 23 years of experience in various aspects of agro chemical industry.	He was working with Sunrise Pharmaceuticals, Crop Life Science Limited, Sabero Organics Gujarat Limited and Cratus Life Care. He heads the research and development and production process at our manufacturing facility. He has over 22 years of experience in various aspects of agro chemical industry.
Directorship in another companies	1	NIL	NIL
Committee membership in other companies	3	NIL	NIL
Number of shares held in the	-	82,50,255	5,07,600

Company			
Relationship between director inter-se	None	Rameshbhai R Talavia and Jamankumar H Talavia, both are cousins to each other	None
Terms & Conditions of appointment / re-appointment	As mentioned in the notice and explanatory statement	The appointee shall enjoy all the powers of the Whole Time Director as entrusted by the law and shall be reporting to the Board of Directors of the Company for necessary guidance. They shall be exercising all the rights, duties and responsibilities as deemed necessary for the affairs of the Company independently with the full power and authority. In addition, the Directors are also responsible to undertake the roles and responsibilities assigned by other director from time to time	
All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc., of the directors	NA	As provided in the resolutions sets out in the Notice at item No. 5 & 6.	
Remuneration last drawn (Rs.)	NA	29,19,518	18,88,056
Board Meeting attended during the year (2021-2022) out of 10	1	10	10
Details of fixed components and performance linked incentive along with performance criteria	None	None	None
the justification for choosing the appointee for appointment as Independent Directors	As she meet the Criteria of Independence as per section 149(6) of Companies act	NA	NA
Service Contract	None	None	None
Notice Period	NA	Six month notice from either side or such time period as may be mutually agreed between the Board and the Director	
Severance Fees	None	None	None
Stock Options details	None	None	None

DIRECTOR'S REPORT 2021-22

To
The Members,

Your Directors have pleasure in presenting the 8th (Eight) Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended 31st March, 2022.

1. FINANCIAL RESULTS

The financial results of the Company for the year ended 31st March 2022 are summarized below:

(Rs. in millions)

Particulars	For the year ended 31 st March 2022	For the year ended 31 st March 2021
Revenue from Operations	3942.08	3024.10
Other Income	20.80	11.55
Total Revenue	3962.88	3035.65
Expenses	3577.57	2753.73
Profit before tax	385.31	281.93
Tax Expenses	98.41	72.32
Profit for the year	286.90	209.60
Total Comprehensive Income / (Loss) for the period	287.39	209.15

2. RESERVES

No amount has been transferred to reserves during the financial year

3. DIVIDEND

Your directors are pleased to recommend for your consideration, a final dividend of. Rupees 0.10 per equity shares of face value Rs. 10/- each for the financial year 2021-22. (last year Rs 0.10 per equity share of Rs. 10/- each). Dividend is subject to approval of members at the ensuing Annual General Meeting and shall be subject to deduction of income tax at source. The dividend recommended is in accordance with the Company's Dividend Distribution Policy. The Dividend Distribution Policy of the Company is available on the Company's website and can be accessed.

4. STATE OF COMPANY'S AFFAIRS & FUTURE OUTLOOK

Some of the highlights of the performance of the Company are as under:

The turnover of the Company has increased to Rs. 3,917,689,105/- in the financial year 2021-2022 as compared to Rs. 3,002,444,226/- of previous financial year 2020-21 comprising of a significant increase of Rs. 91,52,44,879 /-.

The Profit after Tax of the Company has increased to Rs. 28,68,97,371/- in the financial year 2021-2022 as compared to Rs. 20,96,01,363/- of previous financial year 2020-21 comprising of a significant increase of Rs. 7,72,96,008/-/-.

The earnings in foreign currency has also been increased to Rs. 388,371,090/- in the financial year 2021-2022. During the year under review, the Company have made significant initiatives. Some of them are as follows:

- 1) The Board of the company proposes to expand the manufacturing operations of the company through backward integration. And as a first step towards such expansion, the company has decided to set up a new manufacturing facility at Saykha, Bharuch, Gujarat. The said facility will be used for manufacturing technical products and its intermediates which would be consumed internally by formulations plant as well as to be sold in the domestic as well as overseas market. Considering the significant capital requirement for the expansion plan and to support the incremental working capital requirement, the Company has decided to opt for Initial Public Offering (IPO). As an initial step in the said direction, The Company has filled the Draft Red Herring Prospectus (DRHP) with Securities and Exchange Board of India (SEBI) in the Month of January, 2022 and get approval in end of the March 2022. Also application for getting Listed on BSE & NSE was filled with exchanges and got the Listing approval from exchanges on March 04, 2022 and March 07, 2022 respectively.
- 2) During the year, as a part of CSR activity, the Company have distributed approximately 60,000 notebooks in various regions of Gujarat.

5. CHANGE IN NATURE OF BUSINESS

There is no change in nature of the business of the Company.

6. CREDIT RATING

Our Company's bank loan facilities of amounting to ₹1,55.05 Crore are domestically rated by CRISIL Ratings Limited as CRISIL BBB-/ Positive as on February 09, 2022.

7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY, HAVING OCCURRED SINCE THE END OF THE YEAR AND TILL THE DATE OF THE REPORT

There were no material changes affecting the financial position of the Company, occurred between the end of financial year to which the statement relates and the date of Directors' Report.

8. CHANGE IN CAPITAL STRUCTURE

Changes in Authorised Capital

During the Financial year 2021-22, the company's authorised capital was increased from Rs. 16,50,00,000 to Rs. 35,00,00,000 comprising of 3,50,00,000 number of equity shares of face value Rs. 10 each.

Issue of Bonus shares

During the Financial year 2021-22, the company had issued 82,27,791 bonus shares of face value of Rs. 10 each. Bonus issue was in proportion of 1:2 on the record date of November 27, 2021 for 82,27,791 fully paid equity shares to the shareholders. The shares were issued from securities premium and retained earnings to the share capital. After the said issue, the paid up share capital of the company stands at Rs. 24,68,33,720 comprising of 2,46,83,372 Equity shares of Rs. 10 each.

9. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

10. DIRECTORS & KEY MANAGERIAL PERSONNELS

Compositions

The Board currently consists of **6 (Six) Directors**. The details of the Board of Directors are attached as **Annexure A** and forms the part of the report.

Changes in the Board

During the year Mr. Mahesh Joshi, Mrs. Manjulaben Talavia, Mrs. Muktaben Talavia and Mr. Vishal Domadia put their resignation from the post of Directors due to the Pre-occupation of their works.

Mrs. Priyanka Choubey, Company Secretary had resigned from the Post of Company Secretary w.e.f 18th October, 2021 due to her personal reasons and Mrs. Malvika Kapasi was appointed as the Company Secretary and Compliance officer of the Company w.e.f 19th October, 2021.

Mr. Bhaveshkumar Ponkiya was appointed as the Additional Independent director of the Company in the Board meeting held on 18th November, 2021 and his appointment was regularized as the Independent director in the extra-ordinary general meeting held on 25th November, 2021 for a term of 5 consecutive years w.e.f. 18th November, 2021.

Mrs. Amisha Fenil Shah was appointed as the Additional Independent director of the Company in the Board meeting held on November 27, 2021. The Board proposes regularization of her appointment as Independent Director of the Company for a term of 5 years in this Annual General meeting.

Directors liable to Retire by Rotation

Pursuant to the provisions of Section 152(6) (c) of the Companies Act, 2013, Mr. Jamankumar Talavia (DIN: 01525356) retires by rotation and being eligible, offers himself for re-appointment.

In the Board Meeting held on 14th May, 2022 the Board had re-appointed Mr. Jamankumar Talavia and Mr. Jagdish Savaliya as the Whole Time Directors of the Company for a further term of Five year with effect from 01st August, 2022. The proposal for re-appointment of Mr. Jamankumar Talavia and Mr. Jagdish Savaliya as the Whole Time Directors of the company, was put forward in the attached notice.

Declarations & Disclosures

On the basis of the written representations received from the directors 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.

The independent directors have individually declared to the Board that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 at the time of their respective appointment and there is no change in the circumstances as on the date of this report which may affect their status as an independent director.

Board Meetings

During the financial year under review, 10 (Ten) meetings of the Board of Directors were held. The details of the Board Meeting have been appended in the **Annexure- A**. The intervening gap between two board meetings did not exceed prescribed period as per the Companies Act, 2013.

Remuneration

The details of the remuneration of the Directors have been provided in the notes to the Accounts under related party transaction.

Remuneration received by Managing/Whole Time Director from holding or subsidiary company

The Company do not have any holding or subsidiary Company. Therefore, no remuneration was received by the directors of the company from the Holding or Subsidiary company.

Directors' Responsibility Statement

In terms of Section 134(5) of the Companies Act, 2013, your Directors state that:

- i) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) the directors had prepared the annual accounts on a going concern basis; and
- v) the Company being unlisted sub clause (e) of section 134(3) is not applicable.
- vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Internal Financial Control

The existing internal financial control is adequate and commensurate with the nature, size, complexity and the business processes followed by the company.

The Company has a well-placed, proper and adequate internal financial control system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly.

Fraud Report

The Auditors of the Company have not reported any fraud as pacified under section 143 (12) of the Companies Act, 2013.

11. COMMITTEES OF THE BOARD

Pursuant to the requirement in various provisions or for operational convenience, the following committees are formed by the Board:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Corporate Social Responsibility Committee
- d. Finance Committee
- e. Risk Management Committee
- f. Stakeholders' Relationship Committee
- g. IPO Committee.

AUDIT COMMITTEE

The Board of Directors constituted an Audit Committee in compliance with the provision of Section 177 of the Companies Act, 2013. During the year under review, Committee have met on: -

29-06-2021	27-07-2021	29-07-2021	07-08-2021	27-09-2021	04-12-2021	18-01-2021
------------	------------	------------	------------	------------	------------	------------

The Composition and the details of Committee meetings attended by its members are given below:

Name of the member	Meeting held During their tenure	Meeting attended
Mr. Bhaveshkumar Jayantibhai Ponkiya, Chairman	2	2
Mr. Deepak Bachubhai Kanparia, Member	7	7
Mr. Rameshbhai Ravajibhai Talavia, Member	2	2
Mr. Maheshkumar Balubhai Joshi, Member*	5	1
Mr. Vishal Domadia, Member*	5	5

* Mr. Vishal Domadia ceased to be a member of the committee w.e.f 22-10-2021 due to resignation. Mr. Maheshkumar Joshi ceased to be a member of the committee w.e.f 21-10-2021 due to resignation., The Committee was reconstituted on 18-11-2021.

All the recommendations made by the Audit Committee were duly accepted by the Board.

NOMINATION AND REMUNERATION COMMITTEE

The Board of Directors constituted a Nomination & Remuneration Committee in compliance with the provision of Section 177 of the Companies Act, 2013. During the year under review, Committee members met on, 29-06-2021 and 18-10-2021.

The Composition and the details of meetings attended by its members are given below:

Name of the member	Meeting held During their tenure	Meeting attended
Mr. Deepak Bachubhai Kanparia, Member	2	1
Mr. Maheshkumar Balubhai Joshi, Member*	2	1
Mrs. Manjulaben R Talavia, Member*	2	2
Mr. Bhaveshkumar Jayantibhai Ponkiya, Chairman	0	0
Mrs. Amisha Fenil Shah , Member	0	0

* Mr. Maheshkumar Balubhai Joshi ceased to be a member of the committee w.e.f 21-10-2021 due to resignation and Mrs. Manjulaben R Talavia ceased to be a member of the committee w.e.f 22-10-2021 due to resignation., The Committee was reconstituted on 27-11-2021.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board of Directors constituted an CSR Committee in compliance with the provision of Section 135 of the Companies Act, 2013. During the year under review, Committee members met on

29 -06-2021	07-08-2021	11-10-2021
-------------	------------	------------

The Composition and the details of meetings attended by its members are given below:

Name of the Member	Meeting held During their tenure	Meeting attended
Mr. Rameshbhai Ravajibhai Talavia, Chairman	3	3
Mr. Vishal Domadia, Member*	3	3
Mr. Deepakbhai B Kanparia, Member	3	3
Mr. Bhaveshkumar Jayantibhai Ponkiya, Member (appointed on 18-10-2021)	0	0

* Mr. Vishal Domadia ceased to be a member of the committee on 22-10-2021. The Committee was reconstituted on 18-11-2021.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company met separately on 26th March 2022 without the presence of Non-Independent Directors and the members of management. The meeting was attended by all the Independent Directors. The meeting was conducted informally to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.

12. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

During the year under review, no company have become or ceased to be the subsidiaries, joint ventures or associate companies of the Company during the year under review.

13. PUBLIC DEPOSITS

Your Company has not invited any deposits from public/ shareholders under Section 73 and 74 of the Companies Act, 2013.

14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not taken any loans or provided any guarantees under section 186(1) of the Companies Act, 2013.

The details of Loans & Investments along with its nature have been provided at Notes to the Financial Statements for the year ended 31st March, 2022

The Company had invested Rs. 48,94,647 /- in Khetipoint Private Limited by subscribing its 2450 Equity Shares at Rs. 1997/- each including the premium of Rs. 1987/- each. The subscription of shares take place during the year in the following manner:

Particulars	Equity details	Subscription details	Cumulative Shareholding of DGCL after allotment in KPL
Tranche I	1500 Equity Shares at Rs. 1997/- each including the premium of Rs. 1987/- each	Subscribed and the Shares has been allotted on 22-07-2021	13.04%
Tranche II	950 Equity Shares at Rs. 1997/- each including the premium of Rs. 1987/- each	Subscribed and the Shares has been allotted on 05- 02-2022	19.66%

15. **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

During the year there were no material related party transaction with promoters, the directors or the management, their relatives etc. that may have a potential conflict with the interests of the Company.

The details of related parties and transaction as per Accounting Standard issued by ICAI have been provided in Note No. **36** of the Financial Statements for the year ended 31st March, 2022.

16. **AUDITORS**

Statutory Auditors

M/s. K A R M A & CO LLP (Firm Registration No. 127544W) was appointed for their second term as the Statutory Auditors of the Company in the 7th Annual General meeting for term of 5 years till the conclusion of 12th Annual General Meeting of the Company, at a remuneration to be decided by the Board of Directors in consultation with the Auditors.

Qualification, Reservation or Adverse Remark

The report given by the auditors on the financial statements of the Company is part of the Annual Report. There is no qualification, reservation or adverse remark made by the statutory auditors in their report.

Cost Auditors

Your Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013, and accordingly, such accounts and records are made and maintained in the prescribed manner.

As per provision of the Companies Act your directors have, appointed **M/s. Dalwadi & Associates, Cost Accountants**, Ahmedabad (having Firm's Registration No. 000338) to conduct the audit of the Cost Accounts of the Company.

A Resolution seeking ratification of remuneration payable to appointed M/s. Dalwadi & Associates, Cost Accountants, is included in the Notice convening the Annual General Meeting.

Secretarial Auditor

The Board had appointed M/s. Parikh Dave & Associates, Practicing Companies Secretaries, as the Secretarial Auditor for the financial year 2022-23.

The secretarial audit report received from Parikh Dave & Associates, Practicing Companies is attached herewith as **Annexure – B**. The same does not contain any qualification/ remarks.

Internal Auditor

The Company had appointed Mr. Deepak Prusty as the Internal Auditor of the Company for the purpose of proper and adequate internal financial control.

17. COMPLIANCE WITH SECRETARIAL STANDARDS

The Institute of Company Secretaries of India (ICSI) has mandated that the Secretarial Standards on Meetings of the Board of Directors (“SS-1”) and Secretarial Standards on General Meetings (“SS-2”), and as approved by the Central Government are mandatory in nature. The Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and General Meetings.

The Board hereby confirm that the Company has duly complied as applicable to the Secretarial Standards issued by the ICSI on Board Meetings, General Meetings and also, the Act as well the Listing Regulations on the Meeting of the Board of Directors and General Meetings.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The provisions of the Corporate Social Responsibility as contained under Section 135 of the Companies Act, 2013 are applicable on the Company for this financial year.

Dharmaj Foundation, a trust, has been incorporated primarily with an objective of undertaking/channelizing the CSR activities of the Company. The Company’s CSR Policy statement and annual report on the CSR activities undertaken during the financial year ended 31st March, 2022, in accordance with Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014 are annexed to this report as **Annexure C**.

19. NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Company is required to constitute a Nomination and Remuneration Committee as contained under Section 177 of the Companies Act, 2013 during the year under review.

The Company’s Nomination & Remuneration Policy statement, in accordance with Section 177 of the Companies Act, 2013 and Rules, thereto are annexed to this report as **Annexure D**.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, as per Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 (3) of Companies (Accounts) Rules, 2014, is set out in the annexure forming part of the Annual Report as **Annexure E**.

21. RISK MANAGEMENT POLICY

As per the requirement of Section 134(3) (n), the Company has adopted a Risk Management Policy wherein all material risks faced by the Company are identified and assessed.

22. HUMAN RESOURCE DEVELOPMENT

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels. Adhering to the initiatives of the Government, various safety measures had been taken by the Company during the COVID-19 pandemic like using mask, gloves, social distancing, sanitizing and washing hands etc.

23. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

During the year under review, no such order which may impact the going concern status and Company's operation in future, was passed by the regulator, courts or tribunal.

24. WEB LINK OF ANNUAL RETURN

In line with the requirement of the Companies (Amendment) Act, 2017, effective from 31st July, 2018, the extract of annual return is no longer required to be part of the Board Report. However, in Compliance to the provisions of Section 92 and Section 134 of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return of the Company for the financial year ended 31st March, 2022 and other policies of the Company is placed on the Company's website www.dharmajcrop.com

25. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to create a safe and healthy working environment that enables the employees to work without fear of sexual harassment at workplace.

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, your Company has constituted Internal Committees (IC) and has also formulated and adopted a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace.

The following is the summary of Sexual Harassment complaints received and disposed of during the year under review.

No. of Complaints received: NIL

No. of Complaints Disposed of: NIL

26. ACKNOWLEDGMENT

Your Directors takes this opportunity to thanks to all Government Authorities, Bankers, Shareholders, Registrar & Transfer Agents, Investors and other stakeholders for their assistance and co-operation to the Company. Your Director express their deep sense of appreciation and gratitude towards all employees and staff of the company and wish the management all the best for further growth and prosperity.

**For & on behalf of the Board
Dharmaj Crop Guard Limited**

**SD/-
Rameshbhai R Talavia
Managing Director
DIN: 01619743**

**SD/-
Jamankumar H Talavia
Whole Time Director
DIN: 01525356**

Annexure A
DETAILS OF THE DIRECTORS

Particulars	Ramesh bhai R Talavia (DIN: 01619743)	Jamanku mar H Talavia (DIN: 01525356)	Manjula ben R Talavia (DIN: 07020496)	Mukt aben J Talavi a (DIN: 07020 007)	Vishal H Domadia (DIN: 07451968)	Jagdis hbhai R Savali ya (DIN: 06481 920)	Mahesh bhai B Joshi (DIN: 00866760)	Deepak bhai B Kanpar ia (DIN: 0686067 8)	Bhaveshk umar J Ponkiya (DIN: 09378123)	Amisha F Shah (DIN: 094113 32)
Designation	Promoter- Executive/ Managing Director	Promoter - Executive / Whole Time Director	Promote r-Non Executi ve- Director	Prom oter- Non Exec utive - Direc tor	CFO & Whole Time Director	Prom oter- Exec utive - Whol e Time Direc tor	Non- Executi ve Indepen dent Director	Non- Executi ve Indepe ndent Directo r	Non- Executiv e Independ ent Director	Non- Executi ve Indepe ndent Directo r
No. of Shares held	9008087	8250255	2667285	2549 745	1290000	50760 0	NIL	NIL	NIL	NIL
Tenure	6th March, 2020 to 5th March, 2025	1 st August, 2019 to 31 st July, 2022 (Propo sed here for Reappoi ntment)	Resigne d on 22- 10-2021	Resi gned on 22- 10- 2021	Resigne d as Whole- Time Director on 22- 10-2021	1 st Augu st, 2019 to 31 st July, 2022 (Prop osed here for Re appoi ntme nt)	Resigned on 21- 10-2021	1 st Octobe r, 2019 to 30th Septem ber, 2024	18 th Novembe r, 2021 to 17 th Novembe r, 2026	27 th Novem ber 2021 to 26 th Novem ber 2026 (subjec t to approv al of membe rs)

NO. OF BOARD MEETING HELD & ATTENDED

NAME OF DIRECTORS	DATES OF BOARD MEETINGS AND ATTENDANCE									
	29-06- 2021	27-07- 2021	29-07- 2021	07-08- 2021	27-09- 2021	18-10- 2021	23-10- 2021	18-11- 2021	27-11- 2021	18-01- 2022
Rameshbhai R Talavia (DIN: 01619743)	YES	YES	YES	YES	YES	NO	YES	YES	YES	YES
Jamankumar H Talavia (DIN: 01525356)	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES
Manjulaben R Talavia (DIN: 07020496)	YES	YES	YES	NO	YES	YES	NA	NA	NA	NA

Muktaben J Talavia (DIN: 07020007)	YES	YES	YES	NO	YES	YES	NA	NA	NA	NA
Vishal H Domadia (DIN: 07451968)	YES	YES	YES	YES	YES	YES	NA	NA	NA	NA
Jagdishbhai R Savaliya (DIN: 06481920)	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES
Maheshbhai B Joshi (DIN: 00866760)	NO	NO	NO	YES	NO	YES	NA	NA	NA	NA
Deepakbhai B Kanparia (DIN: 06860678)	YES	YES	YES	YES	YES	NO	YES	YES	NO	YES
Bhaveshkumar J Ponkiya (DIN: 09378123)	NA	NA	NA	NA	NA	NA	NA	NA	YES	YES
Amisha F Shah (DIN: 09411332)	NA	NA	NA	NA	NA	NA	NA	NA	NA	YES

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

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

To,
The Members,
DHARMAJ CROP GUARD LIMITED
CIN: U24100GJ2015PLC081941
Plot No. 408 to 411, Kerala GIDC Estate,
Off NH-8, At: Kerala, Bavla,
Ahmedabad 382220, Gujarat.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DHARMAJ CROP GUARD LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- i. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made 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 thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- Not Applicable during the year under review;

// 2 //

The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are not applicable to the Company as the Securities of the Company are not listed on any Stock Exchange during the year under review:

- (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;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to 12th August, 2021) and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 16th August 2021);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (up to 9th June 2021) and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (with effect from 10th June 2021);
- (h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 16th August 2021).

We have also examined compliance with the applicable Standards / Clauses / Regulations of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) and made effective from time to time.
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s), if any. (**Not Applicable** as the securities of the Company are not listed on any Stock Exchange during the year under review).

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

We further report that:

Having regard to the Compliance system prevailing in the Company and on examination of relevant documents and records in pursuance thereof on test - check basis, the Company has complied with the material aspects of the following laws specifically applicable to the Company being engaged in the manufacturing activities of pesticides and other agricultural chemical industry:

1. The Insecticides Act, 1968
2. The Fertiliser (Control) Order 1985

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 that took place during the year under review were carried out in compliance of the provisions of Act.

Except in case of meetings convened through shorter notice, adequate notice is given to all directors at least seven days in advance to schedule the Board Meetings and agenda and detailed notes on agenda were sent well before the date of meeting 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.

Decisions at the meetings of Board of Directors/Committees of the Company were carried unanimously. We were informed that there were no dissenting views of the members' on any of the matters during the year that were required to be captured and recorded as part of the minutes.

We further report that:

Based on the review of compliance mechanism established by the Company, the information provided by the Company, its officers and authorized representatives during the conduct of the audit and compliance report placed before the Audit Committee Meetings, we are of the opinion 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 general laws, rules, regulations and guidelines.

We further report that:

The Compliance by the Company of the applicable financial laws like Direct and Indirect Tax laws, has not been reviewed in this Audit since the same have been subject to the review by the Statutory Auditors and other designated professionals.

We further report that:

During the Audit period under review, the event / action having major bearing on the Company's affairs in pursuance of the abovementioned laws, rules, regulations, guidelines, standards etc. is as mentioned below:

1. Increase in Authorised Share Capital of the company, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 25th November, 2021
2. Alteration of Main object clause of the company, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 25th November, 2021
3. Bonus Issue of 8,227,791 equity shares of the company, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 25th November, 2021
4. Adoption of new set of Articles of Association of the company, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 25th November, 2021.
5. Borrow funds not exceeding Rs. 1,000 Crores pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 15th July, 2021.
6. Creation of charge on the assets of the company to secure borrowings upto Rs. 1,000 Crores pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, as approved by the members in the Extra- Ordinary General Meeting of the Company held on 15th July, 2021.

Apart from the above there were no other instances of:

- a) Public/Right issue of shares/debentures/sweat equity etc.
- b) Redemption / buy-back of securities.
- c) Merger / amalgamation / reconstruction, etc.
- d) Foreign technical collaborations.

FOR PARIKH DAVE & ASSOCIATES
Company Secretaries
ICSI Unique Code No.: P2006GJ009900
Peer review Certificate No.: 796/2020

SD/-
UDAY DAVE
PRACTICING COMPANY SECRETARY
PARTNER
FCS No.:6545 C. P. No.: 7158
UDIN: F006545D000730499

Place : Ahmedabad
Date : 02/08/2022

Notes:

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

PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES

ANNEXURE - A

To,
The Members,
DHARMAJ CROP GUARD LIMITED
CIN: U24100GJ2015PLC081941

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 process as were appropriate to obtain responsible assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices followed by us provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provision of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

FOR PARIKH DAVE & ASSOCIATES
Company Secretaries
ICSI Unique Code No.: P2006GJ009900
Peer review Certificate No.: 796/2020

SD/-

UDAY DAVE
PRACTICING COMPANY SECRETARY
PARTNER
FCS No.:6545 C. P. No.: 7158
UDIN: F006545D000730499

Place : Ahmedabad
Date : 02/08/2022

ANNUAL REPORT ON CSR ACTIVITIES FOR FINANCIAL YEAR ENDED 31.03.2022

1. Brief outline on CSR Policy of the Company.

In adherence to section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time, the Board of Directors upon the recommendation of CSR Committee has approved and adopted a CSR Policy of the Company. In accordance with the primary CSR philosophy of the Company, the CSR policy of the company specifies the activities that Company would undertake, monitoring of CSR activities etc.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation /Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Bhaveshkumar J Ponkiya*	Chairman, Non-Executive Independent Director	NA	NA
2.	Mr. Rameshbhai Ravajibhai Talavia,	Member, Promoter Executive/ Managing Director	3	3
3.	Mr. Vishal Domadia, Member ##	CFO & Whole Time Director	3	3
4.	Mr. Deepakbhai B Kanparia,	Member, Non-Executive Independent Director	3	3

* Mr. Bhaveshkumar J Ponkiya was appointed as Chairman and Member of the Committee with effect from 18-11-2021

Mr. Vishal Domadia ceased to be member of the committee with effect from 22-10-2021

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

<https://www.dharmajcrop.com>

4. The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies(Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

Not Applicable

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set- off for the financial year, if any (in Rs)
1	Not Applicable		
2			
3			

6. Average net profit of the company as per section 135(5) :

Rs.16,62,86,091 /-

7. (a) Two percent of average net profit of the company as per section:

Rs.33,25,722/-

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

NIL

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

NIL

(d) Total CSR obligation for the financial year (7a+7b+7c):

Rs.33,25,722/-

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

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
33,52,000	NOT APPLICABLE				

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project.	Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency
					State District.					Name CSR Regd. number.
	NOT APPLICABLE									
2.										
3.										

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency
				State. District.			Name. CSR Registration number.
1.	Dharmaj Foundation a trust incorporated by the Company for Undertaking CSR Activities	Schedule VII(ii) promoting education, including special education and employment enhancing vocation skills	Yes	Various districts of the State Gujarat	33,52,000	NO	Dharmaj Foundation CSR00012389
	TOTAL				Rs 33,52,000		

- (d) Amount spent in Administrative Overheads -
- (e) Amount spent on Impact Assessment, if applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) Rs. 33,52,000/-
- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	33,25,722
(ii)	Total amount spent for the Financial Year	33,52,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	26,278
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NA
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NA

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

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	Not Applicable						
2.							
3.							
	TOTAL						

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year	Project duration	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (In Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1.								
2.								
3.								
	TOTAL							

4. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s).

Not Applicable

(b) Amount of CSR spent for creation or acquisition of capital asset.

Not Applicable

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

Not Applicable

5. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Not Applicable

Sd/- (Chief Executive Officer or Managing Director or Director).	Sd/- (Chairman CSR Committee).	
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NOMINATION AND REMUNERATION POLICY

1. PREFACE

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto.

2. PURPOSE

The purpose of the policy is to

1. Comply with Section 178 of the Companies Act, 2013 and applicable provisions.
2. Ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
3. Ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
4. Ensure that the remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

3. DEFINITIONS:

1. **Remuneration:** means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;
2. **Key Managerial Personnel:** shall mean the officers of the Company as defined in Section 2(51) of the Companies Act, 2013 and rules prescribed there under.
3. **Senior Managerial Personnel:** mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

(The words in the Policy shall have the same meaning as defined under the Companies Act. 2013 and Rules thereto or any modifications/substitution thereto.)

4. ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

- identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal;
- carrying out evaluation of every director's performance;
- formulate the criteria for determining qualifications, positive attributes and independence of a director;
- recommend to the Board a policy, relating to the remuneration for the directors, key managerial and senior management personnel;
- ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- ensure that remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
- such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

5. APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment.

2. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
3. The Company shall not appoint or continue the employment of any person as Managing Director or Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

6. TERM / TENURE

Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

7. EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

8. REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

9. RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

10. POLICY FOR REMUNERATION TO DIRECTORS/ KMP/ SENIOR MANAGEMENT PERSONNEL

Remuneration to Managing Director / Whole-time Directors/ Executive Directors:

- a. The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.
- c. The Remuneration to the Managing Director / Whole-time Directors/ Executive Directors shall be according to the Policy for Managing Director & Executive Directors & Code of Conduct recommended by the Committee.

REMUNERATION TO NON- EXECUTIVE / INDEPENDENT DIRECTORS:

- a. The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as may be approved by the Board of Directors and permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c. An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d. Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
 - The Services are rendered by such Director in his capacity as the professional; and
 - In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

REMUNERATION TO KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- a. The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b. The Fixed pay shall include monthly remuneration.
- c. The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

11. AUTHORITY FOR APPROVAL OF POLICY

The Board shall have the authority for approval of this policy in pursuance to the Act.

12. AUTHORITY TO MAKE ALTERATIONS TO THE POLICY

The Board is authorized to make such alterations to this Policy as considered appropriate, subject, however, to the condition that such alterations shall be in consonance with the provisions of the Acts and Regulations.

13. EFFECTIVE DATE

The policy will be effective with effect from the date of approval by the Board.

14. DISCLAIMER

Nothing contained in this Policy shall operate in derogation of any law for the time being in force or of any other provisions in force.

In any circumstance where the terms of this Policy differ from any applicable law governing the Company, such applicable law will take precedence over this Policy and procedures until such time as this Policy is modified in conformity with the Applicable Law.

INFORMATION AS PER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH THE RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED 31stMARCH, 2022

A &B. CONSERVATION OF ENERGY&TECHNOLOGY ABSORPTION:

1. Addition of Bead Mill

Short Description & FY of Installation	Capital Investment	Benefits Derived
<ul style="list-style-type: none"> • Bead Mill 50 Ltr • 2022-23 	Rs. 9,75,000/- (Approx.)	-Enhance productivity of suspension concentration formulation

2. Installation of Air Cooled Chiller

Short Description & FY of Installation	Capital Investment	Benefits Derived
<ul style="list-style-type: none"> • Air Cooled Chiller 10 TR • 2022-23 	Rs. 3,39,000/- (Approx.)	<ul style="list-style-type: none"> - Enhancement of Productivity - Time Saving.

A. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows

- (i) Foreign Exchange Earnings: Rs. 388,371,090/-
- (ii) Foreign Exchange Outgo : NIL

DHARMAJ CROP GUARD LIMITED

CIN: U24100GJ2015PLC081941

Registered Office: Plot No. 408 to 411, Kerala GIDC Estate, Off NH-8, At: Kerala, Ta.: Bavla, Ahmedabad-382220.

Tel: 079-26893226; E-mail: cs@dharmajcrop.com

Website: <http://www.dharmajcrop.com>

PROXY FORM

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

Name of the Member(s) :

Registered Address :

E- mail Id :

Folio No :

DP Id :

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

Name	
Address	
E-mail ID	
Signature	

or failing him

Name	
Address	
E-mail ID	
Signature	

or failing him

Name	
Address	
E-mail ID	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 15th day of September, 2022 at 05:00 PM at Office No. 901 to 903 & 911, B-square 2, Iscon Ambli Road, Ahmedabad -380058 and at any adjournment thereof in respect of resolutions as are indicated below:

Resolution No.		Optional*	
Ordinary Business		For	Against
1.	To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors along with annexures thereon (Ordinary Resolution)		
2.	To consider appointment of Mr. Jamankumar H Talavia (DIN: 01525356), who retires by rotation as a Director and being eligible offers himself for reappointment. (Ordinary Resolution)		
3.	To declare Dividend on equity shares for the financial year 2021-22. (Ordinary Resolution)		
Special Business			
4.	To Regularize Appointment of Mrs. Amisha Fenil Shah (DIN: 09411332) as an Independent Director (Special Resolution)		
5.	To consider the reappointment of Mr. Jamankumar H Talavia (DIN: 01525356) as a Whole-Time Director (Ordinary Resolution)		
6.	To consider the reappointment of Mr. Jagdish R Savaliya (DIN: 06481920) as a Whole-Time Director (Ordinary Resolution)		
7.	To ratify remuneration of cost auditor of the Company for FY 2022-23 (Ordinary Resolution)		

Signed thisday of2022

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
3. *It is optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he / she thinks appropriate

DHARMAJ CROP GUARD LIMITED

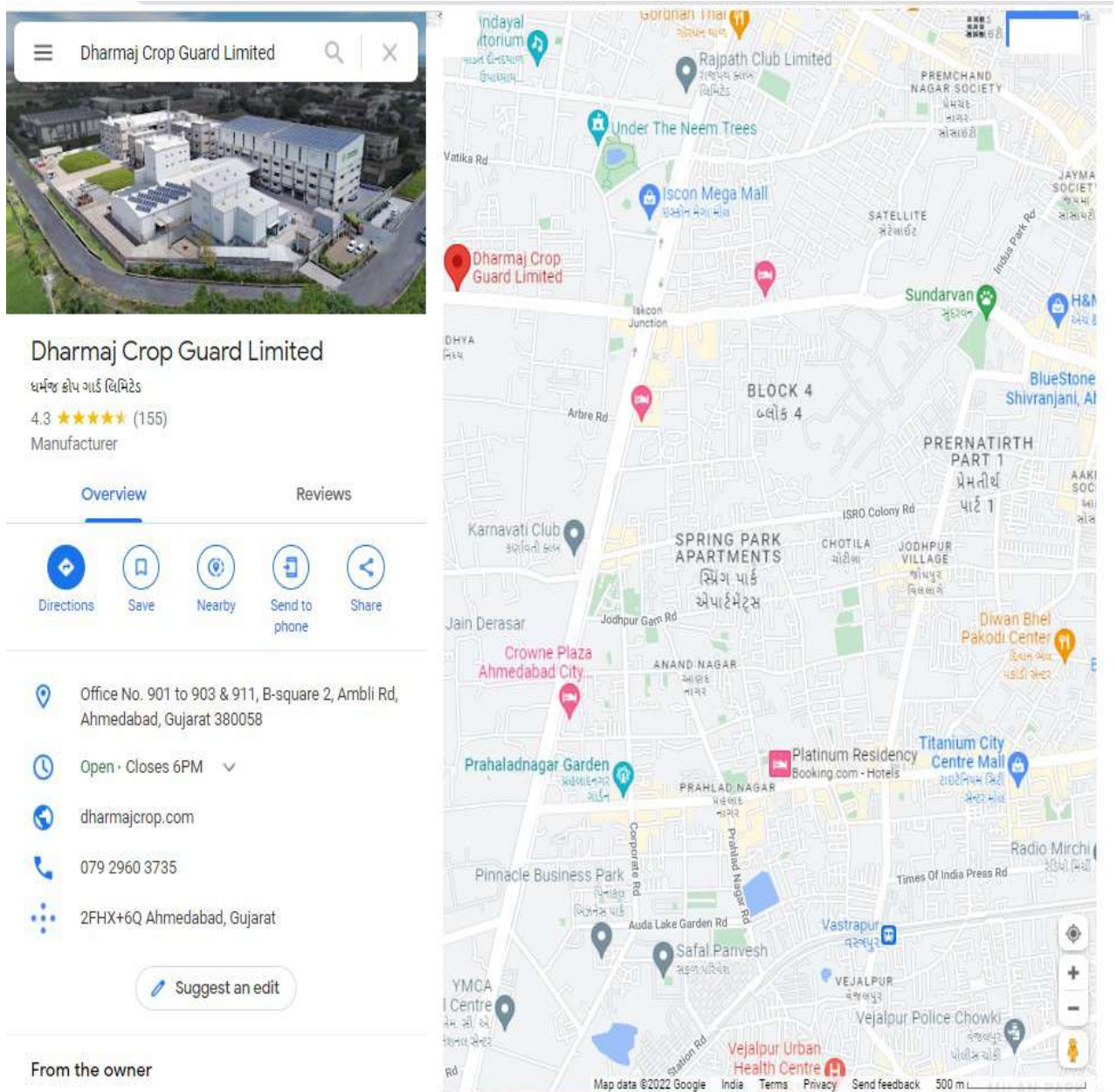
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Registered Office: Plot No. 408 to 411, Kerala GIDC Estate, Off NH-8, At: Kerala, Ta.: Bavla, Ahmedabad-382220.

Tel: 079-26893226; E-mail: cs@dharmajcrop.com

Website: <http://www.dharmajcrop.com>

Route Map for the venue



ATTENDANCE SLIP

(Please complete this attendance slip and hand it over at the entrance of the Hall)

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

I hereby record my presence at the 8th Annual General Meeting of the Company on the Thursday, 15th day of September, 2022 at 05.00 PM at the Corporate Office At . 901 to 903 & 911, B-square 2, Iscon Ambli Road, Ahmedabad -380058

Signature of the Shareholder/Proxy/Representative*

*Strike out whichever is not applicable

Note:

1. Please hand over the Attendance Slip duly completed and signed at the REGISTRATION COUNTERS

2. Copy of the Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is sent to all the members at their respective address registered with the company.



INDEPENDENT AUDITOR'S REPORT

To the Members of

DHARMAJ CROP GUARD LIMITED

I. Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **DHARMAJ CROP GUARD LIMITED** Company ("the Company"), which comprise the balance sheet as at 31st March, 2022, and the statement of profit and loss, the statement of changes in equity and statement of cash flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit and loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Reporting of Key audit matters as per SA 701 are not applicable to the Company as it is unlisted company.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.



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

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 Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors 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 Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements, including the disclosures, and whether the 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 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.

II. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to extent applicable.
2. As required by section 143 (3) of the Act, we report that:



- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, Statement of Change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of 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 B”**.
- g. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act

- h. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 32(b) to the 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 and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 person or entity, including foreign entity ("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 (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- (c) Based on the audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The dividend declared or paid during the year by the Company is in compliance with Section 123 of the Act.

For, K A R M A & Co. LLP
Chartered Accountants
FRN No. 127544W/W100376

Place: Ahmedabad

Date: 03/08/2022

SD/-

CA Jignesh A. Dhaduk
Designated Partner
M.No.129149
UDIN: 22129149AOGCPV9903



“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under ‘Report on Other Legal & Regulatory Requirement’ section of our report to the members of DHARMAJ CROP GUARD LIMITED of even date:

In terms of the information and explanations sought by us and given by the company and the books 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 maintained proper records showing full particulars of Intangible Assets;

(b) The Company has a program of verification to cover all the items of Property, Plant and Equipment in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain items of Property, Plant and Equipment’s were physically verified by the management during the year. 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, the records examined by us and based on the examination of the conveyance deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

(d) As explained to us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year, hence reporting under this clause is not required.

(e) According to the information and explanations given to us, No proceedings has been initiated or are pending against the company under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, hence reporting under this clause is not required.
- ii. (a) As explained to us, the inventory has been physically verified at reasonable intervals during the year by the management. In our opinion, the frequency of verification is reasonable and the coverage and procedure for such verification is appropriate. No material discrepancies of 10% or more in aggregate for each class of inventory were noted on physical verification of inventory.

(b) As disclosed in note 16 to the financial statements, the Company has been sanctioned with the working capital limits in excess of five crore rupees, in aggregate from banks or financial institution on the basis of security of current assets, Quarterly statement filed by company are in agreement with the books of accounts of the Company.



- iii. (a) In our opinion and according to information and explanation given to us, The Company has not made any investment in, given Guarantee or security or granted any loans or advance which are characterized as loans, unsecured or secured, to LLP or firm or to any other person.
- (b) The Company has not made investment in, provided any guarantee or security or granted any loans or advances to Subsidiaries, Joint Ventures and Associates, hence reporting under this clause is not required.
- (c) In our opinion the company does not have any loans and advances in the nature of loan is given which was due for repayment during the year and has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, Hence reporting under this clause is not applicable.
- iv. In our opinion and according to information and explanation given to us, provisions of section 185 and 186 are fully complied by the company. The company has not granted any loans to the directors or any person with whom director is related.
- v. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph 3 (v) of the order is not applicable.
- vi. 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(1) of the Companies Act, 2013, related to the manufacture of goods, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. However, We have not made a detailed examination of the same.
- vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, GST, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at reporting date for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanation given to us and the records of the company examined by us, there are no dues of income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii. According to the information and explanation given to us and the records of the company examined by us, there are no any transactions which are not recorded in the books of accounts and disclosed or surrendered as income during the year in the tax assessment under the Income Tax Act, 1961. Accordingly paragraph 3 (viii) of the order is not applicable.



- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender. Accordingly, reporting under this clause is not required.
- (b) According to the information and explanation given to us, the company has not been declared as a wilful defaulter by any bank or financial institution or other lender;
- (c) According to the information and explanation given to us, the company has utilized the amount of term loans for the purpose for which they were obtained;
- (d) According to the information and explanation given to us, the company has not utilized the short term funds for long term purpose.
- (e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a) Based upon the audit procedures performed and the information and explanations given by the management, the company is in process to raised moneys by way of initial public offer on NSE/BSE main board platform. Accordingly, reporting under this clause is not required.
- (b) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting under this clause is not required.
- xi. (a) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the year.
- (b) Based upon the audit procedures performed and according to the information and explanations given to us, as no fraud has been noticed during the year, there is no requirement to file report under section 143 (12) of The Companies Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based upon the audit procedures performed and according to the information and explanations given to us, No whistle-blower complaints has been received by the company during the year.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.



- xiii. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) According to the information and explanations given to us and based on our examination the internal audit system is in accordance with its size and business activities.
- (b) During the audit procedure and testing of internal control regarding the financial reporting we have duly consider the internal audit report issue by the internal auditor.
- xv. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
- xvi. (a) According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) According to the information and explanations given to us and based on our examination of the records of the company, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the reserve Bank of India Act, 1934.
- (c) In our opinion, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) In our opinion, the Company is not a Core Investment Company (CIC) hence reporting under this clause is not required.
- xvii. According to the information and explanations given to us and based on our examination of the records of the company, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. According to the information and explanations given to us and based on our examination of the records of the company, there is no resignation of Statutory Auditors during the year hence, reporting under this clause is not applicable.
- xix. No material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of 1 year from the balance sheet date.



- xx. a. In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 33 to the financial statements.
- b. All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special bank account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 33 to the financial statements

For, K A R M A & Co. LLP
Chartered Accountants
FRN: 127544W/W100376

Place: Ahmedabad
Date: 03/08/2022

SD/-
CA Jignesh A. Dhaduk
Designated Partner
M.No.: 129149
UDIN: 22129149AOGCPV9903



“Annexure B” to the Independent Auditor’s Report

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of DHARMAJ CROP GUARD LIMITED of even date)

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

We have audited the internal financial controls over financial reporting of **DHARMAJ CROP GUARD LIMITED** (“the Company”) as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external 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 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, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, K A R M A & Co. LLP
Chartered Accountants
FRN: 127544W/W100376

Place: Ahmedabad
Date: 03/08/2022

SD/-
CA Jignesh A. Dhaduk
Designated Partner
M.No.: 129149
UDIN: 22129149AOGCPV9903

DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941
BALANCE SHEET AS AT MARCH 31, 2022

(Amount in INR Millions)

Particulars	Note	As at March 31, 2022	As at March 31, 2021	As at April 1, 2020
ASSETS				
NON-CURRENT ASSETS				
(a) Property, plant and Equipment	2	389.34	386.72	216.93
(b) Capital Work in Progress	2	176.52	11.40	23.17
(c) Intangible Asset	2	11.24	4.21	1.21
(d) Intangible assets under development	2	7.48	-	-
(e) Financial assets				
(i) Investments	3	4.89	-	-
(ii) Others Financial Assets	6	10.36	10.34	9.95
(f) Deferred tax assets (net)	14	2.30	-	2.03
(g) Other non-current assets	7	55.39	45.70	55.74
TOTAL NON-CURRENT ASSETS		657.51	458.38	309.03
CURRENT ASSETS				
(a) Inventories	8	628.78	435.75	276.11
(b) Financial assets				
(i) Investments		-	-	-
(ii) Trade receivables	4	859.82	361.82	333.29
(iii) Cash and cash equivalents	9	9.52	9.53	2.99
(v) Loans	5	0.76	0.71	0.45
(v) Others Financial Assets	6	1.05	0.71	0.57
(c) Other Current Assets	7	38.01	21.80	3.37
TOTAL CURRENT ASSETS		1,537.95	830.33	616.80
Assets held for Sale				
TOTAL ASSETS		2,195.45	1,288.70	925.83
EQUITY AND LIABILITIES				
EQUITY				
(a) Equity share capital	10	246.83	164.56	164.56
(b) Other equity	11	602.35	398.89	189.73
TOTAL EQUITY		849.18	563.44	354.29
LIABILITIES				
NON-CURRENT LIABILITIES				
(a) Financial liabilities				
(i) Borrowings	12	253.16	152.45	51.23
(ii) Lease Liability		-	-	-
(b) Provisions	13	4.08	3.34	1.88
(c) Deferred tax liabilities (net)	14	-	0.23	-
(d) Other non-current liabilities	15	22.41	16.95	12.31
TOTAL NON-CURRENT LIABILITIES		279.65	172.97	65.41
CURRENT LIABILITIES				
(a) Financial liabilities				
(i) Borrowings	16	116.12	116.78	150.54
ii) Lease Liability				
(iii) Trade payables				
- total outstanding dues of Micro and Small Enterprise	17	-	-	-
- total outstanding dues of other than Micro and Small Enterprise	17	913.70	391.27	332.04
(iv) Other financial liabilities	18	0.67	0.49	0.05
(b) Other current liabilities	19	31.58	40.91	20.90
(c) Provisions	13	0.20	0.12	0.01
(d) Current tax liabilities (net)	20	4.35	2.72	2.59
TOTAL CURRENT LIABILITIES		1,066.62	552.29	506.13
TOTAL EQUITY AND LIABILITIES		2,195.45	1,288.70	925.83

Statement of significant accounting policies and explanatory notes forms an integral part of the financial statements

For KARMA & Co LLP
Chartered Accountants
FRN.: 127544W/W100376

SD/-

CA Jignesh A Dhaduk
Partner
M.No. 129149
UDIN : 22129149AOGCPV9903
Place: Ahmedabad
Dated: 03/08/2022

SD/-

Rameshbhai Ravajibhai Talavia
Chairman & Managing Director
(DIN – 01619743)

SD/-
Vishal Domadia
Chief Financial Officer

For and on behalf of the Board of Directors
DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941

SD/-

Jamanbhai Hansarajbhai Talavia
Director
(DIN – 01525356)

SD/-
Malvika Bhadreshbhai Kapasi
Company Secretary
A52602

DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2022

(Amount in INR Millions)

Particulars	Note	For the year ended 31st March 2022	For the year ended 31st March 2021
INCOME			
Revenue from Operations	21	3,942.08	3,024.10
Other Income	22	20.80	11.55
Total Income		3,962.88	3,035.65
EXPENSES			
Cost of material consumed	23	3,206.69	2,405.00
Purchases of stock-in-trade		5.53	9.08
Changes in inventories of finished goods, work-in progress and stock-in-trade	24	(126.11)	(84.98)
Manufacturing & Operating Costs	25	56.65	64.95
Employee benefits expense	26	136.60	120.07
Finance Costs	27	26.15	14.19
Depreciation & amortization	28	52.71	26.01
Other expenses	29	219.34	199.40
Total Expenses		3,577.57	2,753.73
Profit/(Loss) before exceptional items and tax		385.31	281.93
Exceptional items Income / (Expense)		-	-
Profit / (Loss) before tax		385.31	281.93
Tax expenses	30		
Current Tax		101.09	69.95
Adjustment of Tax Relating to Earlier Years		0.01	(0.03)
Deferred Tax Liability / (asset)		(2.69)	2.41
Total tax expenses		98.41	72.32
Profit after tax for the period		286.90	209.60
Other Comprehensive Income			
Items that will not be reclassified to profit or loss (Net of tax)		0.49	(0.45)
Total Comprehensive Income / (Loss) For The Period		287.39	209.15
Earnings per equity share (FV- Rs 10/share)			
Basic (Rs.)	31	11.62	12.74
Diluted (Rs.)	31	11.62	12.74

Statement of significant accounting policies and explanatory notes forms an integral part of the financial statements

For KARMA & Co LLP
Chartered Accountants
FRN.: 127544W/W100376

For and on behalf of the Board of Directors
DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941

SD/-

CA Jignesh A Dhaduk
Partner
M.No. 129149
UDIN : 22129149AOGCPV9903
Place: Ahmedabad
Dated: 03/08/2022

SD/-

Rameshbhai Ravajibhai Talavia
Chairman & Managing Director
(DIN – 01619743)

SD/-

Vishal Domadia
Chief Financial Officer

SD/-

Jamanbhai Hansarajbhai Talavia
Director
(DIN – 01525356)

SD/-

Malvika Bhadreshbhai Kapasi
Company Secretary
A52602

DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2022

(Amount in INR Millions)

Particulars	For the year ended 31st March 2022	For the year ended 31st March 2021
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extraordinary Items	385.31	281.93
Adjustments for :		
Depreciation	52.71	26.01
(Profit) / Loss on Sale of Assets	(1.18)	(5.61)
Interest Expenses	23.87	12.45
Bad Debts	-	0.22
Loss on Remeasurement of Employee Benefits	0.66	(0.60)
Sundry Balances Written Back	76.06	-
Operating Profit Before Working Capital Changes	461.37	314.40
Trade and Other Receivables	(498.42)	(33.64)
Inventories	(193.03)	(159.64)
Trade Payables and Provision	523.25	60.80
Other Non Financial Assets	(25.89)	(8.39)
Other financial liabilities	0.18	0.44
Other non-financial liabilities	(3.87)	24.66
CASH GENERATED FROM THE OPERATIONS	263.58	198.62
Direct Taxes Paid	(99.47)	(69.78)
Net Cash from Operating Activities	164.11	128.83
B CASH FLOW FROM INVESTMENT ACTIVITIES		
Purchase of Fixed Assets	(236.52)	(191.53)
Proceeds from Govt. Grant	-	-
Sale of Fixed Assets	2.76	10.11
Movement in Other Bank Balance- Fixed Deposits	-	4.12
Investment in Company	(4.89)	-
Interest Received	-	-
Net Cash from Investment Activities	(238.65)	(177.31)
C CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Shares	-	-
Dividend Paid	(1.65)	-
Interest paid	(19.06)	(10.02)
Addition Long term Borrowing	144.38	152.18
Repayment of Long term Borrowings	(54.47)	(22.10)
Addition to Short Term Liability	135.52	177.06
Repayment of Short term Borrowings	(130.20)	(242.10)
Net Cash from Financing Activities	74.53	55.01
NET INCREASE IN CASH AND CASH EQUIVALENTS	(0.01)	6.54
Opening Balance	9.53	2.99
Closing Balance	9.52	9.53
NET INCREASE IN CASH AND CASH EQUIVALENTS	(0.01)	6.54

Note: Figure in brackets denote outflows

Statement of significant accounting policies and explanatory notes forms an integral part of the financial statements

For KARMA & Co LLP
Chartered Accountants
FRN.: 127544W/W100376

For and on behalf of the Board of Directors
DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941

SD/-

CA Jignesh A Dhaduk
Partner
M.No. 129149
UDIN : 22129149AOGCPV9903
Place: Ahmedabad
Dated: 03/08/2022

SD/-

Rameshbhai Ravajibhai Talavia
Chairman & Managing Director
DIN – 01619743

SD/-

Jamanbhai Hansarajbhai Talavia
Director
DIN – 01525356

SD/-

Vishal Domadia
Chief Financial Officer

SD/-

Malvika Bhadreshbhai Kapasi
Company Secretary
A52602

A Equity Share Capital

Particulars	March 31, 2022		March 31, 2021		April 1, 2020	
	Number of Shares	Amount in Rs.	Number of Shares	Amount in Rs.	Number of Shares	Amount in Rs.
<i>Equity shares of INR 10 each issued, subscribed and fully paid</i>						
Balance at beginning of the Period	1,64,55,581	164.56	1,64,55,581	164.56	20,00,000	20.00
Changes in Equity Capital						
Add: Bonus Issue of Shares	82,27,791	82.28	-	-	80,00,000	80.00
Add: Rights Issue of Shares	-	-	-	-	64,55,581	64.56
Balance at the end of period	2,46,83,372	246.83	1,64,55,581	164.56	1,64,55,581	164.56

B Other Equity

Particulars	Retained Earnings	Security Premium	Total
As at 1 April 2020			
Balance as per previous GAAP	112.84	77.14	189.99
Ind AS adjustment			
Re-measurement of net defined benefit plans	-0.33	-	(0.33)
- Deferred Tax on above	0.08	-	0.08
Gratuity Expenses	-1.55	-	(1.55)
Re-grouping of CWIP Items	1.12	-	1.12
Deferred Tax	0.43	-	0.43
As at April 1, 2020	112.59	77.14	189.73
Profit for the year	209.60	-	209.60
Re-measurement of net defined benefit plans	(0.60)	-	(0.60)
- Deferred Tax on above	0.15	-	0.15
As at March 31, 2021	321.74	77.14	398.89
Profit for the year	286.90	-	286.90
Re-measurement of net defined benefit plans	0.66	-	0.66
- Deferred Tax on above	(0.17)	-	(0.17)
Dividend Paid	(1.65)	-	(1.65)
Utilisation for Bonus of Shares	(5.13)	(77.14)	(82.28)
As at March 31, 2022	602.35	-	602.35

For KARMA & Co LLP

Chartered Accountants
FRN.: 127544W/W100376

For and on behalf of the Board of Directors

DHARMAJ CROP GUARD LIMITED
CIN : U24100GJ2015PLC081941

SD/-

CA Jignesh A Dhaduk

Partner
M.No. 129149
UDIN : 22129149AOGCPV9903
Place: Ahmedabad
Dated: 03/08/2022

SD/-

Rameshbhai Ravajibhai Talavia
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DIN – 01619743

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Jamanbhai Hansarajbhai Talavia
Director
DIN – 01525356

SD/-

Vishal Domadia
Chief Financial Officer

SD/-

Malvika Bhadreshbhai Kapasi
Company Secretary
A52602

NOTES ACCOMPANYING TO THE FINANCIAL STATEMENTS**1 CORPORATE INFORMATION**

DHARMAJ CROP GUARD LIMITED was incorporated on January 19, 2015. The Company is engaged in the business of manufacturing and dealing in pesticides including concessionaires of public health products for pest control, insecticides, herbicide, fertilizers and allied products related to research and technical formulations.

2 BASIS OF PREPARATION

The financial statement of the Company comprises the statement of assets and liabilities as at March 31, 2022, the statement of profit and loss (including other comprehensive income), the Statement of Changes in Equity, the Cash Flow Statement for the year ended March 31, 2022, the Summary Statement of Significant Accounting Policies, and other explanatory information Collectively, the "Financial Statement").

Ministry of Corporate Affairs notified roadmap to implement Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013. read with (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016. As per the said roadmap, the Company is required to apply Ind AS starting from financial year beginning on or after 1st April, 2016. Accordingly, the financial statements of the Company have been prepared in accordance with the Ind AS.

These financial statements are prepared under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values which are disclosed in the Financial Statements, the provisions of the Companies Act, 2013 ('Act') (to the extent notified).

The classification of assets and liabilities of the Company is done into current and non-current based on the operating cycle of the business of the Company. The operating cycle of the business of the Company is less than twelve months and therefore all current and non-current classifications are done based on the status of reliability and expected settlement of the respective asset and liability within a period of twelve months from the reporting date as required by Schedule III to the Companies Act, 2013.

Accounting policies have been consistently applied except whereas newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The financial statements are presented in Indian Rupees ('INR'), except otherwise indicated.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTION

The preparation of financial statements requires management's judgments, estimates and assumptions that impacts the reported amounts of revenues, expenses, assets and liabilities, and the accompanying notes thereon. Uncertainty about these assumptions and estimates could result in outcomes that might require a material adjustment to the carrying amount of assets or liabilities in future periods.

Estimates

The preparation of the financial statements in conformity with Ind-AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of circumstances surrounding the estimates. Changes in estimates are reflected in the financial statement in the period in which changes are made and if material, their effects are disclosed in the notes to the financial statements.

Judgements**1) Useful lives of property, plant and equipment**

The company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

2) Impairment of property, plant and equipment

For property, plant and equipment and intangibles an assessment is made at each reporting date to determine whether there is an indication that the carrying amount may not be recoverable or previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's recoverable or previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

3) Impairment of investment

For determining whether the investments in subsidiaries, joint ventures and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the Directors have estimated the future cash flow, capacity utilization, operating margins and other factors of the underlying businesses / operations of the investee companies. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of investments.

4) Inventories

The Company estimates the net realisable value (NRV) of its inventories by taking into account estimated selling price, estimated cost of completion, estimated costs necessary to make the sale, obsolescence considering the past trend. Inventories are written down to NRV where such NRV is lower than their cost.

5) Recognition and measurement of other Provisions

The recognition and measurement of other provisions is based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A) Revenue Recognition:

a) Revenue from Operations :

Effective April 1, 2018, the company has applied Ind-AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognized. Ind-AS 115 replaces Ind-AS 18. The company has adopted Ind-AS 115 using the cumulative catch up transition method. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated – i.e. the comparative information continues to be reported under Ind-AS 18. Significant accounting policies – Revenue recognition in the Annual report of the Company for the year ended March 31, 2018, for the revenue recognition policy as per Ind-AS 18. The adoption of Ind-AS 115 does not have significant effect on the financial results

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made.

Revenue is recognized at point in time when the performance obligation with respect to Sale of products or rendering of services to the Customer which is the point in time when the customer receives the goods and services.

Revenue is measured at the fair value of the consideration received or receivable, after the deduction of any trade discounts, volume rebates, sales return on transfer of control in respect of ownership to the buyer which is generally on dispatch of goods and any other taxes or duties collected on behalf of the Government which are levied on sales such as Goods and Services Tax (GST). Discounts given include rebates, price reductions and other incentives given to customers. No element of financing is deemed present as the sales are made with a payment term which is consistent with market practice.

Revenue from services is recognised when all relevant activities are completed and the right to receive income is established. This is applicable in case of Job Work services given by the Company to the Customers.

The Company disaggregates revenue from sale of goods or rendering of services with customers by product classification, geographical region and Customer Category.

Use of significant judgements in revenue recognition:

The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables.

Judgement is also required to determine the transaction price for the contract. The transaction price could be either a fixed amount of customer consideration or variable consideration with elements such as volume discounts, service level credits, price concessions. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component.

The Company uses judgement to determine an appropriate standalone selling price for a performance obligation. The Company allocates the transaction price to each performance obligation on the basis of the relative standalone selling price of each distinct service promised in the contract.

The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc.

b) Interest Income:

Interest income including income arising on other instruments are recognised on time proportion basis using the effective interest rate method.

c) Dividend Income:

Dividend income is accounted when the right to receive the same is established, which is generally when shareholders approve the dividend.

B) Export Benefits:

The benefit accrued under the Duty Drawback, Merchandise Export Incentive Scheme and other schemes as per the Import and Export Policy in respect of exports made under the said schemes is included as 'Export Incentives' under the head 'Other operating revenue'.

C) Property Plant and Equipment, Investment Property and Depreciation / Amortisation:

- a) Items of Property, plant and equipment including Capital-work in-progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any cost attributable of bringing the asset to its working condition for its intended use. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognized in statement of profit or loss as incurred.
- b) Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or up to the month of such sale/disposal, as the case may be.

Assets Category	Estimated useful life (in Years)
Plant & Machinery	15
Servers and networks	6
Computer desktops and laptops	3
Office Equipment	5
Electrical Installation	15
Factory Building	30
Non-Factory Building	30
Vehicles	8
Furniture and fixtures	10
Leasehold Land	Over Primary Lease period

The residual values, useful lives and methods of depreciation of property plant equipment are reviewed at each financial year and adjusted prospectively, if appropriate.

c) Leased assets

Leasehold lands are amortized over the period of lease. Buildings constructed on leasehold land are depreciated based on the useful life specified in Schedule II to the Companies Act, 2013, where the lease period of land is beyond the life of the building.

In other cases, buildings constructed on leasehold lands are amortized over the primary lease period of the lands.

d) Intangible assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably.

Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed finite. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Intangible Assets without finite life are tested for impairment at each Balance Sheet date and Impairment provision, if any are debited to profit and loss.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

D) Impairment of Non-financial Assets

On annual basis the Company makes an assessment of any indicator that may lead to impairment of assets. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable amount is higher of an asset's fair value or selling price.

An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

E) Cashflow Statements

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

F) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts, if any as they are considered an integral part of the Company's cash management.

G) Inventories

All inventories are stated at lower of 'Cost or Net Realizable Value'.

- a) Stores and spares, packing materials and raw materials are valued at lower of cost or net realisable value and for this purpose, cost is determined on First in First Out (FIFO) basis. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. However, the aforesaid items are not valued below cost if the finished products in which they are to be incorporated are expected to be sold at or above cost.
- b) Finished products and Work in Progress are valued at lower of cost or net realisable value and for this purpose, cost is determined on standard cost basis which approximates the actual cost. Cost of finished goods and work in progress includes direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity.
- c) Traded goods are valued at lower of cost and net realizable value. Cost is determined on a FIFO basis.
- d) 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.

H) Foreign currency transactions

The Company's financial statements are presented in INR, which is also the Company's functional currency.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognized as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognized in line with the gain or loss of the item that gave rise to the translation difference.

I) Segment reporting

Based on " Management Approach "as defined in Ind AS 108 - Operating Segments the chief operating decision maker regularly monitors and reviews the operating results of the whole company as one segment of "pesticides, insecticides, herbicide and fertilizers." Thus, as defined in Ind AS 108, the Company's entire business falls under this one operational segment and hence the necessary information has already been disclosed in the Balance Sheet and the Statement of Profit and Loss. The analysis of geographical segments is based on the areas in which customers of the company are located.

J) Equity investment

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments, which are held for trading, are classified as at fair value through profit and loss ("FVTPL"). Investment that are readily realisable and intended to be held for not more than a year are classified as current investment. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable. If the Company decides to classify an equity instrument as at fair value through other comprehensive income ("FVTOCI"), then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

K) Government Grant

Government grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in liabilities as deferred income and are credited to the Statement of Profit and Loss in a systematic basis over the expected life of the related assets and presented within other income.

Government grants relating to the purchase of land is reduced from the cost of assets.

Government grants relating to income are deferred and recognised in the Statement of Profit and Loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

L) Borrowing Cost

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time (generally over twelve months) to get ready for its intended use or sale.

Other borrowing costs are recognized as expenses in the period in which they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

In determining the amount of borrowing costs eligible for capitalization during a period, any income earned on the temporary investment of those borrowings is deducted from the borrowing costs incurred.

M) Taxes on income

Current Taxes

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/ appeals if any.

Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or liability settled, based on the tax rates (tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside the statement of profit and loss is recognized outside the statement of profit and loss. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The break-up of major components of deferred tax assets and liabilities as at balance sheet date has been arrived at after setting off deferred tax assets and liabilities where the Company have a legally enforceable right to set-off assets against liabilities and where such assets and liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternate Tax (MAT)

Minimum Alternate Tax (MAT) paid as per Indian Income Tax Act, 1961 is in the nature of unused tax credit which can be carried forward and utilised when the Company will pay normal income tax during the specified period. Deferred tax assets on such tax credit are recognised to the extent that it is probable that the unused tax credit can be utilised in the specified future period. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

N) Provisions, Contingent Liabilities and Contingent Assets

Provisions

The Company recognizes a provision when: it has a present legal or constructive obligation as a result of past events; it is likely that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses. Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimates.

Contingent liabilities and Contingent Assets

A present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Contingent liabilities are also disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non -occurrence of one or more uncertain future events not wholly within the control of the Company.

Claims against the Company where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

A contingent assets is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements. Contingent liabilities and contingent assets are reviewed at each balance sheet date.

O) Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, if any. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

P) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

Finance leases that transfer substantially all of the risks and benefits incidental to ownership of the leased item, are capitalized at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and a reduction in 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.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Assets acquired on leases where a significant portion of the risks and rewards of ownership are retained by lessor are classified as operating leases. Lease rentals are charged to the statement of profit and loss on straight line basis.

Q) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realized within twelve months after the reporting period,

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Deferred tax assets/liabilities are classified as non-current.

All other liabilities are classified as non-current.

R) Fair value measurement

The Company measures financial instruments such as derivatives and certain investments, at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

S) Financial instruments

a. Financial assets:

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost.

Subsequent measurement

For purposes of subsequent measurement financial assets are classified in two broad categories:

- Financial assets at fair value
- Financial assets at amortized cost

Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognized in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured at amortized cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize its fair value changes).
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

- Business model test: The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortized cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases.

All other financial asset is measured at fair value through profit or loss.

All equity investments other than investment on subsidiary, joint venture and associates are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either:

(a) the Company has transferred substantially all the risks and rewards of the asset, or

(b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Investment in associates, joint venture and subsidiaries

The Company has accounted for its investment in subsidiaries and associates, joint venture at cost.

Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model to the Financial assets measured at amortized cost

Expected credit losses are measured through a loss allowance at an amount equal to:

- the 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables

Under the simplified approach, the Company does not track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12-months ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

b. Financial liabilities:

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate (EIR) method.

Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

c. Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously

d. Derivative financial instruments:

The Company enters into derivative contracts to hedge foreign currency price risk on unexecuted firm commitments and highly probable forecast transactions. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

T) Employee Benefits

All employee benefits payable wholly within twelve months rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., and the expected cost of bonus, ex gratia are recognized during the period in which the employee renders related service.

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service.

Gratuity, a defined benefit obligation is provided on the basis of an actuarial valuation made at the end of each year/period on projected Unit Credit Method.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method with actuarial valuations being carried out at each balance sheet date, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods. Past service cost is recognized in the Statement of Profit and Loss in the period of plan amendment.

The Company recognizes the following changes in the net defined benefit obligation under employee benefit expenses in the Statement of Profit and Loss:

- i) Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- ii) Net interest expense or income.

Termination benefits are payable as a result of the company's decision to terminate employment before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The company recognizes these benefits when it has demonstrably undertaken to terminate current employees' employment in accordance with a formal detailed plan that cannot be withdrawn or to provide severance indemnities as a result of an offer made to encourage voluntary redundancy. Benefits that will not be paid within 12 months of the balance sheet date are discounted to their present value. Termination benefits are recognized as an expense in the period in which they are incurred.

2 Detailed Asset Class Wise Addition, Adjustment, Depreciation, Changes in Net Block

(Amount in INR Millions)

A Property, Plant and Equipment

Particulars	Leasehold land	Office Building	Factory Building	Plant & Machinery	Motor Vehicles	Office Equipments	Computer	Furniture And Fixtures	Total
GROSS BLOCK									
As at April 1, 2020	98.63	5.50	43.83	113.06	16.86	3.43	6.88	3.00	291.19
Additions during the year	4.03	28.86	70.44	65.04	14.44	3.99	2.65	10.47	199.92
Disposals/Adjustments	-	5.50	-	-	2.10	0.38	-	0.64	8.62
Asset Held for sale	-	-	-	-	-	-	-	-	-
As at 31 March, 2021	102.66	28.86	114.27	178.10	29.20	7.04	9.53	12.83	482.49
Additions during the year	3.79	0.12	6.74	26.46	13.05	1.34	1.55	3.28	56.32
Disposals/Adjustments	-	-	-	1.03	5.27	-	-	-	6.30
Asset Held for sale	-	-	-	-	-	-	-	-	-
As at 31 March, 2022	106.45	28.98	121.01	203.54	36.98	8.38	11.07	16.11	532.52
DEPRECIATION									
As at April 1, 2020	-	1.87	9.49	43.74	10.01	2.52	5.37	1.26	74.26
Charge for the Year	-	0.57	3.87	14.36	3.44	0.88	1.57	0.93	25.63
Disposals/Adjustments	-	1.87	-	-	1.46	0.34	-	0.45	4.12
Asset Held for sale	-	-	-	-	-	-	-	-	-
As at 31 March, 2021	-	0.57	13.36	58.10	11.99	3.06	6.94	1.74	95.77
Charge for the Year	-	2.69	9.78	24.45	7.48	2.21	2.04	3.47	52.13
Disposals/Adjustments	-	-	-	0.45	4.27	-	-	-	4.72
Asset Held for sale	-	-	-	-	-	-	-	-	-
As at 31 March, 2022	-	3.26	23.14	82.10	15.21	5.27	8.98	5.21	143.18
NET BLOCK									
As at April 1, 2020	98.63	3.63	34.34	69.32	6.86	0.90	1.51	1.74	216.93
As at 31 March, 2021	102.66	28.29	100.92	120.00	17.21	3.97	2.58	11.09	386.72
As at 31 March, 2022	106.45	25.71	97.87	121.43	21.77	3.11	2.09	10.90	389.34

B(i) Capital Work in Progress

Particular	As at March 31, 2022	As at March 31, 2021	As at April 1, 2020
Opening	11.40	23.17	-
Addition during the year	165.11	9.18	23.17
Transfer to PPE	-	20.95	-
Closing	176.52	11.40	23.17

B(ii) Capital work-in-progress ageing schedule

Capital work-in-progress as at March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	165.11	9.18	2.23	-	176.52

Capital work-in-progress as at March 31, 2021

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	9.18	2.23	-	-	11.40

Capital work-in-progress as at April 01, 2020

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	23.17	-	-	-	23.17

C Intangible Assets

Particulars	Licence	Licence - Sayakha	Software	Trademark	Website	Total
GROSS BLOCK						
As at April 1, 2020	1.34	-	0.40	0.73	0.07	2.54
Additions during the year	0.56	2.53	0.03	0.26	-	3.38
Disposals/Adjustments	-	-	-	-	-	-
As at 31 March, 2021	1.90	2.53	0.44	0.99	0.07	5.93
Additions during the year	0.86	6.58	0.06	0.11	-	7.61
Disposals/Adjustments	-	-	-	-	-	-
As at 31 March, 2022	2.76	9.11	0.50	1.11	0.07	13.54
AMORTISATION						
As at April 1, 2020	0.56	-	0.28	0.44	0.05	1.33
Charge for the Year	0.25	-	0.03	0.10	0.01	0.39
Disposals/Adjustments	-	-	-	-	-	-
As at 31 March, 2021	0.81	-	0.31	0.54	0.05	1.72
Charge for the Year	0.41	-	0.04	0.13	0.00	0.58
Disposals/Adjustments	-	-	-	-	-	-
As at 31 March, 2022	1.22	-	0.36	0.67	0.06	2.30
NET BLOCK						
As at 1 April, 2020	0.78	-	0.12	0.30	0.02	1.21
As at 31 March, 2021	1.09	2.53	0.12	0.46	0.02	4.21
As at 31 March, 2022	1.54	9.11	0.14	0.44	0.01	11.24

D(i) Intangible assets under development

Particular	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019
Opening	-	-	-	-
Addition during the year	7.48	-	-	-
Transfer to Intangible assets	-	-	-	-
Closing	7.48	-	-	-

D(ii) Intangible assets under development ageing schedule

Capital work-in-progress as at March 31, 2022

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	7.48	-	-	-	7.48

B OTHER NOTES**3 Investments**

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current	Non Current	Current	Non Current	Current
Investments in Other companies' Equity Instruments (Unquoted at cost)						
Kheti Point Private Limited	4.89	-	-	-	-	-
[2451 equity shares of Rs.10 Face value each]						
Total	4.89	-	-	-	-	-

The Company has invested Rs.48,94,647 in the current year, consisting of 2451 equity shares with a face value of Rs.10 each, where our Promoter and Son of Director has significant control.

4 Financial Assets - Trade Receivables

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current	Non Current	Current	Non Current	Current
Trade Receivables :						
Considered good- Unsecured	-	859.82	-	361.82	-	333.29
Total	-	859.82	-	361.82	-	333.29

i) Trade Receivable Ageing Schedule**Trade Receivable Ageing Schedule as at March 31, 2022**

Particulars	Less than 6 months	6 months to 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed trade receivables- considered	823.66	20.48	0.44	0.35	0.41	845.34
Undisputed trade receivables- doubtful	-	-	-	-	-	-
Disputed trade receivables- considered	1.48	0.03	0.44	9.25	3.28	14.48
Disputed trade receivables- doubtful	-	-	-	-	-	-
Total	825.14	20.51	0.87	9.60	3.69	859.82

Trade Receivable Ageing Schedule as at March 31, 2021

Particulars	Less than 6 months	6 months to 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed trade receivables- considered	342.76	3.17	1.01	0.26	0.02	347.22
Undisputed trade receivables- doubtful	-	-	-	-	-	-
Disputed trade receivables- considered	0.03	1.94	9.31	1.64	1.68	14.59
Disputed trade receivables- doubtful	-	-	-	-	-	-
Total	342.79	5.11	10.32	1.90	1.69	361.82

Trade Receivable Ageing Schedule as at April 01, 2020

Particulars	Less than 6 months	6 months to 1 year	1-2 year	2-3 year	More than 3 years	Total
Undisputed trade receivables- considered	302.73	25.96	0.25	0.16	0.16	329.26
Undisputed trade receivables- doubtful	-	-	-	-	-	-
Disputed trade receivables- considered	-	1.75	1.31	0.48	0.49	4.03
Disputed trade receivables- doubtful	-	-	-	-	-	-
Total	302.73	27.71	1.57	0.64	0.65	333.29

5 Financial Assets: Loans (at amortised cost)

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current	Non Current	Current	Non Current	Current
Deposits:						
Considered Good	-	0.76	-	0.71	-	0.45
Total	-	0.76	-	0.71	-	0.45

6 Other Financial Assets

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current	Non Current	Current	Non Current	Current
Interest Accrued	-	1.05	-	0.71	-	0.57
Security Deposits	5.36	-	5.34	-	0.83	-
Fixed Deposit having maturity of more than 12 months	5.00	-	5.00	-	9.12	-
Total	10.36	1.05	10.34	0.71	9.95	0.57

7 Other Assets

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current	Non Current	Current	Non Current	Current
Prepaid Expenses	-	3.53	-	2.80	-	1.73
Advance to Creditors	-	24.10	-	-	-	-
Balance with Tax Authority	34.35	4.47	43.70	14.16	53.61	1.07
Staff Advances	-	1.19	-	0.11	-	0.58
Others Receivable	21.04	4.73	2.00	4.73	2.14	-
Total	55.39	38.01	45.70	21.80	55.74	3.37

8 Inventories

Particulars	(Rs. In Millions)		
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020
Raw Material	292.01	225.09	150.42
Finished Goods	167.24	88.38	125.69
Work-in-Progress	169.35	118.35	-
Trading Goods	0.17	3.94	-
Total	628.78	435.75	276.11

9 Cash and Bank Balance

Particulars	(Rs. In Millions)		
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020
Cash and Cash Equivalent			
Cash on Hand	0.57	0.32	0.24
Cash in Foreign Currency	0.15	0.06	0.09
Balances with Bank	8.80	9.15	2.66
Other Bank Balances			
Balances in Fixed deposit	5.00	5.00	9.12
Less Transferred to Other Assets (Maturity more than 12 months)	5.00	5.00	9.12
Total	9.52	9.53	2.99

As at 31, March 2020, Out of total Fixed deposit Rs.41,20,000 is kept as margin money

10 Equity Share Capital
(a) Authorised, Issued, Subscribed and Fully Paid up :

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	No of Shares	Amount	No of Shares	Amount	No of Shares	Amount
Authorised Capital :						
Equity Shares of Rs.10/- each	3,50,00,000	350.00	1,65,00,000	165.00	1,65,00,000	165.00
Issued, Subscribed and Fully Paid up Capital :						
Issued Capital						
Equity Shares of Rs.10/- each, fully paid	2,46,83,372	246.83	1,64,55,581	164.56	1,64,55,581	164.56
Subscribed and Fully Paid up Capital						
Equity Shares of Rs.10/- each, fully paid	2,46,83,372	246.83	1,64,55,581	164.56	1,64,55,581	164.56
Total		246.83		164.56		164.56

(b) Reconciliation of Number of Shares Outstanding:

Particulars	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	No of Shares	Amount	No of Shares	Amount	No of Shares	Amount
As at the beginning of the year	1,64,55,581	164.56	1,64,55,581	164.56	20,00,000	20.00
Add: Bonus Issued during the year	82,27,791	82.28	-	-	80,00,000	80.00
Add: Rights Issue of shares during the year	-	-	-	-	64,55,581	64.56
As at the end of the year	2,46,83,372	246.83	1,64,55,581	164.56	1,64,55,581	164.56

(c) **Details of Shareholding in Excess of 5%:**

Name of Shareholder	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	No of Shares	%	No of Shares	%	No of Shares	%
Rameshbhai Ravajibhai Talavia	90,08,087	36.49%	60,05,391	36.49%	60,05,391	36.49%
Jamankumar Hansarajbhai Talavia	82,50,255	33.42%	55,00,170	33.42%	55,00,170	33.42%
Manjulaben Rameshbhai Talavia	26,67,285	10.81%	17,78,190	10.81%	17,78,190	10.81%
Muktaben Jamankumar Talavia	25,49,745	10.33%	16,99,830	10.33%	16,99,830	10.33%
Vishal Domadia	12,90,000	5.23%	8,60,000	5.23%	8,60,000	5.23%

(d) **Shareholding of Promoters**

Shares held by the promoters as at March 31 2022

Promoter Name	No of Shares	% of Total Shares	% changes during the year
Rameshbhai Ravajibhai Talavia	90,08,087	36.49%	0.00%
Jamankumar Hansarajbhai Talavia	82,50,255	33.42%	0.00%
Jagdishbhai Ravajibhai Savaliya	5,07,600	2.06%	0.00%
Vishal Domadia	12,90,000	5.23%	0.00%

Shares held by the promoters as at March 31 2021

Promoter Name	No of Shares	% of Total Shares	% changes during the year
Rameshbhai Ravajibhai Talavia	60,05,391	36.49%	0.00%
Jamankumar Hansarajbhai Talavia	55,00,170	33.42%	0.00%
Jagdishbhai Ravajibhai Savaliya	3,38,400	2.06%	0.00%
Vishal Domadia	8,60,000	5.23%	0.00%

Shares held by the promoters as at April 1, 2020

Promoter Name	No of Shares	% of Total Shares	% changes during the year
Rameshbhai Ravajibhai Talavia	60,05,391	36.49%	0.69%
Jamankumar Hansarajbhai Talavia	55,00,170	33.42%	-1.58%
Jagdishbhai Ravajibhai Savaliya	3,38,400	2.06%	-0.94%
Vishal Domadia	8,60,000	5.23%	0.23%

(e) **Terms / rights attached to equity shares:**

The Company has only one class of equity shares having a par value of Rs.10/- each. Each holder of equity share is entitled to one vote per share. The distribution will be in proportion to the number of equity shares held by the shareholders.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

(f) **Changes in Authorised Capital**

In Financial year 2019-20, the company's authorised capital increased from Rs. 2,00,00,000 to Rs.16,50,00,000 comprising of 1,65,00,000 number of equity shares of face value Rs. 10 each and further In Financial year 2021-22, the company's authorised capital increased from Rs. 16,50,00,000 to Rs.35,00,00,000 comprising of 3,50,00,000 number of equity shares of face value Rs. 10 each.

(g) **Issue of Shares Under Bonus shares:**

In Financial year 2021-22, the company had issued 82,27,791 bonus shares of face value of Rs.10 each. Bonus issue was in proportion of 1:2 on the record date of November 27,2021 for 82,27,791 fully paid equity shares to the shareholders. The shares was issued from securities premium reserve and retained earnings to the share capital.

In Financial year 2019-20, the company had issued total 80,00,000 bonus shares twice in a year of face value of Rs.10 each. First bonus issue was in proportion of 1:3 on the record date of May 11,2019 for 30,00,000 fully paid equity shares. Second was in the proportion of 1:1 on record date as on July 13,2019 for 50,00,000 fully paid equity shares to the shareholders. The shares was issued from securities premium reserve and retained earnings to the share capital.

(h) **Issue of Shares Under Rights Issue:**

The Company had issued 64,55,581 equity shares of face value of Rs. 10/- each on right basis ('Rights Equity Shares') to the Eligible Equity Shareholders at an issue price of Rs. 21.95 per Rights Equity Share (including premium of Rs.11.95 per Rights Equity Share). The company has issued rights shares twice in a year for 60,00,000 and 4,55,581 number of shares of Ex-right issue date was November 11,2019 and December 3,2019 respectively.

11 Other Equity

Particulars	(Rs. In Millions)		
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020
Surplus	602.35	321.74	112.59
Securities Premium	-	77.14	77.14
Total	602.35	398.89	189.73

12 Non Current Financial Liabilities - Borrowings

(a) Particulars	(Rs. In Millions)					
	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non Current	Current Maturities	Non Current	Current Maturities	Non Current	Current Maturities
Term Loans:						
Machinery Loan	-	-	-	16.08	16.04	13.39
Vehicle Loan	13.94	5.00	9.99	3.28	4.01	2.39
Purchase Machinery & Construction	160.85	38.54	114.91	30.16	12.66	2.45
Other Loans and Advances :						
Directors & Members	78.36	-	27.55	-	18.52	-
Total	253.16	43.53	152.45	49.52	51.23	18.24
The above amount includes						
Secured Borrowings	174.80	43.53	124.90	49.52	32.71	18.24
Unsecured Borrowings	78.36	-	27.55	-	18.52	-

(b) Details of securities and repayment terms of secured loans stated above;
1 Term loan and Cash Credit from HDFC Bank
i) Securities for Term Loans :

- 1) Primary Security charges on stock and books debts, and Plant and Machinery.
- 2) Collateral Security charges on immovable fixed assets of borrower at Factory land and building situated at Plot No 408 to 411, off N H 8, Kerala GIDC Estate, Kerala, Tal. Balva, Dist. Ahmedabad.
- 3) Collateral Security charges on immovable fixed assets of borrower at Factory land and building situated at 901 to 903 and 911, B Square Blding, Near Antriksh Colony, Ambali road, Bopal, Ahmedabad
- 4) Collateral Security charges on immovable fixed assets of borrower at Factory land and building situated at Plot no. DP/154, Saykha to Saran Village Road, Saykha Industrial Estate, GIDC Mouje Saykha, Ahmedabad

ii) Interest on Term Loans:

Facility	Interest Type	ROI	
		2021-22	2020-21
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs.4.00 Cr)	Floating Rate	7.80%	9.00%
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs. 1.20 Cr)	Floating Rate	7.80%	9.00%
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs. 1 Cr)	Floating Rate	7.80%	9.00%
Term Loan - HDFC Purchase Machinery & Construction (Rs.12 Cr)	Floating Rate	8.05%	9.00%
Term Loan - HDFC Purchase Machinery & Construction - Saykha	Floating Rate	7.80%	-
Cash Credit	Floating Rate	8.80% to 7.80%	9.00%

iii) Repayment Term:

Type of Loan	Repayment Schedule
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs.4.00 Cr)	Repayable in 59 monthly instalments commencing from 7th October, 2016 and ending on 7th July, 2021.
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs. 1.20 Cr)	Repayable in 60 monthly instalments commencing from 7th April, 2018 and ending on 7th March, 2023.
Term Loan - HDFC Bank Machinery Loan - CLCSS (Rs. 1.00 Cr)	Repayable in 60 monthly instalments commencing from 7th July, 2019 and ending on 7th June, 2024.
Term Loan - HDFC Purchase Machinery & Construction (Rs.12Cr)	Repayable in 60 monthly instalments commencing from 7th April, 2020 and ending on 7th March, 2025.
Term Loan - HDFC Purchase Machinery & Construction - Saykha	Repayable in 96 monthly instalments commencing from 7th April, 2024 and ending on 7th March, 2032. *

* Total amount sancation by HDFC bank for Saykha explantion project is rs. 50 Crore out which only rs. 8.45 crore is disburse till 31st march 2022.

2 Securities for Vehicle Loans :

Vehicle loans are secured against the same vehicles for which loan is taken.

(c) Maturity profile of Term Loans			(Amount in INR Millions)
Period	As at 31st Mar 2022	As at 31st Mar 2021	
Within 1 year	43.53	49.52	
2 - 3 years	95.84	86.11	
4 - 5 years	27.92	38.69	
More than 5 years	51.03	0.10	
Total	218.33	174.42	

(g) **Loan from Related Party:**

The said loans are repayable on demand when there is surplus cash available with the company. Based on the management's assessment of repayment the same has been classified as non-current.

(h) **As per the Amendment to INDAS 7 " Statement of Cash Flow "**

An entity shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes.

i) **2021-22**

(Amount in INR Millions)				
Particulars	Non-current borrowings	Current borrowings	Current maturities of long term borrowings	Total
Opening balance	152.45	67.26	49.52	269.23
Loan Taken during the year	144.38	135.52	-	279.91
Interest converted in to Loan	4.81	-	-	4.81
Repayment of Loan	(54.47)	(130.20)	-	(184.67)
Others	5.99	-	(5.99)	-
Closing balance	253.15	72.59	43.53	369.28

ii) **2020-21**

(Amount in INR Millions)				
Particulars	Non-current borrowings	Current borrowings	Current maturities of long term borrowings	Total
Opening balance	51.23	132.31	18.24	201.77
Loan Taken during the year	152.18	177.06	-	329.23
Interest converted in to Loan	2.43	-	-	2.43
Repayment of Loan	(22.10)	(242.10)	-	(264.20)
Others	(31.28)	-	31.28	-
Closing balance	152.44	67.26	49.52	269.23

(g) **Defaults:**

There has been no continuing default in repayments of loan instalments and interest in respect of loans outstandings.

13 Provisions

Particulars	(Rs. In Millions)					
	As at 31st Mar 2022		As at 31st Mar 2021		As at April 1, 2020	
	Non-Current	Current	Non-Current	Current	Non-Current	Current
Provision for Employee Benefits:						
Provision for Gratuity	4.08	0.20	3.34	0.12	1.88	0.01
Total	4.08	0.20	3.34	0.12	1.88	0.01

(a) Disclosures as required by Indian Accounting Standard (Ind AS) 19 Employee Benefits- Gratuity:

a) Reconciliation of opening and closing balances of defined benefit obligation	2021-22	2020-21
Present Value of Benefit Obligation at the Beginning of the Period	3.46	1.88
Interest Cost	0.23	0.13
Current Service Cost	1.39	0.85
Past Service Cost	-	-
Benefit Paid Directly by the Employer	(0.15)	-
Benefit Paid From the Fund	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(0.13)	(0.04)
Actuarial (Gains)/Losses on Obligations - Due to Experience	(0.53)	0.64
Present Value of Benefit Obligation at the End of the Period	4.28	3.46
b) Reconciliation of opening and closing balances of fair value of plan assets	2021-22	2020-21
Fair Value of Plan Assets at the Beginning of the Period	-	-
Investment Income	-	-
Contribution by the Employer	-	-
Benefit Paid from the Fund	-	-
Fair Value of Plan Assets at the End of the Period	-	-
c)) Reconciliation of fair value of assets and obligations	2021-22	2020-21
Present Value of Benefit Obligation at the end of the Period	4.28	3.46
Fair Value of Plan Assets at the end of the Period	-	-
Funded Status (Surplus/ (Deficit))	(4.28)	(3.46)
Net (Liability)/Asset Recognized in the Balance Sheet	(4.28)	(3.46)
d) Expenses Recognized in the Statement of Profit or Loss for Current Period	2021-22	2020-21
Current Service Cost	1.39	0.85
Net Interest Cost	0.23	0.13
Past Service Cost	-	-
Expenses Recognized	1.63	0.98
e) Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period	2021-22	2020-21
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	(0.13)	(0.04)
Actuarial (Gains)/Losses on Obligations - Due to Experience	(0.53)	0.64
Return on Plan Assets, Excluding Interest Income	-	-
Net (Income)/Expense For the Period Recognized in OCI	(0.66)	0.60
Total expenses recognized during the period	0.97	1.58

f) Balance Sheet Reconciliation		2021-22	2020-21
Opening Net Liability		3.46	1.88
Expenses Recognized in Statement of Profit or Loss		1.63	0.98
Expenses Recognized in OCI		(0.66)	0.60
Net Liability/(Asset) Transfer In		-	-
Benefit Paid Directly by the Employer		(0.15)	-
Employer's Contribution		-	-
Net Liability/(Asset) Recognized in the Balance Sheet		4.28	3.46

g) Net liabilities recognised in the balance sheet		2021-22	2020-21
Long-Term Provision		4.08	3.34
Short-Term Provision		0.20	0.12
Net liabilities recognised in the balance sheet		4.28	3.46

Assumptions		2021-22	2020-21
Expected Return on Plan Assets		Not Applicable	Not Applicable
Rate of Discounting		7.15% P.A.	6.85% P.A.
Rate of Salary Increase		5.00% P.A.	5.00% P.A.
		10.00% p.a at younger ages reducing to	
		2.00% p.a at older ages	
Rate of Employee Turnover		60 Years	60 Years
Retirement Age		60 Years	60 Years
Mortality Rate		IALM 2012-14	IALM 2012-14

Sensitivity Analysis		2021-22		2020-21	
	% (Changes)	Amt.		% (Changes)	Amt.
Delta Effect of +1% Change in Rate of Discounting	-9.03%	3.89		-9.53%	3.13
Delta Effect of -1% Change in Rate of Discounting	10.61%	4.73		11.27%	3.85
Delta Effect of +1% Change in Rate of Salary Increase	9.91%	4.70		10.31%	3.82
Delta Effect of -1% Change in Rate of Salary Increase	-9.00%	3.89		-9.24%	3.14
Delta Effect of +1% Change in Rate of Employee Turnover	0.39%	4.30		0.03%	3.46
Delta Effect of -1% Change in Rate of Employee Turnover	-0.48%	4.26		-0.03%	3.46

Note :

- 1 Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.
- 2 Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.
- 3 Maturity Analysis of Projected Benefit Obligation is done considering future salary, attrition & death in respective year for members as mentioned above.

4 **Risk Factors:**

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Mortality risk: If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Employee Turnover: If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

Investment Risk: For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter valuation period.

Liquidity Risk: Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

Market Risk: Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Legislative Risk: Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

14 **Deferred Tax (Liabilities) / Assets (Net)**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021	(Rs. In Millions)
			As at April 1, 2020
Deferred Tax Liability:			
Depreciation	-	(1.18)	-
Preliminary Expenses	(0.02)	(0.01)	(0.01)
Deferred Tax Asset:			
Depreciation	1.12	-	1.52
Provision for Gratuity	1.19	0.96	0.52
Deferred Tax (Liabilities) / Assets (Net)	2.30	(0.23)	2.03

15 **Other Non-Current Liabilities**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021	(Rs. In Millions)
			As at April 1, 2020
Security Deposit from Customer(*)	22.41	16.95	12.31
Total	22.41	16.95	12.31

(*) Security Deposit from Customers for performance of contract of supply of goods.

16 **Current Financial Liabilities - Borrowings**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021	(Rs. In Millions)
			As at April 1, 2020
The borrowings are analysed as follows :			
Loans Repayable on Demand :			
Cash Credit from Bank	72.59	15.21	87.51
EPC from Bank	-	22.06	-
WCDL from Bank	-	30.00	-
Current Maturities of Term Loan :			
Term loans	43.53	49.52	18.24
Other Loans and Advances :			
GIDC Loan	-	-	44.80
Total	116.12	116.78	150.54
The above amount includes			
Secured Borrowings	116.12	116.78	150.54
Unsecured Borrowings	-	-	-

(i) **Securities -**

1) Cash Credit from Bankers:

Working Capital loan(Bank CC) is secured against hypothecation of Inventories, book debts and collaterally secured by equitable mortgage of factory , Office, Land and Building.

2) Gujarat Industries Development corporation (GIDC) Loan:

GIDC has allotted plot at DP-154 in Sayakha industries Estate for the total consideration of Rs.6,39,98,874/-, on 30% advance payment and balance shall be payable in 32 equal quarterly instalment with interest rate of 12%. Company shall have to pay only interest on balance capital for first two years in 8 quarterly instalments. It does not have any primary or collateral charges on property. Full amount has been pre-paid In F.Y. 2020-21.

(ii) **Interest Rate:-**

Cash Credit

* Interest Rate is 7.80% P.A. [Interest rates were 11.45% P.A. from April 2017 to January 2018, 9.65% P.A. from February to March 2018, 10% P.A. in 2019-20, and 9% P.A. in 2020-21.]

EPC

* Interest Rate is 7.80% P.A.[FY 2020-21 was 9% P.A.]

GIDC Loan

* Interest Rate is 12% P.A.

(iii) Quarterly returns / stock statements filed by the Company with its bankers are in agreement with books of account.

17 Current Financial Liabilities - Trade Payables

			(Rs. In Millions)
Particulars	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020
Trade Payables:			
Micro and Small Enterprise	-	-	-
Others	913.70	391.27	332.04
Total	913.70	391.27	332.04

(i) 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. This has been relied upon by the Auditors. the company has disclosed the turnover as net of total excise duty (excluding difference of excise duty on closing stock and opening stock). The excise duty related to the difference between the Closing stock and opening stock is recognized separately in the profit and loss account.

(ii) The balances of the trade payables are subject to confirmation and consequent reconciliation, if any.

Disclosure In accordance with Section 22 of The Micro Small and Medium Enterprises Development Act 2006.

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
(i) The principal amount and the interest due thereon remaining unpaid to any micro and small enterprises as at the end of each accounting year	-	-
Principal amount due	-	-
Interest due on the above	-	-
(ii) The amount of interest paid in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year		
Principal amount paid beyond appointed day	-	-
Interest paid thereon	-	-
(iii) The amount of interest due and payable for the period of delay in making payment but without adding the interest under MSME Act where payment has been made beyond appointed day during the year.	-	-
(iv) The amount of interest accrued and remaining un-paid at the end of the accounting year	-	-

iii) Trade Payable Ageing Schedule

Trade Payable ageing as at March 31, 2022

Particulars	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
MSME	-	-	-	-	-
Other	913.27	0.43	-	-	913.70
Disputed Dues- MSME	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Total	913.27	0.43	-	-	913.70

Trade Payable ageing as at March 31, 2021

Particulars	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
MSME	-	-	-	-	-
Other	391.27	-	-	0.00	391.27
Disputed Dues- MSME	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Total	391.27	-	-	0.00	391.27

Trade Payable ageing as at April 01, 2020

Particulars	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
MSME	-	-	-	-	-
Other	332.03	0.00	0.01	-	332.04
Disputed Dues- MSME	-	-	-	-	-
Disputed Dues- Others	-	-	-	-	-
Total	332.03	0.00	0.01	-	332.04

18 Other Current Financial Liabilities

Particulars	(Rs. In Millions)			
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020	
- Related Party	0.67	0.49	0.05	
- Others	-	-	-	0.05
Total	0.67	0.49	0.05	

19 Other Current Liabilities

Particulars	(Rs. In Millions)			
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020	
Customer Advances / Deposits	28.16	37.31	19.27	
Duty & Taxes Payable	3.41	3.60	1.63	
Total	31.58	40.91	-	20.90

20 Current Tax Liabilities

Particulars	(Rs. In Millions)			
	As at 31st Mar 2022	As at 31st Mar 2021	As at April 1, 2020	
Provision for taxation (net of taxes paid)	4.35	2.72	2.59	
Total	4.35	2.72	2.59	

21 Revenue from Operations

(Rs. In Millions)

(a)	Particulars	As at 31st Mar 2022	As at 31st Mar 2021
	<u>Revenue from Operations</u>		
	Products	3,917.69	3,002.44
	<u>Other Operating Revenue:</u>		
	Discount	17.09	14.27
	MEIS License	2.48	2.69
	Export incentives	4.82	4.69
	Other Income	-	-
	Total	3,942.08	3,024.10

(b) Disclosure in accordance with Ind-AS - 115 "Revenue recognition disclosures", of the Companies (Indian Accounting Standards) Rules, 2015

Revenue disaggregation based on :

Particulars	As at 31st Mar 2022	2021
a) Category of Revenue		
Sale of Product	3,913.21	2,999.00
Sale of Services	4.48	3.44
Total	3,917.69	3,002.44
b) <u>Geographical region</u>		
India	3,529.32	2,642.54
International	388.37	359.91
Total	3,917.69	3,002.44

(c) The company has disclosed the turnover as net of total excise duty (excluding difference of excise duty on closing stock and opening stock). The excise duty related to the difference between the Closing stock and opening stock is recognized separately in the profit and loss account.

22 Other Income

(Rs. In Millions)

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Interest Income	0.70	0.59
Miscellaneous Income	7.89	3.80
Exchange Gain	11.02	1.56
Profit on Sale of Asset	1.18	5.61
Total	20.80	11.55

23 Cost of Materials Consumed

(Rs. In Millions)

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Opening Stock	225.09	150.42
Add : Purchases (Net of Discount)	3,273.61	2,479.67
Less : Closing Stock	292.01	225.09
Total	3,206.69	2,405.00

24 Changes in Inventories

(Rs. In Millions)

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
<u>Finished Goods</u>		
Opening Finished Goods	88.38	125.69
Less : Closing Finished Goods	(167.24)	(88.38)
<u>Work-in-Progress</u>		
Opening WIP	118.35	-
Less : Closing WIP	(169.35)	(118.35)
<u>Stock-in-Trade</u>		
Opening traded Goods	3.94	-
Less : Closing	(0.17)	(3.94)
Total	(126.11)	(84.98)

25 Manufacturing & Operating Costs**(Rs. In Millions)**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Consumable and Hardware	1.32	3.10
Power and Fuel	13.59	9.09
Inward Transportation	9.05	10.25
Job work Expenses	0.51	-
Lab Chemical & Other	0.24	0.49
Labour Charges	25.05	36.23
Safety Expenses	1.13	1.06
Designs Expenses	0.66	0.18
Packing and consumable	2.21	1.70
Other Manufacturing Expenses	2.87	2.85
Total	56.65	64.95

26 Employee Benefits**(Rs. In Millions)**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Salaries, Bonus, Perquisites etc.	117.56	104.35
Director Remuneration	9.70	8.05
Contribution to provident and other funds	2.98	2.14
Gratuity	1.63	0.98
Staff Welfare Expenses	4.01	4.10
Employee Benefit Other	0.73	0.45
Total	136.60	120.07

27 Finance Cost**(Rs. In Millions)**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Interest Expense	23.87	12.45
Interest on taxes	0.02	0.01
Bank Guarantee Commission	-	-
Processing Fees	1.01	0.38
Others	1.25	1.36
Total	26.15	14.19

28 Depreciation & Amortisation**(Rs. In Millions)**

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Depreciation	52.71	26.01
Total	52.71	26.01

29 Other Expenses

(Rs. In Millions)

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Cash and Quantity Discount	58.19	47.31
Sales Rate Difference	2.69	3.22
Sales Promotion	12.45	22.51
Freight and Transportation	45.90	31.80
Service & Commission C&F Charge	3.64	4.92
Loading and unloading Charges	2.17	2.11
Rates & Taxes	1.43	0.66
Fees & Consultations	8.67	10.49
Commission	12.15	17.61
Legal Expenses	1.26	2.53
Repairs and Maintenance:		
Plant & Machinery	3.99	3.98
Land and Building	0.03	0.02
Others	2.28	5.33
Advertisement	10.42	5.49
Rent	4.21	3.90
Insurance	6.59	5.38
Travelling Expenses	28.35	20.98
Power & Fuel	0.53	0.22
License Fees	0.71	0.21
Security Charges	1.30	1.36
Telephone	0.79	0.55
Office Expenses	1.22	0.71
Courier and Postage	0.73	0.52
Printing and Stationery	0.86	1.52
Conveyance	0.08	0.13
Remuneration to Auditors	0.45	0.35
Recruitment Expenses	0.05	-
Miscellaneous Expenses	1.86	1.65
Preliminary Expenses	0.68	0.66
Gift Expenses	1.42	1.00
Corporate Social Responsibility	3.35	1.71
Stamp Duty	0.80	0.33
Bad Debts	-	0.22
Directors Sitting Fees	0.06	-
Total	219.34	199.40

Remuneration to Statutory

(b) Auditors

(Rs. In Millions)

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Statutory Audit Fees	0.30	0.20
Income tax Audit	0.05	0.05
Other Services	0.10	0.10
Total	0.45	0.35

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Income tax expense in the statement of profit and loss consists of:		
Current Tax	101.09	69.95
Adjustment of Tax Relating to Earlier Years	0.01	(0.03)
Deferred tax	(2.69)	2.41
Income tax recognised in statement of profit or loss	98.41	72.32

The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

A Current Tax	As at 31st Mar 2022	As at 31st Mar 2021
Accounting profit before income tax	385.31	281.93
Enacted tax rates in India (%)	25.17%	25.17%
Computed expected tax expenses	96.97	70.95
Effect of non- deductible expenses	14.74	6.60
Effects of deductible Expenses	(11.07)	(8.96)
Effect on deferred tax due to timing difference	(2.69)	2.41
Other	0.46	1.32
Tax at Normal Rates.....A	98.41	72.32
Minimum Alternate Tax		
Enacted tax rates in India (%)	NA	NA
Tax under 115JBB	-	-
Higher of A and B	98.41	72.32
Effective Tax Rate	25.54%	25.65%

B Deferred Tax	(Rs. In Millions)			
Particulars	Opening as at April 1, 2021	Recognised in profit and loss	Recognised in OCI	Closing as at March 31, 2022
Property, Plant and Equipment	(1.18)	2.30	-	1.12
Preliminary Expenses	(0.01)	(0.00)	-	(0.02)
Provision for Gratuity	0.96	0.39	(0.17)	1.19
Total	(0.23)	2.69	(0.17)	2.30
Particulars	Opening as at April 1, 2020	Recognised in profit and loss	Recognised in OCI	Closing as at March 31, 2021
Property, Plant and Equipment	1.52	(2.70)	-	(1.18)
Preliminary Expenses	(0.01)	-	-	(0.01)
Provision for Gratuity	0.52	0.29	0.15	0.96
Total	2.03	(2.41)	0.15	(0.23)

31 Earning Per Share

Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Net Profit attributable to the Equity Share holders	287	210
O/s number of Equity Shares at the end of the year	2,46,83,372	1,64,55,581
Weighted Number of Shares during the period – Basic	2,46,83,372	1,64,55,581
Weighted Number of Shares during the period – Diluted	2,46,83,372	1,64,55,581
Earning Per Share – Basic (Amount in INR)	11.62	12.74
Earning Per Share – Diluted (Amount in INR)	11.62	12.74
Adjusted Earning Per Share – Basic (Amount in INR)	-	8.49
Adjusted Earning Per Share – Diluted (Amount in INR)	-	8.49

Reconciliation of weighted number of outstanding during the year :

Particulars	As at 31st Mar 2022	As at 31st Mar 2021
Nominal Value of Equity Shares (Rupee Per Share)	10	10
For Basic EPS:		
Number of Equity Shares at the beginning	1,64,55,581	1,64,55,581
Add : Issue of shares	82,27,791	-
Outstanding Equity shares at the year end	2,46,83,372	1,64,55,581
No. of Equity Shares considered for EPS Calculation	2,46,83,372	1,64,55,581
Weighted Avg of Equity Shares considered for EPS	2,46,83,372	1,64,55,581
For Dilutive EPS:		
Weighted Avg no. of shares in calculating Basic EPS	2,46,83,372	1,64,55,581
Add : Dilutive Shares to be issued	-	-
Weighted Avg no. of shares in calculating Dilutive EPS	2,46,83,372	1,64,55,581

32 Commitments and Contingent Liabilities

		(Rs. In Millions)	
(a) Commitments		March 31, 2022	March 31, 2021
Particulars			
Capital expenditure commitments		16.52	-
(b) Contingent Liabilities:		(Rs. In Millions)	
Particulars		March 31, 2022	March 31, 2021
Claims against the Company not acknowledged as debt for Infringement of Patent		20.20	20.20
Outstanding Bank Guarantee		5.00	5.00

The Company's pending litigations comprise mainly claims against the Company, The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements. The Company does not reasonably expect the outcome of these proceedings to have a material impact on its financial statements.

33 CSR Expenditure

(Rs. In Millions)

a) CSR amount required to be spent by the companies as per section 135 of the Companies Act, 2013 read with Schedule VII thereof during the year as below

Particulars	2021-22	2020-21
CSR amount required to be spent	3.33	1.65
Unspent amount	-	-

b) Expenditure related to Corporate Social Responsibility

Particulars	2022	2021
Education and Other Related activity	3.35	1.71

c) Out of note (b) above, Rs. 33,52,000 (Rs.17,10,000 in FY 2020-21) contributed to Dharmaj Foundation which is related party.

34 Segment Reporting as per IND AS108 " Operating Segments"

The Company is engaged mainly in "Manufacturing in pestocodes, insecticides, herbicide and Fertilizer" segment. The Company also primarily operates under one geographical segment namely India.

35 Payment of Dividend to Shareholder		(Rs. in Millions)	
Shareholder Name	2021-22	2020-21	
Rameshbhai Ravajibhai Talavia	0.60	-	
Jamanbhai Hansarajbhai Talaviya	0.55	-	
Vishalbhai Haribhai Domadiya	0.09	-	
Jagdishbhai Savaliya	0.03	-	
Manjulaben Rameshbhai Talavia	0.18	-	
Muktaben Jamanbhai Talaviya	0.17	-	
Artiben Domadia	0.01	-	
Ilaben Savaliya	0.002	-	
Prfullaben Savaliya	0.02	-	

36 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24 "Related Party Disclosures"

(A) List of Related Parties

(a) Key Management personnel And their relatives

- 1) Rameshbhai Ravajibhai Talavia (Managing Director)
- 2) Jamankumar Hansarajbhai Talaviya (Wholetime Director)
- 3) Vishal Domadia (Chief Financial Officer)
- 4) Jagdishbhai Ravajibhai Savaliya (Wholetime Director)
- 5) Manjulaben Rameshbhai Talavia (Director)*(Resigned on 22/10/2021)
- 6) Muktaben Jamankumar Talavia (Director)*(Resigned on 22/10/2021)
- 7) Maheshkumar Babulal Joshi (Independent Director)*(Resigned on 21/10/2021)
- 8) Deepak Bachubhai Kanparia (Independent Director)
- 9) Priyanka Choubey (Company Secretary) *(Resigned on 18/10/2021)
- 10) Malvika Bhadresh Kapasi (Company Secretary) *(Joined on 19/10/2021)
- 11) Domadia Artiben(Relative of Director's)
- 12) Ilaben Jagdishbhai Savaliya (Relative of Director's)
- 13) Prfullaben Shantilal Savaliya (Relative of Director's)
- 14) Amisha Fenil Shah (Independent Director) *(Joined on 27/11/2021)

(b) Enterprise over which key management personnel/their relatives have significant influences

- 1) Dharmaj Foundation

(c) Entity having Significant Influence

- 1) Khetipoint Private Limited

(b) Transactions during the period:

(Rs. in Millions)

Nature of Transactions		
a) Key Managerial Person	Fiscal 2022	Fiscal 2021
Remuneration Expenses:		
Rameshbhai Ravajibhai Talavia	3.15	2.44
Jamankumar Hansarajbhai Talaviya	2.92	2.42
Vishal Domadia	2.26	1.60
Jagdishbhai Ravajibhai Savaliya	1.89	1.58
Priyanka Choubey	0.20	0.27
Malvika Bhadreshbhai Kapasi	0.19	-
Interest Expenses:		
Rameshbhai Ravajibhai Talavia	1.38	0.38
Jamankumar Hansarajbhai Talaviya	0.87	0.22
Vishal Domadia	0.58	0.73
Jagdishbhai Ravajibhai Savaliya	0.48	0.56
Manjulaben Rameshbhai Talavia	1.00	0.26
Muktaben Jamankumar Talavia	0.50	0.28
Dividend Expenses:		
Rameshbhai Ravajibhai Talavia	0.60	-
Jamankumar Hansarajbhai Talaviya	0.55	-
Vishal Domadia	0.09	-
Jagdishbhai Ravajibhai Savaliya	0.03	-
Manjulaben Rameshbhai Talavia	0.18	-
Muktaben Jamankumar Talavia	0.17	-
Domadia Artiben	0.01	-
Ilaben Jagdishbhai Savaliya	0.002	-
Prfullaben Shantilal Savaliya	0.02	-
Sitting Fees:		
Deepak Bachubhai Kanparia	0.03	0.01
Maheshkumar Balubhai Joshi	0.02	-
Bhaveshkumar Jayantibhai Ponkiya	0.01	-
Amisha Fenil Shah	0.01	-
Loan Taken:		
Rameshbhai Ravajibhai Talavia	18.44	2.50
Jamankumar Hansarajbhai Talaviya	13.22	2.10
Vishal Domadia	0.80	-
Jagdishbhai Ravajibhai Savaliya	-	-
Manjulaben Rameshbhai Talavia	13.55	1.20
Muktaben Jamankumar Talavia	3.70	1.89

Loan Repaid:		
Rameshbhai Ravajibhai Talavia	0.43	0.12
Jamankumar Hansarajbhai Talaviya	0.59	0.07
Vishal Domadia	2.18	0.55
Jagdishbhai Ravajibhai Savaliya	0.15	0.18
Manjulaben Rameshbhai Talavia	0.31	0.08
Muktaben Jamankumar Talavia	0.05	0.09
Remuneration/Reimbursement of expenses Payable:		
Rameshbhai Ravajibhai Talavia	0.17	0.09
Jamankumar Hansarajbhai Talaviya	0.20	0.10
Vishal Domadia	0.17	0.07
Jagdishbhai Ravajibhai Savaliya	0.13	0.07
Priyanka Choubey	-	0.02
Malvika Bhadreshbhai Kapasi	0.03	-
Loan Outstanding:		
Rameshbhai Ravajibhai Talavia	24.28	4.90
Jamankumar Hansarajbhai Talaviya	16.32	2.81
Vishal Domadia	6.83	7.63
Jagdishbhai Ravajibhai Savaliya	6.23	5.90
Manjulaben Rameshbhai Talavia	17.32	3.08
Muktaben Jamankumar Talavia	7.38	3.23
b) Enterprise over which key management personnel/their relatives have significant influences		
Donation:		
Dharmaj Foundation	3.35	1.71
c) Entity having Significant Influence		
	Fiscal 2022	Fiscal 2021
Investment:		
Khetipoint Private Limited	4.89	-

37	Derivative Instruments and Unhedged / Hedge / Swap Foreign Currency (FC) Exposure	(Rs. In Millions)		
	Particulars	Currency	March 31, 2022	March 31, 2021
	Details on unhedged foreign currency exposures			
	Trade Receivable	USD	-	-
	Details on hedged foreign currency exposures			
	Trade Receivable	USD	0.84	1.12

38 Financial Instruments
A Calculation of Fair value

The fair value of the financial assets and liabilities are defined as 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. The following methods and assumptions are used to estimate the fair values of financial instruments:

- i The fair value of the long-term borrowing carrying floating-rate of interest is not impacted due to interest rate charges and will not be significantly different from their carrying amount as there is no significant change in the under-lying credit risk of the group.
- ii The management assessed that fair value of cash and short-term deposits, trade receivables, trade payables, book overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instrument.

B The carrying value and fair value of financial instruments by categories is as follows: (Rs. In Millions)				
Particulars	Carrying amount		Fair value	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
Financial assets at amortized cost:				
Investment	4.89	-	4.89	-
Trade receivables	859.82	361.82	859.82	361.82
Loans and advances	0.76	0.71	0.76	0.71
Other Financial Asset	11.41	11.05	11.41	11.05
Cash and bank balances	9.52	9.53	9.52	9.53
Total Financial Assets	886.41	383.11	886.41	383.11
Financial liabilities at amortized cost:				
Borrowings	369.28	269.23	369.28	269.23
Trade payables	913.70	391.27	913.70	391.27
Other financial liabilities	0.67	0.49	0.67	0.49
Total Financial Liability	1,283.65	660.99	1,283.65	660.99

C Fair Value Hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

i) Recognised and measure at fair value

There is no outstanding financial instrument as on March 31, 2022, and March 31, 2021 which are measured at fair value.

ii) Measure at amortized cost for which fair value is disclosed.

The Company has determined fair value of all its financial instruments measured at amortized cost by using Level 3 inputs.

iii) The following methods and assumptions were used to estimate the fair values:

1) Long-term fixed-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, and individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.

2) The fair value of loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. The valuation requires management to use unobservable inputs in the model. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

39 Financial Risk Management

Financial Risk Management Objectives And Policies

The Company is exposed to various financial risks arising from its underlying operations and financial activities. The Company is primarily exposed to market risk (i.e. interest rate and foreign currency risk), credit risk and liquidity risk. The Company's Corporate Treasury function plays the role of monitoring financial risk arising from business operations and financing activities.

Financial risk management, which includes foreign currency risk, interest rate risk, credit and liquidity risk are very closely monitored by the senior management and the Board of Directors. The Company's policies and guidelines also cover areas such as cash management, investment of excess funds and the raising of short and long term debt. Compliance with the policies and guidelines is managed by the senior management and directors. The objective of financial risk management is to manage and control financial risk exposures within acceptable parameters, while optimising the return.

The Company manages its market risk exposures by using specific type of financial instruments duly approved by the Board of Directors as and when deemed appropriate. The Company reviews and approves policies for managing each of the above risk.

i) Business / Market Risk

Market risk is the risk arising out of the fluctuations in fair value of future cash flows of a financial instrument because of changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk includes loans and borrowings, deposits, investments and derivative financial instruments. The Company enters into the derivative contracts as approved by the Board to manage its exposure to interest rate risk and foreign currency risk, from time to time.

ii) **Foreign currency risk**

Foreign currency risk also known as Exchange Currency Risk is the risk arising out of fluctuation in the fair value or future cash flows of an exposure because of changes in foreign exchange rates. Foreign currency risk in the Company is attributable to company's operating activities and financing activities. In the operating activities, the Company's exchange rate risk primarily arises when revenue / costs are generated in a currency that is different from the reporting currency (transaction risk). The Company manages the exposure based on a duly approved policy by the Board, which is reviewed by Board of Directors on periodic basis. This foreign currency risk exposure of the Company is mainly in U.S. Dollar (USD).

		(Rs. In Millions)			
		As at March 31, 2022		As at March 31, 2021	
Foreign currency exposure		FC* (In Millions)	Rs. (In Millions)	FC* (In Millions)	Rs. (In Millions)
Bank Balance	USD	0.0018	0.1348	0.0009	0.0634
Bank Balance	AED	0.0008	0.0156	-	-
Trade Receivable	USD	0.84	63.83	1.12	82.49

* FC = Foreign currency

Refer Note: 37 for hedge and Unhedged towards foreign currency exposures.

Foreign currency sensitivity

Sensitivity analysis is computed based on the changes in the income and expenses in foreign currency upon conversion into functional currency, due to exchange rate fluctuations between the previous reporting period and the current reporting period.

1 % increase or decrease in foreign exchange rates will have the following impact on profit before tax.

		2021-22		2020-21	
Increase/(decrease) in profit or loss		1 % Increase	1 % decrease	1 % Increase	1 % decrease
USD		0.64	(0.64)	0.83	(0.83)

The Company's exposure in foreign currency is not material and hence the impact of any significant fluctuation in the exchange rates is not expected to have a material impact on the operating profits of the Company.

Derivative financial instruments

The Company holds derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank or a financial institution. These derivative financial instruments are valued based on quoted prices for similar assets and liabilities in inactive markets or inputs that are directly or indirectly observable in the market place.

iii) **Credit risk**

(Amount in INR Millions)

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. the Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables are typically unsecured and are derived from revenue earned from customer. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account a continuing credit evaluation of the Company customers' financial condition; ageing of trade accounts receivable and the Company's historical loss experience.

Credit risk from balances with banks and financial institutions is managed by the Company's Corporate Treasury function in accordance with the Company's policy. Investments of surplus funds are made only with counter parties who meet the parameters specified in Investment Policy of the Company. The investment policy is reviewed by the Company's Board of Directors on periodic basis and if required, the same may be updated during the year. The investment policy specifies the limits of investment in various categories of products so as to minimize the concentration of risks and therefore mitigate financial loss due to counter party's potential failure.

Particulars	As at March 31, 2022	As at March 31, 2021
Trade receivables	859.82	361.82
(Note: 4)		

Other than financial assets mentioned above, none of the Company's financial assets are either impaired or past due. There were no indications that there would be defaults in payment obligations.

iv) **Interest rate risk**

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Companies profit before tax is affected through the impact on floating rate borrowings, as follows:

		(Rs. In Millions)
Particulars	Increase/ Decrease in basis points	Effects on Profit before tax.
March 31, 2022	Plus 100 basis point	3.69
	Minus 100 basis points	(3.69)
March 31, 2021	Plus 100 basis point	2.69
	Minus 100 basis points	(2.69)

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

v) **Liquidity risk**

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses.

The Company maintained a cautious liquidity strategy, with a positive cash balance throughout the years ended March 31, 2022 and March 31, 2021. Cash flow from operating activities provides the funds to service the financial liabilities on a day-to-day basis. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. Any short term surplus cash generated, over and above the amount required for working capital management and other operational requirements, is retained as cash and cash equivalents (to the extent required) and any excess is invested in interest bearing term deposits and other highly marketable liquid debt investments with appropriate maturities to optimise the returns on investments while ensuring sufficient liquidity to meet its liabilities.

Maturity profile of financial liabilities

The table below analyse the Company's financial liabilities into relevant maturity based on their contractual maturities

	(Rs. In Millions)			
As at 31.03.2022	Less than 1 year	1 to 5 years	More than 5 years	Total
Long term Borrowing	43.53	123.76	129.40	296.69
Short term borrowings	72.59	-	-	72.59
Trade payables	913.70	-	-	913.70
Other financial liabilities	0.67	-	-	0.67
Total	1,030.49	123.76	129.40	1,283.65
As at 31.03.2021	Less than 1 year	1 to 5 years	More than 5 years	Total
Long term Borrowing	49.52	124.80	27.65	201.97
Short term borrowings	67.26	-	-	67.26
Trade payables	391.27	-	-	391.27
Other financial liabilities	0.49	-	-	0.49
Total	508.54	124.80	27.65	660.99

40 Capital Management

For the purpose of the company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the company. The primary objective of the capital management is to maximise the shareholder value.

The company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The gearing ratio in the infrastructure business is generally high. The company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

(Rs. In Millions)

Particulars	March 31, 2022	March 31, 2021
Gross Debt	369.28	269.23
Less: Cash and Cash Equivalent	9.52	9.53
Net debt (A)	359.76	259.70
Total Equity (B)	849.18	563.44
Gearing ratio (A/B)	0.42	0.46

41 Additional Regulatory Information (as per the Schedule III requirements)

i) **Title deeds of Immovable Properties not held in name of the Company**

No such assets held by the company as on period end March 31, 2022, and March 31, 2021.

ii) **Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties**

There is no Loans or advances granted to the Promoters, directors, KMP and the relative of their during the period March 2022, and March 2021.

iii) **Details of Benami Property held**

No such assets held by the company as on period end March 31, 2022, and March 31, 2021.

iv) **Registration of charges with Registrar of Companies**

Company has register all it's charges within time or extended time period given in the companies act, 2013.

v) **Utilisation of Borrowed funds**

Company has utilised all the borrowed funds for the purpose it was granted.

vi) Ratios Particulars	(Rs. In Millions)	
	Mar-22	Mar-21
(a) Current Ratio = Current Assets divided by Current Liability		
Current Ratio (Times)	1.44	1.50
Current Assets	1,537.95	830.33
Current Liability	1,066.62	552.29
% Change from previous period / year	-4.09%	
(b) Debt Equity ratio = Debt divided by Shareholder's equity where debt refers to sum of current & non current borrowings		
Debt Equity Ratio (Times)	0.43	0.48
Debts	369.28	269.23
Shareholder's equity	849.18	563.44
% Change from previous period / year	-8.99%	
(c) Debt Service Coverage Ratio (DSCR) = Earnings available for debt services divided by Total interest and principal repayments		
Debt Service Coverage (In times)	7.31	11.30
(Net Profit + Depreciation + Interest on long term loans)	448.29	311.70
Total amount of interest & principal of long term loan payable or paid during the year	61.36	27.58
% Change from previous period / year	-35.36%	
Reasons for variance : Decrease in Debt service coverage ratio on account of increase in principal repayments due to new loans obtained during the year.		
(d) Return on Equity Ratio = Net profit after tax divided by Shareholder's Equity less Misc Expenses		
Return on Equity Ratio (%)	34.64%	37.33%
PAT	286.90	209.60
Shareholder's Equity less Misc Expenses	828.15	561.44
% Change from previous period / year	-7.20%	
(e) Inventory Turnover Ratio = Cost of goods sold divided by Average Inventory		
Inventory turnover ratio (In times)	11.48	14.24
COGS	3,142.77	2,394.05
Average Inventory	273.72	168.18
% Change from previous period / year	-19.34%	
(f) Trade receivables turnover ratio = Net Credit Sales divided by Average Trade Receivables		
Trade Receivables turnover ratio (In times)	5.20	5.94
Net Credit Sales	3,175.34	2,065.05
Average Trade Receivable	610.82	347.56
% Change from previous period / year	-12.51%	
(g) Trade payables turnover ratio = Net Credit purchase divided by Average Trade payables		
Trade payables turnover ratio (In times)	3.69	4.15
Net Credit Purchase	2,404.57	1,502
Average Trade Payable	652.48	361.66
% Change from previous period / year	-11.29%	
(h) Net capital Turnover Ratio =Revenue from Operations divided by Net Assets whereas net assets= Net PPE + current assets - current liabilities		
Net capital turnover ratio (in times)	3.76	4.44
Revenue from Operations	3,942.08	3,024.10
Net Assets (Net PPE+Net Current Assets)	1,048.42	680.37
% Change from previous period / year	-15.41%	
(i) Net profit ratio = Net profit after tax divided by Revenue from operations		
Net profit ratio (In %)	7.28%	6.93%
PAT	286.90	209.60
Revenue from Operations	3,942.08	3,024.10
% Change from previous period / year	5.00%	
(j) Return on Capital employed = Earning before interest & tax divided by Total assets less current liability excluding short term borrowings		
Return on Capital employed	32.87%	34.50%
EBIT	409.18	294.37
Total Assets - Current Liability excluding short term borrowings	1,244.96	853.20
% Change from previous period / year	-4.74%	
(k) Return on investment = Net Income on Investment divided by Net Investment		
Return on investment	0.00%	0.00%
Net Income on Investment	0	0
Net Investment	4.89	0
% Change from previous period / year	0.00%	

42 Significant Accounting Judgements, Estimates And Assumptions

The financial statements require management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosures of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods .

(*) Judgements

In the process of applying the company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the separate financial statements.

(*) Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

(*) Defined benefit plans (gratuity benefits)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. For plans operated outside India, the management considers the interest rates of high quality corporate bonds in currencies consistent with the currencies of the post-employment benefit obligation with at least an 'AA' rating or above, as set by an internationally acknowledged rating agency, and extrapolated as needed along the yield curve to correspond with the expected term of the defined benefit obligation. The underlying bonds are further reviewed for quality. Those having excessive credit spreads are excluded from the analysis of bonds on which the discount rate is based, on the basis that they do not represent high quality corporate bonds.

The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

(*) Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

43 The Balance Sheet, Statement of Profit and Loss, Cash flow statement, Statement of Changes in Equity, Statement of Significant Accounting Policies and the other explanatory notes forms an integral part of the financial statements of the Company for the year ended March 31, 2022, and March 31, 2021.

44 First Time adoption of Ind AS

These restated Ind AS financial statements, for the period ended March 31, 2022, are the first financial statements prepared in accordance with Ind AS. For years up to and including the year ended March 31, 2021, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013, read with paragraph 7 of the Companies (Accounts) Rules, 2014 ("IGAAP" or "Previous GAAP")

Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for period ending on March 31, 2022, together with comparative period data as at and for the years ending on March 31, 2021, April 1, 2020, as described in the Basis of Preparation and Summary of Significant Accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2018, being the Company's date of transition to Ind AS.

This note explains exemptions availed by the Company in restating its previous GAAP financial statements, including the balance sheet as at April 1, 2020 and the financial statements as at and for the year ended March 31, 2022, March 31, 2021.

Exemptions Applied:

44.1 Mandatory exceptions:

a) Estimates:

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS at the end of the comparative period presented in the entity's first Ind AS financial statements, as the case may be, should be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error. However, the estimates should be adjusted to reflect any differences in accounting policies. As per Ind AS 101, where application of Ind AS requires an entity to make certain estimates that were not required under previous GAAP, those estimates should be made to reflect conditions that existed at the date of transition (for preparing opening Ind AS balance sheet) or at the end of the comparative period (for presenting comparative information as per Ind AS). The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

- Fair valuation of financial instruments carried at FVTPL and / or FVOCI.
- Impairment of financial assets based on the expected credit loss model.
- Determination of the discounted value for financial instruments carried at amortised cost.

b) Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as at the date of transition. Further, the standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable. Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of financial assets accounted at amortised cost has been done retrospectively except where the is impracticable

c) Impairment of financial assets:

At the date of transition to Ind AS, the Company has determined that there is no increase in credit risk since the initial recognition of a financial instrument

44.2 **Optional Exemptions:**

a) **Property, plant and equipment and Intangible Assets:**

As per Ind AS 101, an entity may elect to:

i Measure an item of property, plant and equipment at the date of transition at its fair value and use that fair value as its deemed cost at that date; or

ii Use a previous GAAP revaluation of an item of property, plant and equipment at or before the date of transition as deemed cost at the date of the revaluation, provided the revaluation was, at the date of the revaluation, broadly comparable to:

- Fair Value

Or cost or depreciated cost under Ind AS adjusted to reflect, for example, changes in a general or specific price index

The election under (i) and (ii), above are also available for intangible assets that meets the recognition criteria in Ind AS 38, Intangible Assets, (including reliable measurement of original cost); and criteria in Ind AS 38 for revaluation (including the existence of an active market); or

iii Use carrying values of properties, plant and equipment, and intangible assets as on the date of transition to Ind AS (which are measured in accordance with previous GAAP and after making adjustments relating to decommissioning liabilities, if any, prescribed under Ind AS 101) if there has been no change in its functional currency on the date of transition

As permitted by Ind AS 101, the Company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment and intangible assets, wherever they fulfil the eligibility criteria.

For KARMA & Co LLP

Chartered Accountants

FRN.: 127544W/W100376

SD/-

CA Jignesh A Dhaduk
Partner
M.No. 129149
UDIN : 22129149AOGCPV9903
Place: Ahmedabad
Dated: 03/08/2022

For and on behalf of the Board of Directors

DHARMAJ CROP GUARD LIMITED

CIN : U24100GJ2015PLC081941

SD/-

Rameshbhai Ravajibhai Talavia
Chairman & Managing Director
DIN – 01619743

SD/-

Jamanbhai Hansarajbhai Talavia
Director
DIN – 01525356

SD/-

Vishal Domadia
Chief Financial Officer

SD/-

Malvika Bhadreshbhai Kapasi
Company Secretary
A52602