



# CITURGIA BIOCHEMICALS LIMITED

Regd. Office: 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple,  
Bhayandar East, Thane-401105, Maharashtra. CIN: L24100MH1974PLC017773  
Website: [www.citurgiabio.com](http://www.citurgiabio.com); E-mail id: citurgia\_bio@yahoo.com

**Date: 23.02.2023**

**To,**

**BSE Limited  
P. J. Towers,  
Dalal Street,  
Mumbai-400001**

**Scrip Code: 506373; Scrip ID: CITURGIA**

**SUBJECT: SUBMISSION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2021-22**

Dear Sir/Madam,

Please find attached enclosed herewith Annual Report of CITURGIA BIOCHEMICALS LIMITED for the financial year 2021-22, pursuant to Regulation 34 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Please update the same in your Records.

**FOR CITURGIA BIOCHEMICALS LIMITED**

  
KASHI NATH  
WHOLE TIME DIRECTOR  
DIN No. 02072957

  
CITURGIA BIOCHEMICALS LIMITED



**CITURGIA BIOCHEMICALS LIMITED**

**{Annual Report 2021-22}**



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## **CORPORATE INFORMATION**

### **Directors**

Mr. Kashi Nath Jha (Executive Director)  
Mr. Vivek Singh – Non Executive and Independent Director  
Ms. Reena Devi Mandal – Non Executive and Independent Director  
Mr. Jitendra - Non Executive and Independent Director  
Mr. Dharmendra – Non Executive and Non Independent Director  
Mr. Subhash Sahu -Non Executive and Non Independent Director

### **Bankers**

Union Bank of India

### **Auditors**

M/s. G.P. Keshari & Associates  
Chartered Accountants  
A-215/5, Chawla Complex, Vikas Marg,  
Shakarpur, Delhi-110092

### **RegisteredOffice**

6/C, Ostwal Park,  
Building No. 4, CHSL Near Jesal Park, Jain  
Temple, Thane,  
Bhayander (East),  
Maharashtra-401105

### **Factory**

Rishikesh, Uttarakhand

### **Registrar & Transfer Agents**

Skyline Financial Services Private Limited  
D-153 A, 1st Floor, Okhla Industrial Area,  
Phase - I, New Delhi - 110020  
Tel.011-26812682, 83,

### **ANNUAL GENERAL MEETING**

Date:30.09.2022

Time: 10:00A.M.

Venue: Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) - 401101



**CITURGIA BIOCHEMICALS LIMITED**

**Registered Office: 6/C, OSTWAL PARK BUILDING NO. 4, CHSL, NEAR JESAL PARK, JAIN TEMPLE,  
BHAYANDAR EAST, THANE, MH - 401105**

**CIN: L24100MH1974PLC017773, Email Id: citurgia\_bio@yahoo.com**

**NOTICE CONVENING ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 47<sup>TH</sup> Annual General Meeting of the Shareholders of **CITURGIA BIOCHEMICALS LIMITED** will be held at Sadanand Veg Treat, Family Restaurant &Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W)401101 on Friday, 30<sup>th</sup> September, 2022 at 10.00 A.M. to transact the following business:

**ORDINARY BUSINESS:**

- 1.** To receive, consider and adopt the Audited Financial Statements for the year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.
- 2.** To appoint M/s. G.P. Keshri & Associates, Chartered Accountant (FRN No. 017251N) retiring auditor as the statutory Auditors of the Company to hold the office of statutory auditor from the conclusion of this Annual General Meeting until the Conclusion of 52th Annual General Meeting of the Company and to fix their remuneration.
- 3.** To appoint a Director in place of Mr. Dharendra (DIN: 06798855), who retires by rotation and, being eligible, offer himself for re-appointment.

**SPECIAL BUSINESS:**

- 4.** **To Regularize the appointment of Mr. Subhash Sahu (DIN: 08825039) as Director and in this regard to consider and if: thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution**

**"RESOLVED THAT** Mr. Subhash Sahu, DIN: 08825039) who was co-opted as an Additional Director on the board of the company with effect from 31<sup>st</sup> August, 2022 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member along with requisite deposit proposing his candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation."

- 5. To Regularize the appointment of Mr. Jitendra (DIN: 09523430) as Independent Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR / Listing Regulations), including any statutory modifications or reenactment(s) thereof and any rules made thereunder, for the time being in force, Mr. Jitendra (DIN: 09523430), who was appointed as an Additional & Independent Director of the Company with effect from 31st August, 2022, and whose term expires at this AGM, and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of an Independent Director not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 years with effect from 31st August, 2022."

- 6. To appoint Mr. Kashi Nath Jha (DIN-02072952) as Director and in this regard to consider and if: thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution**

**"RESOLVED THAT** Mr. Kashi Nath Jha (DIN-02072952) who was co-opted as an Additional Director on the board of the company with effect from 11th March, 2022 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member proposing his candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation.□

- 7. To ratify the appointment of Mr. Kashi Nath Jha (DIN: 02072952) as Whole Time Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 197 and 203 of the Companies Act, 2013 and other provision if applicable read with Schedule V of the Act, the appointment of Mr. Kashi Nath Jha (DIN: 02072952) as Whole time Director of the Company w.e.f 11<sup>th</sup> March, 2022 for a further period of five (05) Years on the remuneration and terms and conditions as given below, be and is hereby approved, confirmed and ratified:-

**a. Remuneration**

Rs. 20,000/- p.m (Rupees Twenty Thousand Only) with such annual increments/increase as may be decided by the Board of Directors from time to time.

**b. Perquisites**

Free use of the Company's car for Company's work along with driver, Telephone, Tele-fax and other communication facilities at Company's cost for official purpose. Subject to any Statutory ceiling/s, the appointee may be given any other allowances, perquisites, benefits and facilities as the Remuneration Committee/Board of Directors from time to time may decide.

**c. Valuation of perquisites**

Perquisites/allowances shall be valued as per the Income Tax rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

**d. Minimum remuneration**

In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the appointee shall subject to the approval of the Central Government, if required, be paid remuneration by way of salaries and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013 from time to time.

**e. Other Terms**

The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors as it may, in its discretion, deem fit within the maximum amount payable to the appointee in accordance with the provisions of the said Act or any amendments made therein or with the provisions of the said Act or any amendments made therein or with the approval of the Central government, if required.

**By order of the Board of Directors,  
For CITURGIA BIOCHEMICALS LIMITED**  
Sd/-  
**KASHI NATH JHA**  
**WHOLE TIME DIRECTOR**  
**(DIN: 02072952)**

**Place: Mumbai  
Date: 03.09.2022**

**Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

**A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

2. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to RTA of the company i.e. **Skyline Financial Services Private Limited at D - 153, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi.** Members holding shares in electronic form may update such details with their respective Depository Participants.

4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 24.09.2022 to 30.09.2022 (both days inclusive).

5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.

6. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.

7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

8. Mr. Ish Sadana, Company Secretary, has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

9. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

10. The Scrutinizer shall after the conclusion of the voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

11. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company i.e. <http://citurgiabio.in> and immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited (BSE).

**By order of the Board of Directors  
For CITURGIA BIOCHEMICALS LIMITED  
Sd/-  
KASHI NATH JHA  
WHOLE TIME DIRECTOR  
(DIN: 02072952)**

**Place: Mumbai  
Date: 03.09.2022**

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

### **ITEM NO. 4**

Mr. Subhash Sahu, who was appointed as an Additional Director of the Company with effect from 31st August, 2022, in terms of Section 161 of the Companies Act, 2013, he holds office until the date of the Annual General Meeting of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Subhash Sahu for the office of the Director under the provisions of Section 160 of the Companies Act, 2013. Mr. Subhash Sahu is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommends the resolution set out in Item no. 3 of the Notice for approval of the Members. The Board recommends the resolution for your approval. Mr. Subhash Sahu is interested in the resolution to the extent of his appointment. None of the remaining Directors and their relatives is concerned or interested in the proposed resolution.

### **ITEM NO. 5**

Mr. Jitendra (DIN: 09523430) was appointed as an Additional Director (Independent) of the Company by the Board on recommendation of the Nomination and Remuneration Committee with effect from 31st August, 2022. He is required to vacate his office at the ensuing Annual General Meeting and is eligible for appointment as an Independent Director for a period of 5 years. The Board is of the view that the appointment of Mr. Jitendra (DIN: 09523430) as an Independent Director would benefit the Company, given the knowledge, experience and performance of Mr. Jitendra. In the opinion of the Board, Mr. Jitendra fulfills the conditions specified in the Act and the Rules there under for appointment as an Independent Director and that he is independent of the management of the Company.

Declaration has been received from Mr. Jitendrathat he meets the criteria of Independence prescribed under Section 149 of the Act read with the rules made there under. He is not disqualified from being appointed as Director in terms of Section 164(2) of the Companies Act, 2013 and has given his consent to act as a Director. Requisite Notice under Section 160 of the Act proposing the appointment of Mr. Jitendra has been received by the Company

The details of Mr. Jitendra, as required to be given pursuant to the Secretarial Standard on General Meetings, are attached to this Notice. The Board recommends the passing of the Ordinary Resolution as set in the Item no. 4 of the Notice for the appointment of Mr. Jitendra (DIN: 09523430) as an Independent Director. The terms and conditions of appointment of Mr. Jitendra (DIN: 09523430) shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working days, excluding Saturdays. Except Mr. Jitendra (DIN: 09523430) none of the other Directors, or Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the above resolution.

### **ITEM NO. 6 & 7**

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company passed a resolution at their meeting held on 11th March, 2022 approving appointment of Mr. Kashi Nath (DIN-02072952) as an Additional Director on the Board of the Company with effect from 11th March 2022 (designated as Director than Whole Time Director in accordance with the provisions contained in Section 196, 197, 198 and 203 of the Companies Act, 2013, subject to any regulatory approvals that may be required by operation of law.

Mr. Kashi Nath (DIN-02072952) shall hold office up to the date of the Annual General Meeting and shall be eligible for election subject to the approval of the shareholders at this Annual General Meeting. Approval of the Members is required by way of an Ordinary Resolution for appointment and payment of remuneration to Mr. Kashi Nath (DIN-02072952). The terms and conditions of the appointment and remuneration payable to Mr. Kashi Nath (DIN-02072952) are provided in the resolution referred in Item No. 5.

Mr. Kashi Nath (DIN-02072952) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Details of Mr. Kashi Nath (DIN-02072952) are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. The Board of Directors recommends the resolution at Item No. 5&6 for approval of the Members of the Company. Mr. Kashi Nath (DIN-02072952) is interested in the resolution to the extent of his appointment.

None of the remaining Directors and their relatives is concerned or interested in the proposed resolution.

**By order of the Board of Directors,  
For CITURGIA BIOCHEMICALS LIMITED  
Sd/-  
KASHI NATH JHA  
WHOLE TIME DIRECTOR  
(DIN: 02072952)**

**Place: Mumbai  
Date: 03.09.2022**

**Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting as per the Companies Act 2013 section 152(6).**

<b>Name</b>	<b>DHARMENDRA</b>
<b>Age</b>	37 Years
<b>Qualifications</b>	Graduate
<b>Experience</b>	11 Years
<b>Terms and conditions of appointment including details of remuneration</b>	Mr. Dharmendra will hold the office as Non-Executive and Non - Independent Director. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the Registered office of the company.
<b>Last drawn remuneration</b>	Nil
<b>Date of first appointment by the Board of Directors of the Company</b>	27/01/2021
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other directors and Key Managerial of the Company</b>	None
<b>Number of meetings attended during the financial year 2021-22</b>	08 (EIGHT)
<b>Other directorship, membership / chairmanship of committees of other board</b>	Director/Designated partner in: MADHUBAN CONSTRUCTIONS LIMITED NEGOTIUM INTERNATIONAL TRADE LIMITED NESPO DIGITAL LAB LIMITED EDEN INFRASMITH PRIVATE LIMITED
<b>Justification for appointment of Independent Director</b>	NA
<b>Performance evaluation report</b>	NA

**Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting as per the Companies Act 2013 section 152(6).**

<b>Name</b>	<b>JITENDRA</b>
<b>Age</b>	38 Years
<b>Qualifications</b>	Graduate
<b>Experience</b>	10 Years
<b>Terms and conditions of appointment including details of remuneration</b>	Mr. Jitendra will hold the office as Non-Executive and Independent Director of the company. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the Registered office of the company.
<b>Last drawn remuneration</b>	Nil
<b>Date of first appointment by the Board of Directors of the Company</b>	31/08/2022
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other directors and Key Managerial of the Company</b>	None
<b>Number of meetings attended during the financial year 2021-22</b>	N.a
<b>Other directorship, membership / chairmanship of committees of other board</b>	Director/Designated partner in: MADHUBAN CONSTRUCTIONS LIMITED NEGOTIUM INTERNATIONAL TRADE LIMITED NESPO DIGITAL LAB LIMITED EDEN INFRASMITH PRIVATE LIMITED
<b>Justification for appointment of Independent Director</b>	The Board of Directors recommends the appointment of Mr. Jitendra as Non-Executive and Non-Independent Director of the company w.e.f 31.08.2022
<b>Performance evaluation report</b>	NA

**Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting as per the Companies Act 2013 section 152(6).**

<b>Name</b>	<b>SHUBHASH SAHU</b>
<b>Age</b>	45 Years
<b>Qualifications</b>	Graduate
<b>Experience</b>	20 Years
<b>Terms and conditions of appointment including details of remuneration</b>	Mr. Shubhash Sahu will hold the office as Non-Executive and Non - Independent Director. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the Registered office of the company.
<b>Last drawn remuneration</b>	Nil
<b>Date of first appointment by the Board of Directors of the Company</b>	31/08/2022
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other directors and Key Managerial of the Company</b>	None
<b>Number of meetings attended during the financial year 2021-22</b>	NA
<b>Other directorship, membership / chairmanship of committees of other board</b>	Director/Designated partner in: PRABHATAM INFRASTRUCTURES LIMITED PRABHATAM ZENIAA HOUSE LIMITED CHAHAT PROPERTIES PRIVATE LIMITED DIVINE BUSINESS NETWORK LIMITED
<b>Justification for appointment of Independent Director</b>	NA
<b>Performance evaluation report</b>	NA



## DIRECTORS' REPORT

Dear Shareholders,

We are pleased to present the 47<sup>th</sup> Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended March 31, 2022.

### 1. PERFORMANCE OF THE COMPANY

The Company's performance is summarized below:

#### FINANCIAL RESULTS

	(Amount in Rupees)	
	2021-22	2020-21
Gross Income	-	-
Profit/(Loss) before Tax(PBT)	(4,041,360.92)	(6,119,587.46)
Less: Tax	-	-
Add: Earlier years adjustments	-	-
Net Profit/(Loss)	(4,041,360.92)	(6,119,587.46)
<b>EPS (Rs.)</b>	<b>(0.153)</b>	<b>(0.232)</b>

The Company has incurred a loss after tax of Rs. 40.41 Lakhs during the financial year 2021-22 against a loss after tax of Rs. 61.19 Lakhs in the previous year 2020-21.

### 2. WORKING RESULTS

The Company's operations at calcium carbonate division remained suspended throughout the year for the want of working capital and clearance from the Uttarakhand Environment Protection and Pollution Control Board. The Company has not earned any revenue during the year under report. The appeal filed by the Company before Hon'ble Supreme Court against the order of Hon'ble High Court of Uttarakhand granting stay construction work undertaken by the Company at Rishikesh site is still pending.

### 3. DIVIDEND

In view of the accumulated losses for the period under review, the Directors do not recommend payment of any dividend.

### 4. REHABILITATION SCHEME:

The Rehabilitation Scheme passed by Hon'ble BIFR is stayed by the Hon'ble Uttrakhand High Court and matter is still pending before the Supreme Court of India.

### 5. FUTURE PLANS:

The Board of Directors is constrained to draw any future plans till contentious issues including Environmental Clearance from Uttarakhand Environment Protection and Pollution Control Board are resolved. The Board of Directors are also awaiting the verdict of the Hon'ble Supreme Court in the appeal filed by the Company against the order of the Hon'ble High court of Uttarakhand which is yet to be taken up for hearing.

### 6. FIXED DEPOSITS:

Our Company has not accepted any fixed deposits during the year under review.

### 7. PUBLIC DEPOSITS

Your Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

### 8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, as required under the Listing Agreement and as per Regulation 34(e) read with Schedule V (B) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with Stock Exchanges, is enclosed separately with this Annual Report.



## **9. DIRECTORS' RESPONSIBILITY STATEMENT**

As required by Section 134 (3) (c) of the Companies Act, 2013, your Board of Directors hereby state:

- (i) that in the preparation of the Annual Accounts for the year ended 31<sup>st</sup>March, 2022, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) that such accounting policies as mentioned in the Notes to the Financial Statements have been selected and applied them consistently and 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 as at 31<sup>st</sup>March, 2022 and of the Profit & Loss of the Company for the year ended on that date;
- (iii) that the Directors have taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) that the annual accounts have been prepared on a going concern basis;
- (v) that Directors has laid down internal financial controls to be followed by the Company and such Internal Financial Controls are adequate and operating effectively;
- (vi) that Directors have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## **10. CORPORATE GOVERNANCE**

The Board of Directors support and adheres the principles of Corporate Governance and in addition to basic Corporate Governance issues the Board lays strong emphasis on transparency, accountability and integrity. Pursuant to Regulation 27 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Corporate Governance Report and Auditor's Certificate regarding compliance of the condition of Corporate Governance are made part of the Annual Report.

## **11. CONSERVATION OF ENERGY**

In accordance with the provisions of Section 134(3)( m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, required information relating to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo is given as hereunder

### **Conservation of Energy**

Conservation of Energy, Technology Absorption, Foreign Exchange earnings and outgo under Section 134(3)(m) of the Companies Act, 2013. The information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 is given as "**Annexure 1**" to this Report.

## **12. PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE**

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as "**Annexure II**" to this Report.

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the Reports and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Company Secretary in advance.

## **13. CHANGE IN CAPITAL STRUCTURE OF TEH COMPANY**

During the year under review, No Change has taken place in the capital structure of the company.



### **13. DIRECTORS AND KEY MANAGERIALPERSONNEL**

The Company has received declarations under sub -section (7) of Section 149 of Companies Act, 2013 from the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub -section (6) of Section 149 of Companies Act, 2013, under Clause 49 of the Listing Agreement with the Stock exchanges and Regulation 17 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Dharmendra, one of the Directors of the Company, retires by rotation at the ensuing AGM, and being eligible, has offered himself for re-appointment. As per the information available with the Company, none of the Directors of the Company are disqualified for being appointed as a Directors as specified in Section 164(2) of the Companies Act, 2013.

During the year under review, Mr. Akshod Kumar Sharma has resigned from the directorship of the company w.e.f 11.03.2022 and Mr. Kashi Nath has been appointed as additional directors of the company w.e.f 11.03.2022.

Further Mr. Kashi Nath has been appointed as Whole Time Director of the company w.e.f 11.03.2022.

Further Mr. Jitendra and Mr. Shubhash Sahu were appointed as the addition director of the company w.e.f 31.08.2022.

### **14. FAMILIARIZATIONPROGRAMME**

The Company at its various Meetings held during the Financial year 2020-21 had familiarize the Independent Directors under Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the Business models of the Company etc. The Independent Directors have been provided with necessary documents, reports and internal policies to familiarize then with the Company's policies, procedures and practices.

Periodic presentations are made to the Board and Board Committee meeting on Business and performance updates of the Company, Business strategy and risks involved.

Quarterly updates on relevant statutory changes and judicial pronouncements and encompassing important amendments are briefed to the Directors.

### **15. DISCLOSURES RELATED TO BOARD, COMMITTEES ANDPOLICIES**

#### **a) BOARD MEETINGS**

During the year, 08 (Eight) Board Meetings were convened and held on 17.04.2021, 30.06.2021, 12.08.2021, 06.09.2021, 15.11.2021, 10.01.2022, 11.02.2022 and 11.03.2022. The Intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

#### **b) BOARDEVALUATION**

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of the working of its Committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors.

The Board's functioning was evaluated on various aspects, including inter alia degree of fulfillment of key responsibilities, Board structure and composition, establishment and delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning.

Directors were evaluated on aspects such as attendance and contribution at Board/ Committee Meetings and guidance/ support to the management outside Board/ Committee Meetings. In addition, the Chairman was also evaluated on key aspects of his role, including setting the strategic agenda of the Board, encouraging active engagement by all Board members and motivating and providing guidance to the Managing Director & CEO.

Areas on which the Committees of the Board were assessed included degree of fulfillment of key responsibilities, adequacy of Committee composition and effectiveness of meetings.

The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the 2 Independent Directors, who also reviewed the performance of the Board as a whole. The



Nomination and Remuneration Committee also reviewed the performance of the Board, its Committees and of the Directors.

The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. Significant highlights, learning and action points with respect to the evaluation were presented to the Board.

#### **c) AUDIT COMMITTEE**

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc. The details of the Composition of the Audit Committee are given in the Corporate Governance Report.

During the year, there are no instances where the Board had not accepted the recommendations of the Audit Committee.

The Committee met on the following date during the financial year under review;

30.06.2021, 12.08.2021, 15.11.2021 and 11.02.2022.

#### **d) NOMINATION & REMUNERATION AND COMPENSATION COMMITTEE & ITS POLICY**

The Company has duly constituted Nomination and Remuneration and Compensation Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013, and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the Composition of the Nomination and Remuneration and Compensation Committee are given in the Corporate Governance Report.

The Committee met on the following date during the financial year under review;

30.06.2021, 12.08.2021, 15.11.2021 and 11.02.2022.

#### **e) RISK MANAGEMENT**

The Company has in place a Risk Management Policy, pursuant to Section 134 of the Act. During the year, the Company has constituted a new internal Risk Management Committee as a measure of good governance. The Committee reviews the key risks, mitigation plans and progress of the risk management process at periodic intervals.

This robust Risk Management framework enables identification and evaluation of business risks and opportunities, seeks to create transparency, minimize adverse impact on business objectives and enhance the Company's competitive advantage. It also describes the risk management approach across the enterprise at various levels.

Major risks identified by the business and functions are systematically addressed through mitigation actions on a periodic basis. Existing control measures are evaluated against the relevant Key Performance Indicators.

The Company has laid down procedures to inform the Audit Committee as well as the Board of Directors about risk assessment and management procedures and status. These procedures are periodically reviewed to ensure that the executive management.

monitors and controls risks. The Internal Audit Department is responsible for coordinating with the various heads of Departments with respect to risk identification, assessment, analysis and mitigation. The major risks forming part of the Enterprise Risk Management process are linked to the audit universe and are also covered as part of the annual risk based audit plan.

### **16. AUDITORS AND REPORTS**

The matters related to Auditors and their Reports are as under:

#### **STATUTORY AUDITOR AND THEIR REPORT:**

The Board recommends the appointment of **M/s. G. P. Keshri & Associates, Chartered Accountant** as the Statutory Auditors of the Company to hold office from the conclusion of this annual general meeting till the conclusion of 52<sup>th</sup> Annual General Meeting. In this regard the Company has received a Certificate from the Auditors to the effect that if they are appointed it would be in accordance with the provision of section 141 of the Companies Act, 2013.



The Report given by the Statutory Auditors for the Financial Statements for the year ended March 31, 2022 read with explanatory notes thereon do not call for any explanation or comments from the Board under Section 134(3) of the Companies Act, 2013.

## **17. SECRETARIAL AUDITOR & HIS REPORT:**

Mr. Sumit Bajaj & Associates, Company Secretaries was appointed to conduct Secretarial Audit of the Company for the Financial Year 2021-22 as required under section 204 of the Companies Act, 2013 and the rules there under. The Secretarial Audit report for the financial year 2021-22 forms part of the annual report as "**Annexure-III**" to the Boards Report. The said report contain some observation or qualification requiring explanation or comments from the Board under Section 134 (3) of the Companies Act, 2013.

Comments of qualifications

With reference to late intimation to Stock Exchange, The Company will keep a track on his and assure that all intimation will send to the Stock exchange timely in future.

The Company assures that in future all the e-forms will be filed in due time to avoid the late fees.

In Future the Management of the company will keep in mind and will to do all the compliances in time.

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

The Company has adopted a Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

## **19. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

In order to prevent sexual harassment of women at workplace; the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are effective in the Company. Under the said Act, every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee. As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made there under, your Company has constituted Internal Committees (IC). While maintaining the highest governance norms, to build awareness in this area, the Company has been conducting induction / refresher programmes in the organization on a continuous basis.

During the period under review, there was no women employee employed in the company. So there was no complaint on sexual harassment during the year under review.

## **20. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

No material changes and commitments affecting the Financial Position of the Company which have occurred between the end of the Financial year of the Company to which the Financial Statement relate and the date of this report.

## **21. RELATED PARTY TRANSACTIONS**

There are no Related Party Transactions during the year under review.

## **22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

During the year under review, the Company has not given any loans and guarantees. Details of Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

## **23. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has in place an adequate system of internal controls. It has documented policies and procedures covering all financial and operating functions and processes. These have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, protecting assets from unauthorized use or losses and compliance with regulations.



Details of the internal controls system are given in the Management Discussion and Analysis Report, which forms part of the Board's Report.

#### **24. EXTRACT OF ANNUAL RETURN**

Pursuant Act, 2013, Extract of the Annual Return for the financial year ended 31<sup>st</sup>March, 2022 made under the provisions of Section 92 (3) of the Act in Form MGT-9 is annexed herewith as "**Annexure-IV**".

#### **25. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

No Significant and Material orders has been passed by Securities Exchange Board of India, Stock Exchanges, Tribunal or Courts during the year under Report.

#### **26. HUMAN RESOURCES INDUSTRIAL RELATIONS:**

The Company takes pride in the commitment, competence and dedication shown by its employees in all areas of Business. The Company is committed to nurturing, enhancing and retaining top talent through superior Learning and Organizational Development. This is a part of Corporate HR function and is a critical pillar to support the Organization's growth and its sustainability in the long run.

#### **27 CAUTIONARY STATEMENTS:**

Statements in this Directors Report and Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities law and expressed or implied. Important factors that could make difference to the Company's operations include changes in Government regulations, Tax regimes, Economic developments within India and the countries in which the Company conducts Business and other ancillary factors.

#### **28. MAINTENANCE OF COST RECORD:**

Maintenance of Cost record as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 is not applicable on the Company.

#### **29. ACKNOWLEDGEMENT AND APPRECIATION**

The Directors take this opportunity to thank Company's customers, shareholders, suppliers, bankers, Central and State Government for their consistent support to the Company. The Board also wishes to place on record their appreciation for the hard work, dedication and commitment of the employees at all levels. The enthusiasm and unstinting efforts of the employees have enabled the Company to grow in the competitive environment. The Board looks forward to their continued support and understanding in the years to come.

On behalf of the Board of Directors  
For **CITURGIA BIOCHEMICALS LIMITED**

**Date: 03.09.2022**  
**Place: Mumbai**

Sd/-  
**KASHI NATH JHA**  
(Director)  
**DIN: 02072952**

Sd/-  
**DHARMENDRA**  
(DIRECTOR)  
**DIN: 08664816**



## Annexure-I

### ANNEXURE TO THE DIRECTORS' REPORT

#### **INFORMATION AS PER SECTION 134(3)(m) READ WITH RULE 8(3) OF THE COMPANY'S ACCOUNTS RULES, 2014.**

##### **(A) CONSERVATION OF ENERGY**

(a) Measures taken	:Nil
(b) Additional Investments & Proposals	:Nil
(c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods	: Not Applicable
(d) Total energy consumption and energy consumption per unit of production	:Nil

#### **FORM A: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY**

**A. Power and Fuel Consumption:** Nil  
**B. Consumption per unit of production:** Nil

**On behalf of the Board of Directors  
For CITURGIA BIOCHEMICALS LIMITED**

**Date:** 03.09.2022  
**Place:** Mumbai

**Sd/-**  
**KASHI NATH JHA**  
(Director)  
**DIN: 02072952**

**Sd/-**  
**DHARMENDRA**  
(DIRECTOR)  
**DIN: 08664816**

##### **Registered Office:**

6/C, Ostwal Park, Building No. 4,  
CHSL,  
Near Jesal Park, Jain Temple, Thane,  
Bhayander (East), Maharashtra-401105.

**ANNEXURE TO DIRECTOR'S REPORT****DISCLOSURE UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:**

1.	The ratio of the remuneration of each Director to the median Remuneration of the employees of the company for the financial year;	Mr. Kashi Nath Jha Nil												
2.	the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Since the Company does not pay any remuneration to any Director and the Key Managerial Personnel, the percentage increase is												
3.	the percentage increase in the median remuneration of Employees in the financial year	Nil												
4.	the number of Permanent Employees on the rolls of the Company;	2												
5.	the explanation on the relationship between average increase in remuneration and Company performance;	Not Applicable The Company does not pay any remuneration to its Directors and Key Managerial Personnel.												
6.	comparison of the remuneration of the Key Managerial Personnel against the performance of the Company;	comparison of the remuneration of the Key Managerial Personnel against the performance of the Company;												
7.	variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and	<table border="1"><thead><tr><th>Particulars</th><th>As at 31.03.2022</th><th>As at 31.03.2021</th><th>% of Change</th></tr></thead><tbody><tr><td colspan="4">*Since the Company has been suspended by SEBI's Order dated 16/01/2013.</td></tr><tr><td>Earning Per Share</td><td>(0.232)</td><td>(0.150)</td><td></td></tr></tbody></table>	Particulars	As at 31.03.2022	As at 31.03.2021	% of Change	*Since the Company has been suspended by SEBI's Order dated 16/01/2013.				Earning Per Share	(0.232)	(0.150)	
Particulars	As at 31.03.2022	As at 31.03.2021	% of Change											
*Since the Company has been suspended by SEBI's Order dated 16/01/2013.														
Earning Per Share	(0.232)	(0.150)												
8.	Percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last Public offer	Since the trading in Shares of the Company was suspended w.e.f. 16/01/2013, there is no market quotation since then. The share was last traded on 11/01/2013 at closing price of Rs. 158.20/- per share.												
9.	average percentile increase already made in the Salaries of Employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	NIL												
10	comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company;	<table border="1"><thead><tr><th>Name of the person</th><th>Mr. Kashi Nath Jha (Whole Time Director)</th></tr></thead><tbody><tr><td>Remuneration in FY 2021-22(Rs. In Lakhs)</td><td>Nil</td></tr><tr><td>Revenue (Rs. in lakhs)</td><td>Nil</td></tr><tr><td>Remuneration as % of Revenue</td><td>Nil</td></tr><tr><td>Profit after Tax (Rs. In Lakhs)</td><td>Nil</td></tr><tr><td>Remuneration as % of PAT</td><td>Nil</td></tr></tbody></table>	Name of the person	Mr. Kashi Nath Jha (Whole Time Director)	Remuneration in FY 2021-22(Rs. In Lakhs)	Nil	Revenue (Rs. in lakhs)	Nil	Remuneration as % of Revenue	Nil	Profit after Tax (Rs. In Lakhs)	Nil	Remuneration as % of PAT	Nil
Name of the person	Mr. Kashi Nath Jha (Whole Time Director)													
Remuneration in FY 2021-22(Rs. In Lakhs)	Nil													
Revenue (Rs. in lakhs)	Nil													
Remuneration as % of Revenue	Nil													
Profit after Tax (Rs. In Lakhs)	Nil													
Remuneration as % of PAT	Nil													
1.	The key parameters for any variable component of remuneration availed by the Directors;	The employees are paid variable components only after ascertaining their individual performance rating for the year in addition to their jobs fundamentals. It is hereby												



		affirmed that the remuneration paid during the year is as per remuneration policy of the Company.				
2.	The ratio of the remuneration of the highest paid Directors to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and	Name of the Highest Paid Directors	Remuneration of the Highest Paid Directors	Name of employees who are not directors but receive remuneration in excess of the highest paid director	Remuneration of employees who are not directors but receive remuneration in excess of the highest paid director	Ratio
		Mr. Kashi Nath Jha	Nil	N.A	N.A	NA
13	Affirmation that the remuneration is as per the remuneration policy of the Company.	The Company affirms remuneration is as per the remuneration policy of the company.				



### Annexure-III

#### **SECRETARIAL AUDIT REPORT**

**FORM NO. MR-3**

#### **SECRETARIAL AUDIT REPORT**

#### **FOR THE FINANCIAL YEAR ENDED 31/03/2022**

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

To,

The Members,  
**Citurgia Biochemicals Limited**

6/C, Ostwal Park Building No. 4 CHSL,  
Near Jesal Park, Jain Temple, Bhayandar East  
Thane Maharashtra-401105 IN

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Citurgia Biochemicals 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 accordingly, expressing my opinion thereon.

Based on our inspection, verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 has possibly 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 March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act,1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

  

- 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; (No transaction has been recorded during the Audit Period)
- d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021; (No transaction has been recorded during the Audit Period)
- e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (No transaction has been recorded during the Audit Period)
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(No transaction has been recorded during the Audit Period)

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.

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

1. Secretarial Standard issued by The Institute of Company Secretaries of India with respect to board and general meetings.
2. The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015



During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above except in respect of matters specified below:

1. There were many instances where Company has given late intimation(s) and disclosures to the Stock Exchange and made delay in Compliances pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
2. The Company has not appointed Company Secretary under Section 203 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
3. The Company has not appointed Chief Financial Officer (CFO) under Companies Act, 2013.
4. The Company has not updated Website as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Companies Act, 2013.
5. The company has not filed Various returns and forms as prescribed under the Companies Act, 2013.
6. The Company has regularized the appointment of Mr. Dharmendra (DIN: 06798855) as a director of the Company in Annual General Meeting held on 30<sup>th</sup> September, 2021, however company has not filed Form DIR-12 to Registrar of company for regularization of Director.
7. The Trading in the equity shares of the Company had been suspended w.e.f. 16<sup>th</sup> January, 2013 due to penal reasons.
8. The company has also not paid the Annual Listing Fees for the various financial year.
9. The Company has not provider E-Voting facility to the members as per Section 108 of Companies Act, 2013 for Annual General Meeting held on 30<sup>th</sup> September, 2022.
10. The Rehabilitation Scheme passed by Hon'ble BIFR is stayed by the Hon'ble Uttrakhand High Court and the company filed the appeal before the Hon'ble Supreme Court of India which is yet to be taken up for hearing.

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

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**For Sumit Bajaj & Associates  
(Practicing Company Secretary)**  
FRN: S2019DE677200

-Sd

**CS Sumit Bajaj  
(Proprietor)**  
**C. P. No: 23948**  
**M. No.: 45042**

**Date: 03.09.2022**  
**Place: New Delhi**  
**UDIN: A045042D000608176**

*\*This report is to be read with our letter of even date which is annexed as Annexure-A forming part of an integral.*

**Annexure-A**

To,

The Members,  
**Citurgia Biochemicals Limited**  
6/C, Ostwal Park Building No. 4 Chsl,  
Near Jesal Park, Jain Temple, Bhayandar East  
Thane Maharashtra-401105 IN

Our report is to be read along with this letter.

- I. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on this secretarial record based on our audit.
- II. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- III. We have not verified the correctness and appropriateness of financial records and books of the accounts of the company.
- IV. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- V. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- VI. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

**For Sumit Bajaj & Associates  
(Practicing Company Secretary)**  
**FRN: S2019DE677200**

-Sd

**CS Sumit Bajaj  
(Proprietor)**  
**C. P. No: 23948**  
**M. No.: 45042**

**Date: 03.09.2022**  
**Place: New Delhi**  
**UDIN: A045042D000608176**



**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,

The Members,

**Citurgia Biochemicals Limited**

6/C, Ostwal Park Building No. 4 Chsl,  
Near Jesal Park, Jain Temple, Bhayandar East  
Thane Maharashtra-401105 IN

**Subject:** Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Citurgia Biochemicals Limited (CIN: L24100MH1974PLC017773) ("the Company"), a Listed Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 whose equity shares are listed on the BSE Limited ("BSE"), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on March 31, 2022 viz.

<b>Si. No.</b>	<b>Name of Director</b>	<b>DIN</b>
I.	Kashi Nath	02072952
II.	Vivek Singh	02759606
III.	Reena Devi Mandal	08092918
IV.	Dharmendra	08664816

and we certify that, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2022, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

**For Sumit Bajaj & Associates  
(Practicing Company Secretary)**

**FRN: S2019DE677200**

**-Sd**

**CS Sumit Bajaj  
(Proprietor)**  
**C. P. No: 23948**  
**M. No.: 45042**

**Date: 03.09.2022**

**Place: New Delhi**

**UDIN: A045042D001056030**

**ANNEXURE-IV**

**EXTRACT OF ANNUAL RETURN-MGT-9**  
**as on the Financial year ended 31<sup>st</sup>March, 2022**  
**[Pursuant to Section 92(3) of the Companies Act, 2013,**  
**and Rule 12(1) of the Companies (Management and**  
**Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

<b>CIN</b>	L24100MH1974PLC017773	
<b>Registration Date</b>	13/09/1974	
<b>Name of the Company</b>	Citurgia Biochemicals Limited	
<b>Category / Sub-Category of the Company</b>	Public Company/Limited by Shares	
<b>Address of the Registered Office and Contact Details</b>	6/C, OSTWAL PARK BUILDING NO. 4, CHSL, NEAR JESAL PARK, JAIN TEMPLE, BHAYANDAR EAST, Thane 401105 Email Id: <a href="mailto:citurgia_bio@yahoo.com">citurgia_bio@yahoo.com</a> Website: <a href="http://www.citurgiabio.com">www.citurgiabio.com</a>	
<b>Whether Listed Company</b>	Yes	
<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	Skyline Financial Services Private Limited, D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020 Tel. : 011-26812682, 83, 011-64732681 to 88 Fax : 011-26812682 Website: <a href="http://www.skylinerta.com">http://www.skylinerta.com</a>	

**II . PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	NA	NA	NA

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No	Name of Company	Address of Company	CIN/GL N	Holding / Subsidiary/Associate	% of Shares held*	Applicable section
1.	NA	NA	NA	NA	NA	NA

**VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2021]				No. of Shares held at the end of the year[As on 31-March-2022]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individuals/Hin du Undivided Family	22,430	34,020	56,450	0.04	22,430	34,020	56,450	0.04	Nil



b) Bodies Corp.	1,73,100	1,31,435,695	1,31,608,795	99.63	1,73,100	1,31,435,695	1,31,608,795	99.63	Nil
<b>Sub-total (A)(1)</b>	<b>1,95,530</b>	<b>1,31,469,715</b>	<b>1,31,665,245</b>	<b>99.67</b>	<b>1,95,530</b>	<b>1,31,469,715</b>	<b>1,31,665,245</b>	<b>99.67</b>	<b>Nil</b>
(2) Foreign	0	0	0	0	0	0	0	0	0
<b>Total shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>1,95,530</b>	<b>1,31,469,715</b>	<b>1,31,665,245</b>	<b>99.67</b>	<b>1,95,530</b>	<b>1,31,469,715</b>	<b>1,31,665,245</b>	<b>99.67</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>	0	0	0	0	0	0	0	0	0
Financial Institutions/ Banks	5,035	335	5,370	0.00	5,035	335	5,370	0.00	0.00
Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.00
Insurance Companies	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (B)(1):-</b>	<b>5,035</b>	<b>335</b>	<b>5,370</b>	<b>0.00</b>	<b>5,035</b>	<b>335</b>	<b>5,370</b>	<b>0.00</b>	<b>0.00</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	8005	1355	9360	0.01	8005	1355	9360	0.01	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	313277	75795	389072	0.29	313277	75795	389072	0.29	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakhs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others (specify)	25628	10000	35628	0.03	25628	10000	35628	0.03	NIL
i) HUF	10010	50	10060	0.01	10010	50	10060	0.01	NIL
ii) Clearing Members	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
iii) Non Resident Indians	7539	0	7539	0.01	7539	0	7539	0.01	0.00
iv) Trusts	74	8595	8669	0.01	74	8595	8669	0.01	0.00
<b>Sub-total (B)(2):-</b>	<b>338905</b>	<b>85795</b>	<b>424700</b>	<b>0.32</b>	<b>338905</b>	<b>85795</b>	<b>424700</b>	<b>0.32</b>	<b>NIL</b>
<b>Total Public Shareholding (B)=(B)(1) + (B)(2)</b>	<b>343940</b>	<b>86130</b>	<b>430070</b>	<b>0.33</b>	<b>343940</b>	<b>86130</b>	<b>430070</b>	<b>0.33</b>	<b>Nil</b>
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>16489460</b>	<b>115605855</b>	<b>132095315</b>	<b>100.00</b>	<b>539470</b>	<b>131555680</b>	<b>132095315</b>	<b>100.00</b>	<b>Nil</b>



**ii) Shareholding of Promoters-**

S. No	Shareholder's Name	Shareholding at the beginning of the year[As on 31-March-2021]			Share holding at the end of the year[As on 31- March-2022]			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Satya Sheel Engineers And Miners Pvt Ltd	8,01,00,000	60.64	-	8,01,00,000	60.64	-	Nil
2	Dev Varsha Jetro Valley Pvt Ltd	3,58,50,000	27.14	-	3,58,50,000	27.14	-	Nil
3	Gandharva Holding Ltd	76,50,000	5.79	-	76,50,000	5.79	-	Nil
4	Gem Info Solutions Private Limited	76,00,000	5.75	-	76,00,000	5.75	-	Nil
5	Nowrosjee Wadia & Sons Ltd	78,265	0.06	-	78,265	0.06	-	Nil
6	Archway Investments Company Ltd	77,800	0.06	-	77,800	0.06	-	Nil
7	Lochness Investment Ltd	65,735	0.05	-	65,735	0.05	-	Nil
8	Jehreen Investments Ltd	65,735	0.05	-	65,735	0.05	-	Nil
9	Elite Capital & Management Services Ltd	50,000	0.04	-	50,000	0.04	-	Nil
10	The Bombay Burmah Trading Ltd	23,520	0.02	-	23,520	0.02	-	Nil
11	Nessvile Trading Ltd	20,560	0.02	-	20,560	0.02	-	Nil
12	N W Exports Ltd	17,495	0.01	-	17,495	0.01	-	Nil
13	Sunflower Investments & Textiles Pvt Ltd	5,850	0.00	-	5,850	0.00	-	Nil
14	Macrofill Investments Ltd	3,835	0.00	-	3,835	0.00	-	Nil
15	Nulsi Nevellle Wadia	54,050	0.04	-	54,050	0.04	-	Nil
16	Dina Nevile Wadia	1,880	0.00	-	1,880	0.00	-	Nil
17	Maureen N Wadia	510	0.00	-	510	0.00	-	Nil
18	Jehangir N Wadia	5	0.00	-	5	0.00	-	Nil
19	Ness N Wadi	5	0.00	-	5	0.00	-	Nil
<b>Total</b>		<b>13,16,65,245</b>	<b>99.67</b>	<b>-</b>	<b>13,16,65,245</b>	<b>99.67</b>	<b>-</b>	<b>Nil</b>

**iii) Change in Promoters' Shareholding (please specify, if there is no change) : There is no Change in the Shareholding of Promoters During the Financial Year 2021-22**

	PARTICULARS	Shreholding at the beginning of the year (31.03.2021)		Cummulative Shareholding during the year (31.03.2022)	
		No. of shares	% percentag of shares	No. of shares	% percentage o shares
	<u>At the beginning of the year</u>				
	Satya Sheel Engineers And Miners Pvt Ltd	8,01,00,000	60.64	8,01,00,000	60.64
	Dev Varsha Jetro Valley Pvt Ltd	3,58,50,000	27.14	3,58,50,000	27.14
	Gandharva Holding Ltd	76,50,000	5.79	76,50,000	5.79
	Gem Info Solutions Private Limited	76,00,000	5.75	76,00,000	5.75
	Nowrosjee Wadia & Sons Ltd	78,265	0.06	78,265	0.06



Archway Investments Company Ltd	77,800	0.06	77,800	0.06
Lochness Investment Ltd	65,735	0.05	65,735	0.05
Jehreen Investments Ltd	65,735	0.05	65,735	0.05
Elite Capital & Management Services Ltd	50,000	0.04	50,000	0.04
The Bombay Burmah Trading Ltd	23,520	0.02	23,520	0.02
Nessvile Trading Ltd	20,560	0.02	20,560	0.02
N W Exports Ltd	17,495	0.01	17,495	0.01
Sunflower Investments & Textiles Pvt Ltd	5,850	0.00	5,850	0.00
Macrofill Investments Ltd	3,835	0.00	3,835	0.00
Nulsi Nevellie Wadia	54,050	0.04	54,050	0.04
Dina Nevile Wadia	1,880	0.00	1,880	0.00
Maureen N Wadia	510	0.00	510	0.00
Jehangir N Wadia	5	0.00	5	0.00
Ness N Wadi	5	0.00	5	0.00
<b>Total</b>	<b>13,16,65,245</b>	<b>99.67</b>	<b>13,16,65,245</b>	<b>99.67</b>
<b>At the End of the year</b>				
Satya Sheel Engineers And Miners Pvt Ltd	8,01,00,000	60.64	8,01,00,000	60.64
Dev Varsha Jetro Valley Pvt Ltd	3,58,50,000	27.14	3,58,50,000	27.14
Gandharva Holding Ltd	76,50,000	5.79	76,50,000	5.79
Gem Info Solutions Private Limited	76,00,000	5.75	76,00,000	5.75
Nowrosjee Wadia & Sons Ltd	78,265	0.06	78,265	0.06
Archway Investments Company Ltd	77,800	0.06	77,800	0.06
Lochness Investment Ltd	65,735	0.05	65,735	0.05
Jehreen Investments Ltd	65,735	0.05	65,735	0.05
Elite Capital & Management Services Ltd	50,000	0.04	50,000	0.04
The Bombay Burmah Trading Ltd	23,520	0.02	23,520	0.02
Nessvile Trading Ltd	20,560	0.02	20,560	0.02
N W Exports Ltd	17,495	0.01	17,495	0.01
Sunflower Investments & Textiles Pvt Ltd	5,850	0.00	5,850	0.00
Macrofill Investments Ltd	3,835	0.00	3,835	0.00
Nulsi Nevellie Wadia	54,050	0.04	54,050	0.04
Dina Nevile Wadia	1,880	0.00	1,880	0.00
Maureen N Wadia	510	0.00	510	0.00
Jehangir N Wadia	5	0.00	5	0.00
Ness N Wadi	5	0.00	5	0.00
<b>Total</b>	<b>13,16,65,245</b>	<b>99.67</b>	<b>13,16,65,245</b>	<b>99.67</b>

**iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>DIPAK KANAYALAL SHAH</b>				
	At the beginning of the year (31.03.2021)	4065	0.01	4065	0.01
	At the end of the year (31.03.2022)	20325	0.01	20325	0.01
2.	<b>BHOJ RAJ BHATT</b>				
	At the beginning of the year (31.03.2021)	1723	0.01	1723	0.01



	At the end of the year (31.03.2022)	8615	0.01	8615	0.01
3.	<b>SANJEEV KUMAR</b>				
	At the beginning of the year (31.03.2021)	1719	0.001	1719	0.001
	At the end of the year (31.03.2022)	8595	0.001	8595	0.001
4.	<b>NEERAJ SHARMA</b>				
	At the beginning of the year (31.03.2021)	1660	0.001	1660	0.001
	At the end of the year (31.03.2022)	8300	0.001	8300	0.001
5.	<b>POONAM B BHARWANI</b>				
	At the beginning of the year (31.03.2021)	1208	0.00	1208	0.00
	At the end of the year (31.03.2022)	6040	0.00	6040	0.00
6.	<b>RAMBABU VELDI</b>				
	At the beginning of the year (31.03.2021)	1125	0.00	1125	0.00
	At the end of the year (31.03.2022)	5625	0.00	5625	0.00
7.	<b>CYRUS JAMSHED GUZDER</b>				
	At the beginning of the year (31.03.2021)	985	0.00	985	0.00
	At the end of the year (31.03.2022)	4925	0.00	4925	0.00
8.	<b>VARA LAKSHMI G</b>				
	At the beginning of the year (31.03.2021)	911	0.00	911	0.00
	At the end of the year (31.03.2022)	4555	0.00	4555	0.00
9.	<b>SANDEEP GROVER</b>				
	At the beginning of the year (31.03.2021)	864	0.00	864	0.00
	At the end of the year (31.03.2022)	4320	0.00	4320	0.00
10.	<b>NATIONAL INSURANCE COMPANY LTD</b>				
	At the beginning of the year (31.03.2021)	842	0.00	842	0.00
	At the end of the year (31.03.2022)	4210	0.00	4210	0.00

**v) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	KASHI NATH	NA	NA	NA	NA
2.	VIVEK SINGH	NA	NA	NA	NA
3.	DHARMENDRA	NA	NA	NA	NA
4.	REENA DEVI MANDAL	NA	NA	NA	NA

**V) INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	64,955,980.00	-	64,955,980.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	64,955,980.00	-	64,955,980.00
<b>Change in Indebtedness during the financial year</b>	-	-	-	-



* Addition	-	-	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>	-			
i) Principal Amount	-	64,955,980.00	-	64,955,980.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	64,955,980.00	-	64,955,980.00

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S.No.	Particulars of Remuneration	Total Amount		
		<b>Mr. Kashi Nath Jha, Whole-Time Director</b>		<b>Total</b>
1	Gross salary	Nil	NA	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	NA	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	NA	NIL
2	Stock Option	Nil	NA	NIL
3	Sweat Equity	Nil	NA	NIL
4	Commission - as % of profit - others, specify...	Nil	NA	NIL
5	Others, please specify	Nil	NA	NIL
	<b>Total (A)</b>	Nil	NA	NIL

### B. Remuneration to other directors:-

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	Nil	Nil	Nil	Nil
	Fee for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission				
	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (1)</b>	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors	Nil	Nil	Nil	Nil
	Fee for attending board committee meetings				
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (2)</b>	Nil	Nil	Nil	Nil
	<b>Total (B)=(1+2)</b>				
	<b>Total Managerial Remuneration</b>	Nil	Nil	Nil	Nil



**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	N.A.	N.A.	N.A.	N.A.
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	N.A.	N.A.	N.A.
2	Stock Option	N.A.	N.A.	N.A.	N.A.
3	Sweat Equity	N.A.	N.A.	N.A.	N.A.
4	Commission	N.A.	N.A.	N.A.	N.A.
	- as % of profit	N.A.	N.A.	N.A.	N.A.
	others, specify...	N.A.	N.A.	N.A.	N.A.
5	Others, please specify	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	N.A.	N.A.	N.A.	N.A.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**On behalf of the Board of Directors**  
**For CITURGIA BIOCHEMICALS LIMITED**  
 Sd/- Sd-  
 KASHI NATH JHA DHARMENDRA  
 (WHOLE TIME DIRECTOR) (DIRECTOR)  
 DIN No.02072952 Din No.08664816

**DATE:03.09.2022**  
**Place: Mumbai**

## **REPORT ON CORPORATE GOVERNANCE**

**The detailed report on Corporate Governance for the financial year ended March 31, 2022, as per the disclosure requirements prescribed in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is set out below:**

### **1. Company's Philosophy on Code of Governance:**

Your Company is fully committed to the principles of transparency, integrity and accountability in all spheres of its operations and has been practicing the principles of good corporate governance over the years. In keeping with this commitment, your Company has been upholding fair and ethical business and corporate practices and transparency in its dealings and continuously endeavors to review, strengthen and upgrade its systems and procedures so as to bring in transparency and efficiency in its various business segments.

### **2. Board of Directors:**

The Board of Directors of the Company is comprised of committed persons with considerable experience in various fields. The Board is properly constituted as per Clause of the Listing Agreement and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are 4 (Four) Directors of which one is Executive Director and one is Non Executive & Non Independent Director and remaining 2 are Non-Executive & Independent Directors.

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Necessary Disclosures regarding Committee positions in other Public Companies as on March 31, 2022 have been made by the Directors.

During the year, 08 (Eight) Board Meetings were convened and held on 17.04.2021, 30.06.2021, 12.08.2021, 06.09.2021, 15.11.2021, 10.01.2022, 11.02.2022 and 11.03.2022. The Intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

<b>Name of the Director</b>	<b>Category of Directors</b>	<b>No. of Board Meetings attended During 2021-22</b>	<b>Whether attended last AGM</b>	<b>Number of Directorship in other Public Limited Companies</b>	<b>No of membership of Audit committee and Share Holders &amp; Investors Grievance Committee in other Limited Companies</b>	<b>Chairmanship of audit committee and Share Holders &amp; Investors Grievance Committee in other Limited Companies</b>
*Mr. Akshod Kumar Sharma	Executive Director (Chairman)	8	Yes	1	1	0
*Mr. Kashi Nath	Executive Director (Chairman)	1	No	Nil	1	Nil
Mr. Vivek Singh	Non-Executive Independent Director	8	No	0	2	1
Ms. Reena Devi Mandal	Non-Executive Independent Director	8	No	1	0	0
Mr. Dharmendra	Non-Executive Non-Independent Director	2	No	3	3	3

\*Mr. Akshod Kumar Sharma has resigned from the directorship of the company w.e.f 11.03.2022 and Mr. Kashi Nath Jha has been appointed as additional directors of the company w.e.f 11.03.2022.

# Excludes alternate directorships and directorships in foreign Companies and Private Companies which are neither a subsidiary nor a holding Company of a Public Company.

#Excludes Committees other than Audit Committee and Shareholders'/Investors' Grievance Committee and Companies other than Public Limited Companies.

The Board periodically reviews compliance reports of all the laws applicable to the Company and has put in place procedures to review steps to be taken by the Company to rectify instances of non-compliance, if any.

In terms of the provisions of Clause 49 of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and contemporary practices of good Corporate Governance, the Board has laid

down a Code of Conduct for all Board Members and Senior Management of the Company.

#### **Details of Directors being re-appointed and appointed:**

**1. Mr. Dharmendra, who is a Director of the Company and liable to be retiring by rotation has offered himself for reappointment (In pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Name:</b>	<b>Dharmendra</b>
<b>Age:</b>	<b>37 yrs</b>
<b>Qualification:</b>	<b>B.Com</b>
<b>Expertise:</b>	<b>Finance &amp; Marketing</b>
<b>Other Directorships in Public Companies:</b>	<b>3</b>

#### **MEETING OF INDEPENDENT DIRECTORS:**

During the year under review, the Independent Directors met once on 11<sup>th</sup>March,2022,*inter alia*, to:

- i. Evaluate the performance of non-independent directors and the Board as a whole;
- ii. Evaluate the quality, quantity and timelines of flow of information between the executive management and the Board.

The suggestions made at the meetings of the Independent Directors were communicated to the Executive Director for taking appropriate steps. All Independent Directors were present at the meeting.

#### **FAMILIARIZATION PROGRAM**

At the time of appointment, a formal letter is issued to the Director, which explains the roles, rights and responsibilities expected of him as a Director of the Company. The Director is also explained in detail the compliances required from him under the Companies Act, Clause 49 of the Listing Agreement and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Code of Conduct, Prohibition of Insider Trading Code, RBI directions and other relevant regulations. The Independent Directors of the Company are given opportunity to familiarize themselves with the Company, its management and operations so as to understand the Company.

The details of the familiarization program for Independent Directors has been uploaded on the Company's website i.e. on [www.citurgiabio.in](http://www.citurgiabio.in)

#### **3. Board Committees**

As of 31<sup>st</sup>March, 2022, your Company has three Board Committees. These are:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee

ii) The terms of reference stipulated by the Board to the Audit Committee are as contained under Clause of the Listing Agreement and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as follows:

- ❖ Overseeing the Company's financial reporting process and the disclosure of its financial information so as to ensure that the financial statements depict a true and fair view of the Company's affairs.
- ❖ Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- ❖ Reviewing with management the Annual Financial Statements before submission to the board, focusing primarily on:
  - (i) Any changes in accounting policies and practices,
  - (ii) Major accounting entries based on exercise of judgment by Management,
  - (iii) Qualifications in draft Audit Report,
  - (iv) Significant adjustments arising out of Audit,
  - (v) The going concern assumption,
  - (vi) Compliance with Accounting Standards,
  - (vii) Compliance with Stock Exchange and legal requirements concerning financial statements and
  - (viii) Any related party transaction i.e. transactions of the company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of Company at large.
- ❖ Reviewing with the Management, External and Internal Auditors, the adequacy of Internal Control Systems.
- ❖ Reviewing the adequacy of Internal Audit Functions.
- ❖ Discussion with Internal Auditors any significant findings and follow up thereon.
- ❖ Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature and reporting the matter to the Board.

- ❖ Discussion with External Auditors before the audit Commences, about the nature and scope of audit as well as the post-audit discussion to ascertain any area of concern.
- ❖ Reviewing the Company's financial and risk management policies. To look into the reasons for substantial defaults in the payment to the creditors.

### **iii. Composition**

The Audit Committee comprises of Shri Vivek Singh as Chairman and Smt. Ms. Reena Devi Mandal and Shri Kashi Nath Jha are the other Members of the Committee.

All Members of the Audit Committee are financially literate and possess Accounting and related Financial Management expertise.

#### **Meetings & Attendance:**

There were Four meetings of the Audit Committee viz. on 30.06.2021, 12.08.2021, 15.11.2021 and 11.02.2022. The Attendance of the Members of Audit Committee at the Meetings of the Audit Committee held during the year is given below:

<b>Name</b>	<b>Category</b>	<b>No. of Meeting during the financial year 2021-2022</b>
Mr. Vivek Singh(Chairman)	Non – Executive Independent Director	4
*Mr. Akshod Kumar Sharma	Executive Director	4
*Mr. Kashi Nath Jha	Executive Director	Nil
Ms. Reena Devi Mandal	Non – Executive Independent Director	4

\*Mr. Akshod Kumar Sharma has resigned from the directorship of the company w.e.f 11.03.2022 and Mr. Kashi Nath has been appointed as additional directors of the company w.e.f 11.03.2022.

The necessary Quorum was present at all the Meetings.

The Audit Committee Meetings are usually held at the Registered Office of the Company situated at 6/C, Ostwal Park, Building No. 4, CHSL Near Jesal Park, Jain Temple, Bhayander (East), Thane - 401105.

### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee comprises of **Mr. Vivek Singh**, Chairman of the Nomination and Remuneration Committee, Mr. Dharmendra and Ms. Reena Devi Mandal, are the other Members of the Committee.

The Composition of the Nominations and Remuneration Committee and the details of meetings attended by the Members of the Nomination and Remuneration Committee are given below:

<b>Name</b>	<b>Category</b>	<b>No. of Meeting during the financial year 2021- 2022</b>
Mr. Vivek Singh (Chairman)	Non – Executive Independent Director	4
Mr. Dharmendra	Non Executive Director, Independent Director	4
Ms. Reena Devi Mandal	Non – Executive Independent Director	4

There were Four meetings of the Nomination and Remuneration Committee viz. on 30.06.2021, 12.08.2021, 15.11.2021 and 11.02.2022.

\* No Remuneration paid during the financial year.

### **Stakeholder Relationship Committee**

The Board has set up a Shareholders/Investors Grievance Committee to take care of matters relating to transfer, transmission, split, duplicate etc. of the shares issued by the Company from time to time. In addition to the above, the Committee is authorized to look into Shareholder's complaints such as delay in transfer, non-receipt of shares, Balance Sheet etc and also review the dematerialized shares.

The Stakeholder Grievance Committee was reconstituted as Stakeholder Relationship Committee. The Shareholders/Investors Grievance Committee is chaired by Mr. Vivek Singh with Mr. Dharmendra, Director and Ms. Reena Devi Mandal, Director as its Members.

Mr. Kashi Nath Jha is the Compliance Officer of the Company.

### **Meetings & Attendance:**

There were Four meetings of the Stakeholder Grievance Committee viz. on 30.06.2021, 12.08.2021, 15.11.2021 and 11.02.2022.

The Attendance of the Members of Shareholder/ Investors Grievance Committee at the Meetings of the Shareholder/ Investors Grievance Committee held during the year is given below:

Name	Category	No. of Meetings held during the year 2021-22
Mr. Vivek Singh (Chairman)	Non – Executive Independent Director	4
Mr. Dharmendra	Non Executive Director, Independent Director	4
Ms. Reena Devi Mandal	Non Executive Director, Independent Director	4

The necessary Quorum was present at all the Meetings.

The Shareholder/ Investors Grievance Committee Meetings are usually held at the Registered Office of the Company situated at 6/C, Ostwal Park, Building No. 4, CHSL Near Jesal Park, Jain Temple, Bhayander (East), Thane - 401105.

The functions of the committee include:

- ❖ To specifically look into redressing investors' grievances pertaining to:
- ❖ Transfer of Shares
- ❖ Dividends
- ❖ De-materialization of Shares
- ❖ Replacement of lost/stolen/mutilated share certificates
- ❖ Non-receipt of right/bonus/split share certificates
- ❖ Any other related issues

### **Complaints:**

Sr No .	Nature of the Complaint	Received	Replied	Pending
1	Non-receipt of shares certificates lodged for transfer	0	0	0
2	Non-receipt of dividend warrants	0	0	0
3	Non-receipt of dividend warrants after revalidation	0	0	0
4	Non-receipt of share certificates lodged for split/ Bonus shares	0	0	0
5	Non Receipt of duplicate shares certificates	0	0	0
<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>

During the year NIL complaints regarding non-receipt of shares sent for transfer, demat queries were received from the shareholders. The Company had no transfers pending at the close of 31.03.2022.

### **Requests:**

Sr No .	Nature of the Complaint	Received	Replied	Pending
1	Receipt of dividend warrants for revalidation	0	0	0
2	Request for Change of address	0	0	0
3	Request for duplicate Dividend warrant	0	0	0
4	Request for copy of Annual Report	0	0	0
5	Request for TDS Certificate	0	0	0
6	Request for exchange of split Share certificate	0	0	0
7	Endorsement of Share Certificate	0	0	0
8	Correction of name / Address	0	0	0
<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>

### **C. General Body Meeting:**

Date, Venue and Time for the last three Annual General Meeting

Year	Venue	Date	Time
------	-------	------	------

2018-19	Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) 401101	27 <sup>th</sup> September, 2019	10.00 am
2019-20	Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) 401101	30 <sup>th</sup> September, 2020	10.00 am
2020-21	Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) 401101	30 <sup>th</sup> September, 2021	10.00 am

**D. Disclosures:**

**a. Subsidiary Companies**

The Company does not have any subsidiary Company during the Year under review.

**b. Disclosures of transactions with Related Parties**

No related party transactions occurred during the year.

**c. Risk management**

The Company has laid down procedures to inform Board Members about Risk assessment and minimization procedures and these procedures are periodically reviewed.

**d. Proceeds from Public Issues, Rights Issue, Preferential Issue etc.**

The Company has not raised any Money through Public Issue, Rights Issue, Preferential Issue etc, during the year there under.

**e. Remuneration of Directors and details of Directors' Shareholding**

Details of Directors Remuneration and their Shareholding in the Company are as under;

Name of the Director	Remuneration	No. of Equity Shares
Mr. Kashi Nath Jha (Whole Time Director)	Nil	Nil

The Company does not have any scheme for grant of stock options to its directors or employees.

**f. Code of Business Conduct and Ethics for Directors and Management Personnel**

The Code of business conduct and Ethics for Directors and Senior Managements has been circulated to all the Members of the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by Mr. Kashi Nath Jha, Whole Time Director is given below:

"I hereby confirm that the Company has obtained from all the Members of the Board and Senior Management affirmation that they have complied with the code of Business conduct and Ethics for Directors and Senior Management in respect of Financial Year 2021-2022."

**g. Code for Prevention of Insider Trading Practices**

In compliance with SEBI's Regulations on Prevention of Insider Trading the Company has instituted a comprehensive Code of Conduct for its designated employees. The Code lays down guidelines on procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them of the consequences of violations.

**h. Compliance of Regulatory requirements**

The trading in the shares of the company continues to be suspended throughout the year. The Company is yet to comply with the norm of Minimum 25% Public shareholding as Mandated by Securities Exchange Board of India(SEBI).

**Means of Communication**

**(a) Quarterly results:**

The un-audited quarterly results are announced within 45 days from the end of the quarter and the audited annual results within two months from the end of the last quarter, as stipulated under the listing agreement with the BSE Limited.

(b) Newspapers wherein normally published:

The Company is a Sick Company, However, it is regularly publishing its Unaudited/ Audited Financial Results in newspapers.

(c) Any Website, wherein displayed :No

(d) Whether Website also displays official news releases: No

(e) Whether presentations made to institutional investors or to the analysts: No

#### **E. The Management Discussion & Analysis Report**

**The Management Discussion and Analysis Report (MDA) have been attached to the Directors Report and forms part of this Annual Report.**

#### **F. Compliance with Mandatory requirements**

<b>Tentative Schedule</b>	<b>Likely Board Meeting Schedule</b>
30 June, 2022	Within 45 Days of the end of the quarter
September 30, 2022	Within 45 Days of the end of the quarter
December 31, 2022	Within 45 Days of the end of the quarter
March 31, 2023	Within 60 Days of the end of the Financial
Registered Office	6/C, Ostwal Park, Building No. 4, CHSL Near Jesal Park, Jain Temple, Bhayander (East), Thane - 401105
Listing on Stock Exchange	BSE LIMITED
	Listing Fees have been paid for the year 2019-2020, 2020-2021& 2021-2022
Mumbai Stock Exchange Code	506373
Demat ISIN no. for NSDL and CDSL	INE795B01023
Registrar and Share Transfer Agents	Skyline Financial Services Pvt. Ltd D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110020 Tel: 011 - 26812682 / 83

The Company has complied with all the mandatory requirements of the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Corporate Governance.

#### **G. General Shareholders**

##### **Distribution of Shareholding as on March 31,2022**

##### **Nominal Value of Each Share : Rs.2**

Share or Debenture holding Nominal Value  (Rs.)	Number of Shareholders  2	% to Total Numbers  3	Share or Debenture holding Amount  (Rs.)	% to Total Amount  5
1	2	3	4	5
Up To 5,000	5364	99.39	657980	0.25
5001 To 10,000	13	0.24	99630	0.04
10001 To 20,000	6	0.11	86050	0.03
20001 To 30,000	0	0	0	0
30001 To 40,000	1	0.02	34990	0.01
40001 To 50,000	3	0.06	128810	0.05
50001 To 1,00,000	1	0.02	100000	0.04
1,00,000 and Above	9	0.17	263083170	99.58
<b>Total</b>	<b>5383</b>	<b>100</b>	<b>264190630</b>	<b>100</b>

##### **SHAREHOLDING PATTERN AS ON MARCH 31,2022**

	<b>Category</b>	<b>No. of Shares held</b>	<b>Percentage of Shareholding</b>
<b>A</b>	<b>Promoter's holding</b>		
<b>1</b>	Promoters		
	Indian Promoters	<b>2,63,33,049</b>	<b>99.67</b>
	Foreign Promoters		
<b>2</b>	Person Acting in concern		
	<b>Sub Total</b>	<b>2,63,33,049</b>	<b>99.67</b>
<b>B</b>	<b>Non-Promoters Holding</b>		
<b>3</b>	Institutional Investors		

<b>a.</b>	Mutual Funds and UTI		
<b>b.</b>	Banks, Financial Institutions, Insurance Companies Central/State Govt. Institutions/Non-government Institutions)		
<b>c.</b>	FIIs	1,074	0.01
	<b>Sub Total</b>	<b>1,074</b>	<b>0.01</b>
<b>4.</b>	Non-Institutions (Others) Private Corporate Bodies	2238	0.01
	Indian Public	77900	0.29
	NRIs/OCBs	1057	0.00
	HUF	2012	0.01
	Any other (Trust)	1733	0.01
	<b>Any Other</b>	<b>1144</b>	<b>0.00</b>
	<b>Sub Total</b>	<b>84,920</b>	<b>0.33</b>
	<b>Grand Total</b>	<b>264,19,063</b>	<b>100</b>

**Stock Code: BSE Limited: 506373**

Stock Market Data relating to Equity Share listed in India: No trading in shares due to Suspension of the Company.

<b>Month wise during 2021-22</b>	<b>Price on BSE during each month</b>		<b>Volume Traded in Rs.</b>
	<b>High</b>	<b>Low</b>	
April	-	-	-
May	-	-	-
June	-	-	--
July	-	-	-
August	-	-	-
September	-	-	-
October	-	-	-
November	-	-	-
December	-	-	-
January	-	-	-
February	-	-	-
March	-	-	-

**Suspended from 16/01/2013 due to penal reason.**

**Share Transfer System:**

The Company has appointed Skyline Financial Services Pvt. Ltd as the share transfer agents. In order to ensure timely registration of transfer and return of certificates and also prompt redressal of Shareholders' Grievances, the Company monitors the Registrar's work closely on a day-to-day basis. The address of the Registrar is:

**M/s. Skyline Financial Services Pvt. Ltd, D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020**

**C. Investor Services:**

No Complaints received during the year relating to Transfer, Transmission, Dividend, Interest, Demat & Remat and change of address etc.

**D. Dematerialization of Shares and Liquidity:**

12.48% Equity Shares have been dematerialized as on 31<sup>st</sup>March, 2022.

**E. ISIN Number:INE795B01023**

**F. Investor Correspondence:**

Registrar and Transfer Agents:  
M/s. Skyline Financial Services Pvt. Ltd, D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110020  
011 - 26812682 / 83

**G. Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity.**

There were no Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity during the year under review.

**H. Plant Location:**

Rishikesh, Uttarakhand.

**DECLARATION**

I declare that as provided under Clause of Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, the Board Members and the Senior Management Personnel have individually affirmed compliance with the Code of Conduct for the year ended 31<sup>st</sup>March, 2022.

**Place: Mumbai**

**Date:03.09.2022**

**Sd/-**

**KASHI NATH JHA**

**Whole-time Director**

**DIN: 02072952**



## CEO/CFO CERTIFICATION:

### CEO / CFO Compliance Certificate

**The Board of Directors,  
CITURGIA BIOCHEMICALS  
LIMITED 6/C, OSTWAL PARK  
BUILDING NO. 4 CHSL, NEAR  
JESAL PARK, JAIN TEMPLE,  
BHAYANDAR EAST THANE  
MH 401105**

#### **Re: CEO / CFO Certificate**

I, Kashi Nath Jha, Whole Time Director & Chief Executive Officer of Citurgia Biochemicals Limited do hereby certify the following:-

- a) We have reviewed the standalone Financial Statements and Cash flow statements for the year ended 31<sup>st</sup> March, 2022 and that to the best of our knowledge and belief:
  - i) these statement do not contain any materially untrue statements or omit any material fact or contains statements that might be misleading;
  - ii) these statements together presents a True and fair view of the Company's affairs and are in Compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the Best of our Knowledge and belief, no transactions entered into by the Company during the year ended 31<sup>st</sup> March, 2022, which are fraudulent, illegal or violative of the Company's Code of conduct
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operations of such internal controls, if any, of which they are aware and the steps they have taken or proposes to take to rectify the deficiencies.
- d) We hereby indicated to the Auditors and the Audit Committee,
  - i) Significant changes in Internal control over financial reporting during this year;
  - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial statements ;and
  - iii) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Listed entity's internal control system over financial reporting.

**Place: Mumbai  
Date:03.09.2022**

**For Citurgia Biochemicals Limited**  
Sd/-  
**KASHI NATH JHA**  
**Whole-time Director**  
**DIN: 02072952**



**PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
**Citurgia Biochemicals Limited**  
6/C, Ostwal Park Building No. 4 Chsl,  
Near Jesal Park, Jain Temple, Bhayandar East  
Thane Maharashtra-401105 IN

We have examined the compliance of the conditions of Corporate Governance by Orient Tradelink Limited for the year ended 31st March, 2022 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2022 except that The Company has regularized the appointment of Mr. Dharmendra (DIN: 06798855) as a director of the Company in Annual General Meeting held on 30th September, 2021, however company has not filed Form DIR-12 to Registrar of company for regularization of Director. Further Company has not submitted Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulation, 2015.

We state that in respect of Investor Grievances received during the year ended 31st March 2022, no investor grievances are pending against the Company as per the record maintained by the companies which are presented to Investor Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Sumit Bajaj & Associates  
(Practicing Company Secretary)**  
**FRN: S2019DE677200**

**-SD**

**CS Sumit Bajaj  
(Proprietor)**  
**C. P. No: 23948**  
**M. No.: 45042**

**Date: 03.09.2022**  
**Place: New Delhi**  
**UDIN: A045042D001011095**



## ANNEXURE TO THE DIRECTORS' REPORT

### MANAGEMENT DISCUSSION AND ANALYSIS INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company's operations continued to be suspended throughout the year. The lock out declared at Rishikesh factory with effect from 29<sup>th</sup> September, 2003 continues to be in force till date. The production and sales were nil during the year under review. Material developments in industry structure have been dealt with in the directors report under the head 'Rehabilitation Scheme' and 'Future plans' which should be treated forming part of this Management Discussion and Analysis.

### OUTLOOK, OPPORTUNITIES AND THREATS

Discussions on outlook & opportunities have already been dealt with in Directors Report which should be treated as forming part of the Management Discussion and analysis.

### RISKS AND CONCERNS

This is not discussed in detail since the Company's operations continued to be suspended throughout the year.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has not conducted internal audit for the year under report.

### FINANCIAL PERFORMANCE

Discussion on financial performance with reference to operational performance has been dealt with in the Directors' Report which should be treated as forming part of this Management Discussion and Analysis.

### HUMAN RESOURCES

Material development in human resources/ industrial relations front has been dealt with in the Directors' Report, under the head 'Operations' and 'Industrial Relations', which should be treated as forming part of this Management and Discussion Analysis. As at 31<sup>st</sup> March, 2022, the employee strength (on permanent rolls) of the Company was Nil.

### CAUTIONARY STATEMENT

Statement in this Management Discussion and analysis describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. The Company undertakes no obligation to publicly update or revise any forward looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of their dates.

**Place: Mumbai**  
**Date: 03.09.2022**

Sd/-  
**KASHI NATH JHA**  
**Whole-time Director**  
**DIN: 02072952**



## **INDEPENDENT AUDITOR'S REPORT**

**To,**  
**Board of Directors**  
**M/S CITURGIA BIOCHEMICALS LIMITED**

### **Opinion**

We have audited the financial statements of **M/s CITURGIA BIOCHEMICALS LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2022, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, its profit/loss and its cash flows for the year ended on that date,

a) In the case of the balance sheet, of the state of affairs of the company as at March 31, 2022b) In the case of the Profit and Loss Account, of the profit for the period ended on that date andc) In the case of cash flow statement, for the cash flows for the year ended on that date) And the changes in equity for the year ended on that date

### **Basis for Opinion**

We conducted our audit of Standalone Financial Statement in accordance with the Standards on Auditing 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**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

<b>S. No.</b>	<b>Key Audit Matter</b>	<b>Auditor's Response</b>
1.	Nil	Nil

### **Information other than the financial statements and auditors' 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 including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



## **Responsibilities of Management and Those Charged with Governance for the 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## **Auditor's 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative



factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
3. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether,



directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that 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 mis-statement.

v. No dividend have been declared or paid during the year by the company.

**For G.P.Keshri& Associates.**

**Chartered Accountants**

**Sd-**

**(CA. Gopal Prasad Keshri)**

**Partner**

**FRN: 017251N**

**M.NO.: 098476**

**Place: New Delhi**

**Date: 30.05.2022**

**UDIN: 22098476AKCKRK2325**



## **CITURGIA BIOCHEMICALS LIMITED**

### **Annexure 'A' to the Independent Auditor's Report**

#### **The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".**

We report that:

1. In respect of fixed assets:
  - (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Plant and Equipment;  
(B) The company does not have any intangible assets;
  - (b) As explained to us, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
  - (c) The company has immovable properties i.e. land which was acquired for setting up the factory.
  - (d) The company has not revalued its Plant and Equipment during the year.
  - (e) As explained to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
2. (a) As explained to us, the company does not have any inventory hence this clause of the CARO not applicable to the company  
(b) The Company has not availed any working capital facilities in excess of 5 crores; hence quarterly returns/statements are not required to be filed by the company with banks/financial institutions.

#### **3. Compliance under section 189 of The Companies Act, 2013**

As per information and explanation given to us, and subject to the observations given in the main audit report, the company has not granted loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013.

4. According to the information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees in contravention of provisions of Section 185 of the Act. The Company has complied with the provisions of Section 186(1) of the Act; the other provisions of Section 186 of the Act are not applicable to the Company.

#### **5. Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed there under while accepting Deposits**

As per information and explanation given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

6. The Central Government has not prescribed the maintenance of cost records under sub-section (1) section 148 of the Act for the business activities carried out by the Company. Accordingly, the provision of clause 3(vi) of the Order is not applicable to the Company
7. (a) According to the records made available to us, company is regular in depositing undisputed statutory dues, if any to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they



became payable.

(b) According to the information and explanations given to us, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

8. According to the information and explanations given by the management, no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. (a) In our opinion and according to the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given by the management, the company is not declared willful defaulter by any bank or financial institution or other lender;

(c) In our opinion and according to the information and explanations given by the management, the Company has not obtained the money by way of term loans during the year.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) and (f) In our opinion and according to the information and explanations given by the management, 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. The Company does not have any subsidiaries or joint ventures.

10. (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

11. (a) According to the information and explanations given by the management, no fraud by the company or any fraud on the company has been noticed or reported during the year;

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

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company.

12. The company is not a Nidhi Company. Therefore, clause xii is not applicable on the company.

13. According to the information and explanations given to us, all transactions with the related parties, if any are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements,

14. In our opinion and based on our examination, the company does not require to have an internal audit system.

15. On the basis of the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company and hence provisions of section 192 of the Act, 2013 are



not applicable to the Company.

16. In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and the Company has obtained the required registration.
17. Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
18. There is no resignation of the statutory auditors during the year and hence this clause is not applicable to the company.
19. On the information obtained from the management and audit procedures performed and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
20. Based on our examination, the provision of section 135 are not applicable on the company. Hence this clause is not applicable on the company.
21. The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

**For G.P.Keshri& Associates.**

**Chartered Accountants**

**Sd-**

**(CA. Gopal Prasad Keshri)**

**Partner**

**FRN: 017251N**

**M.NO.: 098476**

**Place: New Delhi**

**Date: 30.05.2022**

**UDIN: 22098476AKCKRK2325**



## **CITURGIA BIOCHEMICALS LIMITED**

### **Annexure 'B' : Report on Internal Financial Controls with reference to financial statements**

#### **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 M/s Citturgia Bioschemicals 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.

#### **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.

#### **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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained 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.

**For G.P.Keshri& Associates.**

**Chartered Accountants**

**Sd-**

**(CA. Gopal Prasad Keshri)**

**Partner**

**FRN: 017251N**

**M.NO.: 098476**

**Place: New Delhi**

**Date: 30.05.2022**

**UDIN: 22098476AKCKRK2325**

**CITURGIA BIOCHEMICALS LIMITED****CIN: L24100MH1974PLC017773****Reg. Office: 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple, Bhayandar East, Thane  
Maharastra-401105****Balance Sheet as at 31st March 2022**

				(Amount in Rupees)
<b>Particulars</b>	<b>Note No.</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>	
<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	
<b>(1) ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, Plant and Equipment	6	12,980,228.68	15,236,538.60	
(b) Capital work-in-progress		-	-	
(c) Goodwill				
(d) Financial Assets				
(i) Investments	7	2,000.00	2,000.00	
(ii) Trade receivables				
(iii) Loans & Advances	8	17,944,700.00	18,084,700.00	
(e) Deferred tax assets (net)	9	-	-	
(f) Other non-current assets	10	-	-	
<b>(2) Current assets</b>				
(a) Inventories				
(b) Financial Assets	11	80,663,250.00	80,663,250.00	
(i) Investments	7	-	-	
(ii) Trade receivables	12	-	-	
(iii) Cash and cash equivalents	13	539,717.00	684,768.00	
(v) Loans & Advances	8	302,210.00	302,210.00	
(c) Current Tax Assets (Net)				
(d) Other current assets	10	1,008,000.00	1,008,000.00	
<b>Total Assets</b>		<b>113,440,105.68</b>	<b>115,981,466.60</b>	
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital	14	264,190,630.00	264,190,630.00	
(b) Other Equity	15	(345,757,982.72)	(341,716,621.80)	
(c) Money received against share warrants		25,000,000.00	25,000,000.00	
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	16	64,615,980.00	64,615,980.00	
(ii) Trade payables				
(b) Deferred tax liabilities (Net)			17,105,990.00	
(c) Other non-current liabilities			1,172,620.00	
<b>Current liabilities</b>				



(a) Financial Liabilities			
(i) Borrowings	16	340,000.00	340,000.00
(ii) Trade payables	17	36,311,905.00	36,311,905.00
(b) Other current liabilities	18	45,359,480.00	43,859,480.00
(d) Tax Liabilities (Net)	19	5,101,483.40	5,101,483.40
<b>Total Equity and Liabilities</b>		<b>95,161,495.68</b>	<b>115,981,466.60</b>
<b>See accompanying notes to the financial statements</b>	01-25		
Notes referred to above and notes attached there to form an integral part of Balance Sheet			
As per our report of even date attached.			
<b>For G.P.KESHRI &amp; ASSOCIATES</b>		<b>ON BEHALF OF THE BOARD OF DIRECTORS</b>	
<b>CHARTERED ACCOUNTANTS</b>		<b>CITURGIA BIOCHEMICALS LIMITED</b>	
<b>SD-</b>			
<b>(GOPAL PRASAD KESHRI)</b>		<b>SD-</b>	<b>SD-</b>
<b>PARTNER</b>		<b>DHARMENDRA</b>	<b>KASHI NATH JHA</b>
<b>MEMBERSHIP NO. 098476</b>		<b>(Director)</b>	<b>(Whole Time Director)</b>
<b>FRN: 017251N</b>		<b>DIN:08664816</b>	<b>DIN:02072952</b>
<b>PLACE : NEW DELHI</b>			
<b>DATE : 30.05.2022</b>			

**CITURGIA BIOCHEMICALS LIMITED****CIN: L24100MH1974PLC017773****Reg. Office: 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple, Bhayandar East, Thane Maharashtra-401105****Statement of Profit and Loss for the period ended 31st March 2022**

(Amount in Rupees)

	<b>Particulars</b>	<b>Note No.</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
I	Revenue From Operations	20	-	-
II	Other Income		-	-
III	<b>Total Income (I+II)</b>		-	-
IV	<b>EXPENSES</b>			
	Cost of materials consumed			
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods,			
	Stock-in -Trade and work-in-progress			
	Employee benefits expense	21	1,591,000.00	1,375,000.00
	Finance costs	22	76.70	3,033.46
	Depreciation and amortization expense	23	2,256,310.22	2,386,828.00
	Other expenses	24	193,974.00	2,354,726.00
	<b>Total expenses (IV)</b>		<b>4,041,360.92</b>	<b>6,119,587.46</b>
V	Profit/(loss) before exceptional items and tax (I- IV)		(4,041,360.92)	(6,119,587.46)
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		(4,041,360.92)	(6,119,587.46)
VIII	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
	(3) Income tax Adjustment		-	-
	(4) Deferred tax Adjustment		-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		(4,041,360.92)	(6,119,587.46)
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		(4,041,360.92)	(6,119,587.46)
XIV	Other Comprehensive Income		-	-
	A (i) Items that will not be reclassified to profit or loss			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			



	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
	Total Other Comprehensive Income		-	-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period		(4,041,360.92)	(6,119,587.46)
	Earnings per equity share (Face Value of Rs. 10/- each)	25		
	(1) Basic		(0.153)	(0.232)
	(2) Diluted		(0.153)	(0.232)
	<b>See accompanying notes to the financial statements</b>	01-25		
Notes referred to above and notes attached there to form an integral part of Balance Sheet				
As per our report of even date attached.				
<b>For G.P.KESHRI &amp; ASSOCIATES</b>		<b>ON BEHALF OF THE BOARD OF DIRECTORS</b>		
<b>CHARTERED ACCOUNTANTS</b>		<b>CITURGIA BIOCHEMICALS LIMITED</b>		
SD-				
<b>(GOPAL PRASAD KESHRI)</b>		<b>SD-</b>		<b>SD-</b>
<b>PARTNER</b>		<b>DHARMENDRA</b>		<b>KASHI NATH JHA</b>
<b>MEMBERSHIP NO. 098476</b>		<b>(Director)</b>		<b>(Whole Time Director)</b>
<b>FRN: 017251N</b>		<b>DIN:08664816</b>		<b>DIN:02072952</b>
<b>DATE : 30.05.2022</b>				
<b>Place: New Delhi</b>				

**CITURGIA BIOCHEMICALS LIMITED****CIN: L24100MH1974PLC017773****Reg. Office: 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple, Bhayandar East, Thane  
Maharastra-401105****Cash Flow Statement for the year ended 31st, March 2022**

	<b>Amount in Rupees</b>	
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</b>		
1. Net profit before tax	(4,041,361)	(6,119,587)
<b>2. Adjustment for:</b>		
Add: Depreciation & Amortization Expenses	2,256,311	2,386,829
Add: Amortization Expenses / Written off	-	-
Less: Other Income	-	-
<b>Operating Profit before Working capital changes</b>	<b>(1,785,050)</b>	<b>(3,732,758)</b>
<b>3. Working Capital Changes:</b>		
Decrease (Increase) in Trade & Other Receivables	-	-
Decrease (Increase) in Inventories	-	-
Decrease (Increase) in Other Current Assets	-	-
Decrease (Increase) in Other Non Current Assets	-	-
Increase (Decrease) in Trade & Other Payables	-	-
Increase (Decrease) in Current Liabilities & Provisions	1,500,000	2,252,000
Increase (Decrease) in Other Current Liabilities	-	-
<b>Net Changes in Working Capital</b>	<b>1,500,000</b>	<b>2,252,000</b>
<b>Cash Generated from Operations</b>	<b>(285,050)</b>	<b>(1,480,758)</b>
<b>Adjustment of Taxes</b>	-	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>(285,050)</b>	<b>(1,480,758)</b>
<b>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Property, Plant & Equipment	-	-
<b>Non Current Financial Assets</b>		
(Increase) Decrease in Loans & Advances	140,000	1,460,000
<b>Current Financial Assets</b>		
(Increase) Decrease in Loans & Advances	-	-
Other Income	-	-
(Increase) Decrease in Current Investments	-	-
<b>Net Cash Flow from Investing Activities (B)</b>	<b>140,000</b>	<b>1,460,000</b>
<b>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Issue of share capital and Proceeds from Share Application Money	-	-
<b>Non Current Financial Assets</b>		
Increase / (Decrease) in Borrowings	-	120,000



<b>Current Financial Assets</b>		
Increase / (Decrease) in Borrowings	-	-
Increase in Preliminary Expenses	-	-
<b>Net Cash Flow from Financing Activities (C)</b>	-	<b>120,000</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents ( A-B+C )</b>	<b>(145,050)</b>	<b>99,242</b>
<b>Cash and cash equivalents at the beginning of the year / Period</b>	<b>684,769</b>	<b>585,528</b>
<b>Cash and cash equivalents at the end of the year/ Period</b>	<b>539,719</b>	<b>684,769</b>
<b>* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard</b>		
As per our report of even date attached.		
<b>For G.P.KESHRI &amp; ASSOCIATES</b>	<b>ON BEHALF OF THE BOARD OF DIRECTORS</b>	
<b>CHARTERED ACCOUNTANTS</b>	<b>CITURGIA BIOCHEMICALS LIMITED</b>	
<b>SD-</b>		
<b>(GOPAL PRASAD KESHRI)</b>	<b>SD-</b>	<b>SD-</b>
<b>PARTNER</b>	<b>DHARMENDRA</b>	<b>KASHI NATH JHA</b>
<b>MEMBERSHIP NO. 098476</b>	<b>(Director)</b>	<b>(Whole Time Director)</b>
<b>FRN: 017251N</b>	<b>DIN:08664816</b>	<b>DIN:02072952</b>
<b>PLACE : NEW DELHI</b>		
<b>DATE : 30.05.2022</b>		

**CITURGIA BIOCHEMICALS LIMITED****CIN: L24100MH1974PLC017773****Reg. Office: 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple, Bhayandar East, Thane  
Maharashtra-401105****Statement of Changes in Equity for the period ended 31st March 2022****(Amount in Rupees)**

<b>A. Equity Share Capital</b>					
<b>Balance as at 01.04.2021</b>	<b>Changes in equity share capital during the year</b>	<b>Balance as at 31.03.2022</b>	<b>Changes in equity share capital during the year</b>		
264,190,630.00	-	264,190,630.00	-		
<b>B. Other Equity</b>					
	<b>Reserves and Surplus</b>				<b>Total</b>
	<b>Capital Reserve</b>	<b>Capital Redemption Reserve</b>	<b>Special Reserve</b>	<b>Retained Earnings</b>	
Balance as at 01.04.2020	420,000.00	2,000.00	315,000.00	(321,208,865.49)	(320,471,865.49)
Profit / (Loss) for the year	-	-	-	(6,119,587.46)	(6,119,587.46)
Balance as at 31.03.2021	420,000.00	2,000.00	315,000.00	(327,328,452.96)	(326,591,452.96)
Profit / (Loss) for the year	-	-	-	(4,041,360.92)	(4,041,360.92)
Other Comprehensive Income for the year	-	-	-	-	-
Balance as at 31.03.2022	420,000.00	2,000.00	315,000.00	(331,369,813.88)	(330,632,813.88)



<b>11. FIXED ASSETS</b>												
<b>Note 1</b>												
<b>Fixed Assets</b>	<b>Gross Block</b>					<b>Accumulated Depreciation</b>					<b>Net Block</b>	
	<b>As on 01.04.21</b>	<b>Additions / (Disposals)</b>	<b>Acquired through business combinations</b>	<b>Revaluations/ (Impairments)</b>	<b>As on 31.03.22</b>	<b>As on 01.04.21</b>	<b>Depreciation charge for the year</b>	<b>Adjustment due to revaluations</b>	<b>On disposals</b>	<b>As on 31.03.22</b>	<b>As on 31.03.22</b>	<b>As on 31.03.21</b>
<b>Tangible Assets</b>												
Buildings	794,214.26	-	-	-	794,214.26	41,916.36	75,229.79	-	-	117,146.15	752,297.90	677,068.11
Freehold Land	135,000.00	-	-	-	135,000.00	-	13,500.00	-	-	13,500.00	135,000.00	121,500.00
Office equipment	-	-	-	-	-	-	-	-	-	-	-	-
Office Furniture, Fittings & Equipments	-	-	-	-	-	-	-	-	-	-	-	-
Plant and Machinery	14,189,872.47	-	-	-	14,189,872.47	2,212,998.82	1,197,687.37	-	-	3,410,686.19	11,976,873.65	10,779,186.29
Roads & Drains	117,451.87	-	-	-	117,451.87	1,394.74	11,605.71	-	-	13,000.45	116,057.13	104,451.42
Tools & Laboratory Equipments	-	-	-	-	-	-	-	-	-	-	-	-
Others (specify nature)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>15,236,538.60</b>	-	-	-	<b>15,236,538.60</b>	<b>2,256,309.92</b>	<b>1,298,022.87</b>	-	-	<b>3,554,332.79</b>	<b>12,980,228.68</b>	<b>11,682,205.81</b>
<b>Intangible Assets</b>	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	-	-	-	-	-	-	-	-	-	-	-	-
<b>G. Total</b>	<b>15,236,538.60</b>	-	-	-	<b>15,236,538.60</b>	<b>2,256,309.92</b>	<b>1,298,022.87</b>	-	-	<b>3,554,332.79</b>	<b>12,980,228.68</b>	<b>11,682,205.81</b>



<b>Note : 7 Investment</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
	<b>Non Current</b>		
1	Investment in Equity Instrument	2,000.00	2,000.00
	<b>Total</b>	<b>2,000.00</b>	<b>2,000.00</b>
	<b>Current</b>		
1	Investment in Equity Instrument	-	-
	<b>Total</b>	-	-
<b>Note : 8 Loan and Advances</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
	<b>Non Current</b>		
1	Security Deposits - Secured, considered good	5,426,000.00	5,426,000.00
2	Loan & Advances - Secured, considered good	59,700.00	199,700.00
3	Other Loans & Advances	12,459,000.00	12,459,000.00
	<b>Total</b>	<b>17,944,700.00</b>	<b>18,084,700.00</b>
	<b>Current</b>		
1	Securities	75,000.00	75,000.00
2	Loan & Advances	227,210.00	227,210.00
	<b>Total</b>	<b>302,210.00</b>	<b>302,210.00</b>
<b>Note : 9 Deferred Tax Assets (Net)</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Deferred Tax Assets	-	-
	<b>Total</b>	-	-
<b>Note : 10 Other assets</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
	<b>Non Current</b>		
1	Security Deposits	-	-
2	Advance Tax	-	-
3	Misc. Expenditure	-	-
	<b>Total</b>	-	-



	<u>Current</u>		
1	<u>TDS Receivable</u>	-	-
2	<u>Misc. Expenditure</u>	1,008,000.00	1,008,000.00
	<b>Total</b>	<b>1,008,000.00</b>	<b>1,008,000.00</b>
<b>Note : 11 Inventories</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
1	<u>Raw Material</u>	<b>123,000.00</b>	<b>123,000.00</b>
2	<u>Work-in-Progress</u>	<b>80,256,279.00</b>	<b>80,256,279.00</b>
3	<u>Finished Goods</u>	1,495.00	1,495.00
4	<u>Stock-in-Trade</u>	-	-
5	<u>Stores &amp; Spares</u>	274,476.00	274,476.00
6	<u>Loose Tools</u>	-	-
7	<u>Fuel Stock (Valued at Cost)</u>	8,000.00	8,000.00
8	<u>Goods-in-transit</u>	-	-
	<b>Total</b>	<b>80,663,250.00</b>	<b>80,663,250.00</b>
<b>Note : 12 Trade Receivable</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
	<u>Current</u>		
1	<u>Outstanding for more than six months</u>		
	Unsecured, Considered Good :	-	-
	<u>Other</u>		
	Unsecured, Considered Good :	-	-
	<b>Total</b>	-	-
<b>Note : 13 Cash &amp; Cash Equivalent</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
1	<u>Cash-in-Hand</u>		
	Cash Balance	57,074.08	2,328.38
	Sub Total (A)	57,074.08	2,328.38
2	<u>Bank Balance</u>		
	Bank Balance (With Schedule Bank)	218,182.92	417,979.62
	Bank Balance (With Schedule Bank)	264,460.00	264,460.00
	<b>Sub Total (B)</b>	482,642.92	682,439.62
	<b>Total [ A + B ]</b>	<b>539,717.00</b>	<b>684,768.00</b>

**Note : 14 Share Capital**

<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	<b><u>AUTHORIZED CAPITAL</u></b>		
	Equity shares of Rs 10 each with voting rights	<b>270,000,000.00</b>	<b>270,000,000.00</b>
2	<b><u>ISSUED</u></b>		
	Equity shares of Rs 10 each with voting rights	<b>264,190,630.00</b>	<b>264,190,630.00</b>
3	<b><u>SUBSCRIBED &amp; PAID UP CAPITAL</u></b>		
	Equity shares of Rs 10 each with voting rights	<b>264,190,630.00</b>	<b>264,190,630.00</b>
	<b>Total</b>	<b>264,190,630.00</b>	<b>264,190,630.00</b>
<b>Sr. No</b>	<b>Reconciliation of Number of Shares:</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
	<b>Particulars</b>	<b>Number</b>	<b>Number</b>
1	<i>Shares outstanding at the beginning of the year</i>	26,419,063	26,419,063
2	<i>Shares Issued during the year (Preferential Allotment)</i>	-	-
3	<i>Shares bought back during the year</i>	-	-
4	<i>Shares outstanding at the end of year</i>	26,419,063	26,419,063
	<b>Total</b>	<b>26,419,063</b>	<b>26,419,063</b>

**Details of Shareholders holding more than 5% Shares**

	<b>Particulars</b>	<b>As at 31.03.2022</b>	
	<b>Name of Shareholders</b>	<b>No. of Shares held</b>	<b>% of Holding</b>
1	SATEYA SHEEL ENGINEERS & MINERS PVT. LTD.	16,020,000	60.64%
2	DEV VERSHA JETRO VALLEY PVT. LTD.	7,170,000	27.14%
3	GANDHARVA HOLDING LTD.	1,530,000	5.79%
4	GEMS INFOTECH SOLUTIONS LTD.	1,520,000	5.75%

**Note : 15 Other Equity**

<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	<u>Capital Reserve</u>	420,000.00	420,000.00
	Sub Total (A)	<b>420,000.00</b>	<b>420,000.00</b>
2	<u>Capital Redemption Reserve</u>	2,000.00	2,000.00
	Sub Total (A)	<b>2,000.00</b>	<b>2,000.00</b>
3	<u>Special Reserve</u>	315,000.00	315,000.00
	Sub Total (A)	<b>315,000.00</b>	<b>315,000.00</b>
5	<b><u>Surplus (Profit &amp; Loss Account)</u></b>		
	Op. Balance of Profits & Loss A/C	(342,453,621.80)	(336,334,034.34)



	Current Year Profit & Loss A/C	(4,041,360.92)	(6,119,587.46)
	<b>Sub Total (B)</b>	(346,494,982.72)	(342,453,621.80)
	<b>Total [ A + B ]</b>	<b>(345,757,982.72)</b>	<b>(341,716,621.80)</b>
<b>Note : 16 Borrowing</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
	<b>Non Current</b>		
1	Loans & Advances From Other Parties	27,569,000.00	27,569,000.00
2	Loans From Parties	37,046,980.00	37,046,980.00
	<b>Total</b>	<b>64,615,980.00</b>	<b>64,615,980.00</b>
	<b>Current</b>		
1	Deposits	340,000.00	340,000.00
	<b>Total</b>	<b>340,000.00</b>	<b>340,000.00</b>
<b>Note : 17 Trade Payable</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
	<b>Current</b>		
1	Trade Payable	36,311,905.00	36,311,905.00
	<b>Total</b>	<b>36,311,905.00</b>	<b>36,311,905.00</b>
<b>Note : 18 Other Current Liabilities</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
1	Audit Fees Payable	103,530.00	118,530.00
2	Expenses Payables	257,330.00	257,330.00
3	TDS Payable	45,000.00	45,000.00
4	Other Payable	44,947,620.00	43,432,620.00
5	Salary Payable	6,000.00	6,000.00
	<b>Total</b>	<b>45,359,480.00</b>	<b>43,859,480.00</b>
<b>Note : 19 Current Tax Liabilities</b>			
Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
1	Provision For Income Tax	4,897,000.00	4,897,000.00
2	Provision for Statutory liabilities	204,483.40	204,483.40
	<b>Total</b>	<b>5,101,483.40</b>	<b>5,101,483.40</b>



<b>Note : 20 Revenue from Operations</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Income From Operations	-	-
	<b>Total</b>	-	-
<b>Note : 21 Employment Benefit Expenses</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Salary	1,591,000.00	1,375,000.00
2	Staff Welfare	-	-
	<b>Total</b>	<b>1,591,000.00</b>	<b>1,375,000.00</b>
<b>Note : 22 Financial Cost</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Bank Interest	76.70	3,033.46
	<b>Total</b>	<b>76.70</b>	<b>3,033.46</b>
<b>Note : 23 Depreciation &amp; Amortised Cost</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Depreciation	2,256,310.22	2,386,828.00
	<b>Total</b>	<b>2,256,310.22</b>	<b>2,386,828.00</b>
<b>Note : 24 Other Expenses</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	<b>Administrative Expenses:</b>		
	Legal & Professional	-	2,189,700.00
	Misc Exps	25,254.00	20,000.00
	Other Specified Expenses	-	-
	Advertisement Exps	8,560.00	26,426.00
	Custodian Fees	-	-
	Filling Fees	135,160.00	98,600.00
	<b>Payment to Auditors:</b>		
	Audit Fees	25,000.00	20,000.00
	<b>Total</b>	<b>193,974.00</b>	<b>2,354,726.00</b>
<b>Note : 25 Earning per Shares</b>			
<b>Sr. No</b>	<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
1	Net profit after tax available for Equity Shareholders (Rs.) (A)	(4,041,360.92)	(6,119,587.46)
2	Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	26,419,063	26,419,063
3	Dilutive potential Equity Shares (Nos.)	-	-
4	Dilutive shares outstanding (Nos.) (C)	26,419,063	26,419,063
5	Nominal value per Equity Shares (Rs./ Share)	10	10
6	Basic Earnings per share (Rs./ Share) (A) / (B)	(0.153)	(0.232)



7	Diluted Earnings per share (Rs./ Share) (A) / (C)	(0.153)	(0.232)
Notes referred to above and notes attached there to form an integral part of Balance Sheet			
As per our report of even date attached.			
<b>For G.P.KESHRI &amp; ASSOCIATES</b>			
<b>CHARTERED ACCOUNTANTS</b>			
Sd-		<b>ON BEHALF OF THE BOARD OF DIRECTORS</b>	
<b>(GOPAL PRASAD KESHRI)</b>		<b>CITURGIA BIOCHEMICALS LIMITED</b>	
PARTNER		Sd-	Sd-
<b>MEMBERSHIP NO. 098476</b>		<b>DHARMENDRA</b>	<b>KASHI NATH JHA</b>
<b>FRN: 017251N</b>		<b>(Director)</b>	<b>(Whole Time Director)</b>
<b>DATE : 30.05.2022</b>		<b>DIN:08664816</b>	<b>DIN:02072952</b>
<b>Place: New Delhi</b>			



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

### **1. General information:**

**M/s Citurgia Bio-Chemicals Limited**, a Company registered under the Companies Act, 1956 having its registered office at 6/C, Ostwal Park Building No. 4, CHSL, Near Jesal Park, Jain Temple, Bhayandar East, Thane Maharashtra-401105. The company manufactures citric acid, calcium carbonate and plasticizers. Citric acid is traditionally used in foods, soft drinks, confectionary and drugs. It is also used in chemicals, where it provides stable pH conditions for polyester and nylon. Acrylic print –curing and cotton- resist printing.

### **2. Significant accounting policies ;**

**2.1** The financial statements as at and for the year ended March 31, 2022 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

#### **2.2 Basis of measurement**

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

- (i) Financial assets and financial liabilities measured at fair value;
- (ii) Defined benefit and other long-term employee benefits, if any.]

#### **2.3 Functional Currency and Foreign currency**

No Foreign currency transaction has taken place during the relevant period.

#### **2.4 Use of Estimates and Judgments:**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to Contingent Liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

#### **2.5 Revenue recognition**

2.5.1 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5.2 Commission Income is recognized when it has accrued.

#### **2.6 Leases**

No Operating & Finance lease has taken by the company

#### **2.7 Cost recognition**

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

#### **2.8 Income Tax**

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax



effects of timing deference between accounting income and taxable income for the year). Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws. Deferred income tax is recognised using the balance sheet approach.

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income 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 income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

## **2.9 Financial Instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

**2.9.1 Cash and cash equivalents:** Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**2.9.2 Financial assets at amortised cost:** Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and 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.

**2.9.3 Equity Instruments (Share capital):** Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

## **2.10 Property, plant and equipment**

**Property, plant and equipment** are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any. The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use

## **2.11 Earnings per share**

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of BSE Limited by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

## **3. Transition to Ind AS**

Transition to Ind AS was carried out from Previous GAAP.



#### **4. Related Party Disclosure**

No Related Parties Transaction has taken place during the period.

#### **5. Segment Reporting**

Company is working in only one segment hence reporting Segment is not required as per Indian Accounting Standard 108 "Operating Segments".

**For G.P.KESHRI & ASSOCIATES  
CHARTERED ACCOUNTANTS**

**ON BEHALF OF THE BOARD OF DIRECTORS  
CITURGIA BIOCHEMICALS LIMITED**

**SD-  
(GOPAL PRASAD KESHRI)  
PARTNER  
MEMBERSHIP NO. 098476  
FRN: 017251N**

**SD-  
DHARMENDRA  
(Director)  
DIN: 08664816**

**SD-  
KASHI NATH  
(Director)  
DIN: 02072952**

**Place: New Delhi  
Date: 30.05.2022  
UDIN: 22098476AKCKRK2325**



**CITURGIA BIOCHEMICALS LIMITED**

**Registered Office: 6/C, OSTWAL PARK BUILDING NO. 4, CHSL, NEAR JESAL PARK, JAIN TEMPLE,  
BHAYANDAR EAST, THANE, MH - 401105  
CIN: L24100MH1974PLC017773**

**Email Id: [citurgia\\_bio@yahoo.com](mailto:citurgia_bio@yahoo.com), Website: <http://citurgiabio.in>**

**Form No. MGT-11**

**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 Shareholder	
Registered Address	
Email Id	
DP ID*	
Client Id*	
Folio No.	

\*Applicable for Investors holding shares in Electronic Form

I/We, being the Member(s) of ..... shares of Citurgia Biochemicals Limited (the above named Company), hereby appoint

Name : \_\_\_\_\_ Address \_\_\_\_\_  
Email id : \_\_\_\_\_ Signature \_\_\_\_\_  
Or failing him/her  
Name : \_\_\_\_\_ Address \_\_\_\_\_  
Email id : \_\_\_\_\_ Signature \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 47<sup>th</sup> Annual General Meeting of the of Citurgia Biochemicals Limited will be held at Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander(W)-401101 on Friday, 30<sup>th</sup> September, 2022 at 10:00 A.M and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>S. No</b>	<b>Resolutions(s)</b>	<b>Vote</b>	
		<b>For</b>	<b>Against</b>
1.	To Receive, consider and Adopt statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 <sup>st</sup> March, 2022		
2.	To re-appoint Mr. Dharmendra as Director liable to retire by rotation		
3.	To Regularize the appointment of Mr. Subhash Sahu (DIN: 08825039) as Director		
4.	To Regularize the appointment of Mr. Jitendra (DIN: 09523430) as Independent Director		
5.	To appoint Mr. Kashi Nath (DIN- 02072952) as Director		
6.	To ratify the appointment of Mr. Kashi Nath (DIN: 02072952) as Whole Time Director		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022

Signature of Shareholder(s)

Signature of Proxy holder(s)

Affix  
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) **Those Members who have multiple folios with different joint holders may use copies of this Attendance slip/Proxy.**



**CITURGIA BIOCHEMICALS LIMITED**

**Registered Office: 6/C, OSTWAL PARK BUILDING NO. 4, CHSL, NEAR JESAL PARK, JAIN TEMPLE,  
BHAYANDAR EAST, THANE, MH - 401105  
CIN: L24100MH1974PLC017773**

**Email Id: [citurgia\\_bio@yahoo.com](mailto:citurgia_bio@yahoo.com), Website:<http://citurgiabio.in>**

**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

**47<sup>th</sup> Annual General Meeting on Friday, September 30, 2022 at Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) - 401101 at 10.00 A.M.**

Full name of the members attending

(In block capitals)

Ledger Folio No./Client ID No. \_\_\_\_\_

No. of shares held: \_\_\_\_\_

Name of Proxy \_\_\_\_\_

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the September 30, 2022 at Sadanand Veg Treat, Family Restaurant & Banquet Hall, Near Mahanagar Palika (MBMC), Church Street, Station Road, Bhayander (W) -401101 at 10.00 A.M.

(Member's /Proxy's Signature)

**Note:**

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) A Proxy need not be a member of the Company.
- 3) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 4) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.



### **Route-Map for Annual General Meeting**



