



33RD
Annual Report
2019-2020



SIMRAN FARMS LIMITED

(Farmers' Friend Since 1989)

CIN: L01222MP1984PLC002627



**BOARD OF DIRECTORS**

Mr. Harender Singh Bhatia
Managing Director

Mr. Kawaljeet Singh Bhatia
Whole Time Director

Mr. Gurdeep Singh Bhatia
Non Executive Director

Mr. Surjit Singh Kohli
Independent Director

Dr. Surendra Singh
Independent Director

Mrs. Jasmeet Kaur Bhatia
Independent Director

COMPANY SECRETARY
CS Tanu Parmar

CHIEF FINANCIAL OFFICER
Mr. Mahesh Patidar

STATUTORY AUDITORS

M/s J. C. Baheti & Associates
Chartered Accountants
Indore (M.P.)

BANKER'S

Punjab National Bank
ICICI Bank Ltd.

LISTED AT

BSE Ltd., Mumbai

REGISTERED OFFICE

SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627
Regd. Office: 1-B, Vikas Rekha Complex,
Khatiwala Tank, Indore 452001 (M.P)
Ph.: 0731-4255900, Fax: 0731-4255949
Web: www.simranfarms.com
Email: compliance@simranfarms.com

REGISTRAR & SHARE TRANSFER AGENT

Ankit Consultancy Private Limited
CIN: U74140MP1985PTC003074
Plot No. 60, Electronic Complex,
Pardeshipura, Indore- 452010 (M.P)
Tel.:0731-4065797, 4065799; Fax: 0731-4065798
Email Id: ankit_4321@yahoo.com

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NOTICE OF 33RD ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Members of **SIMRAN FARMS LIMITED** will be held on **Thursday, 24th September, 2020 at 11.00 A.M. (IST)** through **Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")** for which purposes the Registered office of the company shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses:-

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. Kawaljeet Singh Bhatia (DIN: 00401827) who retires by rotation and being eligible, offers himself for re-appointment.

Place: Indore
Date : 21.08.2020

**By Order of the Board of Directors
For, SIMRAN FARMS LIMITED**

SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627
Registered Office: 1-B, Vikas Rekha Complex,
Khatiwala Tank, Indore - 452001 (M.P.)

**TANU PARMAR
COMPANY SECRETARY
(ACS- 34769)**

Notes:-

1. In view of the COVID-19 Pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular no. 20/2020 dated May 5, 2020 has allowed the companies to conduct their Annual General Meeting (AGM), during the calendar year 2020, through Video Conferencing (VC) or any Other Audio Visual Means (OAVM) in a manner provided in General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 issued by MCA. Accordingly, in compliance with the requirements of the aforesaid MCA General Circulars, the Company is convening its 33rd AGM through VC/OAVM, without the physical presence of the Members at a common venue. The Company has availed the facility of Central Depository Services (India) Limited (CDSL) for convening the 33rd AGM through VC/OAVM, a detailed process in which the members can attend the AGM through VC/OAVM has been enumerated in Note number 30 of this Notice.
2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 (the Act).
3. The aforesaid MCA General Circular dated May 5, 2020 read with MCA General Circular dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 have granted relaxations to the companies, with respect to printing and dispatching physical copies of the Annual Reports and Notices to members. Accordingly, the Company will only be sending soft copy of the Annual Report 2019-20 and Notice convening 33rd AGM via e-mail, to the members whose e-mail ids are registered with the Company or the Registrar and Share Transfer Agent or Depository Participant/Depository as on the cut-off date 21st August, 2020.
4. For Members who have not registered their e-mail address and those members who have become the members of the Company after Friday, 21st August, 2020 being the cut-off date for sending soft copy of the Notice of 33rd AGM and Annual Report for the financial year 2019-20, in Portable Document Format (PDF), will also be available on the Company's website www.simranfarms.com and website of CDSL i.e.



www.evotingindia.com and on website of stock exchanges viz. www.bseindia.com. The relevant documents, if any, referred to in the Notice of 33rd AGM and the Annual Report will also be available for inspection electronically on request by a member of the Company up to the date of the 33rd AGM of the Company.

5. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT TO BE A MEMBER OF THE COMPANY.

However, since the 33rd AGM of the Company will be convened through VC/ OAVM, where there will be no physical attendance of members, the requirement of appointment of proxies pursuant to the provisions of Section 105 of the Act has been dispensed with. Accordingly, attendance slip and proxy form will not be annexed to this Notice.

6. Pursuant to the provisions of Sections 112 and 113 of the Act, body corporate member can authorize their representatives to attend the AGM through VC/OAVM and cast their votes through e-voting. Provided a scan copy (PDF) of the Board Resolution authorizing such representative to attend the AGM of the Company through VC/ OAVM on its behalf and to vote through remote e-voting shall be sent to the Scrutinizer through the registered email address of the member(s) at Injoshics@gmail.com with a copy marked to the Company at compliance@simranfarms.com.
7. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is omitted vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the 30th Annual General Meeting, held on 28th September, 2017.
8. Pursuant to Provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Book of the Company will remain closed during the period from Friday, 18th Day of September, 2020 to Thursday, 24th Day of September, 2020 (both days inclusive) for the purpose of 33rd Annual General Meeting.
9. In terms of Section 152 of the Companies Act, 2013, Mr. Kawaljeet Singh Bhatia (DIN: 00401827) Whole Time Director of the Company retires by rotation at the AGM and being eligible, offers himself for reappointment. Details as required in sub-regulation (3) of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standards on General Meetings (SS-2) in respect of the Director seeking re-appointment at the AGM, forms integral part of the Notice.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Further, as per SEBI Circular dated April 20, 2018 all securities holders holding securities in physical form should submit their PAN and Bank account details to the RTA.
11. The Members may kindly note that as per the amended Regulation 40 of the Listing Regulations w.e.f. April 1, 2019, transfer of the securities would be carried out in dematerialized form only. Accordingly, members holding shares in physical mode are advised to demat their physical share holdings at the earliest.
12. Members holding shares in physical form and desirous of making a nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, may fill Form SH-13 and send the same to the office of the Company and/ or its RTA. In case of shares held in dematerialized form, the nomination/change in nomination should be lodged with their respective DPs.
13. Members, who hold shares in multiple Demat accounts and those who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are advised to consolidate their holdings in single Demat account/ Folio.
14. Members desirous of obtaining any information concerning to the accounts and operations of the Company are requested to send their queries to the Company Secretary at least seven days before the date of the meeting so that the required information can be made available at the meeting.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.



16. Members are requested to contact the Registrar and Share Transfer Agent for all matter connected with Company's shares at Ankit Consultancy Private Limited, 60 Pardeshipura, Electronic Complex, Indore (M.P.) 452010.
17. **Investor Grievance Redressal:** The Company has designated an exclusive e-mail ID i.e. compliance@simranfarms.com to enable the investors to register their complaints/send correspondence, if any.
18. **Webcast:** Members who are entitled to participate in the AGM can view the proceedings of AGM by logging in the website of CDSL at www.evotingindia.com using the login credentials.
19. All the documents referred in the Notice are available for inspection electronically from the date of dispatch of Notice till Thursday, 24th September, 2020. Members seeking to inspect such documents are requested to write to the Company at compliance@simranfarms.com.
20. The Company has appointed Mr. L.N. Joshi, Practicing Company Secretary (Membership No. FCS-5201; CP No.4216) to act as the scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.
21. The voting rights of Shareholders shall be in proportion of shares held by them to the total paid up equity shares of the company as on Thursday, 17th September, 2020, being the cut-off date.
22. A person, who is not a Member as on Thursday, 17th September, 2020 should treat this Notice for information purposes only.
23. A person who has acquired the shares and has become a member of the Company after dispatch of notice of AGM and prior to the Cut-off date i.e. Thursday 17th September 2020, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of AGM by following the procedure mentioned in this Notice.
24. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company - www.simranfarms.com as soon as possible after the Meeting is over.
25. The procedure for joining the AGM through VC/OAVM is mentioned in this Notice. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.
26. Pursuant to the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company has already been transferred the 149488 unclaimed equity shares in respect of which (Dividend year 2011-12) dividend has not been claimed/encashed for 7 or more consecutive years to the Investor Education and Protection Fund Authority (IEPF) of the Central Government. The details are posted on the website of the Company at www.simranfarms.com. Please note that the shares so transferred to the IEPF can be claimed from the IEPF Authority as per the procedure prescribed under the Rules. Further there are no remaining unclaimed shares due for transfer in IEPF.
27. Dividend Amount of Rs. 550814/- remaining unpaid and unclaimed for the financial year ended 31st March, 2012 which was declared on 27th Sept, 2012 has been transferred to IEPF and there is no remaining unpaid and unclaimed dividends due for transfer in IEPF.
28. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the facility for remote e-voting and e-voting in respect of the business to be transacted at the AGM is being provided by the Company through Central Depository Services (India) Limited ("CDSL"). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting and e-voting during the AGM.

29. THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on Monday 21st September, 2020 from 9.00 A.M. and ends on Wednesday, 23rd September, 2020 at 5.00 P.M. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 17th September, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders" module.



- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholder holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <SIMRAN FARMS LIMITED> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.



- (xviii) If a Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "**m- Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while remote voting on your mobile.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@simranfarms.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

30. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@simranfarms.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@simranfarms.com. These queries will be replied to by the company suitably by email.



6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
 7. Members are permitted to join the AGM through VC/OAVM, 15 minutes before the scheduled time of commencement of AGM and during the AGM, by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without any restrictions pertaining to joining the AGM on a first come first served basis. Institutional Investors who are Members of the Company, are encouraged to attend and vote at the AGM.
- 31. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**
- i. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to compliance@simranfarms.com or ankit_4321@yahoo.com.
 - ii. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance@simranfarms.com or ankit_4321@yahoo.com.
- 32. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:**
- a) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
 - b) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
 - c) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
 - d) Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- 33. DECLARATION OF RESULTS:**
- a) The scrutinizer shall, immediately after the conclusion of voting during the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson of the Company or the person authorized by him, who shall countersign the same.



- b) Based on the Scrutinizer's Report, the Company will submit within 48 hours of the conclusion of the AGM to the Stock Exchanges, details of the voting results as required under Regulation 44(3) of the SEBI Listing Regulations.
 - c) The results declared along with the scrutinizer's report, will be hosted on the website of the Company at www.simranfarms.com and on the website of CDSL i.e. www.evotingindia.com, immediately after the declaration of the result by the Chairperson or a person authorized by him in writing and communicated to the Stock Exchanges.
 - d) The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Thursday, 24th September, 2020 subject to receipt of the requisite number of votes in favor of the Resolutions.
34. If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
35. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, NM Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Place: Indore
Date : 21.08.2020

**By Order of the Board of Directors
For, SIMRAN FARMS LIMITED**

SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627
Registered Office: 1-B, Vikas Rekha Complex,
Khatiwala Tank, Indore - 452001 (M.P.)

TANU PARMAR
COMPANY SECRETARY
(ACS- 34769)



Pursuant to Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard for General Meeting, the additional information of Director(s) seeking re-appointment in the ensuing Annual General Meeting is as follows:

Name of Director/ Appointee	Mr. Kawaljeet Singh Bhatia
DIN	00401827
Date of Birth	18/05/1973
Date of Appointment	01/04/2002
Qualification	Bachelor of Science and Master in international Business
Expertise/Experience in specific functional areas	24 years vast experience in poultry industry
No. & % of Equity Shares held	84400 [2.23%]
List of outside Company's Directorship held	Simran Hatcheries Private Limited Puregene Biotech Limited Simran Agrovet Private Limited Simran Feeds Private Limited Bhatia Township & Construction Private Limited BTC Constructions (India) Private Limited Simran Infraproject Private Limited Simrath Microfinance Foundation Simcare Pharma Private Limited
Salary or Sitting fees paid	Rs. 2,25,000/- p.m. (Salary)
Chairman /Member of the Committees of the Board of Directors of the Company	Member of the Corporate Social Responsibility Committee, Finance Committee and Sub-committee of the Company
Chairman /Member of the Committees of the Board Directors of other Companies in which he is director	Nil
Relationship between directors inter-se	Mr. Kawaljeet Singh Bhatia is the brother's son of Mr. Harender Singh Bhatia (MD) and Mr. Gurdeep Singh Bhatia (NED)



BOARD'S REPORT

Dear Shareholders

Your Directors present their Report together with the audited financial statements of your company for the year ended March 31, 2020.

1. STATE OF AFFAIRS AND FINANCIAL PERFORMANCE:

1.1 FINANCIAL HIGHLIGHTS AND SUMMARY OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The performance highlights and summarized financial results of the Company are given below:

(Amount in Lakhs except EPS)

Particulars	Standalone Year Ended		Consolidated Year Ended	
	March 31, 2020	March 31, 2019	March 31, 2020	March 31, 2019
Total Income	28138.71	31996.70	28138.71	31978.81
Total Expenditure	31065.60	31385.55	31060.99	31354.83
Profit/Loss before exceptional & extraordinary items and tax	(2926.89)	611.15	(2922.28)	623.98
Exceptional Items	0.00	2.65	0.00	10.81
Profit/Loss before tax	(2926.89)	608.50	(2922.28)	613.17
Tax Expenses:				
a) Current Tax	0.00	189.88	1.74	191.80
b) Deferred tax assets/(Liabilities)	(772.58)	14.93	(773.26)	14.22
Profit/Loss after tax	(2154.31)	403.69	(2150.76)	407.15
Less: Non Controlling Interest	0.00	0.00	0.61	0.60
Total	(2154.31)	403.69	(2151.37)	406.56
Other comprehensive Income (Net of Tax)	(15.75)	(1.42)	(15.75)	(1.42)
Total Comprehensive Income	(2170.06)	402.27	(2167.12)	405.14
Paid up Equity Share Capital	379.17	379.17	379.17	379.17
Earnings per share (Rs.10/- each) Basic & Diluted (in Rs.)	(56.82)	10.65	(56.74)	10.72

The Company's performance during Financial Year 2019-20 on a standalone and consolidated basis were as follows

A. On Standalone basis

During the year ended March 31, 2020, the total income stood at Rs. 281.39 crores against Rs. 319.97 crores in the previous year. The revenue of the Company decreased by 12.06% as compared to previous year due to lower demand and lower realization from sale of broilers since December 2019 (after a spike in Covid cases all over the world) as rumours circulated in social media linking poultry birds as possible vectors of the COVID-19 virus. It further leads to the heavy demand drop and so the realizations and therefore the poultry business had been severely suffering since the beginning of the year 2020-2021.

The total expenditure during the year was Rs. 310.66 crores as compared to Rs. 313.85 crores in previous year. The total expenditure as a percentage of revenue was 110.40% as compared to 98.10% in the previous year. The increase is mainly attributable to lower revenue base.



Further, the Company incurred a loss of Rs. 21.54 crores as compared to profit of Rs. 4.04 crores in last year. The Company incurred heavy net losses due to sharp decline in demand, realization & profitability in 2019-20 due to COVID-19 pandemic.

B. On Consolidated basis

During the year under review, total income on consolidated basis was Rs. 281.39 crores in comparison to Rs. 319.79 crores in previous year. Further, the Company's incurred a loss of Rs. 21.50 crores as against profit of Rs. 4.07 crores in previous year.

OPERATIONAL AND STATE OF AFFAIRS OF THE COMPANY

The Company is engaged in the business of integrated poultry and poultry farming. The company is mainly focused on integration and consolidation of poultry activities and has arranged large manufacturing set-up for production of poultry feed for self consumption. Company is an integrated company with expertise across the poultry value chain and its management has vast experience in the poultry industry.

1.2 CHANGE IN NATURE OF BUSINESS

During the year there was no change in business activity of the company.

1.3 SHARE CAPITAL

The paid-up Equity Share Capital of the Company as at March 31, 2020 stood at Rs. 379.17 lakhs. During the year under review, the Company has not issued any shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2020, none of the Directors of the Company holds instruments convertible into equity shares of the Company.

1.4 IMPACT ON BUSINESS OPERATIONS OF YOUR COMPANY ON ACCOUNT OF COVID-19 PANDEMIC

The corona virus outbreak and the consequent lockdown have pushed the poultry sector of the country into a severe crisis. The operations of the Company suffered heavily, owing to false information linking corona virus to the consumption of chicken and eggs and subsequently due to problems in the supply chain during the lockout period since early January. Further the hotels and restaurants have still not opened. The Company incurred and is still incurring large net losses due to sharp decline in demand, realization & profitability.

The demand of the poultry products had been heavily dropped since the arrival of Covid-19 in China and is still dropping at a fast pace. The shutdowns of the food chain services including restaurants, the institutional supplies, marriages and tourism due to Covid-19 pandemic has also affected the market growth and demand. Further, the demand and supply are market driven elements and therefore we could not ascertain as when this situation will be stable.

The corona has caused more than just disruption in the market because it is not only caused disruption in the supply, demand, production or logistics, but the biggest disruption is on consumer behavior- the lifestyle, the way of eating, the attitude towards spending, the purchasing behavior, the driver of making choices, and so many other things are all set to get disrupted.

As far as present scenario is concerned, this situation is absolutely unpredictable and also believed that the best of the analysis will not be able to comprehend how this situation is going to be enrolling in future

2. DIVIDEND

Due to losses in financial year 2019-20, your directors have not recommended any dividend for the year under review.

AMOUNT/SHARES TRANSFERRED TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to applicable provisions of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (IEPF Rules) as amended, all unpaid or unclaimed dividends are required to be transferred by the Company to the Investor Education



and Protection Fund (IEPF) established by the Central Government, after completion of seven years from the date of transfer to Unclaimed Dividend Account of the Company. Hence, during the Financial Year 2019-20, unpaid/unclaimed dividends of Rs. 5,50,814/- relating to financial year 2011-12 were transferred to the Investor Education and Protection Fund.

Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be required to be transferred to in the name of IEPF Authority. Accordingly, during the financial year 2019-20, the Company has transferred 149488 equity shares to IEPF authority related to unclaimed dividend declared for financial year 2011-12. Further there are no remaining unclaimed shares due for transfer in IEPF.

DETAILS OF NODAL OFFICER

The details of Nodal Officer appointed by the Company pursuant to the provisions of IEPF Rules are available on the website of the company:

<http://www.simranfarms.com/pdf/notices/details-of-nodal-officer.pdf>

3. AMOUNT TRANSFERRED TO RESERVES

During the year under review, no amount was transferred to General Reserve.

4. DEPOSITS

During the year under review, the Company has not accepted any deposits from the public within the meaning of section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time.

UNSECURED LOAN FROM DIRECTORS

The Company has not received any unsecured loan from the directors of the Company during the financial year ended 31st March, 2020. However, the Company has an outstanding amount of Rs.139.66 Lakhs at the end of the financial year ended 31st March, 2020 received from the directors during the previous year.

5. EXTRACTS OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013, is annexed as **ANNEXURE-A** and forms an integral part of this Report and is also available on the website of the company.

6. CONSOLIDATED FINANCIAL STATEMENTS

Your Directors have pleasure in enclosing the Consolidated Financial Statements pursuant to the requirement of Section 129 of the Companies Act, 2013 and Regulation 33 & Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'Listing Regulations') read with other applicable provisions and prepared in accordance with applicable IND AS, for financial year ended March 31, 2020. The Consolidated Financial Statements form part of this Annual Report.

A Report on the performance and financial position of the subsidiary company is included in the Consolidated Financial Statement and is also provided in Form AOC-1 (**ANNEXURE-B**) and forms part of this Annual Report.

7. NUMBER OF BOARD MEETINGS, COMMITTEE MEETINGS AND AGM:

The details of the number of meetings of the Board and its Committees held during the Financial Year 2019-20 forms part of the Corporate Governance Report. Further, Annual General Meeting of the Company for Financial year 2018-19 was held on 30th September, 2019.



8. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANY

The Company has only one subsidiary company in the name of “Puregene Biotech Limited” as on March 31, 2020. Financial of the subsidiary is disclosed in the Consolidated Financial Statements, which forms part of this Annual Report. A separate statement containing salient features of the Financial Statement of the Subsidiary in accordance with Section 129(3) of the Companies Act, 2013 and the rules made there under in the prescribed Form AOC-1 are annexed to this Report as **ANNEXURE-B** and hence is not repeated here for sake of brevity. The Company does not have any joint venture or associate Company. There has been no material change in the nature of the business of the subsidiary company.

In accordance with forth proviso to Section 136(1) of the Companies Act, 2013, the Annual Report of your Company containing inter alia the audited standalone and consolidated financial statements has been placed on the website of the Company at www.simranfarms.com. Further, audited financial statements together with related information and other reports of the subsidiary company have also been placed on the website of the Company at www.simranfarms.com.

In terms of Section 136 of the Companies Act, 2013 (‘the Act’), financial statement of the subsidiary company is not required to be sent to the members of the Company. The Company shall provide a copy of the annual accounts of its subsidiary company to the members of the Company on their request. The annual accounts of its subsidiary company will also be kept open for inspection at the registered office of the Company during business hours.

The Policy for determining material subsidiaries as approved by the Board is uploaded on the Company’s website and can be accessed at the Web-link:

<http://www.simranfarms.com/pdf/policy/Policy%20on%20Material%20Subsidiary.pdf>

9. PARTICULARS OF LOANS, INVESTMENTS OR GUARANTEE BY COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Your company has not given any loan or advances or given any guarantee to any person. However, your company has made investment pursuant to Section 186 of the Companies Act, 2013:

(Amount in Lakhs)

Name of the company	Nature of Transactions	Investment made/Guarantee/ Loans Provided	Opening Balance as on 01/04/2019	Transactions made during the year	Closing Balance as on 31/03/2020
Puregen Biotech Limited	Non-Current investment	Investment Made	119.65	-	119.65
Simran hatcheries Private Limited	Non-Current investment	Investment Made	11.89	-	11.89

The above stated investment are within the limits as specified under section 186 of the Companies Act, 2013 and the company is not required to take any further approval of its members.

Further, the Company has not given any loan and advances to subsidiary company. Therefore, no information is reportable under Schedule-V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

10. PARTICULARS OF CONTRACT OR ARRANGMENT WITH RELATED PARTIES

All Related Party Transactions entered during the year were in Ordinary Course of the Business and at Arm’s Length basis. No Material Related Party Transactions, i.e. transactions exceeding ten percent of the annual consolidated turnover as per the last audited financial statements, were entered during the year by your Company. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act, 2013, in Form AOC-2 is not applicable.

Further, as a practice of good corporate governance, all Related Party Transactions are placed before the Audit Committee for review and approval. Prior approval is obtained from the Audit Committee for Related



Party Transactions which are of repetitive nature and/or entered in the Ordinary Course of Business and are at Arm's Length. All Related Party Transactions are subjected to independent review by an Audit Committee to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013 and Listing Regulations.

In line with the requirements of the Companies Act, 2013 and Listing Regulations, the Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website and can be accessed at the Web-link:

http://www.simranfarms.com/pdf/policy/related_party_transaction_policy.pdf

The Policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and Related Parties.

11. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Kawaljeet Singh Bhatia (DIN: 00401827) retires by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting.

Further, members in their 32nd Annual General Meeting held on 30th September, 2019 confirmed the continuation of directorship of Mr. Surendra Singh (DIN: 00645965) as Non Executive Independent Director of the Company on attainment of age of 75 years to the existing term of his office till 31st March, 2024 in pursuance of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further at 32nd Annual General Meeting held on 30th September, 2019, re- appointment of Mr. Harender Singh Bhatia (DIN: 00509426) and Mr. Kawaljeet Singh Bhatia (DIN: 00401827) as Managing Director and Whole-time Director of the Company respectively for a term of three years w.e.f. 1st June, 2019 till 31st May, 2022 was confirmed.

Further, the following have been designated as the Key Managerial Personnel of the Company pursuant to Sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time:

1. Mr. Harender Singh Bhatia, Managing Director
2. Mr. Kawaljeet Singh Bhatia, Whole Time Director
3. Mr. Mahesh Patidar, Chief Financial officer
4. CS Tanu Parmar, Company Secretary and Compliance officer

Disqualifications of Directors:

During the year under review, none of the director was disqualified for holding office as director as per the provisions of the Companies Act, 2013.

12. DECLARATION BY INDEPENDENT DIRECTOR

The Company has received declaration of independence from all the Independent Directors, as required under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulation').

13. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors met once during the year under review. The Meeting was conducted on 4th February, 2020 in an informal manner without the presence of the Chairman, the Whole Time Director, the Non-Executive Non-Independent Directors and the Chief Financial Officer.



14. FAMILIARIZATION PROGRAMME OF INDEPENDENT DIRECTORS

The details of familiarization programme for Independent Directors have been disclosed on the website of the Company at the link given here:

http://www.simranfarms.com/pdf/policy/familiarization_programm_training_2019-20.pdf

15. COMMITTEES OF THE BOARD OF DIRECTORS

The Company has various committees which have been constituted as a part of the good corporate governance practices and the same are in compliance with the requirements of the relevant provisions of applicable laws and statutes. Your Company has an adequately qualified and experienced Audit Committee consisting of Mrs. Jasmeet Kaur Bhatia as Chairperson, Dr. Surendra Singh and Mr. Surjit Singh Kohli as Members.

The recommendations of the Audit Committee were duly approved and accepted by the Board during the year under review.

The other Committees of the Board are:

- (i) Nomination and Remuneration Committee
- (ii) Stakeholders' Relationship Committee
- (iii) Corporate Social Responsibility Committee

The details with respect to the composition, powers, roles, terms of reference, meetings held and attendance of the Directors at such Meetings of the relevant Committees are given in detail in the Report on Corporate Governance of the Company which forms part of this Annual Report.

16. STATEMENT INDICATING THE MANNER IN WHICH FORMAL ANNUAL EVALUATION HAS BEEN MADE BY THE BOARD OF ITS OWN PERFORMANCE, ITS DIRECTORS, AND THAT OF ITS COMMITTEES

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, performance evaluation of the Board, its Committees' and the Independent Directors was carried out from time to time. The manner in which the evaluation is carried out has been explained in the Corporate Governance Report.

17. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that —

- a) in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2020 and of the loss of the company for that year ended on that date;
- c) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis;
- e) that the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

The particulars in respect of conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under sub-section (3)(m) of Section 134 of the Companies Act, 2013 read with Rule (8)(3) of the Companies (Accounts) Rules, 2014 are given as under :

**(A) Conservation of Energy**

- (i) The steps taken or impact on conservation of energy: The operations of the Company do not involve substantial consumption of energy in comparison to cost of production. Nevertheless, the Company continues its efforts to conserve energy wherever practicable, by economizing on the use of power at the farms, hatcheries and offices.
- (ii) The steps taken by the company for utilizing alternate sources of energy: The Company has used alternate source of energy, whenever and to the extent possible.
- (iii) The capital investment on energy conservation equipments: Nil

(B) Technology Absorption

- (i) The efforts made towards technology absorption: Not Applicable.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable.
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year): The Company has neither purchased within India nor imported any technology.
- (iv) The expenditure incurred on Research and Development: The Company has not incurred any expenditure on Research and Development during the year under review.

(C) Foreign Exchange Earnings and Outgo

Foreign Exchange Earnings:

C.Y.

NIL

P.Y.

NIL

Foreign Exchange Outgo:

NIL

NIL

19. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has an effective internal control and risk mitigation system, which are constantly assessed and strengthened with new or revised standard operating procedures. The company's internal control system is commensurate with its size, scale and complexities of its operations. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry. The scope of internal audit includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes and assessing the internal control strengths in all areas.

Such controls have been assessed during the year under review taking into consideration the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by The Institute of Chartered Accountants of India.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same.

However, your Company recognizes that Internal Financial Controls cannot provide absolute assurance of achieving financial, operational and compliance reporting objectives because of its inherent limitations. Accordingly, regular audits and review processes ensure that such systems are reinforced on an ongoing basis.

20. NOMINATION AND REMUNERATION POLICY / DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS / KEY MANAGERIAL PERSONNEL

In accordance with Section 178 and other applicable provisions if any, of the Companies Act, 2013 read with the Rules issued there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee. The policy has been uploaded on the Company's website at the web link:

http://www.simranfarms.com/pdf/policy/nomination_renumeration.pdf.



Pursuant to Section 197(14) of the Companies Act, 2013, neither the Managing Director nor Whole-time Director of the Company received any remuneration or commission from the subsidiary company.

21. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

In terms of the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, a Corporate Social Responsibility Committee was constituted by the Board of Directors of the Company. The Corporate Social Responsibility Committee had formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) which was subsequently adopted by it and is being implemented by the Company.

The CSR policy recommends to the Board the expenditure to be incurred on CSR activities, to monitor the CSR policy of the Company from time to time and to institute a transparent monitoring mechanism for implementation of the CSR projects or programs or activities undertaken by the Company.

The Company's CSR Policy lays out the vision, objective and implementation mechanism. The Company's CSR Policy is available on the Company's web-link:

http://www.simranfarms.com/pdf/policy/corporate_social_responsibility.pdf

The Company has focused on social cause and implementation of its Corporate Social Responsibility and promoting education as per Schedule VII of the Companies Act, 2013.

During the financial year ended 31st March, 2020; the Company spent Rs. 9.00 lakhs on Corporate Social Responsibility (CSR) which is more than 2% of average net profit of last three financial years. Detailed information report on the CSR policy and the CSR initiatives taken during financial year 2019-20 is given in **ANNEXURE-C**.

22. PARTICULARS OF EMPLOYEES

During the year under review, none of the employee of the company is drawing more than Rs.1,02,00,000/- per annum or Rs. 8,50,000/- per month for the part of the year, therefore Particulars of the Employees as required under Section 197 of Companies Act, 2013 read with Rule 5(2) & Rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time are not applicable, during the year under review.

The Disclosure required under Section 197(12) of the Companies Act, 2013 read with the Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended up to date, is annexed as **ANNEXURE-D** and forms an integral part of this Report.

23. REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

A detailed analysis of the Company's performance is discussed in the Management Discussion and Analysis Report, which forms part of this Annual Report.

24. REPORT ON CORPORATE GOVERNANCE

As per Regulation 34(3) read with Part E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on "Corporate Governance Practices" followed by the Company together with a certificate from the Statutory Auditors of the Company confirming compliance with the conditions of the Corporate Governance, forms part of the Annual Report.

25. DISCLOSURE OF ESTABLISHMENT OF VIGIL MECHANISM/WHISTLE BLOWER POLICY

As per the requirement of Section 177(9) & (10) of the Companies Act, 2013 and Schedule V of SEBI (LODR) Regulations, 2015, the Company has established a "Whistle Blower Policy" for directors and employees to enable the Directors, employees and all stakeholders of the Company to report genuine concerns, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee.



The details of the "Whistle Blower Policy" have been uploaded on the Company's website and can be accessed at the web link:

http://www.simranfarms.com/pdf/policy/vigil_mechanism.pdf

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

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

27. SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, the Company has appointed M/s. Ramesh Chandra Bagdi & Associates, Practicing Company Secretaries, Indore (Certificate of Practice Number: 2871) to undertake the Secretarial Audit of the Company for the Financial Year 2019-20. The report of the Secretarial Auditor is enclosed as **ANNEXURE-E** and forms an integral part of this Report.

Further, the Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks or disclaimer.

28. STATUTORY AUDITORS

M/s J.C. Baheti & Associates, Chartered Accountants (Firm Registration No. 03390C) were appointed as the Statutory Auditors of the Company in 30th Annual General Meeting held on 28th September, 2017, for a term of five consecutive years. Pursuant to the Notification issued by the Ministry of Corporate Affairs on 7th May, 2018, amending Section 139 of the Companies Act, 2013, the mandatory requirement for ratification of appointment of Auditors by the Members at every AGM has been omitted and hence your Company has not proposed ratification of appointment of M/s. J.C. Baheti & Associates, Chartered Accountants at the forthcoming AGM.

EXPLANATION TO AUDITOR'S REMARKS

The Auditors in their report have referred to the notes forming part of the Accounts which are self-explanatory and does not contain any qualification, reservation or adverse remark or disclaimer and do not call for any further explanation/clarification by the Board of Directors.

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under Section 143(12) of the Companies Act, 2013.

29. INTERNAL AUDITOR

The Company has appointed CS Tanu Parmar as Internal Auditor of the Company and takes her suggestions and recommendations to improve and strengthen the internal control systems. Her scope of work includes review of operational efficiency, effectiveness of systems & processes, compliances and assessing the internal control strengths in all areas.

The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations including those relating to strengthening of the Company's risk management policies and systems.

30. COST AUDIT

Your company does not falls within the provisions of Section 148 of Companies Act, 2013 read with the Companies (Cost Records & Audit) Rules, 2014 as amended from time to time, therefore no such records are required to be maintained.



31. SECRETARIAL COMPLIANCE REPORT

Pursuant to SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the SEBI (LODR) Regulation, 2015, listed entities to obtain Annual Secretarial Compliance Report from a Practicing Company Secretary for compliance of all applicable SEBI Regulations and circulars/guidelines issued there under.

The Company has obtained the certificate from L N Joshi and Company (CP No. 4216), Practicing Company Secretary for providing required Compliance Report for the year ended 31st March, 2020 and same has been filed with the BSE Ltd. in prescribed time.

32. CODE OF CONDUCT

The Company has laid down a code of conduct for all Board members and senior management and independent directors of the Company. All the Board members including independent directors and senior management personnel have affirmed compliance with the code of conduct. Declaration on adherence to the code of conduct is forming part of the Corporate Governance Report.

The policy on Code of Conduct has been uploaded on the Company's website at the web link http://www.simranfarms.com/pdf/policy/code_of_conduct.pdf.

33. STATEMENT INDICATING DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT

Your Company has a well-defined risk management framework in place. The risk management framework works at various levels across the enterprise. The Board of Directors have developed & implemented Risk Management Policy for the Company which provides for identification, assessment and control of risks which in the opinion of the Board may threaten the existence of the Company. The Management identifies and controls risks through a properly defined framework in terms of the aforesaid policy.

34. MATERIAL CHANGES & COMMITMENTS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY

The global disruption caused by COVID-19 combined with a total nationwide lockdown has resulted in significant economic contraction in India. Due to the lockdown announced by the Government of India from 25th March, 2020, entire operations of the Company came to a halt. The recent Covid-19 lockdown has impacted the domestic poultry industry severely. The industry incurred large net losses due to sharp decline in demand, realization & profitability.

The operating margins in the poultry industry had declined sharply during the 2020 financial year due to increased prices of key ingredients – maize and soymeal – coupled with the inability to fully recover these price rises from end-customers. The cost of maize and soymeal – the main ingredients of poultry feed – constitute about 70% of the variable costs (other than veterinary, labour and energy costs) and for various reasons had seen a sharp increase. Also, the institutional supplies, marriages and tourism had yet been shut down due to Covid-19 pandemic which forms a bigger part of generating revenue in the business. Therefore, the profitability and coverage indicators of industry participants had weakened substantially. The Company registered operating losses due to high input cost and devalued realization.

Therefore all we can say is that the Covid-19 outbreak and the consequent lockdown have pushed the poultry sector of the country into a crisis with huge losses.

Apart from this there is no material changes and commitments affecting the financial position of the company have occurred between the end of the financial year to which the financial statements relate and the date of this Board's report

35. ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy required conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.



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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress the Complaint received regarding sexual harassment.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. There was no case of sexual harassment reported during the year under review.

The policy on Prevention of Sexual Harassment as approved by the Board of directors has been uploaded on the website of the company at the web link:

http://www.simranfarms.com/pdf/policy/sexual_harassment.pdf

37. LISTING WITH STOCK EXCHANGES

Company's shares are listed on BSE Limited. The company has paid annual listing fee for Financial Year 2020-21.

38. COMPLIANCE OF SECRETARIAL STANDARD

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by the Company.

39. BUSINESS RESPONSIBILITY REPORT

Business responsibility reporting as required by Regulation 34(2) of SEBI (LODR) Regulations, 2015 with stock exchange is not applicable to your company for the financial year ending 31st March, 2020.

40. DEPOSITORY SYSTEM

Your Company's shares are tradable compulsorily in electronic form and your Company has connectivity with both the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the Depository System, members are requested to avail the facility of Dematerialization of the Company's shares on either of the Depositories mentioned as aforesaid. The Company has paid the Annual Custody Fee to both the depositories for Financial Year 2020-21.

41. PREVENTION OF INSIDER TRADING

On December 31, 2018, Securities and Exchange Board of India amended the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, prescribing various new requirements with effect from April 1, 2019. In line with the amendments, the Company has adopted an amended Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives & Connected Persons under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

42. MD & CFO CERTIFICATION

The Managing Director & CFO of your Company have issued necessary certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations and the same forms part of this Annual Report.

43. INSURANCE

The Company's assets are adequately insured against the loss of fire and other risk, as considered necessary by the Management from time to time.

**44. ACKNOWLEDGEMENTS**

The Board of Directors wish to place on record its sincere appreciation for the support and co-operation received from all its stakeholders including customers, promoters, shareholders, bankers, and suppliers, various departments/agencies of State and Central Government and business associates of the Company.

Your Board recognizes and appreciates the contribution made by all employees at all levels that ensures sustained performance.

**For and on behalf of the Board of Directors of
SIMRAN FARMS LIMITED**

Date: 21st August 2020
Place: Indore

Harender Singh Bhatia
Managing Director
DIN: 00509426

Kawaljeet Singh Bhatia
Whole Time Director
DIN: 00401827

**ANNEXURE-A****FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN****As on financial year ended on 31st March, 2020****(Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management & Administration) Rules, 2014)****I. REGISTRATION & OTHER DETAILS:**

1	CIN	L01222MP1984PLC002627
2	Registration Date	26-10-1984
3	Name of the Company	SIMRAN FARMS LIMITED
4	Category/Sub-category of the Company	Listed Public Company Limited By Shares/Indian Non-Government Company
5	Address of the Registered office & contact details	1-B, Vikas Rekha Complex, Khatiwala Tank, Indore, Madhya Pradesh, 452001 Tel.: 0731-4255900 Fax: 0731-4255949 Email: compliance@simranfarms.com; Web address: www.simranfarms.com
6	Whether listed company	Yes (BSE Limited)
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Ankit Consultancy Pvt. Ltd., SEBI Reg. No. : INR000000767 Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010 Tel.: 0731-4065797, 4065799 Fax:0731-4065798, Email: ankit_4321@yahoo.com Web address: www.ankitonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

S. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Raising of Poultry	01222	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	%age of Shares Held	Applicable Sections
1	Puregene Biotech Limited 1-B, Vikas Rekha Complex, Tower Square, Indore - 452001 (M.P.)	U01222MP1999PLC013303	Subsidiary Company	82.71%	2(87)(ii)



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(A) CATEGORY-WISE SHARE HOLDING

Category of Share-holders	No. of Shares held at the beginning of the year[As on 1st April-2019]				No. of Shares held at the end of the year[As on 31st March-2020]				%age Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1382043	0	1382043	36.45	1382043	0	1382043	36.45	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	32900	0	32900	0.87	32900	0	32900	0.87	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A)(1)	1414943	0	1414943	37.32	1414943	0	1414943	37.32	0.00
(2) Foreign									
a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b)Other- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total share-holding of Promoter (A)= (A)(1) +(A)(2)	1414943	0	1414943	37.32	1414943	0	1414943	37.32	0.00
B. Public Share-holding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1)	0	0	0	0.00	0	0	0	0.00	0.00



(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	541641	44800	586441	15.47	622902	40100	663002	17.48	2.01
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual share-holders holding nominal share capital up to Rs. 1 lakh	993973	237650	1231623	32.48	1103786	108650	1212436	31.98	-0.50
ii) Individual share-holders holding nominal share capital in excess of Rs. 1 lakh	494107	14800	508907	13.42	423107	14800	437907	11.55	-1.87
c) Others (specify)									
i) NRI & OCB	36220	9400	45620	1.20	48836	5400	54236	1.43	0.23
ii) Clearing Member	4166	0	4166	0.11	9176	0	9176	0.24	0.13
Sub-total (B)(2):-	2070107	306650	2376757	62.68	2207807	168950	2376757	62.68	0.00
Total Public share-holding (B)= (B)(1) + (B)(2)	2070107	306650	2376757	62.68	2207807	168950	2376757	62.68	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	3485050	306650	3791700	100.00	3622750	168950	3791700	100.00	0.00

B) SHAREHOLDING OF PROMOTERS

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			%age 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	Harender Singh Bhatia (HUF)	251700	6.64	0.00	251700	6.64	0.00	0.00
2	Amarjeet Singh Bhatia(HUF)	195800	5.16	0.00	195800	5.16	0.00	0.00
3	Gurdeep Singh Bhatia(HUF)	136100	3.59	0.00	136100	3.59	0.00	0.00
4	Amarjeet Kaur Bhatia	137293	3.62	0.00	137293	3.62	0.00	0.00



5	Gurmeet Singh Bhatia(HUF)	130600	3.44	0.00	130600	3.44	0.00	0.00
6	Kawaljeet Singh Bhatia	84400	2.22	0.00	84400	2.22	0.00	0.00
7	Gurdeep Singh Bhatia	83300	2.20	0.00	83300	2.20	0.00	0.00
8	Dilraj Singh Bhatia(HUF)	72000	1.90	0.00	72000	1.90	0.00	0.00
9	Kawaljeet Singh Bhatia(HUF)	72000	1.90	0.00	72000	1.90	0.00	0.00
10	Gurmeet Singh Bhatia	65100	1.72	0.00	65100	1.72	0.00	0.00
11	Harender Singh Bhatia	61100	1.61	0.00	61100	1.61	0.00	0.00
12	Simran Hatcheries Pvt Ltd.	32900	0.87	0.00	32900	0.87	0.00	0.00
13	Harpal Singh Bhatia	22000	0.58	0.00	22000	0.58	0.00	0.00
14	Avneet Singh Bhatia	14600	0.39	0.00	14600	0.39	0.00	0.00
15	Sumeet Singh Bhatia	14300	0.38	0.00	14300	0.38	0.00	0.00
16	Mahinder Kaur Bhatia	12900	0.34	0.00	12900	0.34	0.00	0.00
17	Dilraj Singh Bhatia	9600	0.25	0.00	9600	0.25	0.00	0.00
18	Amarjit Singh Bhatia	8100	0.21	0.00	8100	0.21	0.00	0.00
19	Kawaljeet Kaur Bhatia	7500	0.20	0.00	7500	0.20	0.00	0.00
20	Navneet Kaur Bhatia	3650	0.10	0.00	3650	0.10	0.00	0.00
	TOTAL	1414943	37.32	0.00	1414943	37.32	0.00	0.00

C) CHANGE IN PROMOTERS' SHAREHOLDING (please specify, if there is no change)

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
	At the beginning of the year	1414943	37.32	1414943	37.32
	Date wise increase/decrease in Promoter Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment/ transfer/ bonus/ sweat equity etc)	-	-	1414943	37.32
	At the end of the year	1414943	37.32	1414943	37.32

**D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS****(Other than Directors, Promoters and Holders of GDRs and ADRs)**

Sr. No.	Top Ten Shareholders Name	Shareholding		Date wise increase/decrease in top ten shareholder	Increase/decrease in share-holding	Reason	Cumulative shareholding during the year	
		No. of Shares at the beginning/end of the year	% of total shares of the company				No. of Shares	% of total share of the company
1	Dr. Ramesh Chimanlal Shah	35000	0.92	01.04.2019	-	-	-	-
				31.05.2019	-1500	Sale	33500	0.88
				20.09.2019	-2000	Sale	31500	0.83
				23.09.2019	-1000	Sale	30500	0.80
				27.09.2019	-1000	Sale	29500	0.78
				30.09.2019	-1000	Sale	28500	0.75
				18.10.2019	-2000	Sale	26500	0.70
				01.11.2019	-300	Sale	26200	0.69
	At the end of the year 31.03.2020	26200	0.69	-	-	-	26200	0.69
2	Hemant kumar Satishbhai Patel	38212	1.01	01.04.2019	-	-	-	-
				20.09.2019	-1830	Sale	36382	0.96
				27.09.2019	-300	Sale	36082	0.95
				04.10.2019	-1089	Sale	34993	0.92
				11.10.2019	-280	Sale	34713	0.92
				25.10.2019	-200	Sale	34513	0.91
				24.01.2020	-513	Sale	34000	0.90
	At the end of the year 31.03.2020	34000	0.90	-	-	-	34000	0.90
3	Kasila Farms P. Ltd.	40000	1.05	01.04.2019	No Change	-	-	-
	At the end of the year 31.03.2020	40000	1.05	-	-	-	40000	1.05
4	Varsha Chugh	42683	1.13	01.04.2019	-	-	-	-
				31.05.2019	-2406	Sale	40277	1.06
	At the end of the year 31.03.2020	40277	1.06	-	-	-	40277	1.06



5	Hemantkumar Satishbhai Patel (HUF)	32668	0.86	01.04.2019	-	-	-	-
				24.05.2019	-3847	Sale	28821	0.76
				07.06.2019	-500	Sale	28321	0.75
				21.06.2019	-740	Sale	27581	0.73
				20.09.2019	-1830	Sale	25751	0.68
				27.09.2019	-200	Sale	25551	0.67
				04.10.2019	-210	Sale	25341	0.66
				11.10.2019	-200	Sale	25141	0.66
				25.10.2019	-200	Sale	24941	0.65
				24.01.2010	-941	Sale	24000	0.63
	At the end of the year 31.03.2020	24000	0.63	-	-	-	24000	0.63
6	Vinod Ramnivas Garg	35388	0.93	01.04.2019	No Change	-	-	-
	At the end of the year 31.03.2020	35388	0.93	-	-	-	35388	0.93
7	Siddhartha Bhaiya	50150	1.32	01.04.2019	No Change	-	-	-
	At the end of the year 31.03.2020	50150	1.32	-	-	-	50150	1.32
8	Aequitas Investment Consultancy Private Limited	55615	1.47	01.04.2019	No Change	-	-	-
	At the end of the year 31.03.2020	55615	1.47	-	-	-	55615	1.47
9	Rubina Khatun A Mody	60262	1.59	01.04.2019	No Change	-	-	-
	At the end of the year 31.03.2020	60262	1.59	-	-	-	60262	1.59
10	Investor Education and Protection Fund Authority	366922	9.68	01.04.2019	-	-	-	-
				29.06.2019	-100	Claim Settled	366822	9.67
				19.07.2019	-100	Claim Settled	366722	9.67
				11.10.2019	-100	Claim Settled	366622	9.67
				25.10.2019	-100	Claim Settled	366522	9.67
				22.11.2019	-500	Claim Settled	366022	9.65
				29.11.2019	-1055	Claim Settled	364967	9.63
				13.12.2019	6232	Transfer of	371199	9.79



						Shares to IEPF		
				27.12.2019	128000	Transfer of Shares to IEPF	499199	13.16
				31.12.2019	15256	Transfer of Shares to IEPF	514455	13.57
				24.01.2020	-100	Claim Settled	514355	13.56
				13.03.2020	-200	Claim Settled	514155	13.56
	At the end of the year 31.03.2020	514155	13.56	-	-	-	514155	13.56

Note: The above information is based on the weekly beneficiary position received from Depositories. As it is not feasible to provide daily changes in shareholding, consolidated changes on weekly basis during the financial year 2019-20 has been provided.

E) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
1	Harender Singh Bhatia (Managing Director)				
	At the beginning of the year	61100	1.61	61100	1.61
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	0	0.00	61100	1.61
	At the end of the year	61100	1.61	61100	1.61

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
2	Kawaljeet Singh Bhatia (Whole Time Director)				
	At the beginning of the year	84400	2.22	84400	2.22
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	0	0.00	84400	2.22
	At the end of the year	84400	2.22	84400	2.22



Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
3	Gurdeep Singh Bhatia (Director)				
	At the beginning of the year	83300	2.20	83300	2.20
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	0	0.00	83300	2.20
	At the end of the year	83300	2.20	83300	2.20

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
4	Dr. Surendra Singh (Independent Director)				
	At the beginning of the year	1525	0.04	1525	0.04
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc)	-	-	-	-
	19.08.2019 (Reason: Purchase)	230	0.00	1755	0.05
	23.08.2019 (Reason: Sale)	-180	0.00	1575	0.04
	23.09.2019 (Reason: Sale)	-145	0.00	1430	0.04
	29.11.2019 (Reason: Purchase)	250	0.00	1680	0.05
	13.12.2019 (Reason: Purchase)	250	0.00	1930	0.05
	At the end of the year	1930	0.05	1930	0.05

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
5	Jasmeet Kaur Bhatia (Independent Director)				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc):	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00



Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
6	Surjit Singh Kohli (Independent Director)				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc):	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
7	Mahesh Patidar (Chief Financial Officer)				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc):	50 (Purchase of Shares as on 28.06.2019)	0.00	50	0.00
	At the end of the year	50	0.00	50	0.00

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	%age of total shares of the company	No. of shares	%age of total shares of the company
8	Tanu Parmar (Company Secretary)				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/ sweat equity etc):	0	0.00	0	0.00
	At the end of the year	0	0.00	0	0.00

**V. INDEBTEDNESS**

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

(Amount in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2809.92	141.08	-	2951.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2809.92	141.08	-	2951.00
Change in Indebtedness during the financial year				
* Addition	267.05	-	-	267.05
* Reduction	249.32	1.42	-	250.74
Net Change	17.73	(1.42)	-	16.31
Indebtedness at the end of the financial year				
i) Principal Amount	2827.65	139.66	-	2967.31
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2827.65	139.66	-	2967.31

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**(A) Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(Amount in Lakhs)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr.Harender Singh Bhatia (Managing Director)	Mr.Kawaljeet Singh Bhatia (Whole time Director)	
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	30.00	27.00	57.00
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Stock Equity	-	-	-
4	Commission	-	-	-
	- as % of profit			
	- others, specify...			
5	Others, please specify	-	-	-
	Total (A)	30.00	27.00	57.00
6	Overall Ceiling as per the Act	Remuneration paid within the ceiling limit as prescribed in Companies Act, 2013		

**(B) Remuneration to other directors**

(Amount in Lakhs)

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Surjit Singh Kohli (ID)	Dr. Surendra Singh (ID)	Mrs. Jasmeet Kaur Bhatia (ID)	Mr. Gurdeep Singh Bhatia (NED)	
1	Independent Directors					
	· Fee for attending board/committee meetings					
	· Commission	Nil	Nil	Nil	Nil	Nil
	· Others, please specify					
	Total (1)	Nil	Nil	Nil	Nil	Nil
2	Other Non-Executive Directors					
	· Fee for attending board/committee meetings					
	· Commission	Nil	Nil	Nil	Nil	Nil
	· Others, please specify					
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration (A+B)					57.00
	Overall Ceiling as per the Act	Remuneration paid within the ceiling limit as prescribed in Companies Act, 2013				

(C) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in Lakhs)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Mahesh Patidar (CFO)	CS Tanu Parmar (CS)	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 196	8.72	3.45	12.17
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit	-	-	-
5	Others, please specify (Provident fund)	0.22	0.21	0.43
	Total	8.94	3.66	12.60



VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: Nil

**For and on behalf of the Board of Directors of
SIMRAN FARMS LIMITED**

Date: 21st August 2020
Place: Indore

**Harender Singh Bhatia
Managing Director
DIN: 00509426**

**Kawaljeet Singh Bhatia
Whole Time Director
DIN: 00401827**

**ANNEXURE B****(Form AOC-1)**

(Pursuant to first proviso to Sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries /associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lakhs)

S. No.	Particulars	Details (Amount in Lakhs)
1	Name of the subsidiary	Puregene Biotech Limited
2	The date since when subsidiary was acquired	13.07.2002
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	(01.04.2019 to 31.03.2020) Same as holding Company
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA (there is no foreign subsidiary)
5	Share capital	144.67
6	Other Equity	66.77
7	Total assets	284.16
8	Total Liabilities	72.72
9	Investments	-
10	Revenue from Operation	-
11	Profit(loss) before taxation	4.61
12	Provision for taxation	1.06
13	Profit after taxation	3.55
14	Proposed Dividend	-
15	Extent of shareholding (in percentage)	82.71

Note:

Name of Subsidiaries which are yet to Commence Operations: **Not Applicable**

Name of Subsidiaries which have been liquidated or sold during the year: **-Not Applicable**

Part "B": Associates and Joint Ventures

(Not Applicable to the Company as company neither has any associate company nor it has entered into any joint venture with any entity)

For, J. C. Baheti & Associates,
Chartered Accountants
FRN: 003390C

H.S. Bhatia
Managing Director
DIN: 00509426

G.S. Bhatia
Director
DIN: 00401929

CA J. C. BAHETI
PROPRIETOR
(M. No. 072585)
UDIN: 20072585AAAABA3579

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)

Place: Indore
Date: 21st August, 2020



ANNEXURE- C

ANNUAL REPORT ON CSR ACTIVITIES

1. BRIEF OUTLINE OF THE COMPANY'S CSR POLICY, INCLUDING OVERVIEW OF PROJECTS/PROGRAMS TO BE UNDERTAKEN AND A REFERENCE TO THE WEB LINK TO THE CSR POLICY AND PROJECTS OR PROGRAMS:

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board has its philosophy for delineating its responsibility as a corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programs for welfare & sustainable development of the community at large. The objective of the Company's Corporate Social Responsibility ('CSR') initiatives is to improve the quality of life of communities through long-term value creation for all stakeholders. The Company has pioneered various CSR initiatives. The Company continues to remain focused on improving the quality of life and engaging communities through health, education, livelihood, sports and on educating differently able children. The Company has in place a CSR policy which provides guidelines to conduct CSR activities of the Company. The CSR policy is available on the website of the Company http://www.simranfarms.com/pdf/policy/corporate_social_responsibility.pdf

2. COMPOSITION OF THE CSR COMMITTEE:

- 1) Mr. Harender Singh Bhatia (Chairman);
- 2) Mr. Kawaljeet Singh Bhatia (Member);
- 3) Mr. Gurdeep Singh Bhatia (Member);
- 4) Mrs. Jasmeet Kaur Bhatia (Member)

3. AVERAGE NET PROFIT OF THE COMPANY FOR LAST THREE FINANCIAL YEARS:

The average net profit during the preceding 3 financial years of the Company is as follows:

(Amount in lacs)

Particulars	2016-17	2017-18	2018-19
Net Profit u/s 198	137.16	543.64	612.28

Average Net Profit for last 3 (three) years- Rs. 431.03 lacs

4. PRESCRIBED CSR EXPENDITURE (Two Percent of the amount as in item no.3 above):

2% of average Net Profit - Rs. 8.62 lacs

5. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR 2019-20:

- a) Total amount to be spent for the financial year: - Rs. 8.62 lacs
- b) Amount unspent, if any - Nil



c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	CSR project/ activity identified	Sector in which the Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or program wise	Amount spent on the project / programs sub- heads:		Cumulative expenditure up to the reporting period	Amount spent Direct or through implementing agency
					1) Direct expenditure on project or programs;	2) Over-heads		
1	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently able and livelihood enhancement projects.	Build a school laboratory and purchase laboratory equipments	Local Area City: Indore State: Madhya Pradesh	9,00,000/-	9,00,000/-	-	13,90,000/-	Directly to:- AIM WIN ACADEMY

6. IN CASE THE COMPANY HAS FAILED TO SPEND THE TWO PER CENT OF THE AVERAGE NET PROFIT OF THE LAST THREE FINANCIAL YEARS OR ANY PART THEREOF, THE COMPANY SHALL PROVIDE THE REASONS FOR NOT SPENDING THE AMOUNT IN ITS BOARD REPORT – NOT APPLICABLE

7. RESPONSIBILITY STATEMENT OF THE CSR COMMITTEE

We, the undersigned, hereby confirm that the implementation and monitoring of CSR projects are in compliance with the CSR policy and objective of the Company, as approved by the Board of Directors of the Company.

Date: 21st August 2020
Place: Indore

Harender Singh Bhatia
Managing Director
DIN: 00509426

Kawaljeet Singh Bhatia
Whole Time Director
DIN: 00401827

**ANNEXURE-D**

[Statement pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

(I) The Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the financial year:

Sr. No.	Name of Executive Directors	Ratio of remuneration of Director to median remuneration of employees
		2019-20
1	Harender Singh Bhatia	22.54:1
2	Kawaljeet Singh Bhatia	20.29:1

(II) The percentage increase in the remuneration of each Director, CFO & Company Secretary in the financial year 2019-20 is as follows

Sr. No	Name of Person	Designation	%age increase in Remuneration
1	Harender Singh Bhatia	Managing Director	Not increased
2	Kawaljeet Singh Bhatia	Whole-time Director	Not increased
3	Mahesh Patidar	CFO	9.14
4	Tanu Parmar	Company Secretary	10.58

Details of percentage increase in remuneration in case of Non executive directors and Non Executive independent directors is not given, as no remuneration/sitting fee/commission is paid to them.

(III) The Percentage increase in the median remuneration of all employees in the financial year:

Median Remuneration of Employees	Median Remuneration of Employees	Percentage Increase in the median remuneration of all employees in the Financial Year
In the beginning of the year	At the end of the year	
122389	133092	8.75

(IV) The Number of permanent employees on the rolls of the Company:

Particulars	As on 31 st March 2020
Number of permanent employees on the rolls of the company	493

(V) 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

Average percentile increase in the salaries of employees other than the managerial personnel in the last financial year is 11.02% and there was no percentage increase in remuneration of managerial personnel in last financial year therefore no justifications is required to be disclosed.

(VI) Affirmation that the remuneration is as per the remuneration policy of the Company:

The Board affirms that the remuneration is as per remuneration policy of the Company.

(VII) Statement showing name of top ten employees in terms of remuneration drawn (as per sub rule 3 of Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time):



Serial No.	1	2	3
Name	Mr. Sanjay Chaudhary	Mr. Harender Singh Bhatia	Mr. Kawaljeet Singh Bhatia
Designation	General Manager (Production)	Managing Director	Whole-time Director
Remuneration received	Rs. 33.87 lakhs	Rs. 30.00 lakhs	Rs. 27.00 lakhs
Nature of Employment, whether contractual or otherwise	Permanent & Salaried	Permanent & Salaried	Permanent & Salaried
Qualification	M.V.Sc. (Nutrition)	B.Sc. & Masters in Arts	B.Sc. and Masters in International Business
Experience	31 years in poultry field	39 years rich experience in Poultry Industry	24 years of vast experience in poultry business
Age	54 years	67 years	47 years
Date of Commencement of Employment	01.04.2010	26.10.1984	01.04.2002
Last employment held by the employee before joining the company	General Manager in C & M Farming Pvt. Ltd.	1st employment	1st employment
%age of equity shares as per Rule 5(2)(iii) of Companies (App. & Remuneration of Managerial Personnel) Rules, 2014	Not Applicable	Not Applicable	Not Applicable
Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	None	Brother of Mr. Gurdeep Singh Bhatia, Non-executive & Non-Independent Director of the Company	Brother's son of Mr. H. S. Bhatia (MD) & Mr. Gurdeep Singh Bhatia (Non-Executive Non-Independent Director)

Serial No.	4	5	6
Name	Mr. Gurmeet Singh Bhatia	Mr. Amarjeet Singh Bhatia	Mr. Datta Sampat Padol
Designation	Vice President (Marketing)	General Manager (Production)	Deputy General Manager
Remuneration received	Rs. 27.00 lakhs	Rs. 24.00 lakhs	Rs. 20.77 lakhs
Nature of Employment, whether contractual or otherwise	Permanent & Salaried	Permanent & Salaried	Permanent & Salaried
Qualification	B.Com	Graduation	B.V.Sc. & A.H.
Experience	22 years in poultry business	32 years rich experience in operation of poultry hatcheries	19 years in poultry business
Age	44 years	73 years	41 years
Date of Commencement of Employment	01.04.2007	01.04.2017	18.07.2012
Last employment held by the employee before joining the company	Singh Hatcheries	Singh Hatcheries Pvt. Ltd	Manager in CP India Pvt. Ltd.
%age of equity shares as per Rule 5(2)(iii) of Companies (App. & Remuneration of Managerial Personnel) Rules, 2014	Not Applicable	Not Applicable	Not Applicable
Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	Son of Mr. Gurdeep Singh Bhatia, Non-executive & Non-independent Director of the Company	Father of Mr. Kawaljeet Singh Bhatia, Whole-time Director of the Company	None



Serial No.	7	8
Name	Mr. Sanjan Patel	Mr. Munikant Rawat
Designation	Deputy General Manager	Chief Production Manager
Remuneration received	Rs. 19.63 lakhs	Rs. 16.44 lakhs
Nature of Employment, whether contractual or otherwise	Permanent & Salaried	Permanent & Salaried
Qualification	B.V.Sc. & A.H.	Post Graduate
Experience	21 years in poultry production	41 years in Hatchery Management
Age	48 years	63 years
Date of Commencement of Employment	01.04.2010	01.04.2013
Last employment held by the employee before joining the company	Zonal Sales Manager in Simran Hatcheries	Hatchery Manager in Venkateshwara Hatcheries Private Limited
%age of equity shares as per Rule 5(2)(iii) of Companies (App. & Remuneration of Managerial Personnel) Rules, 2014	Not Applicable	Not Applicable
Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	None	None

Serial No.	9	10
Name	Mr. Avneet Singh Bhatia	Mr. Prakash Pillay
Designation	Vice President (Operations)	Zonal Sales Manager
Remuneration received	Rs. 15.00 lakhs	Rs. 13.50 lakhs
Nature of Employment, whether contractual or otherwise	Permanent & Salaried	Permanent & Salaried
Qualification	Post Graduate & Certificate in Business Management	M.com
Experience	11 years in Poultry Business	27 years in poultry production
Age	35 years	62 years
Date of Commencement of Employment	01.04.2009	01.04.2010
Last employment held by the employee before joining the company	1st Employment	Zonal Sales Manager in Singh Hatcheries
%age of equity shares as per Rule 5(2)(iii) of Companies (App. & Remuneration of Managerial Personnel) Rules, 2014	Not Applicable	Not Applicable
Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager	Son of Mr. Harender Singh Bhatia, Managing Director of the Company	None



ANNEXURE -E
SECRETARIAL AUDIT REPORT
Form No. MR-3

For the financial year ended on 31st March, 2020

[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,
SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627

Registered Office:

1-B, Vikas Rekha Complex,
Khatiwala Tank,
Indore (M.P.)-452001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SIMRAN FARMS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering **1st April 2019 to 31st March, 2020**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investments, Overseas Direct Investments and External Commercial borrowings; **(not applicable to the company during the audit period);**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - 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; **(not applicable to the company during the audit period);**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not applicable to the company during the audit period);**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable to the company during the audit period);**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(not applicable to the company during the audit period);**
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(not applicable to the company during the audit period);**



i) The Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 as amended from time to time.

(vi) I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, laws and Regulations to the Company. There is no specific law applicable to the Company. However the following laws, regulations, directions, orders applicable specifically to the Company:

a) Environment Protection Act, 1986 and other environmental laws

b) The Madhya Pradesh Shops & Establishments Act, 1958

I have also examined compliance with the applicable clauses of Secretarial Standards on Meeting of Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

I further report that I have not reviewed the applicable financial laws (direct and indirect tax laws), Accounting Standards, since the same have been subject to review and audit by the Statutory Auditors of the Company.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under review there were no changes in the composition of Board of Directors.

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

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

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

I further report that during the year under report, the Company has not undertaken event/action having a major bearing in the company's affair in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred above.

For Ramesh Chandra Bagdi & Associates
Company Secretaries

Ramesh Chandra Bagdi
Proprietor
FCS: 8276, C P No 2871

Place: Indore
Dated: 11th August, 2020
UDIN: F008276B000569463

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

**ANNEXURE to Secretarial Audit Report**

To,
The Members,
SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627

Registered Office:
1-B, Vikas Rekha Complex,
Khatiwala Tank,
Indore (M.P.)-452001

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Ramesh Chandra Bagdi & Associates
Company Secretaries

Ramesh Chandra Bagdi
Proprietor
FCS: 8276, C P No 2871

Place: Indore
Dated: 11th August, 2020
UDIN: F008276B000569463



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(a) Industry structure and developments

In terms of Industry Structure, in the last four decades, the industry has grown from a subsistence activity into an organized, scientifically-oriented and technologically-driven industry. From being a mere backyard activity, poultry sector has metamorphosed into a major commercial agri based industry. The constant efforts in up-gradation, modification and application of new technologies paved the way for the multifold and multifaceted growth in poultry and allied sectors. Poultry is one of the fastest growing segments of the agricultural sector in India.

In the current fiscal year, India's economy is expected to contract by 3.2 per cent citing stringent lockdown and spillovers from weaker global growth. In India, growth is estimated to have slowed to 4.2 per cent in the fiscal year 2019-20 (the year ending in March-2020) and output is projected to contract by 3.2 per cent in fiscal year 2020-21. The COVID-19 pandemic and the multi-phased lockdown imposed to curb its spread has resulted in a devastating blow to the Indian economy. Further, the Crisil has said this would be the country's fourth recession since Independence, first since liberalization and perhaps the worst to date. However, the Indian economy is expected to bounce back in 2021, the World Bank said.

The sharp decline in the poultry industry in FY2020 can be primarily attributed to the slowdown in the overall economy, impacting the rural and agri sector both in terms of income and sentiments.

As far as present scenario is concerned, this situation is absolutely unpredictable and also believed that the best of the analysis will not be able to comprehend how this situation is going to be enrolling in future.

(b) Opportunities and Threats

The poultry business like any other business also faces number of threats and opportunities. The threats associated with the poultry sector are sporadic bird flu outbreaks, seasonal price variation due to lack of cold-chain facilities whereas opportunities includes that the poultry sector is a source of direct & indirect employment, it is one of the fastest growing segment, it adds importance for solving the agrarian crisis, technological up-gradation helps in breeding of genetically superior birds capable of high production etc. However, there is a need to prioritize various issues and to draw a road map to address the challenges and opportunities in the poultry industry through technological interventions.

(c) Segment-wise or product-wise performance

The Company performs in one segment only i.e. poultry and poultry farming. Company also deals in one product only i.e. broilers. Hence no information is reportable under this head.

(d) Industry Outlook

In terms of outlook of the industry, the outlook for poultry sector in 2020-21 might affect materially due to contraction in Indian economy and current Covid-19 pandemic. Further, owing to false information linking Covid-19 to the consumption of chicken and eggs has already affected the business to a greater extent and might bring additional complexity to the poultry market. The Covid-19 outbreak and the consequent lockdown have pushed the poultry sector of the country into a severe crisis. The industry incurred large net losses due to sharp decline in demand, realization & profitability in 2019-20.

Further, the shutdowns of the food chain services including restaurants, the institutional supplies, marriages and tourism due to Covid-19 pandemic has also affected the market growth and demand. With food chain services including hotels, restaurants, and tourism still shut, there has been huge drop in demand of poultry products. Further, the demand and supply are market driven elements and therefore it is difficult to ascertain as to when this situation would be stable.

The Financial Year 2020 ended with the COVID-19 pandemic disrupting the global economy and supply chains. The rampant spread of COVID-19 outbreak, across borders and geographies, has severely impacted almost the whole world and triggered significant downside risks to the overall global economic outlook. Fiscal FY2021 began with a lockdown, with very minimal or reduced economic activity in India. With an



extended lockdown in Q1-F21, the impact on GDP is expected to be significant with the risk of reduced growth for FY2021, an all-time low in many years.

(e) Risks and concerns

Every business is prone to some risks and concerns and so the poultry industry. The substantial risk for fiscal year 2020-21 is COVID-19.

It would be difficult to estimate the definitive impact of COVID-19 on the business as the economy is expected to see demand constraints in the poultry products. These are primarily driven by stagnant or lower household incomes and uncertainty over employment and economic growth at large.

The other risks and concerns associated with the poultry sector includes lack of efficient marketing channels; fluctuating market price of eggs and broilers; seasonal variations in our businesses; improper handling, processing or storage of raw materials or products etc. Further, there is a lack of cold chain as Indian consumers prefer live birds and not frozen birds and live birds are difficult to be handled for a long time. These risks and concerns might have an adverse effect on the business and results of operations of the business which need to be addressed to make the poultry sector as a sustainable enterprise.

(f) Internal control systems and their adequacy

The Company's internal audit system has been continuously monitored and updated to ensure that assets are safeguarded, established regulations are complied with and pending issues are addressed promptly. The audit committee reviews reports presented by the internal auditors on a routine basis. The committee makes note of the audit observations and takes corrective actions, if necessary. It maintains constant dialogue with statutory and internal auditors to ensure that internal control systems are operating effectively.

(g) Discussion on financial performance with respect to operational performance

The Standalone and Consolidated Financial Statements of the Company have been prepared in accordance with Ind AS as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act.

During the year ended March 31, 2020, the revenue from operations stood at Rs. 281.12 crores against Rs. 319.92 crores in the previous year. Revenue from operation of the Company decreased by 12.13% as compared to previous year due to lower demand and lower realization from sale of broilers since December 2019 (after a spike in Covid cases all over the world) as rumours circulated in social media linking poultry birds as possible vectors of the COVID-19 virus. It further leads to the heavy demand drop and so the realizations and therefore the poultry business had been severely suffering since the beginning of the year 2021. Other income for the year ended March 31, 2020 stood at Rs. 26.29 lakhs is marginally higher than Rs. 4.88 lakhs earned in the previous year.

The total expenditure during the year was Rs. 310.66 crore as compared to Rs. 313.86 crores in previous year. The total expenditure as a percentage of revenue is 110.40% as compared to 98.09% in the previous year. The increase is mainly attributable to lower revenue base.

Further, the Company incurred a loss of Rs. 21.54 crores as compared to profit of Rs. 4.04 crores in last year. The Company incurred large net loss due to sharp decline in demand, realization & profitability in 2019-20 due to COVID-19 pandemic.

(h) Material developments in Human Resources/Industrial Relations front, including number of people employed

The Company believes that the quality of the employees is the key to its success and is committed to equip them with skills. The Company trains employees on a regular basis to increase the level of operational excellence, improve productivity and maintain compliance standards on quality and safety. The Company believes it has good relations with our employees. The Company's employee strength stood at 493 as on March 31, 2020.

**(i) Details of significant changes in the key ratios**

As per the amendment made under Schedule V to the Listing Regulations read with Regulation 34(3) of the Listing Regulations, details of key financial ratios and any changes in return on net worth of the Company are given below:

Particulars	2019-20	2018-19	Change (in %)
Debtors' turnover	28.58	34.42	-5.84
Inventory turnover	5.84	4.86	0.98
Interest coverage ratio	-23.48	4.27	-27.75
Current ratio	0.72	1.08	-0.36
Debt-Equity ratio	23.16	3.05	20.11
Operating profit margin (%)	-9.33	3.13	-12.46
Net profit margin (%) or sector-specific equivalent ratio as applicable	-0.08	1.26	-1.34

Reason for change of more than 25% in Interest Coverage Ratio: The performance is deteriorated in comparison to last year due to Covid-19 impact but Company is regular in payment of interest on loans.

(j) Details of change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof

Particulars	2019-20	2018-19	Change (in %)
Return on Net Worth (%)	568.22	15.84	-584.06

Reason for change in Return on Net Worth: During the year review, the Company incurred significant losses due to Covid-19 pandemic; therefore the performance of the Company was deteriorated in comparison to last year. However, company is making all its endeavors to address this situation efficiently.

(k) Cautionary Statement

Some of the Statements in Management discussion and Analysis describing company's objective may be "forward looking statement" within the meaning of applicable Securities law and Regulations. Actual results may differ substantially or materially from those expressed or implied. Important factors that could influence companies operation include various global and domestic economic factors.



REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [**“Listing Regulations”**], the Directors present a report on Corporate Governance practices mentioned in the said Regulations **for the year ended 31st March 2020** and as followed by the Company:

I. COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE

The Company recognizes the importance of good Corporate Governance which is a tool for building a strong and everlasting beneficial relationship with the customers, suppliers, bankers and more importantly with the investors. The Company believes that its key decisions must serve the underlying goals of enhancing shareholder’s value over a sustained period of time and achieving the definite and measurable performance targets. For this purpose, the Company continues to focus on the fiduciary and trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value.

The Company’s governance framework is based on various principles such as appropriate composition and size of the Board wherein each member brings expertise in his respective field, timely disclosure of material operational and financial information to the stakeholders, proper business conduct by the Board, Senior Management and Employees in order to maintain value of transparency, customer satisfaction, integrity, professionalism and accountability. The Company continuously endeavors to create and adhere to ethical business practices, integrity and regulatory compliances. The Company’s philosophy on corporate governance is guided by the company’s philosophy of knowledge, action and care. The provisions of regulations relating to corporate governance are not mandatory to the Company for the financial year ended 31st March, 2020. However, the Company has complied with all the requirements of listing regulation and listed below is the status with regard to same.

1. BOARD OF DIRECTORS:

The Company is fully compliant with the Corporate Governance norms in the terms of constitution of the Board of Directors (“the Board”). As on March 31, 2020 the Company had 6 (six) directors as given in the table below. The Composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149 of the Companies Act, 2013.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act, 2013. The maximum tenure of independent directors is in compliance with the Companies Act, 2013. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Companies Act, 2013.

The Board of your Company comprises of 6 (Six) Directors as on 31st March, 2020. The names and categories of Directors, the number of Directorships and Committee positions held by them in the companies are given below. None of the Director is a Director in more than 10 public limited companies (as specified in section 165 of the Act) or acts as an Independent Director in more than 7 listed companies or 3 listed companies in case he/she serves as a Whole-time Director in any listed company (as specified in Regulation 17A of the Listing Regulations). Further, none of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees (as specified in Regulation 26 of the SEBI Listing Regulations), across all the Indian public limited companies in which he/she is a Director. The Board does not have any nominee director representing any institution


A) Composition and Categories of Directors

Name of the Directors	Category	No. of Directorship (including this Company)		No. of Committee Chairmanship / Membership (including this Company)	
		Chair-person	Member	Chair-person	Member
Mr. Harender Singh Bhatia (DIN: 00509426)	Promoter & Managing Director	-	2	-	-
Mr. Kawaljeet Singh Bhatia (DIN: 00401827)	Promoter & Whole-time Director	-	2	-	-
Mr. Gurdeep Singh Bhatia (DIN: 00401929)	Promoter & Non-executive Non-Independent Director	-	1	-	-
Dr. Surendra Singh (DIN: 00645965)	Independent/ Non-executive Director	-	1	-	2
Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)	Independent /Non-executive Director	-	1	2	2
Mr. Surjit Singh Kohli (DIN: 00701320)	Independent/ Non-executive Director	-	2	-	2

- Directorship excludes Private Limited Companies (except subsidiary of Holding Company), Foreign Companies and Companies Registered under section 8 of the Companies Act, 2013.
- Committee considered as Audit Committee and Stakeholders Relationship Committee, including that of your Company. Committee membership(s) and Chairmanship(s) are counted separately.

B) The Names of Other Listed Entities where the Directors have Directorship and their Category of Directorship in such Listed Entities:

None of the Director is holding Directorship in any other listed Company.

C) Attendance of Directors at the Board Meetings held during 2019-20 and the last Annual General Meeting held on 30th September, 2019

During the financial year 2019-20, 4 (Four) Board Meetings were held. The Board met at least once in every calendar quarter and the gap between two meetings did not exceed 120 days. The necessary quorum remained present in all the meetings. Leave of absence was granted to the concerned directors who could not attend the respective Board Meeting. The dates on which the Board Meetings were held are given below:

25.05.2019	14.08.2019	14.11.2019	04.02.2020
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Name of Director	Category	Meeting held during the tenure of the Director	Meeting attended	Attendance at the last AGM held on 30.09.2019
Mr. Harender Singh Bhatia (DIN:00509426)	Promoter & Managing Director	4	4	Yes
Mr. Kawaljeet Singh Bhatia (DIN:00401827)	Promoter & Whole Time Director	4	4	Yes
Mr. Gurdeep Singh Bhatia (DIN:00401929)	Promoter & Non Executive Non-Independent Director	4	4	Yes
Dr. Surendra Singh (DIN:00645965)	Independent/Non-Executive Director	4	4	No
Mrs. Jasmeet Kaur Bhatia (DIN:06949992)	Independent/Non-Executive Director	4	4	Yes
Mr. Surjit Singh Kohli (DIN: 00701320)	Independent /Non-Executive Director	4	2	Yes

None of the Independent Directors have any material pecuniary relationship or transactions with the Company.

D) Board Procedure

A detailed Agenda, setting out the business to be transacted at the Meeting(s), supported by detailed notes is sent to each Director at least seven days before the date of the Board Meeting(s) and of the Committee Meeting(s).

The Board also, inter alia, periodically reviews strategy and business plans, annual operating and capital expenditure budget(s), investment and exposure limit(s), compliance report(s) of all laws applicable to your Company, as well as steps taken by your Company to rectify instances of non compliances, review of major legal issues, minutes of the Committees of the Board, approval of quarterly/half-yearly/annual results, transactions pertaining to purchase/disposal of property(ies), major accounting provisions and write-offs, material default in financial obligations, if any and information on recruitment of Senior Officers just below the Board level etc.

The Board sets annual performance objectives, oversees the actions and results of the management, evaluates its own performance, performance of its Committees and individual Directors on an annual basis and monitors the effectiveness of the Company's governance practices for enhancing the stakeholders' value.

Apart from Board members and the Company Secretary, the Board and Committee Meetings are generally also attended by the Chief Financial Officer and wherever required the Heads of various corporate functions.

E) Confirmation of Independent Directors

The Company has received disclosures from all the Independent Directors that they fulfilled conditions specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and were independent of the management. After undertaking a due assessment of their disclosures, in the opinion of the Board of Directors, all the Independent Directors fulfilled the requirements of the Companies Act, 2013 and the Listing Regulations and were independent of the management of the Company.



2. DETAILED REASON FOR RESIGNATION OF INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS TENURE ALONG WITH THE CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASON OTHER THAN THOSE PROVIDED:

During the year under review, there is no resignation of any independent director.

3. INTER-SE RELATIONSHIP AMONG DIRECTORS:

Mr. Harender Singh Bhatia and Mr. Gurdeep Singh Bhatia are brothers and Mr. Kawaljeet Singh Bhatia is the brother's son of Mr. Harender Singh Bhatia and Mr. Gurdeep Singh Bhatia. Except this, there is no inter-se relationship among the directors.

4. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON- EXECUTIVE DIRECTORS AS ON 31ST MARCH, 2020:

The Number of equity shares held by Non-Executive Directors as on 31.03.2020 was as under:

S. No.	Name of Director	No. of Equity shares	Convertible Instruments
1	Mr. Gurdeep Singh Bhatia (DIN:00401929)	83300	Nil
2	Dr. Surendra Singh (DIN:00645965)	1930	Nil
3	Mrs. Jasmeet Kaur Bhatia (DIN:06949992)	Nil	Nil
4	Mr. Surjit Singh Kohli (DIN: 00701320)	Nil	Nil

The Company had not issued any Convertible instrument till date.

5. THE DETAILS OF FAMILIARISATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS:

Your Company has in place Familiarization Programs for Independent Directors of the Company to provide insights into the Company's Business to enable them contribute significantly to its success. The Senior Management makes presentations periodically to familiarize the Independent Directors with the strategy operations and functions of the Company. The details of the familiarization program of the independent directors are available on the website of the Company at the web link:

http://www.simranfarms.com/pdf/policy/familiarization_programm_training_2019-20.pdf

6. MATRIX OF SKILL/EXPERTISE/COMPETENCIES OF THE BOARD OF DIRECTORS:

In terms of the requirements of the SEBI Listing Regulations, the Board has identified and approved the list of core skills/expertise/competencies as required in the context of Company's business(es) and sector(s) for it to function effectively. Broadly, the essential skill sets identified by the Board are categorised as under:-

- Leadership
- Sales and Marketing
- Financial Analysis and Corporate Finance
- Global Experience/International Exposure
- Administration and Management
- Strategy & Planning
- Production and Processing
- Poultry Expertise
- Poultry Management
- Finance, Accounts & Audit
- Financial Expertise



These skills/competencies are broad-based, encompassing several areas of expertise/experience. Each Director may possess varied combinations of skills/experience within the described set of parameters, and it is not necessary that all Directors possess all skills/experience listed therein. In the table below, the specific areas of focus or expertise of individual board members have been highlighted:-

S. No.	Name of Director	Skill/Expertise/Competencies
1	Harender Singh Bhatia	<ul style="list-style-type: none"> • Leadership • Sales and Marketing
2	Kawaljeet Singh Bhatia	<ul style="list-style-type: none"> • Administration and Management • Production and Processing • Global Experience/International Exposure • Strategy & Planning
3	Gurdeep Singh Bhatia	<ul style="list-style-type: none"> • Financial Analysis and Corporate Finance
4	Surendra Singh	<ul style="list-style-type: none"> • Poultry Expertise
5	Surjit Singh Kohli	<ul style="list-style-type: none"> • Poultry Management
6	Jasmeet Kaur Bhatia	<ul style="list-style-type: none"> • Finance, Accounts & Audit • Financial Expertise

7. MEETING OF INDEPENDENT DIRECTORS

Pursuant to the Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013, the Independent Directors of the Company shall hold at least one meeting in a year without attendance of non-independent directors and members of the Management. Accordingly, meeting of the Independent Directors of the Company was held on 4th February, 2020 to consider the following business as required under Regulation 25(4) of SEBI Listing Regulations and the Companies Act, 2013:-

- Review the performance of Non-Independent Directors and the Board of Directors as a whole;
- Review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors and;
- Assess the quality, quantity and timelines of flow of information between the company's management and the Board of Directors that is necessary for the Board to effectively and reasonably perform their duties.

Attendance of Independent Directors in Independent Directors' meeting:

Directors	Meetings held during the Year	Meetings Attended
Mrs. Jasmeet Kaur Bhatia (DIN:06949992)	1	1
Dr. Surendra Singh (DIN:00645965)	1	1
Mr. Surjit Singh Kohli (DIN: 00701320)	1	0

8. AUDIT COMMITTEE

Pursuant to the Companies Act, 2013 and SEBI Listing Regulations, the Company has an independent Audit Committee. The Composition, Procedure, Meeting and Role/Function of the committee comply with the requirements of the Companies Act, 2013 as well as those of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee reviews all applicable mandatory information under Part C of Schedule II pursuant to Regulation 18 of SEBI (LODR) Regulations, 2015. The brief terms of reference of the Audit Committee includes the following:-



- Oversight the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation of the appointment, remuneration and terms of appointment of auditors of the Company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing with management, the annual financial statement and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Directors Responsibility Statement to be included in the Board's Report as per Section 134(3)(c) of the Companies Act, 2013.
 - b. Changes in the Accounting policies and practices and the reasons for the same, if any;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions;
 - g. Modified opinion in the draft audit report.
- Reviewing with the management the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussion with internal auditors of any significant findings and follow up there on;
- 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 statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- To look into the reasons for substantial defaults in the payment to the depositories, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors;
- To review the functioning of the Whistle Blower mechanism;
- Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision

A) The Audit Committee mandatorily reviews the following information

- 1) Management Discussion and Analysis of financial condition and results of operations;
- 2) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- 3) Management letters/letters of internal control weaknesses issued by the statutory auditors;



- 4) Internal audit reports relating to internal control weaknesses; and
- 5) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- 6) Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

B) Composition and Attendance of Members at the Meetings of the Audit Committee held during 2019-20

During the year under review, the committee met on 4 (Four) occasions during the year on following dates namely:

25.05.2019	14.08.2019	14.11.2019	04.02.2020
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Name of the Members	Category	Designation	Number of meetings held during the tenure of directors	
			Held	Attended
Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)	Independent /Non-executive Director	Chairperson	4	4
Dr. Surendra Singh (DIN: 00645965)	Independent /Non-executive Director	Member	4	4
Mr. Surjit Singh Kohli (DIN: 00701320)	Independent /Non-executive Director	Member	4	2

All the members of the committee, including Chairperson are independent director. All the members of the committee are financial literate and possess accounting and related financial management expertise.

The Chairperson of the Audit Committee, Mrs. Jasmeet Kaur Bhatia was present at the 32nd Annual General Meeting of the Company held on 30th September, 2019 to address the shareholders' queries pertaining to Annual Accounts of the Company.

9. NOMINATION AND REMUNERATION COMMITTEE:

Pursuant to Regulation 19 of SEBI Listing Regulation and Section 178 of the Companies Act, 2013, the Company has a Nomination and Remuneration Committee. All the members of the committee, including committee Chairperson are independent director. The Composition, Procedure, Meeting and Role/Function of the Committee complies with the requirements of the Companies Act, 2013 as well as those of SEBI Listing Regulations given below:

A) Brief Terms of Reference:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors
- Devising a policy on diversity of Board of Directors;
- Identifying persons who are qualified to become Directors and who may be appointed in Senior



Management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.

- Deciding and recommending whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.

B) Composition and Attendance of Members at the Meetings of the Nomination and Remuneration Committee held during 2019-20

During the year, the committee met on 2 (two) occasions during the year on following dates namely:

25.05.2019	14.08.2019
------------	------------

Name of the Members	Category	Designation	Number of meetings held during the tenure of directors	
			Held	Attended
Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)	Independent /Non-executive Director	Chairperson	2	2
Dr. Surendra Singh (DIN: 00645965)	Independent /Non-executive Director	Member	2	2
Mr. Surjit Singh Kohli (DIN: 00701320)	Independent /Non-executive Director	Member	2	2

As per Section 178(7) of the Companies Act, 2013 and Secretarial Standards, the Chairperson of the Committee or, in her absence, any other Member of the Committee authorized by her in this behalf shall attend the General Meeting of the Company. The Chairperson of the Committee, Mrs. Jasmeet Kaur Bhatia was present at the 32nd Annual General Meeting of the Company held on 30th September, 2019 to answer shareholders' queries.

C) Performance evaluation criteria of Independent Directors:

The performance evaluation criterion for independent directors is determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgement.

The evaluation of independent directors is done by the entire board of directors which includes -

- Performance of the directors; and
- Fulfilment of the independence criteria as specified in these regulations and their independence from the management:

Provided that in the above evaluation, the directors who are subject to evaluation do not participate.

D) Nomination and Remuneration Policy

Pursuant to Regulation 19 read with Part D of Schedule II of Listing Regulations and Section 178 of the Companies Act, 2013, the Nomination and Remuneration Committee has adopted a Nomination and Remuneration Policy for selection and appointment, re-appointment, removal and appraisals of



Directors and Senior Management and the policy has been uploaded on the Company's website at the web link:

http://www.simranfarms.com/pdf/policy/nomination_renumeration.pdf

10. REMUNERATION OF DIRECTORS

Remuneration paid to Directors during the year 2019-20:

S. No.	Name of the Director	Category	Sitting Fees	Salary & perquisites	Contribution to PF	Commission	Total (In Rs.)
1	Mr. Harender Singh Bhatia (DIN:00509426)	Managing Director	---	30,00,000	---	---	30,00,000
2	Mr. Kawaljeet Singh Bhatia (DIN:00401827)	Whole-time Director	---	27,00,000	---	---	27,00,000

- No sitting Fees was paid to any Director of the Company during the financial year.
- The company has not granted any bonuses/stock options/pension etc. to any of its directors.
- Details of fixed component and performance linked incentives along with the performance criteria- Nil.
- The Company does not have service contract with any of its directors. Notice period of minimum 30 days has been fixed for directors. Further, the Company does not pay any severance fee.

11. STAKEHOLDERS' RELATIONSHIP COMMITTEE

As required under Section 178(5) of the Companies Act, 2013 ("the Act") read with the provisions of Regulation 20 of Listing Regulations, the Board has in place Stakeholders Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders, debenture holders and other security holders. The Company is also registered with SCORES, a centralized web based complaints redressal system launched by SEBI and complaints received on SCORES are monitored regularly and resolved from time to time.

A) The role of the committee shall inter-alia include the following:-

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

B) Composition and Attendance of Members at the Meetings of the Stakeholders Relationship Committee held during 2019-20

During the year under review, the committee met on 4 (four) occasions during the year on following dates namely:

25.05.2019	14.08.2019	14.11.2019	04.02.2020
------------	------------	------------	------------



Name of the Members	Category	Designation	Number of meetings held during the tenure of directors	
			Held	Attended
Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)	Independent /Non-executive Director	Chairperson	4	4
Dr. Surendra Singh (DIN: 00645965)	Independent /Non-executive Director	Member	4	4
Mr. Surjit Singh Kohli (DIN: 00701320)	Independent /Non-executive Director	Member	4	2

As per Section 178(7) of the Companies Act, 2013 and Secretarial Standards, the Chairperson of the Committee or in her absence, any other Member of the Committee authorized by her in this behalf shall attend the General Meeting of the Company. The Chairperson of the Committee, Mrs. Jasmeet Kaur Bhatia was present at the 32nd Annual General Meeting of the Company held on 30th September, 2019 to answer shareholders' queries.

All the members of the committee, including Chairperson are independent director.

C) Name, designation and address of Compliance Officer:-

CS Tanu Parmar, Company Secretary and Compliance Officer
1-B, Vikas Rekha Complex, Khatiwala Tank,
Tower Square, Indore – 452001 (M.P)
Tele: 0731-4255900-21; Fax No. : 0731-4255949
Email: compliance@simranfarms.com; Website: www.simranfarms.com

D) Complaints received during the year

During the year under review 32 (Thirty Two) complaints were received from shareholders and the same were resolved to the satisfaction of the shareholder and there were no complaints pending unresolved as at the end of the year.

Status Report of investor queries and complaints for the period from April 1, 2019 to March 31, 2020 is given below:-

S. No.	Particulars	No. of Complaints
1	Investor complaints pending at the beginning of the year	Nil
2	Investor complaints received during the year	32
3	Investor complaints disposed of during the year	32
4	Investor complaints remaining unresolved at the end of the year	Nil

12. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility ('CSR') Committee has been constituted by the Board of Directors to formulate and recommend to the Board a CSR Policy indicating the activities to be undertaken by the Company in compliance with the provisions of the Act and Rules made there under, allocate the amount of expenditure to be incurred on CSR activities as enumerated in Schedule VII to the Companies Act, 2013 and monitor the CSR Policy of the Company periodically. The CSR Policy of the Company is displayed on the website of the Company at the web-link:

http://www.simranfarms.com/pdf/policy/corporate_social_responsibility.pdf

A) Composition and Attendance of Members at the Meetings of the Corporate Social Responsibility Committee held during 2019-20.

During the year the committee met as on 20.03.2020.

Name of the Members	Category	Designation	Number of meetings held during the tenure of directors	
			Held	Attended
Mr. Harender Singh Bhatia (DIN:00509426)	Executive Director	Chairman	1	1
Mr. Kawaljeet Singh Bhatia (DIN:00401827)	Executive Director	Member	1	1
Mr. Gurdeep Singh Bhatia (DIN: 00401929)	Non-Executive Non Independent Director	Member	1	1
Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)	Independent/ Non-executive Director	Member	1	1

B) Terms of reference of the Committee

- To formulate and recommend to the Board, a Corporate Social Responsibility Policy (CSR Policy), which shall indicate a list of CSR projects or programs which a Company plans to undertake falling within the purview of the Schedule VII of the Companies Act, 2013, as may be amended.
- To recommend the amount of expenditure to be incurred on each of the activities to be undertaken by the Company, while ensuring that it does not include any expenditure on an item not in conformity or not in line with activities which fall within the purview of Schedule VII of the Companies Act, 2013.
- To approve the Annual Report on CSR activities to be included in the Director's Report forming part of the Company's Annual Report and Attribute reasons for short comings in incurring expenditures.
- To monitor the CSR policy of the Company from time to time; and
- To institute a transparent monitoring mechanism for implementation of the CSR Projects or programs or activities under taken by the Company.

13. RISK MANAGEMENT:

The Company is not required to constitute Risk Management Committee. However the company has a well defined risk management framework in place. The risk management framework is at various levels across the Company.

14. GENERAL BODY MEETINGS

A) Location and time of last three Annual General Meetings:

The last three Annual General Meetings of the Company were held as detailed below:

Financial Year	Date	Time	Venue
32 nd AGM 2018-19	September 30, 2019	10.00 A.M.	Pishori Premises, 910, Khatiwala Tank, Tower Square, Indore, 452001(M.P.)
31 st AGM 2017-18	September 19, 2018	10.00 A.M.	Pishori Premises, 910, Khatiwala Tank, Tower Square, Indore, 452001(M.P.)
30 th AGM 2016-17	September 28, 2017	10.00 A.M.	Pishori Premises, 910, Khatiwala Tank, Tower Square, Indore, 452001(M.P.)

**B) Extra Ordinary General Meeting:**

No extraordinary general meeting of the members was held during the year 2019-20.

C) Special Resolutions passed in last three Annual General Meeting:

- a. The Company has in **AGM held on September 30, 2019** has passed the following special resolution(s):
 - Continuation of Directorship of Dr. Surendra Singh (DIN: 00645965) as Non Executive Independent Director of the Company.
 - Re-appointment of Mr. Harender Singh Bhatia (DIN: 00509426) as Managing Director of the Company.
 - Re-appointment of Mr. Kawaljeet Singh Bhatia (DIN: 00401827) as Whole-time Director of the Company.
- b. The Company has in **AGM held on September 19, 2018** has passed the following special resolution(s):
 - Re-appointment of Dr. Surendra Singh (DIN: 00645965) as an Independent Director of the Company for second term of Five years.
 - Re-appointment of Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) as an Independent Director of the Company for second term of Five years.
- c. No Special Resolution was passed by the Company in **AGM held on September 28, 2017**.

D) Resolution(s) passed through Postal Ballot:

- During the last three years, no resolutions were passed by postal ballot
- None of the business proposed to be transacted in the ensuing Annual General Meeting require passing of a resolution through Postal Ballot.

15. CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

On December 31, 2018, Securities and Exchange Board of India amended the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, prescribing various new requirements with effect from April 1, 2019. In line with the amendments, the Company has adopted an amended Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives & Connected Persons under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. This Code of Conduct also includes code of practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website at http://www.simranfarms.com/pdf/policy/prevention_insider_trading.pdf

16. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis is a part of the Annual Report and annexed separately.

17. DISCLOSURE REGARDING RE-APPOINTMENT OF DIRECTORS:

Brief resume(s) of the Director Mr. Kawaljeet Singh Bhatia (DIN: 00401827) who retires by rotation at the forthcoming Annual General Meeting of the Company being eligible has offered himself for re-appointment. Detail disclosure about Mr. Kawaljeet Singh Bhatia (DIN: 00401827) is given in the Notice convening the Annual General Meeting.

18. MEANS OF COMMUNICATIONS:

Your Company, from time to time and as may be required, communicates with its security-holders and investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchanges, Press Releases, the Annual Reports and uploading relevant information on its website. The website of the Company www.simranfarms.com acts as the primary source of information regarding the operations of the Company.

**A. Newspaper Publication:**

The quarterly, half-yearly and annual financial results are published in widely circulated newspapers such as Free Press (English) & Choutha Sansaar (Hindi) in compliance with Regulation 47 of the Listing Regulations. These are not sent individually to the shareholders.

B. Website of the Company where results and other information is displayed:

The Company's financial results, shareholding patterns and all other corporate communication are displayed on company's website www.simranfarms.com.

Your Company discloses to the Stock Exchanges, all information required to be disclosed under Regulation 30 read with Part 'A' and Part 'B' of Schedule III of the Listing Regulations including material information having a bearing on the performance/operations of the Company and other price sensitive information. All information is filed electronically on BSE's online portal – BSE Corporate Compliance & Listing Centre (www.listing.bseindia.com).

The Company's website: www.simranfarms.com contains a separate dedicated section "Stakeholder's Desk" where information for shareholders is available. The Quarterly/Annual Financial Results, annual reports, stock exchange information, shareholding pattern, corporate benefits, policies, etc., are posted on the website in addition to the information stipulated under Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The presentation, if any made to the investor/analyst are placed to the company's website www.simranfarms.com.

19. GENERAL SHAREHOLDER INFORMATION:

AGM: Date, Time and Venue	Thursday, 24 th September, 2020 at 11.00 A.M. (IST) Venue: 1-B, Vikas Rekha Complex, Khatiwala Tank, Indore - 452001 (M.P.) Meeting will be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility
Financial Year	The financial year covers the period from 1 st April, to 31 st March
Financial Year Reporting Calendar 1st Quarter ending 30 th June, 2020 2nd Quarter ending 30 th Sept, 2020 3rd Quarter ending 31 st Dec, 2020 4th Quarter ending 31 st March, 2021	Second fortnight of August, 2020 Second fortnight of November, 2020 Second fortnight of February, 2021 Before 30 th May, 2021
Dividend Payment	No Dividend was recommended by the Board of Directors for financial year ended March 31, 2020
Date of Annual Book Closure	Friday, 18 th Day of September, 2020 to Thursday, 24 th Day of September, 2020 (both days inclusive)
Registered Office	1-B, Vikas Rekha Complex, Khatiwala Tank, Tower Square, Indore (M.P) 452001
Listing on Stock Exchanges	The BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 (M.H.)
Listing Fees	Annual Listing Fees for the year 2020-21 has been paid to BSE, Mumbai
Stock Code: ISIN Code: CIN:	519566 INE354D01017 L01222MP1984PLC002627
Market Price Data: High/Low/Close during each month in the last Financial Year.	As per attached Table-1



Relative Performance of Share Price v/s BSE Sensex	As per attached Table-2
Suspension of Securities	Not Applicable
Registrar and Share Transfer Agent (For physical and demat shares)	“Ankit Consultancy Private Limited” SEBI REG. No. INR000000767 Plot No.60, Electronics Complex, Pardeshipura, Indore - 452010 (M.P) Tel.:0731-4065797, 4065799, Fax: 0731-4065798 E-mail: ankit_4321@yahoo.com Web Address:- www.ankitonline.com
Share Transfer System	All the share transfers received are processed by the Registrar and Share Transfer Agent.
Distribution of shareholding as on 31.03.2020	As per attached Table-3
Dematerialisation of shares & liquidity	36,22,750 shares are dematerialized (as on 31.03.2020) i.e. 95.55% of total shares viz.; 37,91,700 equity shares
Outstanding GDRs/ADRs/ Warrants or any convertible instruments, conversion date and likely impact on equity:	The Company has not issued any GDRs/ADRs/ Warrants or any convertible instruments.
Commodity Price Risk or Foreign Exchange Risk and Hedging Activities	Your Company does not deal in any commodity and hence is not directly exposed to any commodity price risk. Further, the Company has no foreign exchange exposure; hence hedging is not required.
Address for Shareholders' correspondence:	Shareholders correspondence should be addressed to: Registered Office: Simran Farms Limited 1-B, Vikas Rekha Complex, Khatiwala Tank, Tower Square, Indore (M.P.) 452001 Telephone: 0731-4255900 Fax: 0731-4255949 Designated e-mail address for Investor Services: compliance@simranfarms.com Website: www.simranfarms.com
Others farm of the Company situated at:	SIMRAN FARMS LIMITED (NEW FARM & OLD FARM) Khandwa Road; Tehsil:- Mhow, Gram:- Simrol; District:- Indore (M.P.)
Shareholding Pattern as on 31.03.2020	As per attached Table-4
List of Credit Ratings	During the year under review your Company has not obtained any Credit Rating with respect to non-convertible debt securities as the same was not applicable to the Company.

20. SUBSIDIARY COMPANIES

Regulation 16(1)(c) of the Listing Regulations defines a “material subsidiary” to mean a subsidiary, whose income or net worth exceeds ten percent of the consolidated income or net worth respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. Under this definition, the Company did not have any unlisted material subsidiary, incorporated in India during the year under review.



The subsidiary of the Company functions independently with an adequately empowered Board of Directors and adequate resources. For more effective governance, the minutes of Board Meetings of subsidiary of the Company are placed before the Board of Directors of the Company for their review on quarterly basis. The Financial Statements of the subsidiary company are presented to the Audit Committee at every quarterly meeting. The Company has also complied with other requirements of Regulation 24 of the Listing Regulations with regard to Corporate Governance requirements for Subsidiary Companies.

The Listing Regulation mandates the appointment of at least one independent director of the listed parent company on the Board of unlisted material subsidiary companies in India. However, the Company did not have any unlisted material subsidiary, incorporated in India during the year under review, therefore no independent director was appointed on the Board of the subsidiary company.

21. DISCLOSURES

A) Materially Significant Related Party Transactions & Policy for the same:-

All transactions entered into with related parties under Regulation 23 of the Listing Regulations, during the year under review were on Arm's Length basis and in the ordinary course of Business. There are no materially significant related party transactions of the company which have potential conflict with the interest of the Company at large. Further, the particulars of transactions between the Company and its related parties in accordance with the Indian Accounting Standards (IND AS) are set out in Note No. 27 of Standalone Financial Statements forming part of the annual report.

Your Company has formulated a Policy on Materiality of and Dealing with Related Party Transactions which specify the manner of entering into related party transactions. This Policy has also been posted on the website of the Company and can be accessed through web link:
http://www.simranfarms.com/pdf/policy/related_party_transaction_policy.pdf

B) Vigil Mechanism/Whistle Blower Policy

In accordance with Regulation 22 of the Listing Regulations, the Company has formulated a Whistle Blower policy and has established a Vigil Mechanism for directors and employees to enable the Directors, employees and all stakeholders of the Company to report genuine concerns, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee. The Company affirms that no personnel have been denied access to the Audit Committee under Vigil Mechanism. Details of Whistle Blower Policy are provided in the Board's Report section of this Annual Report and which is also available on the Company's website and can be accessed at the web link:
http://www.simranfarms.com/pdf/policy/vigil_mechanism.pdf

C) Compliance with mandatory / Non-mandatory requirements:

Your Company has complied with all the applicable requirements of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and the Company has fulfilled the following non-mandatory requirements as prescribed in Regulation 27(1) read with Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a) Chairman is elected in Meeting.
- b) During the year under review, the Auditors have provided an unmodified audit opinion on the financial statements of the Company.
- c) Reporting of Internal Auditor: In accordance with the provisions of Section 138 of the Companies Act, 2013, the Company has appointed an Internal Auditor who reports to the Audit Committee. Quarterly internal audit reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary action.
- d) Shareholders' Rights: As the quarterly, half yearly, financial performance are published in the newspapers and are also posted on the Company's website, the same are not mailed to the shareholders.

**D) Policy for determining 'material' subsidiaries:-**

Your Company has formulated a Policy for Determining 'Material' Subsidiaries as defined in Regulation 16 of the Listing Regulations. This Policy has also been posted on the website of the Company and can be accessed through web-link:

<http://www.simranfarms.com/pdf/policy/Policy%20on%20Material%20Subsidiary.pdf>

E) Details of non-compliance by the Company, fine, and strictures imposed on the Company by Stock Exchange or SEBI, or any statutory authority, on any matter related to capital markets, during the last three years:

There has been no non-compliance by the Company and no penalty or strictures imposed on the Company by the stock exchange or SEBI or any statutory authority, on any matter related to capital markets during last three years.

F) Commodity Price Risk or Foreign Exchange Risk and Hedging activities:

Your Company does not deal in any commodity and hence is not directly exposed to any commodity price risk. Further, the Company has no foreign exchange exposure; hence hedging is not required.

G) Company had not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)**22. COMPLIANCE CERTIFICATE BY PRACTICING COMPANY SECRETARY**

The Company has obtained a certificate from Company Secretary in Practice pursuant to the provisions of Regulation 34(3) read with Schedule V Para C Clause (10)(i) of the SEBI (LODR) Regulations, 2015 which is annexed herewith.

23. SEXUAL HARASSMENT AT WORKPLACE:

The Company has formulated a Policy for Prevention of Sexual Harassment at Workplace to ensure prevention, prohibition and protection against sexual harassment. The policy provides the guidelines for reporting of such harassment and the procedure for resolution & redressal of the complaints of such nature.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:-

S. No.	Particulars	No. of Complaints
i)	Number of Complaints filed during the financial year	Nil
ii)	Number of Complaints disposed off during the financial year	Nil
iii)	Number of Complaints pending as at the end of financial year	Nil

24. FEES PAID TO STATUTORY AUDITOR:

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all the entities in the network firm/network entity of which the statutory auditor is a part, are as follows:

Type of Services	For Financial Year Ended 31.03.2020
Audit Fees (in Rs.)	6,50,000/-
Tax Fees (in Rs.)	-
Others (in Rs.)	-
Total	6,50,000/-



25. DISCLOSURE ON ACCEPTANCE OF RECOMMENDATIONS MADE BY COMMITTEES OF THE BOARD:

During the financial year under review, various recommendations were made by the Committees to the Board of Directors, which were all accepted by the Board, after necessary deliberations.

26. TRANSFER OF AMOUNTS/SHARES TO INVESTOR EDUCATION AND PROTECTION FUND:

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013 read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016, dividend / interest / refund of applications which remains unclaimed/unpaid for a period of 7 years is required to be transferred to IEPF. Further, the IEPF Rules mandate the companies to transfer all shares on which dividend remains unclaimed/unpaid for a period of 7 consecutive years to the demat account of the IEPF Authority.

Accordingly during the Financial Year 2019-20 unpaid/unclaimed dividends of Rs. 5,50,814/- relating to financial year 2011-12 were transferred to the Investor Education and Protection Fund and 149488 unclaimed equity shares in respect of which dividend for financial year 2011-12 had not been paid or claimed for seven consecutive years or more by shareholders, had been transferred to the designated demat account of the IEPF Authority. Further there are no remaining unclaimed shares due for transfer in IEPF.

The Members/claimants whose shares or unclaimed dividends get transferred to IEPF may claim the shares or apply for refund from the IEPF Authority by following the refund procedure as detailed on the website of IEPF Authority at www.iepf.gov.in/IEPF/refund.html.

27. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

The Company does not have any shares in the demat suspense account/unclaimed suspense account.

28. CODE OF CONDUCT

The Board of Directors has laid down the Code of Conduct for all the Board Members and members of the senior management. The Code is also placed on the Company's website at the below mentioned web-link-
http://www.simranfarms.com/pdf/policy/code_of_conduct.pdf

A certificate from the Managing Director, affirming compliance of the said Code by all the Board Members and members of the senior management to whom the Code is applicable, is annexed separately to this report. Further, the Directors and the Senior Management of the Company has submitted disclosure to the Board that they do not have any material financial and commercial transactions that may have a potential conflict with the interest of the Company at large.

29. MD & CFO CERTIFICATION

The Managing Director and the Chief Financial Officer of the Company gives annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) read with Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Copy of such certificate is annexed with this report.

The Managing Director and the Chief Financial Officer also give quarterly certification on financial results to the Board in terms of Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

30. CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained a certificate from the Statutory Auditors of the Company regarding compliance with the conditions of Corporate Governance as stipulated in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same is annexed with this report.

**31. OTHERS INFORMATION**

- Proceeds from public issues, right issues, preferential issues, etc. :- Not applicable
- The company has adopted a policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the SEBI (LODR) Regulations, 2015. The said policy is available on the website of the Company at following web link:
http://www.simranfarms.com/pdf/policy/material_disclosure.pdf
- The company has adopted the policy on preservation of documents in accordance with the Regulation 9 of the SEBI (LODR) Regulations, 2015. The documents preservation policy is available on the website of the company at following web link:
http://www.simranfarms.com/pdf/policy/doc_preserve.pdf

32. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**Compliance with the Code of Business Conduct and Ethics**

I Harender Singh Bhatia, Managing Director of Simran Farms Limited declare that all the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended on 31st March, 2020.

FOR SIMRAN FARMS LIMITED

Place: Indore
Date: 21st August, 2020

HARENDER SINGH BHATIA
Managing Director
DIN: 00509426



ANNEXURE TO GENERAL SHAREHOLDER INFORMATION

TABLE-1

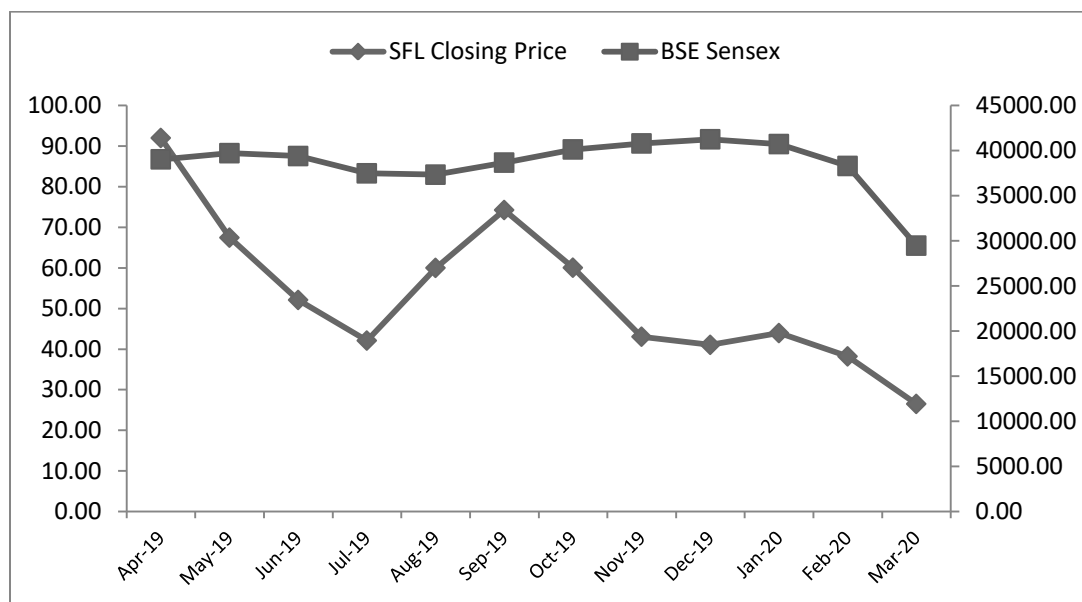
Market Price Data:

The monthly high and low quotations and volume of shares traded on Bombay Stock Exchange, Mumbai (BSE) for the period from **April, 2019 to March, 2020** is as follows:

(Price in Rs.)		
Month	High	Low
April 2019	105.00	61.10
May 2019	96.80	66.05
June 2019	75.00	49.25
July 2019	58.95	42.00
August 2019	71.95	40.25
September 2019	89.35	61.00
October 2019	75.00	54.10
November 2019	66.20	39.00
December 2019	45.35	38.50
January 2020	51.75	39.00
February 2020	44.70	36.05
March 2020	39.00	17.20

TABLE-2

Relative Performance of Share Price V/S. BSE Sensex:



**TABLE-3****Distribution of Shareholding as on March 31, 2020**

Category (Shares)	Number of Shareholders	%age of Total Shareholders	Shares	%age of Total Shares
Upto 100	1916	55.71	146982	3.88
101-200	574	16.69	107935	2.85
201-300	216	6.28	59923	1.58
301-400	103	3.00	39134	1.03
401-500	136	3.96	66788	1.76
501-1000	205	5.96	171854	4.53
1001-2000	126	3.66	188580	4.97
2001-3000	44	1.28	111156	2.93
3001-4000	30	0.87	108291	2.86
4001-5000	18	0.52	83509	2.20
5001-10000	32	0.93	238137	6.28
10000-Above	39	1.14	2469411	65.13
Total	3439	100.00	3791700	100.00

TABLE-4**Shareholding Pattern as at March 31, 2020**

S. No.	Category	No. of Shareholders	No. of Share held	Percentage of Shareholding
(A) Promoter and Promoter Group				
1)	Indian			
A	Individual/Hindu Undivided Family	19	1382043	36.45
B	Central Govt./State Govt.	-	-	-
C	Financial Institutions/Banks	-	-	-
D	Any Other (Specify)			
	Body Corporate	1	32900	0.87
	Sub Total (1)	20	1414943	37.32
2)	Foreign			
A	Individuals (Non Resident Individuals / Foreign Individuals)	-	-	-
B	Government	-	-	-
C	Institutions	-	-	-
D	Foreign Portfolio Investor	-	-	-
E	Any Other (Specify)	-	-	-
	Sub-Total (2)	0	0	0.00
	TOTAL (A) (1+2)	20	1414943	37.32



S. No.	Category	No. of Share-holders	No. of Share held	Percentage of Share-holding
(B) Public Shareholding				
1)	Institutions			
A	Mutual Funds	-	-	-
B	Venture Capital Funds	-	-	-
C	Alternate Investment Funds	-	-	-
D	Foreign Venture Capital Investors	-	-	-
E	Foreign Portfolio Investors	-	-	-
F	Financial Institutions / Banks	-	-	-
G	Insurance Companies	-	-	-
H	Provident Funds / Pension Funds	-	-	-
I	Any Other (Specify)	-	-	-
	Sub-total (1)	0	0	0.00
2)	Central Govt/State Govt(s)/President Of India	-	-	-
	Sub-total (2)	0	0	0.00
3)	Non- Institutions			
A	Individuals - I. Individual Shareholders holding nominal share capital up to Rs. 2 lakhs	3319	1355066	35.74
B	Individuals - II. Individual Shareholders holding nominal share capital in excess of Rs. 2 lakhs	8	295277	7.79
C	NBFCs Registered with RBI	-	-	-
D	Employee Trusts	-	-	-
E	Overseas Depositories (holding DRs) (Balancing figure)			
F	Any Other (Specify)			
	Body Corporate	37	148847	3.92
	NRI & OCB	39	54236	1.43
	Clearing Member	15	9176	0.24
	Any Other (IEPF)	1	514155	13.56
	Sub-total (3)	3419	2376757	62.68
	Total (B) (1+2+3)	3419	2376757	62.68
	Grand Total (A+B)	3439	3791700	100.00



**MD & CFO CERTIFICATION UNDER REGULATION 17(8) READ WITH PART B OF SCHEDULE II OF
SEBI (LODR) REGULATIONS, 2015**

To,
The Board of Directors,
Simran Farms Limited

COMPLIANCE CERTIFICATE

We hereby certify to the Board of Directors of **SIMRAN FARMS LIMITED** that:

- A. We have reviewed the financial statements prepared based on Indian Accounting Standards for the financial year ended on March 31, 2020 and that to the best of our knowledge and belief, we state that:
- 1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - 2) these statements together present a true and fair view of the Company's affairs and are in compliance with applicable Indian Accounting Standards and laws and regulations.
 - 3) no transactions entered into by the Company during the year ended March 31, 2020 which are fraudulent, illegal or violate the Company's code of conduct.
- B. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- C. We have indicated to the auditors and the Audit Committee about:
- 1) significant changes, if any, in internal control over financial reporting during the year;
 - 2) significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - 3) that there were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For, SIMRAN FARMS LIMITED

Place: Indore
Date: 15th July 2020

HARENDER SINGH BHATIA
(Managing Director)
DIN: 00509426

MAHESH PATIDAR
(Chief Financial Officer)



AUDITOR'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of **SIMRAN FARMS LIMITED**

We have examined the compliance of conditions of Corporate Governance by **SIMRAN FARMS LIMITED** ('the Company'), for the year ended 31st March, 2020, as stipulated in Regulations 17, 17A, 18, 19, 20, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

We have examined the relevant records of the Company in accordance with the Generally Accepted Auditing Standards in India, to the extent relevant, and as per the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India.

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 J. C. BAHETI & ASSOCIATES,
Chartered Accountants
FRN: 003390C**

**Date: 21st August, 2020
Place: Indore**

**J.C. BAHETI
(PROPRIETOR)
M. No. 072585
UDIN: 20072585AAAABB5963**



CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

(In terms of Regulation 34(3) read with Schedule V Para C(10)(i) to the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members
SIMRAN FARMS LIMITED

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SIMRAN FARMS LIMITED** having CIN:L01222MP1984PLC002627 and having registered office at 1-B, Vikas Rekha Complex, Khatiwala Tank, Indore (M.P.) 452001 IN (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 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.

S. No.	Name of Director	DIN	Date of Appointment in Company
1	Mr. Harender Singh Bhatia	00509426	26/10/1984
2	Mr. KawaljeetSinghBhatia	00401827	01/10/2008
3	Mr. Gurdeep Singh Bhatia	00401929	10/11/1988
4	Dr. Surendra Singh	00645965	15/04/1994
5	Mr. Surjit Singh Kohli	00701320	16/07/2018
6	Mrs. Jasmeet Kaur Bhatia	06949992	14/08/2014

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For L.N.Joshi & Co.,
Company Secretaries,**

**L.N.Joshi
Proprietor
Membership No. F 5201
Certificate of Practice No. 4216
UDIN: F005201B000601258**

**Dated: 21st August, 2020
Place: Indor**



INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL STATEMENTS

TO THE MEMBERS OF SIMRAN FARMS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Simran Farms Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, notes to the standalone financial statement and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements 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. We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the Standalone Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Standalone Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Standalone Financial Statements.

S. No.	Key Audit Matters	How our audit addressed the key audit matter
A	<p>Cost of Material Consumed</p> <p>We identified cost of material consumed as key audit matter for the company because there is an increase of nearly in the amount for cost of material consumed whereas sales have declined significantly as compared to previous year. The cost of material consumed covers major portion of total cost.</p>	<p>Our audit procedures included and were not limited to the following:</p> <ul style="list-style-type: none"> We obtained and reviewed the management impact assessment on account of increase in cost of inputs, including judgment and estimates applied in determining the areas of impact. Due to COVID-19 Pandemic we were unable to perform physical verification of inventories at year end. We performed alternative audit procedures to audit existence of inventories.

	Accordingly same has been considered as a key audit matter.	<ul style="list-style-type: none"> • We conducted a comparative analysis year on year, quarter to quarter, of the materials involved viz-a-viz the quantity consumed and the rates at which the materials were procured. • Performed subsequent event procedures upto the date of audit report. • Due to outbreak of COVID-19 pandemic resulted in severe disruption of economic activities throughout the globe, including India. For the poultry industry, from the last week of January, 2020 false propaganda and rumors about corona virus infection by consuming chicken, which have adversely affected the prices realizations from poultry products. Due to this temporary outbreak and abnormal fluctuations, it was practically inexpedient to reliably ascertain the net realizable value of the inventories as on 31/03/2020. The valuation of inventories are done as per 'IND-AS 2 Inventories', for more reliable estimation the NRV is calculated based on the weighted average price as calculated after 'Unlock 1'.
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Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 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 financial statements.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Other Matter**

Due to COVID-19 related lock-down, we were not able to participate in the physical verification of inventory at the year end. Consequently, we have performed alternative procedures to audit the existence of inventory as per the guidance provided in SA 501 "Audit Evidence-Specific Considerations for Selected Items" and have obtained sufficient appropriate audit evidence to issue our unmodified opinion on these Standalone Financial Results. Our opinion is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to 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 purpose of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income and the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards (IND AS) specified under section 133 of the Act and rules made there under, as applicable;
- e) On the basis of written representations received from management as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact on its financial position in its standalone financial statements;
 - ii. The company did not have any long term contracts including derivative contracts for which there were any foreseeable losses.
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For J.C. Baheti & Associates
Chartered Accountants
Registration Number: 03390C

Date: 15/07/2020
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 20072585AAAAA08709



ANNEXURE A
To the Independent Auditors' Report on
Standalone Financial Statements of Simran Farms Limited
 (Referred to our report of even date)

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the Standalone financial statements for the year ended March 31, 2020, we report that:

- i. In respect of fixed assets
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets have been physically verified during the year by the management under a regular programme of verification by rotation over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed.
 - c) Based on audit procedures performed by us for the purpose of reporting the true and fair view of the standalone financial statements of the Company and based on records produced to us and according to information and explanations provided by the management, the title deeds of immovable properties forming part of the fixed asset are held in the name of the Company.
- ii. As explained to us, the management has conducted physical verification of its inventory during the year. In our opinion, having regard to the size of the Company and nature of its business, the frequency of verification is reasonable. Based on records produced to us, discrepancies noticed on verification between the physical stocks and the book records were not material and were properly dealt with in the books of account.
- iii. In respect of loan granted:
 The company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the company has not advanced any loans, made investments, gave guarantees, and provided security prescribed in provisions of section 185 and 186 of the companies Act, 2013.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public within the meaning of the provisions of sections 73 to 76 or any relevant provisions of the Companies Act, 2013 and the rules framed there under.
- vi. The maintenance of cost records has not been specified by the central government under the section 148(1) of the Companies Act, 2013 for the business activities carried out by the company. Thus reporting under clause 3(vi) of the order is not applicable to the company.
- vii. In respect of statutory dues:
 - a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, GST, cess and other statutory dues applicable to it. As per the records of the Company, as at March 31, 2020, the Company does not have any undisputed statutory dues which are outstanding for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us and on the basis of examination of records of the company there is no dispute in respect of income tax or sales tax or service tax or value added tax or GST or any other cess.
- viii. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to a financial institution or bank.
- ix. On the basis of overall examination of the Balance Sheet of the Company and according to the information and explanations provided to us, we report that monies raised by way of term loans were applied for the purposes for which those were raised. The Company did not raise any money by way of initial public offer or further public offer (including debt instrument).
- x. To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees was noticed or reported during the year.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.



- xii. In our opinion, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order are not applicable.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934.

For J.C. Baheti & Associates
Chartered Accountants
Registration Number: 03390C

Date: 15/07/2020
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 20072585AAAAA08709

ANNEXURE B

To the Independent Auditors' Report on Standalone Financial Statements of Simran Farms Limited (Referred to our report of even date)

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

We have audited the internal financial controls over financial reporting of Simran Farms Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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



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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

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, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For J.C. Baheti & Associates
Chartered Accountants
Registration Number: 03390C

Date: 15/07/2020
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 20072585AAAAA08709



STANDALONE BALANCE SHEET
AS AT 31ST MARCH, 2020
CIN: L01222MP1984PLC002627

(Rs . In Lakhs)

	Particulars	Note	As at March 31 st , 2020	As at March 31 st , 2019
A	ASSETS			
1	Non current assets			
	(a) Property, plant and equipment	2	2049.51	2071.54
	(b) Capital work in progress			
	(c) Financial Assets			
	(i) Investment	3	131.54	131.54
	(ii) Loans	4	22.63	22.35
	(d) Deffered tax asset	13	695.37	-
	Total non current assets		2899.05	2225.43
2	Current assets			
	(a) Inventories	5	3888.21	4744.25
	(b) Financial Assets			
	(i) Trade receivables	6	989.22	977.95
	(ii) Cash and cash equivalents	7	1150.12	2021.71
	(iii) Loans	8	160.10	173.06
	(c) Other current assets	9	72.16	178.48
	Total current assets		6259.81	8095.45
	TOTAL ASSETS		9158.86	10320.88
B	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share capital	10	379.17	379.17
	(b) Other equity		(0.04)	2170.02
	Total equity		379.13	2549.19
2	Liabilities			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	11	190.44	152.44
	(b) Provisions	12	59.16	27.74
	(c) Deferred tax liabilities (net)	13	-	82.74
	Total non current liabilities		249.60	262.92
3	Current liabilities			
	(a) Financial liabilities			
	(a) Borrowings	14	2756.48	2764.61
	(b) Trade payables	15		
	Total outstanding dues of MSME		168.24	189.13
	Total outstanding dues of other than MSME		5281.00	4063.18
	(c) Other Financial Liabilities	17	126.92	102.17
	(b) Provisions	16	108.29	100.57
	(c) Other current liabilities	17	89.20	289.11
	Total current liabilities		8530.13	7508.77
	TOTAL - EQUITY AND LIABILITIES		9158.86	10320.88
	Summary of Significant Accounting Policies	1		
	See accompanying Notes to the Financial Statements	2-31		

In terms of our report attached.

FOR J.C. BAHETI & ASSOCIATES
Chartered Accountants
FRN NO. 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date :15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M.No. 34769)



STANDALONE STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2020
CIN: L01222MP1984PLC002627

(Rs. In Lakhs Except EPS)

Particulars	Note	31-Mar-2020	31-Mar-2019
Income			
Revenue from operation Sales (Net)		28112.42	31991.82
Other income	18	26.29	4.88
Total revenue		28138.71	31996.70
Expenses			
(a) Cost of materials consumed	19	25194.22	24994.78
(b) Farm expenses	20	2648.71	2963.32
(c) Hatchery expenses	21	342.78	349.26
(d) Administrative expenses	22	382.80	432.26
(e) Selling & distribution expenses	23	895.77	1005.39
(f) Employee benefits expense	24	1272.28	1243.53
(g) Finance costs	25	119.54	187.16
(h) Depreciation	2	209.50	209.85
Total expenses		31065.60	31385.55
Profit / (Loss) before exceptional items & tax		(2926.89)	611.15
Exceptional items- Loss Due to Theft		-	2.65
Profit / (Loss) before tax		(2926.89)	608.50
Tax expense:			
Less:- (a) Current tax		-	189.88
Add/Less (b) Deferred tax assets/ Liabilities	13	(772.58)	14.93
Profit / (Loss) for the year		(2154.31)	403.69
Other comprehensive income			
Item that will not be reclassified to profit & loss:			
Re-measurement of the value of Defined Benefit Plans		(21.28)	(2.13)
Less:- Income Tax relating to items that will not be reclassified to Profit and Loss		(5.53)	(0.71)
Other Comprehensive income		(15.75)	(1.42)
Total comprehensive income for the year		(2170.06)	402.27
Earnings per share (of Rs. 10/- each)			
Basic and diluted		(56.82)	10.65
Summary of Significant accounting policies.	1		
See accompanying Notes to the Financial Statements	2-31		

In terms of our report attached.

FOR J.C. BAHETI & ASSOCIATES

Chartered Accountants

FRN NO. 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date :15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M.No. 34769)



**STANDALONE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2020
CIN: L01222MP1984PLC002627**

	(Rs. In Lakhs)	
Particulars	As at 31.03.2020	As at 31.03.2019
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEM	(2,926.89)	608.50
Adjustment To Reconcile Profit Before Tax To Cash Generated By Operating Activities		
Non Cash Items:		
Depreciation	209.50	209.85
Provision For Employee Benefits	18.52	22.42
Non Operating Items:		
Interest Paid	22.17	26.84
Profit On Sale Of Assets	(2.98)	1.13
Operating Profit Before Working Capital Change	(2,679.68)	868.74
Inventories	856.04	800.03
Trade Receivable	(11.27)	(97.07)
Loans	12.96	(10.94)
Provisions	7.72	5.69
Other Current Assets	(2.57)	(0.76)
Borrowings	(8.13)	(529.25)
Trade Payable	1,196.93	819.50
Other financial Liabilities	24.75	-
Other Current Liabilities	(10.02)	(14.53)
Gratuity and Leave Enchashement	(8.38)	(78.82)
Operating Profit After Working Capital Change	(621.65)	1,762.59
Income Tax Paid	(80.99)	(160.00)
Net Cash Flow From Operating Activities (A)	(702.64)	1,602.59
(B) CASH FLOW FROM INVESTING ACTIVITY		
Sale Of Fixed Asset	22.56	5.28
Purchase Of Fixed Asset	(207.06)	(111.13)
Outflow From Loans & Advances	(0.28)	(0.27)
Net Cash Flow From Investing Activity (B)	(184.78)	(106.12)
(C) CASH FLOW FROM FINANCING ACTIVITY		
Cash Received From Borrowings	38.00	67.14
Repayment of Borrowings	-	-
Interest Paid	(22.17)	(26.84)
Net Cash Flow From Financing Activity (C)	15.83	40.30
NET INCREASE IN CASH & CASH EQUIVALENT (A+B+C)	(871.59)	1,536.76
Cash & Cash Equivalent At The Beginning Of Period	2,021.71	484.94
Cash & Cash Equivalent At The End Of Period	1,150.12	2,021.71

In terms of our report attached.

For J.C. BAHETI & ASSOCIATES

Chartered Accountants

Registration Number: 03390C

**J.C. BAHETI
PROPRIETOR**

M. No.: 072585

Place: Indore

Date : 15th July, 2020

H.S. Bhatia
Managing Director
DIN 00509426

Mahesh Patidar
Chief Financial Officer

G.S. Bhatia
Director
DIN 00401929

Tanu Parmar
Company Secretary
(M. No. 34769)



STANDALONE STATEMENT OF CHANGES IN EQUITY

AS AT 31 March 2020

CIN: L01222MP1984PLC002627

A. EQUITY SHARE CAPITAL

	(Rs. In Lakhs)		
Equity share of Rupees 10/- each	Balance at the beginning of the year	Changes during the year	Balance at the end of the year
2019-20	379.17	-	379.17
2018-19	379.17	-	379.17

B. OTHER EQUITY

Particulars	General Reserve	Securities Premium	Utilised investment allowance reserve	Retained earnings	Other Comprehensive Income	Total
2019-20						
Balance at the beginning of the year	217.18	169.59	0.54	1783.03	-0.32	2170.02
Prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance	217.18	169.59	0.54	1783.03	-0.32	2170.02
Profit for the year	0.00	0.00	0.00	-2154.31	0.00	-2154.31
Measurement of DBO	0.00	0.00	0.00	0.00	-15.75	-15.75
Total	217.18	169.59	0.54	-371.28	-16.07	-0.04
2018-19						
Balance at the beginning of the year	217.18	169.59	0.54	1379.35	1.10	1767.76
Prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance	217.18	169.59	0.54	1379.35	1.10	1767.76
Profit for the year	0.00	0.00	0.00	403.69	0.00	403.69
Measurement of DBO	0.00	0.00	0.00	0.00	-1.42	-1.42
Total	217.18	169.59	0.54	1783.03	-0.32	2170.02

In terms of our report attached.

For J.C. BAHETI & ASSOCIATES

Chartered Accountants

Registration Number: 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2020

1.1 CORPORATE INFORMATION

Simran Farms Limited ("the Company") is a listed public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The registered office of the company is located at 1-B, Vikas Rekha Complex, Khatiwala Tank, Indore, Madhya Pradesh, 452001.

The Company is engaged in the business of integrated poultry and poultry products. It is mainly focused on integration/contract farming with poultry farmers and consolidation of poultry activities and has also arranged its own manufacturing set-up for production of poultry feeds. Further, its breeding and integration farms have scientific rearing and balanced nutrition management for each bird.

1.2 BASIS OF PREPARATION

COMPLIANCE WITH IND-AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

CURRENT / NON-CURRENT CLASSIFICATION

All assets and liabilities have been classified and disclosed as current or non-current as per the Company's normal operating cycle and other criteria set out in division II of Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current or non-current classification of assets and liabilities.

BASIS OF MEASUREMENT

The financial statements have been prepared on a historical cost basis, except for the assets and liabilities that require measurement at fair value in accordance with Ind AS. The financial statements are presented in Indian Rupees and all values are rounded to the nearest lakhs (INR 00,000), except otherwise indicated.

1.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Key accounting estimates and judgments

The preparation and presentation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and reported amounts of revenues and expenses during the period.

Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Accounting estimates could change from period to period. Any revision to accounting estimates is recognized prospectively in the current and future periods, and if material, their effects are disclosed in the financial statements. Actual results could differ from the estimates. Any difference between the actual results and estimates are recognized in the period in which the results are known/materialize.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- I. Measurement of defined benefit obligations
- II. Measurement and likelihood of occurrence of contingencies
- III. Recognition of deferred tax assets



b. Inventories

Inventories are valued at lower of cost and net realizable value (except as otherwise stated) on an item-by-item basis, as under

Raw materials, packing materials, stores and spares: Cost of inventory comprises all costs of purchase, duties and taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition. Raw materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a first-in first-out formula.

Work-in-progress and finished goods: Cost includes direct materials and costs of conversion in the form of labour and a systematic allocation of fixed and variable production overheads. It also includes other costs which are incurred in bringing the inventories to their present location and condition. The allocation of fixed production overheads is based on normal capacity of production. Cost is determined on a weighted average/first-in first-out formula. Realizable value of pre-determined normal rate of scrap is deducted from the cost of inventories. However, cost of inventories neither include abnormal amounts of wasted material nor any scrap realizations there from.

By products and scrap are recognized at their net realizable value.

Stock-in-trade: Cost includes cost of purchases, duties and taxes (other than those subsequently recoverable from authorities) and other costs which are incurred in bringing the inventories to their present location and condition. Cost is determined on a first-in first-out formula.

Parent Birds are treated as part of Inventories as per IND AS 2 – Inventories since entity get its benefit for less than twelve months and are sold as commercial bird after losing its fertility.

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

Cost of agricultural produce is deemed to be the fair value on the date of rise.

Cost of finished goods and work-in-progress include cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

c. Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

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

Deferred tax

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

Deferred tax liabilities are recognized for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognized 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 utilized, except when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is



not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

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

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

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

d. Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, if any. Cost comprises of purchase price net of trade discounts and rebates, non-refundable duties and taxes, any directly attributable cost of bringing the asset to its working condition for its intended use. Cost also includes borrowing cost directly attributable to acquisition/ construction of a qualifying asset up to the date the asset is ready for its intended use. Subsequent expenditure on fixed assets is capitalized only if such expenditure results into an increase in the future benefits from such asset beyond its previously assessed standard of performance.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognized.

Capital work-in-progress comprises the cost of property, plant and equipment that are yet not ready for their intended use at the balance sheet date. The depreciable amount of a depreciable fixed asset is allocated on a systematic basis to each accounting period over the useful life of the asset. Management's estimate of useful life, which is duly supported by technical evidence, is as stipulated in Schedule II to the Companies Act, 2013. The useful life is for the whole of the asset, except where cost of a part of the asset is significant to total cost of the asset and useful life of that part is different from the useful life of the remaining asset, useful life of that significant part ("component") is determined separately and the depreciable amount of the said component is depreciated is allocated on a systematic basis to each accounting period during the useful life of the asset.

In arriving at the depreciable amount, residual value in case of certain assets are considered to be more than 5% of the original cost, this estimate of residual value is duly supported by technical advice. Depreciation on assets acquired during the year is calculated on a pro-rata basis from the date of addition. Similarly, depreciation on assets sold, discarded, demolished or destroyed during the year is also calculated on a pro rata basis up to the date on which such asset has been sold, discarded, demolished or destroyed. Depreciable assets costing up to Rupees 5,000/- are depreciated fully in the year of acquisition. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

e. Leases

IND-AS 116 "Leases" is mandatory for the accounting period commencing on and from 1st April 2019, and has replaced the existing IND-AS 17 relating to leases. We have applied the modified retrospective approach, for which no significant adjustments were required to be made to the retained earnings as at 1st April 2019. However, no material leases has been recognized for the year ending March 31, 2020.



f. Employee benefits

Short term employee benefits

All employee benefits which fall due wholly within twelve months after the end of the period in which employee renders the related service are classified as short-term employee benefits. Undiscounted value of short term benefits such as salaries, wages, bonus and ex-gratia are recognized in the period in which the employee renders the related service.

Defined Contribution Plans:

The Company's Employee's Provident Fund scheme, Employee's State Insurance Scheme and Employee's Superannuation Scheme are defined contribution plans. The Company's contribution payable under the schemes is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plan Gratuity

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The defined benefit plan surplus or deficit on the balance sheet comprises the total for each of the fair value of plan assets less the present value of the defined liabilities. The cost of providing benefits under the defined benefit plan is determined based on independent actuarial valuation using the projected unit credit method. The gratuity liability is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, is based on the market yield on government securities as at the balance sheet date.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

The date of the plan amendment or curtailment, and

The date that the Group recognizes related restructuring cost

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

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

Other long term employee benefits:

Entitlement to annual leave is recognized when they accrue to employees. Annual leave can either be availed or en-cashed subject to a restriction on the maximum number of accumulation of leaves. The liability is determined and provided during the year.

g. Earnings Per Share

Earnings per share (EPS) is calculated by dividing the net profit for the year attributable to the equity shareholders by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and weighted average number of shares outstanding during the period is adjusted for the effects of all diluted potential equity shares.

h. Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset maybe impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an

asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

i. Provisions

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

j. Revenue recognition

Revenue is measured at the fair value of consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade discount or rebates. The Company recognizes revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company.

Revenue from Sale of goods

Revenues from sales of goods are recognized upon transfer of control of promised goods to customer, which are generally on dispatch of goods and the customer has accepted the products in accordance with the agreed terms. There is no continuing managerial involvement with the goods and the Company retains no effective control of goods transferred to a degree usually associated with ownership. Revenue from sales of goods is based on the price quoted in the market or price specified in the sales contracts.

k. Other Income

Other Income is comprised primarily of interest income, Rearing charges. Interest income is recognized on accrual basis. Rearing charges are recognized when right to receive is established.

l. Investments and other financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortized cost

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit and loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

Measurement

All financial assets are recognized initially at fair value. In the case of financial assets not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset are included in the value of financial assets. Transaction costs of financial assets carried at fair value through profit or loss are charged in Statement of Profit and Loss.

Derecognition of financial assets

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flows from the financial asset or



- Retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Company has not transferred substantially all risks and reward of ownership of financial asset, the financial asset is not derecognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

m. Borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as the effective interest rate amortization process.

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



Notes to Standalone Financial Statements for the Year Ended 31st March 2020
Note- 2 Property Plant & Equipment

Fixed Assets	Gross Block				Accumulated Depreciation					(Rs. In Lakhs)	
	Balance as at April 1st 2019	Additions During the Period	Sales/ Deduction	Balance as at 31st March 2020	Balance as at April 1st 2019	Deprecia tion for the Period	Adjusted Depreciation due to differences	Deduction during the Period	Balance as at 31st March 2020	Balance as at 31st March 2019	Balance as at 31st March 2020
Tangible Assets											
Land	500.61	-	-	500.61	-	-	-	-	-	500.61	500.61
Buildings (Factory)	650.12	6.80	-	656.92	321.32	19.66	-	-	340.98	328.80	315.94
Buildings (Office & Staff)	85.47	-	-	85.47	18.93	1.87	-	-	20.80	66.54	64.67
Building Hatcheries	151.44	-	-	151.44	17.47	4.80	-	-	22.27	133.96	129.17
Poultry Equipment	947.65	39.12	-	986.78	589.60	41.46	-	-	631.07	358.05	355.71
Hatcheri Equipment	102.42	66.24	-	168.66	22.76	7.18	-	-	29.93	79.66	138.72
Feed Mill Equipment	60.15	0.54	-	60.68	16.88	3.79	-	-	20.66	43.27	40.02
Computer Equipment	82.36	5.33	-	87.69	76.60	2.23	-	-	78.83	5.75	8.85
Office equipment	97.83	4.91	-	102.73	79.44	5.66	-	-	85.10	18.38	17.63
Furniture and Fixtures	92.77	-	-	92.77	67.89	4.83	-	-	72.73	24.88	20.04
Motor Car	325.21	83.04	77.50	330.75	179.10	36.50	-	57.92	157.68	146.11	173.07
Eicher Trucks	629.51	-	-	629.51	327.03	69.69	-	-	396.71	302.48	232.79
Electrical Installation	121.04	-	-	121.04	73.94	8.09	-	-	82.03	47.10	39.01
Tubewell & Land Development	52.29	1.09	-	53.37	43.71	2.39	-	-	46.10	8.58	7.28
Vehicles	18.59	-	-	18.59	11.24	1.36	-	-	12.60	7.35	5.99
Total	3917.45	207.06	77.50	4047.01	1845.91	209.50	-	57.92	1997.50	2071.54	2049.51
Previous Year	3816.32	111.13	10.00	3917.45	1639.72	209.85	-	3.67	1845.91	2176.60	2071.54



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
3	Investments		
	Simran Hatcheries Private Limited	11.89	11.89
	Puregene Biotech Limited (subsidiary)	119.65	119.65
	Total Investments	131.54	131.54

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
4	Loans		
	(Unsecured Considered goods)		
	Electricity Security Deposit	18.27	17.82
	Others Deposits	4.36	4.53
	Total Loans	22.63	22.35

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
5	Inventories		
	(a) Raw materials		
	a) Parent Birds	901.86	881.09
	b) Feed & Medicines	2069.06	2395.41
	c) Commercial Chicks	708.58	1256.70
	d) Hatching Eggs	208.71	211.05
	Total Inventories	3888.21	4744.25

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
6	Trade Receivables		
	(Unsecured considered goods)		
	Trade Receivables	989.22	977.95
	Total Trade Receivables	989.22	977.95
	All balances of Sundry Debtors are subject to confirmation.		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
7	Cash And Cash Equivalents		
	(a) Cash in hand	144.14	221.14
	(b) Balance with banks		
	(i) In current accounts		
	ICICI Bank Indore -255	1004.27	1014.90
	ICICI Bank Indore Dhulia	1.22	11.22
	ICICI Bank Indore Anand	0.00	18.43
	Punjab national bank Raipur	0.40	750.40
	Punjab national bank Indore	0.09	0.09
	(ii) Unclaimed dividends		
	Axis bank	-	5.54
	Total Cash And Cash Equivalents	1150.12	2021.71



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
8	Loans		
	(Unsecured Considered goods)		
	Advances to employees	4.16	6.49
	Advances recoverable in cash or in kind or for value to be received	155.94	166.57
	Total Loans	160.10	173.06

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
9	Other Current Assets		
	Advance income tax	50.00	160.00
	Prepaid expenses	12.84	12.53
	Advances recoverable in cash or in kind or for value to be received	9.32	5.95
	Total Other Current Assets	72.16	178.48

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020		31-Mar-2019	
10	Equity Share Capital				
	a) Authorized				
	60,00,000 Equity Shares of Rs. 10/- each	600.00		600.00	
	b) Issued, Subscribed and Paid up				
	37,91,700 Equity Shares of Rs. 10/- each	379.17		379.17	
A. Reconciliation of the number of Shares Outstanding					
	Equity Shares	31-Mar-2020		31-Mar-2019	
		Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
	At the beginning of the year	37,91,700	379.17	37,91,700	379.17
	Movements for the year	-	-	-	-
	Outstanding at the end of the year	37,91,700	379.17	37,91,700	379.17
B. The details of shareholders holding more than 5 % shares :-					
	Name of Shareholder	31-Mar-2020		31-Mar-2019	
		No. of shares	% Held	No. of shares	% Held
	Investors Education and Protection Fund Authority, Ministry of Corporate Affairs.	514155	13.56%	366922	9.68%
	Harender Singh Bhatia (HUF)	251700	6.64%	251700	6.64%
	Amarjeet Singh Bhatia (HUF)	195800	5.16%	195800	5.16%



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020**

OTHER EQUITY (Ref: Statement of Changes in Equity)

Nature and Purpose of Reserves

General Reserve

General reserve is created by the Company by appropriating the balance of Retained Earnings. It is a free reserve which can be used for meeting the future contingencies, creating working capital for business operations, strengthening the financial position of the Company etc.

Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013

Investment Allowance Reserve

Investment Allowance Reserve is created due to tax incentive to encourage investment in plant and machinery. It is used as deduction while computing business income under the Income Tax Act, 1961.

Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(Rs. in Lakhs)			
Note	Particulars	31-Mar-2020	31-Mar-2019
11	Borrowings		
	Non-current Interest bearing loans and borrowings		
	Secured Loans From banks:		
	Vehicle Loans (First Charge on Trucks and Cars)	65.78	26.36
	Unsecured Loans from Director	124.66	126.08
	Total Borrowings	190.44	152.44
Note: Effective Interest Rate and Maturity details of above mentioned borrowings -			
(Rs. in Lakhs)			
Particulars	As on 31-03-2020	Maturity	Interest Rate
i. From Banks			
ICICI Bank	8.72	2022-23	9.25% p.a.
Union Bank of India	43.78	2022-23	8.60% p.a.
Kotak Mahindra Bank	13.28	2022-23	7.92% p.a.
Total	65.78		
i. From Directors			
Unsecured Loans	124.66	2022-23	12.00% p.a.
Total Borrowings	124.66		

(Rs. in Lakhs)			
Note	Particulars	31-Mar-2020	31-Mar-2019
12	Provisions		
	(a) Provision for employee benefits		
	Gratuity (funded)	41.54	9.94
	Leave Encashment (unfunded)	17.62	17.80
	Total Provisions	59.16	27.74



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
13(a)	Current Tax		
	Current Tax Expense	-	189.88
	Deferred Tax Benefit		
	MAT		
	Others (Net)	-	14.93
	Total Income Tax expense recognised in Current Year	-	204.81
	Profit Before Income Tax	-	608.50
	Indian Statutory Income Tax Rate	26.00%	33.38%
	Expected Income Tax Expense	-	203.14
	Tax Effects of adjustments to reconcile expected income tax expense to reported tax expense:		
	Tax Effect of IND AS Adoption	-	-
	Tax adjustment for prior period current tax	-	-
	Tax Effect of non deductible expenses	-	79.87
	Tax adjustment due to carry forward & set off of prior period losses & Depreciation	-	-
	Tax Effect of MAT Provisions of Income Tax Act, 1961	-	-
	Others (net)*	-	(93.13)
	Total Income Tax Expense	-	189.88
	* Others mainly includes tax effect of expenses allowed for tax purposes as well as effect of temporary differences.		

13(b) Deferred Tax

(Rs. in Lakhs)

31st March 2019				
Particular	DTA/DTL	Opening Balance	Debit/(credit) in P&L During the year	Closing balance
PROPERTY PLANT & EQUIPMENT	DTL	94.98	(2.99)	91.99
GRATUITY	DTA	18.38	15.07	3.31
LEAVE ENCASHMENT	DTA	8.09	2.15	5.94
Totals	DTL (Net)	68.52	14.22	82.74

31st March 2020				
Particular	DTA/DTL	Opening Balance	Debit/(credit) in P&L During the year	Closing balance
PROPERTY PLANT & EQUIPMENT	DTL	91.99	(25.59)	66.40
GRATUITY	DTA	3.31	(7.49)	10.80
LEAVE ENCASHMENT	DTA	5.94	1.36	4.58
CARRY FORWARD BUSINESS LOSS	DTA	-	(697.98)	697.98
CARRY FORWARD UNABSORBED DEPRECIATION	DTA	-	(48.41)	48.41
Totals	DTA (Net)	82.74	(778.11)	695.37



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
14	Borrowing		
	Secured Loans:		
	Punjab National Bank (cash credit) Raipur	2264.40	2500.16
	Punjab National Bank (cash credit) Indore	477.08	249.45
	Unsecured Loans:		
	Demand Loan From Directors	15.00	15.00
	Total Borrowing	2756.48	2764.61
	Note: The cash credit facility has been secured by hypothecation of book debts stock and first charge over fixed assets of the company & personal guarantee of directors.		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
15	Trade Payables		
	Micro Small and Medium Enterprises	168.24	189.13
	Others	5281.00	4063.18
	Total Trade Payables	5449.24	4252.31
	All Balances of Sundry Creditors are subject to confirmation. There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31,2020 for which disclosure requirements under Micro, small and Medium Enterprises Development Act, 2006 as applicable		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
16	Provisions		
	Salary payable	70.17	66.39
	Bonus payable	32.43	29.60
	Contribution to PF (Employees)	5.69	4.58
	Total Provisions	108.29	100.57

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
17	Other Current Liabilities		
	Financial Liabilities		
	Vehicle Loans (First Charge on Trucks and Cars)	20.39	33.95
	Others Payable	106.53	62.69
	Unclaimed Dividends	0.00	5.54
	Total Financial Liabilities	126.92	102.17
	Others		
	Advances from Customers	34.65	46.47
	Professional Tax (Staff)	0.84	0.35
	Income Tax Payable	0.00	189.88
	TDS Payable	12.41	13.56
	Others Payable	41.30	38.85
	Total Other Current Liabilities	89.20	289.11



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020**

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
18	Other Income		
	Rearing charges (Income)	7.43	3.50
	Transportation Charges (Income)	10.26	0.00
	Interest received MPEB/FD/others	5.62	1.38
	Profit on sale of fixed assets	2.98	0.00
	Total Other Income	26.29	4.88

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
19	Cost Of Material Consumed		
	Opening Stock	4744.25	5544.27
	Add:- Purchases		
	Feed & Medicines	22972.01	22820.60
	Store Spares & Consumable	74.15	88.80
	Parent Birds	427.37	420.20
	Packing Material	235.87	295.21
	Carriage Inward	246.60	378.49
	Godown rent	29.10	35.75
	Chicks	215.44	87.26
	Hatching Eggs	137.64	68.44
		29082.43	29739.03
	Less:- Closing Stock	3888.21	4744.25
	Total Cost Of Material Consumed	25194.22	24994.78

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
20	Farm Expenses		
	Farm Expenses	143.77	140.27
	Power & Energy	137.76	129.05
	Fuel Consumption	41.27	44.15
	Light & Water Charges	35.62	39.18
	Farm Rent	77.29	104.91
	Rearing Charges Expenses	2213.00	2505.77
	Total Farm Expenses	2648.71	2963.32

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
21	Hatchery Expenses		
	Hatchery Expenses	41.49	42.34
	Hatching expenses	86.67	96.45
	Hatcheries Rent	126.00	126.00
	Power & Energy (Hatcheries)	88.62	84.46
	Total Hatchery Expenses	342.78	349.26



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
22	Administrative Expenses		
	General Office Expenses	157.09	172.13
	Travelling & Conveyance	179.93	217.35
	Audit Fees	6.50	5.50
	Legal & Professional Expenses	22.14	20.93
	CSR Expenses	9.00	4.90
	Software annual maintainance charges	8.14	10.32
	Loss on sale of assets	-	1.13
	Total Administrative Expenses	382.80	432.26

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
23	Selling & Distribution Expenses		
	Forwarding Expenses	845.73	951.50
	Advertisement & Publicity	1.50	1.33
	Vehicle Repair & Maintenance	37.72	42.96
	Sales Promotion Expenses	10.82	9.61
	Total Selling & Distribution Expenses	895.77	1005.39

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
24	Employee Benefits Expenses		
	Salary wages & Bonus	1076.95	1055.04
	Remuneration to directors	57.00	57.00
	Remuneration to vice president	42.00	42.00
	Contribution to Provident Fund	72.90	60.10
	Staff welfare	4.91	6.98
	Gratuity	18.52	22.42
	Total Employee Benefits Expenses	1272.28	1243.53

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
25	Finance Cost		
	Bank Charges & Commission	29.95	18.76
	Interest to others	22.17	26.84
	Interest on statutory dues	4.35	0.21
	Interest on CC Loan	63.07	141.34
	Total Finance Cost	119.54	187.16



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020**

Note	Particulars	31-Mar-2020	31-Mar-2019
26	Earning Per Share Basic & Diluted earning per equity share have been worked out in accordance with IND AS -33 "Earnings Per Share". Basic and diluted earnings per equity share has been calculated by dividing Net Loss of Rs.2154.31 Lacs by 3791700 equity shares (Face Value of Rs.10/- each) The Following is a reconciliation of the equity shares used in the computation of basic and diluted Earning per equity share:		
	Particulars	31-Mar-2020	31-Mar-2019
	Basic Earning per Equity share- weighted average number of equity shares outstanding	3791700.00	3791700.00
	Effect of dilutive common equivalent shares	-	-
	Diluted Earning per Equity share- weighted average number of equity shares outstanding and common equivalent shares outstanding	3791700.00	3791700.00

Note	Particulars		
27	RELATED PARTIES DISCLOSURES :		
1	Relationship		
(a)	Subsidiary Companies Puregene Biotech Ltd. (formerly Simran Breeders (P) Ltd.)	(c)	Relatives of key management personnel and their enterprises where transaction have taken place: Simran Agritech Pvt. Ltd. Simran Feeds Private Limited Simran Hatcheries Private Limited Simfa Labs Private Limited Simran Foods Private Limited Simran Hatcheries Simran Fresh Fruits and Vegetables M/s Early Bird Hatcheries M/s Simran Poultry M/s Singh Hatcheries M/s Singh Poultry Eco Gold Nutri & Organics LLP Mr. Gurmeet Singh Bhatia Mr. Avneet Singh Bhatia Mr. Amarjeet Singh Bhatia Mrs. Simrat Kaur Bhatia Mrs. Kawaljeet Kaur Bhatia Mrs. Jagdeep Kaur Bhatia Mrs. Amarjeet Kaur Bhatia Mrs. Naampreet Kaur Bhatia
(b)	Key Management Personnel: Mr. Harender Singh Bhatia (Managing Director) Mr. Gurdeep Singh Bhatia (Director) Mr. Kawaljeet Singh Bhatia (Whole Time Director) Mr. Mahesh Patidar (Chief Financial Officer) Ms. Tanu Parmar (Company Secretary)		
Note: Related party relationship is as identified by the Company and relied upon by the Auditors.			



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

2a Transactions carried out with related parties referred in 1 above, in ordinary course of business:

(Rs. in Lakhs)

	Nature of Transaction	Referred in 1 (a) above	Referred in 1 (b) above	Referred in 1 (c) above
	Purchase	-	-	618.60
	Sales	-	-	626.74
	Director Remuneration	-	57.00	-
	Vice President Remuneration	-	-	42.00
	Rearing Charges Payable	54.00	-	-
	Rearing Charges Receivable	-	-	5.01
	Transportation Charges Receivable	-	-	11.89
	Chief Financial Officer 's Salary	-	8.72	-
	Company Secretary 's Salary	-	3.45	-
	Salary	-	-	48.60
	Office Rent	-	-	14.40
	Rent:-			
	Land & Building (Farm)	-	-	67.20
	Hatchery Rent	-	-	126.00
	Vehicle Rent	-	-	1.80
	Feed Processing Charges (Payable)	-	-	176.73
	Feed Processing Charges (Receivable)	-	-	-
	Setting Charges (Receivable)	-	-	2.42
	Hatching Charges (Payable)	-	-	81.81
	Interest on Loan	-	-	14.85
	Commission	-	-	49.64
	Payable	172.78	149.54	1298.56
	Receivable	-	0.35	118.18

Related Party Transactions

(Rs. in Lakhs)

S. No	Transactions	2019-20	2018-19
A	Purchase of Raw Material/Finished goods		
1	Simfa Labs Private Limited	424.12	269.66
2	Simran Feeds Private Limited	12.62	20.02
3	Eco Gold Nutri & Organics LLP	-	1.68
4	M/s Simran Hatcheries Private Limited	105.83	-
5	Simran Agritech Private Limited	76.03	-
	Total Purchase of Raw Material/Finished goods	618.60	291.36
B	Sales of Material/ Finished Goods		
1	Simfa Labs Private Limited	4.93	16.60
2	Simran Foods Private Limited	184.01	222.62
3	Simran Feeds Private Limited	49.11	71.04
4	Puregene Biotech Limited	-	17.89
5	Simran Agritech Private Limited	388.69	-
	Total Sales of Material/ Finished Goods	626.74	328.14



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Related Party Transactions		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
C	Rearing Charges		
	Payable		
1	Puregene Biotech Limited	54.00	54.00
	Total Rearing Charges Payable	54.00	54.00
	Receivable		
2	Simran Agritech Pvt. Ltd.	5.01	0.00
	Total Rearing Charges Receivable	5.01	0.00
D	Rent Paid		
a)	Office Rent		
1	Mrs. Amarjeet Kaur Bhatia	4.80	4.80
2	Mrs. Simrat Kaur Bhatia	4.80	4.80
3	Mrs. Kawaljeet Kaur Bhatia	4.80	4.80
4	Mrs. Jagdeep Kaur Bhatia	0.00	2.20
5	Mr. Kawaljeet Singh Bhatia	0.00	2.20
	Total Office Rent	14.40	18.80
b)	Land & Building Rent (Farm Rent)		
1	Simran Poultry	5.40	5.40
2	Singh Poultry	36.00	36.00
3	Early Bird Hatcheries	25.80	25.80
	Total Land & Building Rent (Farm Rent)	67.20	67.20
c)	Hatchery Rent		
1	M/s Early Bird Hatcheries	24.00	24.00
2	M/s Simran Hatcheries	46.80	46.80
3	M/s Singh Hatcheries	55.20	55.20
	Total Hatchery Rent	126.00	126.00
d)	Vehicle Rent		
1	Simran Fresh Fruits and Vegetables	1.80	0.00
	Total Vehicle Rent	1.80	0.00
E	Feed Processing Charges		
1	Simran Feeds Private Limited		
	Payable	176.73	189.12
	Receivable	0.00	1.58
	Total Feed Processing Charges	176.73	190.70
F	Hatching Charges		
1	M/s Simran Hatcheries Private Limited		
	Payable	81.81	92.21
	Total Hatching Charges	81.81	92.21



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Related Party Transactions		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
G	Commission		
1	Mr. Avneet Singh Bhatia	14.76	14.67
2	Mr. Amarjeet Singh Bhatia	18.01	17.19
3	Mrs. Jagdeep Kaur Bhatia	16.88	17.75
	Total Commission	49.64	49.62
H	Interest on Fund raised		
1	Mr. Kawaljeet Singh Bhatia	14.85	15.30
	Total Interest on Fund raised	14.85	15.30
I	Transportation Charges		
1	Simran Agritech Pvt. Ltd. Receivable	11.89	0.00
	Total Transportation Charges	11.89	0.00
J	Setting Charges		
	Receivable Simran Agritech Private Limited	2.42	0.00
	Total Setting Charges	2.42	0.00
K	Salary		
1	Mrs. Simrat Kaur Bhatia	7.20	7.20
2	Mr. Amarjeet Singh Bhatia	24.00	24.00
3	Mrs. Jagdeep Kaur Bhatia	7.20	7.20
4	Mrs. Naampreet Kaur Bhatia	10.20	10.20
	Total Salary	48.60	48.60
L	Vice President 's Remuneration		
1	Mr. Gurmeet Singh Bhatia	27.00	27.00
2	Mr. Avneet Singh Bhatia	15.00	15.00
	Total Vice President 's Remuneration	42.00	42.00

3a DETAILS REGARDING PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
1	Remuneration		
	Salary	69.17	68.11
	Contribution to provident and other funds	0.43	0.40
	Perquisites	-	-
2	Commission	-	-
3	Sitting fees	-	-
4	Rent paid (expense)	-	-



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

3b BREAKUP OF PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

(Rs. in Lakhs)

S. No	Transactions	2019-20	2018-19
1	Remuneration		
a	Mr. Harender Singh Bhatia	30.00	30.00
b	Mr. Kawaljeet Singh Bhatia	27.00	27.00
c	Mr. Mahesh Patidar	8.72	7.99
d	Ms. Tanu Parmar	3.45	3.12
	Total Remuneration	69.17	68.11

3c Collaterals and guarantees

M/s Sumeet Construction has provided Collateral security to secure the Cash credit facility with Punjab national Bank.

(Rs. in Lakhs)

Note	Particulars	2019-20	2018-19
28	Payment to Auditor		
	1) As Auditor	6.50	5.50
	Total Payment to Auditor	6.50	5.50



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Note	Particulars		
29	Employee Benefits		
	The Company has obtained the LIC policy for Gratuity liability and position of liability worked out by Actuary for calculation of premium to be paid and position of funded asset is as under:		
1	Expenses recognised in Income Statement	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Current Service Cost.	18.74	18.82
	Interest on Obligation	10.16	9.52
	Actuarial Losses / (Gains)	-	-
	Expected return on plan assets	(10.39)	(5.91)
	Past service cost	-	-
	Losses (gains) on curtailments and settlement	-	-
	Expense recognised in P & L	18.52	22.42
2	Amount to be recognised in Balance Sheet	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Present value of funded obligation	179.22	145.70
	Fair value of plan assets	138.20	135.76
	Present value of unfunded obligations	-	-
	Funded Status - (Surplus)/Deficit	41.02	9.94
	Unrecognised past service cost	-	-
	Unrecognised asset due to limit in Para 64(b)	-	-
	Liability/(Asset) recognised in the Balance Sheet	41.02	9.94
3	Table showing change in benefit obligation	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Opening Defined Benefit obligation	145.70	133.75
	Service cost for the year	18.74	18.82
	Interest cost for the year	10.16	9.52
	Actuarial Losses / (Gains)	19.94	2.40
	Benefits paid	(15.32)	(18.79)
	Past Service Cost	-	-
	Closing defined benefit obligation	179.22	145.70
4	Table showing fair value of plan assets	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Fair value of plan assets at beginning of year	135.76	76.81
	Actual return on plan assets	10.39	5.91
	Contributions	8.73	71.55
	Benefits Paid	(15.32)	(18.79)
	Actuarial Gains\ (Losses)	(1.35)	0.27
	Fair value of plan assets at the end of year	138.20	135.76



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

5	Table Showing Amount to be Recognised in OCI		(Rs. in Lakhs)
	Particulars	2019-20	2018-19
	Amount recognised in OCI, Beginning of Period	0.48	(1.65)
	Remeasurements due to:		
	Effect of Change in Financial Assumptions (i)	15.47	0.66
	Effect of Change in Demographic Assumptions (ii)	(0.09)	-
	Effect of experience adjustments (iii)	4.57	1.75
	Acturial (Gains)/Losses (i)+(ii)+(iii)	19.94	2.40
	Return on Plan Assets (excluding interest)	(1.35)	0.27
	Total measurements recognised in OCI	21.29	2.13
	Amount recognised in OCI, End of Period	21.77	0.48
6	History of DBO, Asset values, Surplus/Deficit & Experience Gains & Losses		(Rs. in Lakhs)
	Particulars	2019-20	2018-19
	DBO	179.22	145.70
	Plan Assets	138.20	135.76
	(Surplus)/Deficit	41.02	9.94
	Exp Adj- Plan Assets Gain/ (Loss)	(1.35)	0.27
	Assumptions (Gain)/ Loss	15.37	0.66
	Exp Adj- Plan Liabilities Gain/ (Loss)	4.57	1.75
	Total Actuarial (Gain)/ Loss	19.94	2.40
7	Category of Assets		
	Particulars	2019-20	2018-19
	Govt. of India Securities (Central and State)	-	-
	High Quality Corporate Bonds (incl. PSU Bonds)	-	-
	Equity shares of Listed Companies	-	-
	Real Estate/ Property	-	-
	Cash (including Special Deposits)	-	-
	Other (including assets under Schemes of Ins.)	100%	100%
	Total	100%	100%
8	Sensitivity Analysis		31st March, 2020
	Particulars	Decrease	Increase
	Discount Rate	188.00	171.16
	Impact of increase/decrease in 50 bps on DBO	4.90%	-4.50%
	Salary Growth Rate	171.07	187.93
	Impact of increase/decrease in 50 bps on DBO	-4.55%	4.86%
9	Actuarial Assumption		
	Valuation Method	Projected Unit Credit Method	
	Discount Rate	6.65%	
	Annual increase in salary costs	5.00%	
	Mortality Rate	Indian Assured Lives Mortality (2012-14)	
	Withdrawal rate	1% to 3% depending on Age	
	Retirement Age	58 Years	
10	Compensated absences		
	The Company provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment. The liability is provided based on the number of days of unutilised leave at each balance sheet date.		



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

30. Fair Value Measurement Hierarchy :

(Rs. in Lakhs)

Particulars	As at 31 March 2020			As at 31 March 2019		
	Carrying Amount	Level of Input used in		Carrying Amount	Level of Input used in	
		Level 1	Level 2		Level 1	Level 2
Financial Asset :-						
At Amortised Cost						
Cash & Cash Equivalents	1150.12	-	-	2021.71	-	-
Trade Receivables	989.22	-	-	977.95	-	-
Loans	160.10	-	-	173.06	-	-
At FVTPL						
Investments	131.54	-	131.54	131.54	-	131.54
At FVTOCI						
Financial Liabilities :-						
At Amortised Cost						
Trade Payables	5449.24	-	-	4252.31	-	-
Borrowings	190.44	-	-	152.44	-	-
Vehicle Loans (First Charge on Trucks and Cars)	20.39	-	-	33.95	-	-
Unclaimed Dividends	-	-	-	5.54	-	-
Others Payable	147.82	-	-	101.54	-	-
At FVTPL						
Borrowings	2756.48	-	-	2764.61	-	-
<p>The Financial Instruments are categorised into two levels based on the inputs used to arrive at fair value measurement as described below:</p> <p>LEVEL 1: Quoted Prices (unadjusted) in active markets for indentical assets or liabilities; and</p> <p>LEVEL 2: Inputs other than the quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.</p>						

31. FINANCIAL RISK MANAGEMENT**Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk primarily relates to trade and other receivables, long-term loans, cash and cash equivalents

The Company's exposure to credit risk with regards to trade and other receivables is influenced mainly by the individual characteristics of each customer and there is no significant concentration of risk related to industry segments. The granting of credit is controlled by well-established criteria that are reviewed on a regular basis. The maximum exposure to credit risk at the reporting date is the carrying amount of each trade receivable

The credit policy requires each new customer to be analyzed individually for credit worthiness before delivery and payment terms are offered.

Other receivables consist primarily of security deposits, loans to employees and other receivables. The risk of default is assessed as low.

The credit risk surrounding loans receivable is assessed as low risk.

Credit risk on cash and cash equivalents is assessed as low risk as the Company deposits cash surpluses with financial institutions of high quality and standing.



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020**

Liquidity Risk

The Company actively monitors its cash flows to ensure there is sufficient cash available to meet its working capital requirements. Due to the dynamic nature of the underlying businesses, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's cash and cash equivalents on the basis of expected cash flow.

The Company's current trade and other payables are all due within one year.

The table below summarizes the maturity profile of the Company's financial liabilities as at 31 March 2020 based on contractual undiscounted payments.

(Rs. in Lakhs)					
Particulars	Less than one year	1-2 Years	2-4 Years	>4 Years	Total
Trade Payable	5424.28	24.95	-	-	5449.23
Long Term borrowings	-	-	190.44	-	190.44
Short Term borrowings	2756.49	-	-	-	2756.49

Market Risk

Interest Rate Risk

The Company is exposed to interest rate risk on its cash and cash equivalents, long-term loans and borrowings, which can have an impact on the cash flows of these instruments. The exposure to interest rate risk is managed through the Company's Board by using counterparties that offers the best rates which enables the Company to maximize returns whilst minimizing risk.

In terms of our report attached.

For J.C. BAHETI & ASSOCIATES

Chartered Accountants

Registration Number: 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



INDEPENDENT AUDITOR'S REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF SIMRAN FARMS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **Simran Farms Limited** ("hereinafter referred to as the Holding Company") and its subsidiary (Puregene Biotech Limited) (Holding company and its subsidiary together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date and notes to the Consolidated financial Statement including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements, give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

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



S. No.	Key Audit Matters	How our audit addressed the key audit matter
A	<p>Cost of Material Consumed</p> <p>We identified cost of material consumed as key audit matter for the company because there is an increase of nearly in the amount for cost of material consumed whereas sales have declined significantly as compared to previous year. The cost of material consumed covers major portion of total cost.</p> <p>Accordingly same has been considered as a key audit matter.</p>	<p>Our audit procedures included and were not limited to the following:</p> <ul style="list-style-type: none"> • We obtained and reviewed the management impact assessment on account of increase in cost of inputs, including judgment and estimates applied in determining the areas of impact. • Due to COVID-19 Pandemic we were unable to perform physical verification of inventories at year end. We performed alternative audit procedures to audit existence of inventories. • We conducted a comparative analysis year on year, quarter to quarter, of the materials involved viz-a-viz the quantity consumed and the rates at which the materials were procured. • Performed subsequent event procedures upto the date of audit report. • Due to outbreak of COVID-19 pandemic resulted in severe disruption of economic activities throughout the globe, including India. For the poultry industry, from the last week of January, 2020 false propaganda and rumors about corona virus infection by consuming chicken, which have adversely affected the prices realizations from poultry products. Due to this temporary outbreak and abnormal fluctuations, it was practically inexpedient to reliably ascertain the net realizable value of the inventories as on 31/03/2020. The valuation of inventories are done as per 'IND-AS 2 Inventories', for more reliable estimation the NRV is calculated based on the weighted average price as calculated after 'Unlock 1'.

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

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon.

Our opinion on the Consolidated Financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statement by the Directors of the Holding Company as aforesaid.

In preparing the Consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using Group the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

- The accompanying Consolidated Financial Statements include the financial statements and other information of 1 subsidiary '**Puregene Biotech Limited**' which reflect total assets of Rs. 284.16 lacs as at march 31st, 2020 , total revenue of Rs. 54.00 lacs , total cash inflow of Rs. 0.61 lacs For the year ended on that date which have been audited by us.
- Due to COVID-19 related lock-down, we were not able to participate in the physical verification of inventory of the Parent Company & its subsidiary at the year end. Consequently, we have performed alternative procedures to audit the existence of inventory as per the guidance provided in SA 501 "Audit Evidence-Specific Considerations for Selected Items" and have obtained sufficient appropriate audit evidence to issue our unmodified opinion on these Consolidated Financial Results, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of this matter.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income and the Consolidated Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of Consolidated Financial Statement.
 - d) In our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards (IND AS) specified under section 133 of the Act and rules made there under, as applicable;
 - e) On the basis of written representations received from management as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.



- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact on its financial position in its consolidated financial statements;
 - The company did not have any long term contracts including derivative contracts for which there were any foreseeable losses.
 - there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For J.C. Baheti & Associates
Chartered Accountants
Registration Number: 03390C

Date: 15/07/2020
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 20072585AAAAAP3607

ANNEXURE A

To the Independent Auditors' Report on
Consolidated Financial Statements of Simran Farms Limited
(Referred to our report of even date)

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

We have audited the internal financial controls over financial reporting of **Simran Farms Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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



adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated 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 Consolidated 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 consolidated 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 Consolidated financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For J.C. Baheti & Associates
Chartered Accountants
Registration Number: 03390C

Date: 15/07/2020
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 20072585AAAAAP3607



CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH, 2020

CIN: L01222MP1984PLC002627

(Rs. in Lakhs)

	Particulars	Note	As at March 31 st , 2020	As at March 31 st , 2019
A	ASSETS			
1	Non current assets			
	(a) Property, plant and equipment	2	2145.67	2174.39
	(b) Capital work in progress			
	(c) Financial Assets			
	(i) Investment	3	11.89	11.89
	(ii) Loans	4	23.70	23.41
	(d) Deferred tax asset	13	700.34	-
	Total non current assets		2881.60	2209.69
2	Current assets			
	(a) Inventories	5	3888.21	4752.87
	(b) Financial Assets			
	(i) Trade receivables	6	989.22	977.95
	(ii) Cash and cash equivalents	7	1154.88	2025.86
	(iii) Loans	8	160.24	173.06
	(c) Other current assets	9	76.46	182.12
	Total current assets		6269.01	8111.86
	TOTAL ASSETS		9150.61	10321.55
B	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity Share capital	10	379.17	379.17
	(b) Other equity		55.20	2222.32
	Total equity		434.37	2601.49
2	Minority Interest		36.57	35.96
3	Liabilities			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	11	190.44	152.44
	(b) Provisions	12	59.16	27.74
	(c) Deferred tax liabilities (net)	13	-	78.45
	Total non current liabilities		249.60	258.63
4	Current liabilities			
	(a) Financial liabilities			
	(a) Borrowings	14	2756.48	2764.61
	(b) Trade payables	15		
	Total outstanding dues of MSME		168.24	189.13
	Total outstanding dues of other than MSME		5108.21	3931.02
	(c) Other Financial Liabilities	17	126.92	102.17
	(b) Provisions	16	178.09	146.47
	(c) Other current liabilities	17	92.13	292.07
	Total current liabilities		8430.07	7425.47
	TOTAL - EQUITY AND LIABILITIES		9150.61	10321.55
	Summary of Significant Accounting Policies	1		
	See accompanying Notes to the Financial Statements	2-31		

In terms of our report attached.

FOR J.C. BAHETI & ASSOCIATES
Chartered Accountants
FRN NO. 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Date :15th July, 2020

Mahesh Patidar
Chief Financial Officer

Place: Indore

Tanu Parmar
Company Secretary
(M.No. 34769)



CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2020
CIN: L01222MP1984PLC002627

		(Rs. in Lakhs Except EPS)	
Particulars	Note	31-Mar-2020	31-Mar-2019
Income			
Revenue from operation Sales (Net)		28112.42	31973.93
Other income	18	26.29	4.88
Total revenue		28138.71	31978.81
Expenses			
(a) Cost of materials consumed	19	25202.84	24978.00
(b) Farm expenses	20	2600.91	2913.91
(c) Hatchery expenses	21	342.78	349.26
(d) Administrative expenses	22	383.08	433.14
(e) Selling & distribution expenses	23	895.77	1005.39
(f) Employee benefits expense	24	1299.88	1271.13
(g) Finance costs	25	119.54	187.26
(h) Depreciation	2	216.19	216.75
Total expenses		31060.99	31354.83
Profit / (Loss) before exceptional items & tax		(2922.28)	623.98
Exceptional items- Loss Due to Theft		-	10.81
Profit / (Loss) before tax		(2922.28)	613.17
Tax expense:			
Less:- (a) Current tax		1.74	191.80
Add/Less (b) Deferred tax assets/ Liabilities	13	(773.26)	14.22
Profit / (Loss) for the year		(2150.76)	407.15
Less: Non Controlling Interest		0.61	0.60
		(2151.37)	406.56
Other comprehensive income			
Item that will not be reclassified to profit & loss:			
Re-measurement of the value of Defined Benefit Obligation		(21.28)	(2.13)
Less:- Income Tax relating to items that will not be reclassified to Profit and Loss		(5.53)	(0.71)
Other Comprehensive income		(15.75)	(1.42)
Total comprehensive income for the year		(2167.12)	405.14
Earnings per share (of Rs. 10/- each)			
Basic and diluted		(56.74)	10.72
Summary of Significant accounting policies.	1		
See accompanying Notes to the Financial Statements	2-31		

In terms of our report attached.

FOR J.C. BAHETI & ASSOCIATES
Chartered Accountants
FRN NO. 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date :15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M.No. 34769)



CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2020
CIN: L01222MP1984PLC002627

(Rs. in Lakhs)

Particulars	As at 31.03.2020	As at 31.03.2019
(A) CASH FLOW FROM OPERATING ACTIVITIES:		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEM	(2,922.28)	613.17
Adjustment To Reconcile Profit Before Tax To Cash Generated By Operating Activities		
Non Cash Items:		
Depreciation	216.19	216.74
Provision For Employee Benefits	18.52	22.42
Non Operating Items:		
Interest Paid	22.17	26.94
Profit On Sale Of Assets	(2.98)	1.13
Operating Profit Before Working Capital Change	(2,668.37)	880.40
Inventories	864.66	791.41
Trade Receivable	(11.27)	(120.36)
Loans	12.82	(10.84)
Provisions	31.61	5.69
Other Current Assets	(2.73)	(0.76)
Borrowings	(8.12)	(529.25)
Trade Payable	1156.30	819.50
Other financial Liabilities	24.75	-
Gratuity and Leave Enchashement	(8.38)	(78.82)
Other Current Liabilities	(9.89)	7.83
Operating Profit After Working Capital Change	(618.63)	1,764.80
Income Tax Paid	(83.41)	(162.62)
Net Cash Flow From Operating Activities (A)	(702.04)	1,602.18
(B) CASH FLOW FROM INVESTING ACTIVITY		
Sale Of Fixed Asset	22.56	5.28
Purchase Of Fixed Asset	(207.06)	(111.13)
Outflow From Loans & Advances	(0.28)	(0.27)
Net Cash Flow From Investing Activity (B)	(184.78)	(106.12)
(C) CASH FLOW FROM FINANCING ACTIVITY		
Cash Received From Borrowings	38.00	67.14
Repayment of Borrowings	-	-
Interest Paid	(22.17)	(26.94)
Net Cash Flow From Financing Activity (C)	15.83	40.20
NET INCREASE IN CASH & CASH EQUIVALENT (A+B+C)	(870.99)	1,536.25
Cash & Cash Equivalent At The Beginning Of Period	2,025.86	489.61
Cash & Cash Equivalent At The End Of Period	1154.88	2025.86

In terms of our report attached.

For J.C. BAHETI & ASSOCIATES**Chartered Accountants****Registration Number: 03390C****J.C. BAHETI**
PROPRIETOR**M. No.: 072585****Place: Indore****Date : 15th July, 2020****H.S. Bhatia**
Managing Director
DIN 00509426**Mahesh Patidar**
Chief Financial Officer**G.S. Bhatia**
Director
DIN 00401929**Tanu Parmar**
Company Secretary
(M. No. 34769)



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AS AT 31 March 2020
CIN: L01222MP1984PLC002627

A. EQUITY SHARE CAPITAL

	(Rs. in Lakhs)		
Equity share of Rupees 10/- each	Balance at the beginning of the year	Changes during the year	Balance at the end of the year
2019-20	379.17	-	379.17
2018-19	379.17	-	379.17

B. OTHER EQUITY

Particulars	General Reserve	Securities Premium	Utilised investment allowance reserve	Retained earnings	Other Comprehensive Income	Total
<u>2019-20</u>						
Balance at the beginning of the year	217.18	169.59	0.54	1835.33	-0.32	2222.32
Prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance	217.18	169.59	0.54	1835.33	-0.32	2222.32
Profit for the year	0.00	0.00	0.00	-2151.37	0.00	-2151.37
Measurement of DBO	0.00	0.00	0.00	0.00	-15.75	-15.75
Total	217.18	169.59	0.54	-316.04	-16.07	55.20
<u>2018-19</u>						
Balance at the beginning of the year	217.18	169.59	0.54	1428.77	1.10	1817.18
Prior period errors	0.00	0.00	0.00	0.00	0.00	0.00
Restated balance	217.18	169.59	0.54	1428.77	1.10	1817.18
Profit for the year	0.00	0.00	0.00	406.56	0.00	406.56
Measurement of DBO	0.00	0.00	0.00	0.00	-1.42	-1.42
Total	217.18	169.59	0.54	1835.33	-0.32	2222.32

In terms of our report attached.
For J.C. BAHETI & ASSOCIATES
Chartered Accountants
Registration Number: 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2020

1.1 CORPORATE INFORMATION

Simran Farms Limited ("the Company") is a listed public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay stock exchanges in India. The registered office of the Company is located at 1-B, VikasRekha Complex, Khatiwala Tank, Indore, Madhya Pradesh, 452001.

The Company is engaged in the business of integrated poultry and poultry products. It is mainly focused on integration/contract farming with poultry farmers and consolidation of poultry activities and has also arranged its own manufacturing set-up for production of poultry feeds. Further, its breeding and integration farms have scientific rearing and balanced nutrition management for each bird.

1.2 BASIS OF PREPARATION

COMPLIANCE WITH IND-AS

The Consolidated financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

CURRENT / NON-CURRENT CLASSIFICATION

All assets and liabilities have been classified and disclosed as current or non-current as per the Company's normal operating cycle and other criteria set out in division II of Schedule III of the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current or non-current classification of assets and liabilities.

BASIS OF MEASUREMENT

The financial statements have been prepared on a historical cost basis, except for the assets and liabilities that require measurement at fair value in accordance with Ind AS. The financial statements are presented in Indian Rupees and all values are rounded to the nearest lakhs (INR 00,000), except otherwise indicated.

1.3 PRINCIPLES OF CONSOLIDATION

The consolidated financial statements relate to Simran Farms Limited ("the company") and its subsidiary company. The consolidated financial statements have been prepared on the following basis:

- a. The financial statements of the company and its subsidiaries are combined on a line by line basis by adding together like terms of assets, liabilities, equity, Incomes, expenses, and cash flows, after fully eliminating intra-group balances and intra-group transactions.
- b. Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant & equipment, are eliminated full.
- c. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- d. Non controlling interest's share of profit/loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the company.
- e. Non Controlling interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance sheet separate from liabilities and the equity of the company's shareholders.

1.4 OTHER SIGNIFICANT ACCOUNTING POLICIES

These are set out under "Significant Accounting Policies" as given in the Company's standalone financial statements.



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2020

Note- 2 Property Plant & Equipment

Fixed Assets	Gross Block				Accumulated Depreciation					Net Block		(Rs. in Lakhs)
	Balance as at April 1st 2019	Additions During the Period	Sales/ Deduction	Balance as at 31st March 2020	Balance as at April 1st 2019	Deprecia tion for the Period	Adjusted Depreciatio n due to differences	Deductio n during the Period	Balance as at 31st March 2020	Balance as at 31st March 2019	Balance as at 31st March 2020	
Tangible Assets												
Land	522.56	-	-	522.56	-	-	-	-	-	522.56	522.56	
Buildings (Factory)	820.80	6.80	-	827.60	423.66	24.75	-	-	448.41	397.14	379.19	
Buildings (Office & Staff)	85.47	-	-	85.47	18.93	1.87	-	-	20.80	66.54	64.67	
Building Hatcheries	151.44	-	-	151.44	17.47	4.80	-	-	22.27	133.96	129.17	
Poultry Equipment	1001.49	39.12	-	1040.61	631.44	43.06	-	-	674.50	370.05	366.11	
Hatcheri Equipment	102.42	66.24	-	168.66	22.76	7.18	-	-	29.93	79.66	138.72	
Feed Mill Equipment	60.15	0.54	-	60.68	16.88	3.79	-	-	20.66	43.27	40.02	
Computer Equipment	82.36	5.33	-	87.69	76.60	2.23	-	-	78.83	5.75	8.85	
Office equipment	97.83	4.91	-	102.73	79.44	5.66	-	-	85.10	18.38	17.63	
Furniture and Fixtures	93.19	-	-	93.19	68.29	4.84	-	-	73.13	24.90	20.07	
Motor Car	325.21	83.04	77.50	330.75	179.10	36.50	-	57.92	157.68	146.11	173.07	
Eicher Trucks	629.51	-	-	629.51	327.03	69.69	-	-	396.71	302.48	232.79	
Electrical Installation	121.30	-	-	121.30	74.19	8.09	-	-	82.28	47.11	39.02	
Tubewell & Land Development	62.95	1.09	-	64.03	53.84	2.39	-	-	56.22	9.11	7.81	
Vehicles	18.59	-	-	18.59	11.24	1.36	-	-	12.60	7.35	5.99	
Total	4175.25	207.06	77.50	4304.81	2000.86	216.19	-	57.92	2159.13	2174.39	2145.67	
Previous Year	4074.12	111.13	10.00	4175.25	1787.78	216.75	-	3.67	2000.86	2286.34	2174.39	



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
3	Investments		
	Simran Hatcheries Private Limited	11.89	11.89
	Total Investments	11.89	11.89

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
4	Loans		
	(Unsecured Considered goods)		
	Electricity Security Deposit	19.34	18.88
	Others Deposits	4.36	4.53
	Total Loans	23.70	23.41

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
5	Inventories		
	(a) Raw materials		
	a) Parent Birds	901.86	881.09
	b) Feed & Medicines	2069.06	2404.03
	c) Commercial Chicks	708.58	1256.70
	d) Hatching Eggs	208.71	211.05
	Total Inventories	3888.21	4752.87

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
6	Trade Receivables		
	(Unsecured considered goods)		
	Trade Receivables	989.22	977.95
	Total Trade Receivables	989.22	977.95
	All balances of Sundry Debtors are subject to confirmation.		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
7	Cash And Cash Equivalents		
	(a) Cash in hand	147.48	224.51
	(b) Balance with banks		
	(i) In current accounts		
	ICICI Bank Indore -255	1005.69	1015.67
	ICICI Bank Indore Dhulia	1.22	11.22
	ICICI Bank Indore Anand	0.00	18.43
	Punjab national bank Raipur	0.40	750.40
	Punjab national bank Indore	0.09	0.09
	(ii) Unclaimed dividends		
	Axis bank	-	5.54
	Total Cash And Cash Equivalents	1154.88	2025.86



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
8	Loans		
	(Unsecured Considered goods)		
	Advances to employees	4.16	6.49
	Advances recoverable in cash or in kind or for value to be received	156.08	166.57
	Total Loans	160.24	173.06

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
9	Other Current Assets		
	Advance income tax	51.50	161.00
	Prepaid expenses	12.84	12.53
	MAT Entitlement Credit	0.53	1.56
	Advances recoverable in cash or in kind or for value to be received	11.59	7.03
	Total Other Current Assets	76.46	182.12

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020		31-Mar-2019	
10	Equity Share Capital				
	a) Authorized				
	60,00,000 Equity Shares of Rs. 10/- each	600.00		600.00	
	b) Issued, Subscribed and Paid up				
	37,91,700 Equity Shares of Rs. 10/- each	379.17		379.17	
A. Reconciliation of the number of Shares Outstanding					
	Equity shares	31-Mar-2020		31-Mar-2019	
		Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
	At the beginning of the year	37,91,700	379.17	37,91,700	379.17
	Movements for the year	-	-	-	-
	Outstanding at the end of the year	37,91,700	379.17	37,91,700	379.17
B. The details of shareholders holding more than 5 % shares :-					
	Name of Shareholder	31-Mar-2020		31-Mar-2019	
		No. of shares	% Held	No. of shares	% Held
	Investors Education and Protection Fund Authority, Ministry of Corporate Affairs.	514155	13.56%	366922	9.68%
	Harender Singh Bhatia (HUF)	251700	6.64%	251700	6.64%
	Amarjeet Singh Bhatia (HUF)	195800	5.16%	195800	5.16%



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

OTHER EQUITY (Ref: Statement of Changes in Equity)

Nature and Purpose of Reserves

General Reserve

General reserve is created by the Company by appropriating the balance of Retained Earnings. It is a free reserve which can be used for meeting the future contingencies, creating working capital for business operations, strengthening the financial position of the Company etc.

Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013

Investment Allowance Reserve

Investment Allowance Reserve is created due to tax incentive to encourage investment in plant and machinery. It is used as deduction while computing business income under the Income Tax Act, 1961.

Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

(Rs. in Lakhs)			
Note	Particulars	31-Mar-2020	31-Mar-2019
11	Borrowings		
	Non-current Interest bearing loans and borrowings		
	Secured Loans From banks:		
	Vehicle Loans (First Charge on Trucks and Cars)	65.78	26.36
	Unsecured Loans from Director	124.66	126.08
	Total Borrowings	190.44	152.44
Note: Effective Interest Rate and Maturity details of above mentioned borrowings -			
(Rs. in Lakhs)			
	Particulars	As on 31-03-2020	Maturity
i. From Banks			
	ICICI Bank	8.72	2022-23
	Union Bank of India	43.78	2022-23
	Kotak Mahindra Bank	13.28	2022-23
	Total	65.78	
i. From Directors			
	Unsecured Loans	124.66	2022-23
	Total Borrowings	124.66	

(Rs. in Lakhs)			
Note	Particulars	31-Mar-2020	31-Mar-2019
12	Provisions		
	(a) Provision for employee benefits		
	Gratuity (funded)	41.54	9.94
	Leave Encashment (unfunded)	17.62	17.80
	Total Provisions	59.16	27.74



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
13(a)	Current Tax		
	Current Tax Expense	-	191.80
	Deferred Tax Benefit		
	MAT		
	Others (Net)	-	14.22
	Total Income Tax expense recognised in Current Year	-	206.02
	Profit Before Income Tax	(2922.28)	613.17
	Indian Statutory Income Tax Rate	26.00%	33.38%
	Expected Income Tax Expense	-	204.38
	Tax Effects of adjustments to reconcile expected income tax expense to reported tax expense:		
	Tax Effect of IND AS Adoption	-	-
	Tax adjustment for prior period current tax	-	-
	Tax Effect of non deductible expenses	-	80.55
	Tax adjustment due to carry forward & set off of prior period losses & Depreciation	-	-
	Tax Effect of MAT Provisions of Income Tax Act, 1961	-	-
	Others (net)*	-	(93.13)
	Total Income Tax Expense	-	191.80
* Others mainly includes tax effect of expenses allowed for tax purposes as well as effect of temporary differences.			

13(b) Deferred Tax

(Rs. in Lakhs)

31st March 2019				
Particular	DTA/DTL	Opening Balance	Debit/(credit) in P&L During the year	Closing balance
PROPERTY PLANT & EQUIPMENT (HOLDING)	DTL	94.98	(2.99)	91.99
PROPERTY PLANT & EQUIPMENT (SUBSIDIARY)	DTA	3.57	0.71	4.28
GRATUITY	DTA	18.38	15.06	3.32
LEAVE ENCASHMENT	DTA	8.09	2.15	5.94
Totals	DTL (Net)	68.52	14.22	78.45

31st March 2020				
Particular	DTA/DTL	Opening Balance	Debit/(credit) in P&L During the year	Closing balance
PROPERTY PLANT & EQUIPMENT (HOLDING)	DTL	91.99	(25.59)	66.40
PROPERTY PLANT & EQUIPMENT (SUBSIDIARY)	DTA	4.28	(0.68)	4.96
GRATUITY	DTA	3.31	(7.49)	10.80
LEAVE ENCASHMENT	DTA	5.94	1.36	4.58
CARRY FORWARD BUSINESS LOSS	DTA	-	(697.98)	697.98
CARRY FORWARD UNABSORBED DEPRECIATION	DTA	-	(48.41)	48.41
Totals	DTA (Net)	78.46	(778.79)	700.34



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
14	Borrowing		
	Secured Loans:		
	Punjab National Bank (cash credit) Raipur	2264.40	2500.16
	Punjab National Bank (cash credit) Indore	477.08	249.45
	Unsecured Loans:		
	Demand Loan From Directors	15.00	15.00
	Total Borrowing	2756.48	2764.61
	Note: The cash credit facility has been secured by hypothecation of book debts stock and first charge over fixed assets of the company & personal guarantee of directors.		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
15	Trade Payables		
	Micro Small and Medium Enterprises	168.24	189.13
	Others	5108.21	3931.02
	Total Trade Payables	5276.45	4120.15
	All Balances of Sundry Creditors are subject to confirmation. There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31,2020 for which disclosure requirements under Micro, small and Medium Enterprises Development Act, 2006 as applicable		

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
16	Provisions		
	Salary payable	139.97	112.29
	Bonus payable	32.43	29.60
	Contribution to PF (Employees)	5.69	4.58
	Total Provisions	178.09	146.47

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
17	Other Current Liabilities		
	Financial Liabilities		
	Vehicle Loans (First Charge on Trucks and Cars)	20.39	33.94
	Others Payable	106.53	62.69
	Unclaimed Dividends	0.00	5.54
	Total Financial Liabilities	126.92	102.17
	Others		
	Advances from Customers	34.65	46.47
	Professional Tax (Staff)	0.84	0.35
	Income Tax Payable	1.74	191.80
	TDS Payable	12.41	13.56
	Others Payable	42.49	39.89
	Total Other Current Liabilities	92.13	292.07



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
18	Other Income		
	Rearing charges (Income)	7.43	3.50
	Transportation Charges (Income)	10.26	0.00
	Interest received MPEB/FD	5.62	1.38
	Profit on sale of fixed assets	2.98	0.00
	Total Other Income	26.29	4.88

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
19	Cost Of Material Consumed		
	Opening Stock	4752.87	5544.27
	Add:- Purchases		
	Feed & Medicines	22972.01	22820.60
	Store Spares & Consumable	74.15	88.80
	Parent Birds	427.37	420.20
	Packing Material	235.87	295.21
	Carriage Inward	246.60	378.49
	Godown rent	29.10	35.75
	Chicks	215.44	87.26
	Hatching Eggs	137.64	68.44
	Stock loss on fire	0.00	-8.16
		29091.05	29730.87
	Less:- Closing Stock	3888.21	4752.87
	Total Cost Of Material Consumed	25202.84	24978.00

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
20	Farm Expenses		
	Farm Expenses	143.77	140.27
	Power & Energy	143.96	133.63
	Fuel Consumption	41.27	44.15
	Light & Water Charges	35.62	39.18
	Farm Rent	77.29	104.91
	Rearing Charges Expenses	2159.00	2451.77
	Total Farm Expenses	2600.91	2913.91

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
21	Hatchery Expenses		
	Hatchery Expenses	41.49	42.34
	Hatching expenses	86.67	96.45
	Hatcheries Rent	126.00	126.00
	Power & Energy (Hatcheries)	88.62	84.46
	Total Hatchery Expenses	342.78	349.26



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
22	Administrative Expenses		
	General Office Expenses	157.09	172.41
	Travelling & Conveyance	179.93	217.35
	Audit Fees	6.70	5.70
	Legal & Professional Expenses	22.22	21.33
	CSR Expenses	9.00	4.90
	Software annual maintenance charges	8.14	10.32
	Loss on sale of assets	-	1.13
	Total Administrative Expenses	383.08	433.14

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
23	Selling & Distribution Expenses		
	Forwarding Expenses	845.73	951.50
	Advertisement & Publicity	1.50	1.33
	Vehicle Repair & Maintenance	37.72	42.96
	Sales Promotion Expenses	10.82	9.61
	Total Selling & Distribution Expenses	895.77	1005.39

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
24	Employee Benefits Expenses		
	Salary wages & Bonus	1104.55	1082.64
	Remuneration to directors	57.00	57.00
	Remuneration to vice president	42.00	42.00
	Contribution to Provident Fund	72.90	60.10
	Staff welfare	4.91	6.98
	Gratuity	18.52	22.42
	Total Employee Benefits Expenses	1299.88	1271.13

(Rs. in Lakhs)

Note	Particulars	31-Mar-2020	31-Mar-2019
25	Finance Cost		
	Bank Charges & Commission	29.95	18.76
	Interest to others	22.17	26.84
	Interest on statutory dues	4.35	0.31
	Interest on CC Loan	63.07	141.34
	Total Finance Cost	119.54	187.26



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Note	Particulars	31-Mar-2020	31-Mar-2019
26	Earning Per Share Basic & Diluted earning per equity share have been worked out in accordance with IND AS -33 "Earnings Per Share". Basic and diluted earnings per equity share has been calculated by dividing Net Loss of Rs. 2151.37 Lacs by 3791700 equity shares (Face Value of Rs.10/- each) The Following is a reconciliation of the equity shares used in the computation of basic and diluted Earning per equity share:		
	Particulars	31-Mar-2020	31-Mar-2019
	Basic Earning per Equity share- weighted average number of equity shares outstanding	3791700.00	3791700.00
	Effect of dilutive common equivalent shares	-	-
	Diluted Earning per Equity share- weighted average number of equity shares outstanding and common equivalent shares outstanding	3791700.00	3791700.00

Note	Particulars		
27	RELATED PARTIES DISCLOSURES :		
1	Relationship		
(a)	Key Management Personnel: Mr. Harender Singh Bhatia (Managing Director) Mr. Gurdeep Singh Bhatia (Director) Mr. Kawaljeet Singh Bhatia (Whole Time Director) Mr. Mahesh Patidar (Chief Financial Officer) Ms. Tanu Parmar (Company Secretary)	(c)	Relatives of key management personnel and their enterprises where transaction have taken place: Simran Agritech Pvt. Ltd. Simran Feeds Private Limited Simran Hatcheries Private Limited Simfa Labs Private Limited Simran Foods Private Limited Simran Hatcheries Simran Fresh Fruits and Vegetables M/s Early Bird Hatcheries M/s Simran Poultry M/s Singh Hatcheries M/s Singh Poultry Eco Gold Nutri & Organics LLP Mr. Avneet Singh Bhatia Mr. Amarjeet Singh Bhatia Mrs. Simrat Kaur Bhatia Mrs. Kawaljeet Kaur Bhatia Mrs. Jagdeep Kaur Bhatia Mrs. Amarjeet Kaur Bhatia Mrs. Naampreet Kaur Bhatia Miss Tavleen Kaur Bhatia
Note: Related party relationship is as identified by the Company and relied upon by the Auditors.			



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

2a Transactions carried out with related parties referred in 1 above, in ordinary course of business:

(Rs. in Lakhs)

	Nature of Transaction	Referred in 1 (b) above	Referred in 1 (c) above
	Purchase	-	618.60
	Sales	-	626.74
	Director Remuneration	57.00	-
	Vice President Remuneration	27.00	15.00
	Rearing Charges Payable	-	-
	Rearing Charges Receivable		5.01
	Transportation Charges Receivable		11.89
	Chief Financial Officer 's Salary	8.72	-
	Company Secretary 's Salary	3.45	-
	Salary	-	76.20
	Office Rent	-	14.40
	Rent:-		
	Land & Building (Farm)	-	67.20
	Hatchery Rent	-	126.00
	Vehicle Rent		1.80
	Feed Processing Charges (Payable)	-	176.73
	Feed Processing Charges (Receivable)	-	-
	Setting Charges (Receivable)		2.42
	Hatching Charges (Payable)	-	81.81
	Interest on Loan	-	14.85
	Commission	-	49.64
	Payable	149.54	1368.36
	Receivable	0.35	118.18

Related Party Transactions

(Rs. in Lakhs)

S. No	Transactions	2019-20	2018-19
A	Purchase of Raw Material/Finished goods		
1	Simfa Labs Private Limited	424.12	269.66
2	Simran Feeds Private Limited	12.62	20.02
3	Eco Gold Nutri & Organics LLP	-	1.68
4	M/s Simran Hatcheries Private Limited	105.83	-
5	Simran Agritech Private Limited	76.03	-
	Total Purchase of Raw Material/Finished goods	618.60	291.36
B	Sales of Material/ Finished Goods		
1	Simfa Labs Private Limited	4.93	16.60
2	Simran Foods Private Limited	184.01	222.62
3	Simran Feeds Private Limited	49.11	71.04
4	Simran Agritech Private Limited	388.69	-
	Total Sales of Material/ Finished Goods	626.74	310.25



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Related Party Transactions		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
C	Rearing Charges		
	Receivable		
1	Simran Agritech Pvt. Ltd.	5.01	0.00
	Total Rearing Charges Receivable	5.01	0.00
D	Rent Paid		
a)	Office Rent		
1	Mrs. Amarjeet Kaur Bhatia	4.80	4.80
2	Mrs. Simrat Kaur Bhatia	4.80	4.80
3	Mrs. Kawaljeet Kaur Bhatia	4.80	4.80
4	Mrs. Jagdeep Kaur Bhatia	0.00	2.20
5	Mr. Kawaljeet Singh Bhatia	0.00	2.20
	Total Office Rent	14.40	18.80
b)	Land & Building Rent (Farm Rent)		
1	Simran Poultry	5.40	5.40
2	Singh Poultry	36.00	36.00
3	Early Bird Hatcheries	25.80	25.80
	Total Land & Building Rent (Farm Rent)	67.20	67.20
c)	Hatchery Rent		
1	M/s Early Bird Hatcheries	24.00	24.00
2	M/s Simran Hatcheries	46.80	46.80
3	M/s Singh Hatcheries	55.20	55.20
	Total Hatchery Rent	126.00	126.00
d)	Vehicle Rent		
1	Simran Fresh Fruits and Vegetables	1.80	0.00
	Total Vehicle Rent	1.80	0.00
E	Feed Processing Charges		
1	Simran Feeds Private Limited		
	Payable	176.73	189.12
	Receivable	0.00	1.58
	Total Feed Processing Charges	176.73	190.70
F	Hatching Charges		
1	M/s Simran Hatcheries Private Limited		
	Payable	81.81	92.21
	Total Hatching Charges	81.81	92.21



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Related Party Transactions		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
G	Commission		
1	Mr. Avneet Singh Bhatia	14.76	14.67
2	Mr. Amarjeet Singh Bhatia	18.01	17.19
3	Mrs. Jagdeep Kaur Bhatia	16.88	17.75
	Total Commission	49.64	49.62
H	Interest on Fund raised		
1	Mr. Kawaljeet Singh Bhatia	14.85	15.30
	Total Interest on Fund raised	14.85	15.30
I	Transportation Charges		
1	Simran Agritech Pvt. Ltd. Receivable	11.89	0.00
	Total Transportation Charges	11.89	0.00
J	Setting Charges		
	Receivable Simran Agritech Private Limited	2.42	0.00
	Total Setting Charges	2.42	0.00
K	Salary		
1	Mrs. Simrat Kaur Bhatia	7.20	7.20
2	Mr. Amarjeet Singh Bhatia	24.00	24.00
3	Mrs. Jagdeep Kaur Bhatia	7.20	7.20
4	Mrs. Naampreet Kaur Bhatia	10.20	10.20
5	Mrs. Amarjeet Kaur Bhatia	9.60	9.60
6	Miss Tavleen Kaur Bhatia	18.00	18.00
	Total Salary	76.20	76.20
L	Vice President 's Remuneration		
1	Mr. Avneet Singh Bhatia	15.00	15.00
	Total Vice President 's Remuneration	15.00	15.00

3a DETAILS REGARDING PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

		(Rs. in Lakhs)	
S. No	Transactions	2019-20	2018-19
1	Remuneration		
	Salary	96.17	95.11
	Contribution to provident and other funds	0.43	0.40
	Perquisites	-	-
2	Commission	-	-
3	Sitting fees	-	-
4	Rent paid (expense)	-	-



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

3b BREAKUP OF PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

(Rs. in Lakhs)

S. No	Transactions	2019-20	2018-19
1	Remuneration		
a	Mr. Harender Singh Bhatia	30.00	30.00
b	Mr. Kawaljeet Singh Bhatia	27.00	27.00
c	Mr. Gurmeet Singh Bhatia	27.00	27.00
d	Mr. Mahesh Patidar	8.72	7.99
e	Ms. Tanu Parmar	3.45	3.12
	Total Remuneration	96.17	95.11

3c Collaterals and guarantees

M/s Sumeet Construction has provided Collateral security to secure the Cash credit facility with Punjab national Bank.

(Rs. in Lakhs)

Note	Particulars	2019-20	2018-19
28	Payment to Auditor		
	1) As Auditor	6.70	5.70
	2) As per certification	0.00	0.00
	Total Payment to Auditor	6.70	5.70



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

Note	Particulars		
29	Employee Benefits		
	The Company has obtained the LIC policy for Gratuity liability and position of liability worked out by Actuary for calculation of premium to be paid and position of funded asset is as under:		
1	Expenses recognised in Income Statement	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Current Service Cost.	18.74	18.82
	Interest on Obligation	10.16	9.52
	Actuarial Losses / (Gains)	-	-
	Expected return on plan assets	(10.39)	(5.91)
	Past service cost	-	-
	Losses (gains) on curtailments and settlement	-	-
	Expense recognised in P & L	18.52	22.42
2	Amount to be recognised in Balance Sheet	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Present value of funded obligation	179.22	145.70
	Fair value of plan assets	138.20	135.76
	Present value of unfunded obligations	-	-
	Funded Status - (Surplus)/Deficit	41.02	9.94
	Unrecognised past service cost	-	-
	Unrecognised asset due to limit in Para 64(b)	-	-
	Liability/(Asset) recognised in the Balance Sheet	41.02	9.94
3	Table showing change in benefit obligation	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Opening Defined Benefit obligation	145.70	133.75
	Service cost for the year	18.74	18.82
	Interest cost for the year	10.16	9.52
	Actuarial Losses / (Gains)	19.94	2.40
	Benefits paid	(15.32)	(18.79)
	Past Service Cost	-	-
	Closing defined benefit obligation	179.22	145.70
4	Table showing fair value of plan assets	(Rs. in Lakhs)	
	Particulars	2019-20	2018-19
	Fair value of plan assets at beginning of year	135.76	76.81
	Actual return on plan assets	10.39	5.91
	Contributions	8.73	71.55
	Benefits Paid	(15.32)	(18.79)
	Actuarial Gains\ (Losses)	(1.35)	0.27
	Fair value of plan assets at the end of year	138.20	135.76



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

5	Table Showing Amount to be Recognised in OCI		(Rs. in Lakhs)
	Particulars	2019-20	2018-19
	Amount recognised in OCI, Beginning of Period	0.48	(1.65)
	Remeasurements due to:		
	Effect of Change in Financial Assumptions (i)	15.47	0.66
	Effect of Change in Demographic Assumptions (ii)	(0.09)	-
	Effect of experience adjustments (iii)	4.57	1.75
	Acturial (Gains)/Losses (i)+(ii)+(iii)	19.94	2.40
	Return on Plan Assets (excluding interest)	(1.35)	0.27
	Total measurements recognised in OCI	21.29	2.13
	Amount recognised in OCI, End of Period	21.77	0.48
6	History of DBO, Asset values, Surplus/Deficit & Experience Gains & Losses		(Rs. in Lakhs)
	Particulars	2019-20	2018-19
	DBO	179.22	145.70
	Plan Assets	138.20	135.76
	(Surplus)/Deficit	41.02	9.94
	Exp Adj- Plan Assets Gain/ (Loss)	(1.35)	0.27
	Assumptions (Gain)/ Loss	15.37	0.66
	Exp Adj- Plan Liabilities Gain/ (Loss)	4.57	1.75
	Total Actuarial (Gain)/ Loss	19.94	2.40
7	Category of Assets		
	Particulars	2019-20	2018-19
	Govt. of India Securities (Central and State)	-	-
	High Quality Corporate Bonds (incl. PSU Bonds)	-	-
	Equity shares of Listed Companies	-	-
	Real Estate/ Property	-	-
	Cash (including Special Deposits)	-	-
	Other (including assets under Schemes of Ins.)	100%	100%
	Total	100%	100%
	8	Sensitivity Analysis	
Particulars		Decrease	Increase
Discount Rate		188.00	171.16
Impact of increase/decrease in 50 bps on DBO		4.90%	-4.50%
Salary Growth Rate		171.07	187.93
Impact of increase/decrease in 50 bps on DBO		-4.55%	4.86%
9	Actuarial Assumption		
	Valuation Method	Projected Unit Credit Method	
	Discount Rate	6.65%	
	Annual increase in salary costs	5.00%	
	Mortality Rate	Indian Assured Lives Mortality (2012-14)	
	Withdrawal rate	1% to 3% depending on Age	
	Retirement Age	58 Years	
10	Compensated absences		
	The Company provides for the encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment. The liability is provided based on the number of days of unutilised leave at each balance sheet date.		



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

30. Fair Value Measurement Hierarchy :

(Rs. in Lakhs)

Particulars	As at 31 March 2020			As at 31 March 2019		
	Carrying Amount	Level of Input used in		Carrying Amount	Level of Input used in	
		Level 1	Level 2		Level 1	Level 2
Financial Asset :-						
At Amortised Cost						
Cash & Cash Equivalents	1154.88	-	-	2025.86	-	-
Trade Receivables	989.22	-	-	977.95	-	-
Loans	160.24	-	-	173.06	-	-
At FVTPL						
Investments	11.89	-	11.89	11.89	-	11.89
At FVTOCI						
Financial Liabilities :-						
At Amortised Cost						
Trade Payables	5276.45	-	-	4120.15	-	-
Borrowings	190.44	-	-	152.44	-	-
Vehicle Loans (First Charge on Trucks and Cars)	20.39	-	-	33.95	-	-
Unclaimed Dividends	-	-	-	5.54	-	-
Others Payable	149.01	-	-	102.58	-	-
At FVTPL						
Borrowings	2756.48	-	-	2764.61	-	-
<p>The Financial Instruments are categorised into two levels based on the inputs used to arrive at fair value measurement as described below:</p> <p>LEVEL 1: Quoted Prices (unadjusted) in active markets for indentical assets or liabilities; and</p> <p>LEVEL 2: Inputs other than the quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.</p>						



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020

31. Enterprises Consolidated As Subsidiary In Accordance With Indian Accounting Standard 110-

(Rs. in Lakhs)

Name of the Enterprise	Country of incorporation	Proportion of Ownership Interest	Proportion of Ownership Interest
Puregene Biotech Limited	India	82.71%	82.71%

31(A). Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary/ Associates/ Joint Ventures

Name of the Enterprise	Net assets i.e. Total Assets minus Total Liabilities		Share In Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (in Lakhs)	As % of Consolidated Profit or Loss	Amount (in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (in Lakhs)	As % of Consolidated Total Comprehensive Income	Amount (in Lakhs)
Parent Simran Farms Limited	87.28%	379.13	100.17%	-2154.31	100.00%	(15.75)	100.14%	-2170.06
Subsidiaries Indian 1. Puregene Biotech Limited	12.72%	55.23	-0.17%	3.56	0.00%	0.00	-0.14%	-2.94
TOTAL	100%	434.36	100%	-2150.75	100%	(15.75)	100%	-2167.12

32. FINANCIAL RISK MANAGEMENT

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk primarily relates to trade and other receivables, long-term loans, cash and cash equivalents

The Company's exposure to credit risk with regards to trade and other receivables is influenced mainly by the individual characteristics of each customer and there is no significant concentration of risk related to industry segments. The granting of credit is controlled by well-established criteria that are reviewed on a regular basis. The maximum exposure to credit risk at the reporting date is the carrying amount of each trade receivable

The credit policy requires each new customer to be analyzed individually for credit worthiness before delivery and payment terms are offered.

Other receivables consist primarily of security deposits, loans to employees and other receivables. The risk of default is assessed as low.

The credit risk surrounding loans receivable is assessed as low risk.

Credit risk on cash and cash equivalents is assessed as low risk as the Company deposits cash surpluses with financial institutions of high quality and standing.



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2020**

Liquidity Risk

The Company actively monitors its cash flows to ensure there is sufficient cash available to meet its working capital requirements. Due to the dynamic nature of the underlying businesses, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's cash and cash equivalents on the basis of expected cash flow.

The Company's current trade and other payables are all due within one year.

The table below summarizes the maturity profile of the Company's financial liabilities as at 31 March 2020 based on contractual undiscounted payments.

(Rs. in Lakhs)					
Particulars	Less than one year	1-2 Years	2-4 Years	>4 Years	Total
Trade Payable	5424.28	24.95	-	-	5449.23
Long Term borrowings	-	-	190.44	-	190.44
Short Term borrowings	2756.49	-	-	-	2756.49

Market Risk

Interest Rate Risk

The Company is exposed to interest rate risk on its cash and cash equivalents, long-term loans and borrowings, which can have an impact on the cash flows of these instruments. The exposure to interest rate risk is managed through the Company's Board by using counterparties that offers the best rates which enables the Company to maximize returns whilst minimizing risk.

In terms of our report attached.

For J.C. BAHETI & ASSOCIATES

Chartered Accountants

Registration Number: 03390C

H.S. Bhatia
Managing Director
DIN 00509426

G.S. Bhatia
Director
DIN 00401929

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 15th July, 2020

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



To,

If undelivered, please return to
SIMRAN FARMS LIMITED
Corporate Office: 1B, Vikas Rekha Complex,
Khatiwala Tank, Indore - 452001 (M.P.)

