

34th ANNUAL REPORT

2020-2021



SIMRAN FARMS LIMITED
(FARMERS' FRIEND SINCE 1989)

SIMRAN FARMS LIMITED

REGISTERED OFFICE :1-B, VIKAS REKHA COMPLEX,
KHATIWALA TANK, INDORE 452001 (M.P.)

**BOARD OF DIRECTORS**

Mr. Harender Singh Bhatia
Promoter/Managing Director

Mr. Kawaljeet Singh Bhatia
Promoter/Whole Time Director

Mr. Gurmeet Singh Bhatia
Promoter/Whole Time Director
(w.e.f 13th February, 2021)

Mr. Darshan Singh Anand
Non- Executive Independent Director
(w.e.f 30th June, 2021)

Mr. Surendra Singh
Non- Executive Independent Director

Mrs. Jasmeet Kaur Bhatia
Non- Executive Independent Director

COMPANY SECRETARY

CS Tanu Parmar

CHIEF FINANCIAL OFFICER

Mr. Mahesh Patidar

LISTED AT

BSE Limited, Mumbai

STATUTORY AUDITORS

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

SECRETARIAL AUDITOR

M/s Ramesh Chandra Bagdi & Associates
Company Secretary, Indore (M.P.)

BANKER'S

Punjab National Bank
ICICI Bank Limited

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: investor@ankitonline.com

CONTENTS**PAGE NO.**

| | | |
|---|---|----|
| 1 | Notice | 3 |
| 2 | Board's Report & its Annexure | 18 |
| 3 | Management Discussion & Analysis Report | 38 |
| 4 | Corporate Governance Report | 41 |
| 5 | Standalone Financial Statements with Audit Report | 65 |
| 6 | Consolidated Financial Statements with Audit Report | 98 |





NOTICE OF 34TH ANNUAL GENERAL MEETING

Notice is hereby given that the **34th Annual General Meeting** of the Members of **SIMRAN FARMS LIMITED** will be held on **Thursday, 23rd September, 2021 at 11.30 A.M. (IST)** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") for which purpose 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, 2021 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, 2021, 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.

SPECIAL BUSINESSES:

Item No. 3: Appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as Director as well as Whole-time Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, Mr. Gurmeet Singh Bhatia (DIN: 00401697) who was appointed as an Additional Director of the Company pursuant to Section 161 of the Act and Articles of Association of the Company with effect from 13th February, 2021 and who holds office up to the date of this Annual General Meeting ('AGM') of the Company, and in respect of whom the Company has received a notice in writing from the Member under the provisions of Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and on recommendation of Nomination & Remuneration Committee and any other appropriate authority if required, Mr. Gurmeet Singh Bhatia (DIN: 00401697) be and is hereby appointed as Whole-time Director of the Company for a period of three years with effect from 13th February, 2021 to 12th February, 2024 on the following terms, conditions, salary and perquisites:

- a) **Salary:** Rs. 2,25,000/- (Rupees Two Lakhs Twenty Five Thousand Only) per month.
- b) **Perquisites:** In addition to the above salary Mr. Gurmeet Singh Bhatia (DIN: 00401697) Whole-time Director shall also be entitled to the perquisites (evaluated as per Income Tax Rule wherever applicable and at actual cost to the Company in other cases) like benefits of furnished accommodation/House Rent Allowance with gardener and security guard, gas, electricity, water and furnishings, chauffeur driven car and telephone at residence, medical reimbursement, personal accident insurance, leave and leave travel concession, club fees, provident fund, superannuation fund, exgratia & gratuity in accordance with the scheme(s) and rule(s) applicable to the members of the staff or any modification(s) that may be made in any scheme/rule for the aforesaid benefits. However, perquisites shall be restricted to an amount equal to 25% of annual salary."

"RESOLVED FURTHER THAT where in a financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the remuneration payable to him shall not exceed the ceiling limit prescribed



in Section II of Part II of Schedule V to the Companies Act, 2013 for that year, which will be payable to him as minimum remuneration for that year.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary, alter, increase or enhance/change from time to time, subject to overall limit on remuneration payable to all the managerial personnel taken together, as laid down in the Companies Act, 2013, read with Schedule V thereto, and subject to the requisite approvals, if any, being obtained.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper.”

Item No. 4: Appointment of Mr. Darshan Singh Anand (DIN: 09219026) as an Independent Director of the Company.

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

“RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee of the Board of Directors and pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Darshan Singh Anand (DIN: 09219026), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from 30th June, 2021 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 30th June, 2021 to 29th June, 2026.”

“RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable regulations of the Listing Regulations, as amended from time to time and applicable provisions of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof for the time being in force the continuation of Directorship of Mr. Darshan Singh Anand (DIN: 09219026), Non-Executive and Independent Director of the Company on attainment of age of 75 years, to the existing term of his office till 29th June, 2026 as Non-Executive and Independent Director of the Company be and is hereby approved.”

“RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) or the Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

Place: Indore
Date : 10th August, 2021

By Order of the Board of Directors

SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627
Registered 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

TANU PARMAR
COMPANY SECRETARY
ACS- 34769

**Notes:-**

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, and General Circular no. 02/2021 dated January 13, 2021 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made there under, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 34th AGM of the Company is being convened and conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The Company has availed the facility of Central Depository Services (India) Limited (CDSL) for convening the 34th AGM through VC/OAVM, a detailed process in which the members can attend the AGM through VC/OAVM has been enumerated in Note number 32 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. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:** In accordance with the MCA General Circular No. 20/2020 dated 5th May, 2020 & MCA General Circular No. 02/2021 dated 13th January, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 & Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, in view of the prevailing situation and owing to the difficulties involved in dispatching physical copies of the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the Financial Year ended 31st March, 2021 pursuant to section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/R&STA or the Depository Participant(s). The Company will not be dispatching physical copies of such statements and Notice of AGM to any Member.
Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with Registrar and Share Transfer Agent by following due procedure.
4. For Members who have not registered their e-mail address and those members who have become the members of the Company after Friday, August 20, 2021 being the cut-off date for sending soft copy of the Notice of 34th AGM and Annual Report for the financial year 2020-21, 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.
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 34th 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, Corporate/Institutional 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 lnjoshics@gmail.com with a copy marked to the Company at compliance@simranfarms.com.
7. 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, 17th Day of September, 2021 to Thursday, 23rd Day of September, 2021 (both days inclusive) for the purpose of 34th Annual General Meeting.



8. In terms of the Article of Association of the Company read with Section 152 of the Companies Act 2013, Mr. Kawaljeet Singh Bhatia (DIN: 00401827), Whole Time Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for reappointment. Although his term is fixed and shall not break due to this retirement. The Board of the Directors of the Company recommends his reappointment.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed hereto. Further, additional information with respect to Item Nos. 3 & 4 is also annexed hereto.
The Board of Directors have considered and decided to include the Item Nos. 3 & 4 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.
10. 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 Directors seeking appointment/re-appointment/retire by rotation at this AGM, forms integral part of the Notice.
11. 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.
12. **IEPF:** Members whose unclaimed dividends/shares are transferred to the IEPF Authority can claim the same by making an online application to the IEPF Authority in the prescribed Form No. IEPF-5 by following the refund procedure as detailed on the website of IEPF Authority <http://www.iepf.gov.in/IEPF/refund.html>.
13. 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.
14. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant(s) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participant(s). The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.
15. Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent.
16. **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** As per Regulation 40 of the Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1st April, 2019, except in case of transmission or transposition of securities. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialization, members are advised to dematerialize their shares held in physical form.
17. 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 Depository Participants.
18. 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.
19. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
20. 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 7 (seven days) before the date of the meeting so that the required information can be made available at the meeting.



21. 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. All the documents referred in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e. Thursday, 23rd September, 2021. Members seeking to inspect such documents are requested to write to the Company at compliance@simranfarms.com.
22. 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.
23. **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.
24. **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.
25. 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 during the AGM (insta poll), in a fair and transparent manner.
26. 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, 16th September, 2021, being the cut-off date.
27. 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, 16th September 2021, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting during AGM by following the procedure mentioned in this Notice.
28. A person, who is not a Member as on Thursday, 16th September, 2021 should treat this Notice for information purposes only.
29. 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.
30. 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.
31. 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.
32. **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**
 - (i) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
 - (ii) The voting period begins on Monday 20th September, 2021 from 9.00 A.M. and ends on Wednesday, 22nd September, 2021 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 16th September, 2021, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (iii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.



- (iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, **Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:**

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in Demat mode with CDSL | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers. |



| | |
|---|--|
| Individual Shareholders holding securities in Demat mode with NSDL | <ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

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

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

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



- (vi) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding shares in Demat form & physical shareholders.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

| | For shareholders holding shares in Demat Form other than individual 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). |

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant company i.e. SIMRAN FARMS LIMITED on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.



(xvii) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; 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.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast seven 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 seven 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.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM 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.
10. 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.



34. **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**
1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at compliance@simranfarms.com or RTA at investor@ankitonline.com.
 2. For Demat shareholders-, Please update your email id & mobile no. with your respective Depository Participant (DP)
 3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
35. **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 favor 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 2 (two) working days 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 23rd September, 2021 subject to receipt of the requisite number of votes in favour of the Resolutions.
36. **If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.**
37. **All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.**

Place: Indore
Date : 10th August, 2021

By Order of the Board of Directors

SIMRAN FARMS LIMITED
CIN: L01222MP1984PLC002627
Registered 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

TANU PARMAR
COMPANY SECRETARY
ACS- 34769



EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3: Appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as Director as well as Whole-time Director of the Company.

The Board of Directors of the Company in their meeting held on 13th February, 2021, upon recommendation of Nomination & Remuneration Committee, approved the appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as an Additional Director of the Company to hold office up to the date of the Annual General Meeting. In terms of Section 160 of the Companies Act, 2013 ('the Act'), the Company has received a notice in writing from the Member proposing his candidature for the office of Director of the Company.

Further Mr. Gurmeet Singh Bhatia (DIN: 00401697) is Bachelor of Commerce and has 23 years rich experience in various business activities and more particularly 18 years in the Poultry Feed Industry. He is having thorough practical experience in all the facets of the poultry feed industry right from poultry keeping, feed management, farm management, hatching of eggs, management of hatcheries to marketing of chicks, eggs and birds, integration, etc. His contribution in the development and growth of Poultry Industry in Madhya Pradesh is very well recognized.

Keeping in view the capabilities and vast experience and on the recommendation of the Nomination & Remuneration Committee of the Board of Directors of the Company in their meeting held on 13th February, 2021, approved appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as Whole Time Director on the Board of the Company with effect from 13th February, 2021 for a period of 3 years w.e.f. 13th February, 2021 to 12th February, 2024 in accordance with the provisions contained in Sections 196, 197 and 198 read with Section 203 of the Companies Act, 2013 and Schedule V of the Companies Act 2013 and on such remuneration as mentioned in Item No. 3 of the notice, subject to approval of the members or any other appropriate authority, if any.

The limits specified in resolution are the maximum limits and the Nomination and Remuneration Committee / Board may in its absolute discretion pay to the above mentioned Director lower remuneration and revise the same from time to time within the maximum limits stipulated above.

Further, information required as per Schedule V of the Companies Act, 2013 is given as follows:-

| I. General information: | | | | |
|-------------------------------------|---|-------------------------|---|--------------------------|
| 1 | Nature of industry | | Company is engaged in the business of poultry farming and allied activities | |
| 2 | Date or expected date of commencement of commercial production | | Commencement of commercial production since from 1984 | |
| 3 | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | | Not Applicable | |
| 4 | Financial Performance based on given indicators | | Figures In lacs | |
| | Financial Year | Revenue from operations | Profit/(loss) before Tax | Profit /(loss) after Tax |
| | 2019-20 | 28112.42 | -2926.89 | -2154.31 |
| | 2018-19 | 31991.82 | 608.50 | 403.69 |
| | 2017-18 | 34097.32 | 533.32 | 394.04 |
| 5 | Foreign investments or collaborations, if any | | The Company has no foreign investments or foreign collaborations. The Company has neither made any foreign investments nor has any collaboration overseas. | |
| II. Information about the appointee | | | | |
| 1 | Background details | | Mr. Gurmeet Singh Bhatia is a Bachelor of Commerce. He has 23 years rich experience in various business activities and more particularly 18 years in the Poultry Feed Industry. | |



| | | |
|--------------------------------|--|---|
| 2 | Past remuneration:- | Not Applicable However Mr. Gurmeet Singh Bhatia was Vice President (Marketing) in the Company and was drawing remuneration of Rs. 27.00 Lacs per annum from the Company. |
| 3 | Recognition or awards | None |
| 4 | Job profile and his suitability | Mr. Gurmeet Singh Bhatia has excellent leadership skills. He is a person of values, integrity and transparency. He always innovates new ideas and adapts new and upgraded technology. Further, his wide experience ensures that the Company will attain dominant status in key operating sectors. |
| 5 | Remuneration proposed | Rs. 2,25,000/- per month (Rupees Two Lacs Twenty Five Thousand only) |
| 6 | Comparative remuneration profile with respect to industry, size of the company, profile of the position and person. | Taking into consideration the size of the Company, the profile of Mr. Gurmeet Singh Bhatia, the responsibilities to be shouldered by him and the industry benchmarks, the remuneration proposed to be paid to the him is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies. |
| 7 | Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any. | He is Brother's son of Mr. Harender Singh Bhatia who is Managing Director of the Company. Except this, he does not have any other pecuniary relationship with any of the director/ Managerial Personnel of the Company |
| III. Other information: | | |
| 1 | Reasons of loss or inadequate profits | In spite of Company's endeavors to have better operational and financial performance, the factors such as ongoing COVID-19 pandemic, the economic slowdown, sharp increase in the prices of raw materials, tough competition, lack of adequate cold storage facilities and retail infrastructures are some of the reasons for losses or inadequate profits. |
| 2 | Steps taken or proposed to be taken for improvement | During the year under review, the Company has initiated various effective steps to improve its operational performance/liquidity, including cost control measures have been put in place which would result in better profitability in the ensuing years. |
| 3 | Expected increase in productivity and profits in measurable terms | In view of the current scenario and barring unforeseen circumstances, the profitability of the Company might be substantially moderate in F.Y. 2021-22. Further, lower realization from sale of broilers and a sharp increase in feed prices might also affect the productivity in F.Y. 2021-22. |

The information and disclosures of the remuneration package of all Directors have been mentioned in the Annual Report in the Corporate Governance Report Section under the Heading "Remuneration paid to Directors under Nomination and Remuneration Section".

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the Members.

Save and except Mr. Harender Singh Bhatia and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice. Mr. Harender Singh Bhatia is related to Mr. Gurmeet Singh Bhatia, Whole Time Director of the Company.

**Item No. 4: Appointment of Mr. Darshan Singh Anand (DIN: 09219026) as an Independent Director of the Company.**

Mr. Darshan Singh Anand (DIN: 09219026), was appointed as an Additional Director as well as Non-Executive Independent Director of the Company at the meeting of the Board of Directors held on 30th June, 2021 in accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act"). He holds office as an Additional Director up to the date of the forthcoming Annual General Meeting.

Further as per Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, with effect from 1 April, 2019, no listed Company shall appoint or continue the Directorship of a Non-Executive Director who has attained the age of 75 years, unless a special resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the notice for such appointment.

Mr. Darshan Singh Anand (DIN: 09219026) has been a Registered Advocate with Bar Council of Madhya Pradesh and possesses good knowledge and expertise mainly in the area of legal, administration and marketing. The Board of Directors, based on the recommendation of Nomination & Remuneration Committee is of the view that your Company would be greatly benefited from the rich and varied experience of Mr. Darshan Singh Anand (DIN: 09219026). In line with the provisions of the Listing Regulations, your directors recommend their continued association until expiry of his term.

In the opinion of the Board, Mr. Darshan Singh Anand (DIN: 09219026) fulfils the conditions specified under the Section 149(6) of the Act and under the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 and he is independent of the management.

The Company has also received notice in writing from member under Section 160 of the Act, proposing the candidature of Mr. Darshan Singh Anand (DIN: 09219026) for the office of Independent Director of the Company.

Keeping in view of the experience and expertise of Mr. Darshan Singh Anand (DIN: 09219026) the Board of Directors considers it desirable that the Company should avail his services and accordingly recommends the special resolution as set out in Item no. 4 of the notice for approval of the members.

The brief profile of Mr. Darshan Singh Anand (DIN: 09219026) who is proposed to be appointed as an Independent Director is annexed herewith separately with this notice.

Except proposed appointee, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 4 of the Notice.

Place: Indore
Date : 10th August, 2021

By Order of the Board of Directors

SIMRAN FARMS LIMITED

CIN: L01222MP1984PLC002627

Registered 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

TANU PARMAR
COMPANY SECRETARY
ACS- 34769



Additional Information of Director seeking re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard of General Meeting:

| Name of Director/ Appointee | Mr. Kawaljeet Singh Bhatia | Mr. Gurmeet Singh Bhatia | Mr. Darshan Singh Anand |
|---|--|---|--|
| DIN | 00401827 | 00401697 | 09219026 |
| Date of Birth | 18/05/1973 | 11/03/1976 | 30/01/1948 |
| Date of Appointment | 01/04/2002 | 13/02/2021 | 30/06/2021 |
| Qualification | Bachelor of Science and Master in international Business | Bachelor of Commerce | M.A.; LLB |
| Expertise/Experience in specific functional areas | 25 years vast experience in poultry industry | 23 years in poultry industry | Registered Advocate with Bar Council of Madhya Pradesh and possesses good knowledge and expertise mainly in the area of legal, administration and Marketing. |
| No. & % of Equity Shares held | 84400 [2.23%] | 65100 [1.72%] | NIL |
| List of outside Company's Directorship held | <ul style="list-style-type: none"> - Simran Hatcheries Private Limited - Puregene Biotech Limited - Simran Agrovat 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 - Veganpro Nutrients Private Limited - Eco Green Breeders Private Limited | <ul style="list-style-type: none"> - Simran Agritech Private Limited - Simran Feeds Private Limited - Simran Foods Private Limited - Puregene Biotech Limited - Simran Fisheries Private Limited | None |
| Salary or Sitting fees paid | Rs. 2,25,000/- p.m. (Salary) | Rs. 2,25,000/- p.m. (Salary) | Nil |
| Chairman / Member of the Committees of the Board of Directors of the Company | Member of the Corporate Social Responsibility Committee. | Member of the Corporate Social Responsibility Committee. | Member of Audit Committee, Stakeholders' Relationship Committee & Nomination and Remuneration Committee |
| Chairman / Member of the Committees of the Board Directors of other Companies in which he is director | Nil | Nil | Nil |



| | | | |
|--|---|---|--|
| Relationship between directors inter-se | He is Brother's son of Mr. Harender Singh Bhatia who is Managing Director of the Company. | He is Brother's son of Mr. Harender Singh Bhatia who is Managing Director of the Company. | None |
| Attendance at Board Meetings | During the year 1 st April, 2020 to 31 st March, 2021, 4 Board Meetings of the Company were held, and Mr. Kawaljeet Singh Bhatia had attended all the Meetings. | During his tenure, only one Board Meeting was held as he was appointed as Additional as well as Whole-time Director with effect from 13 th February, 2021. He has attended that meeting as an invitee. | Not applicable since he was appointed during the current financial year 2021-22. |
| Listed entities from which the person has resigned in the past three years | Nil | Nil | Nil |

Place: Indore
Date : 10th August, 2021

By Order of the Board of Directors

SIMRAN FARMS LIMITED

CIN: L01222MP1984PLC002627

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Khatiwala Tank, Indore - 452001 (M.P.)

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Email: compliance@simranfarms.com

TANU PARMAR
COMPANY SECRETARY
ACS- 34769



BOARD'S REPORT

Dear Shareholders

On behalf of the Board of Directors (the "Board") of the Company, it gives us an immense pleasure to present the 34th Board's Report, along with the Standalone and Consolidated Audited Financial Statements of Company for the financial year ended March 31, 2021.

1. STATE OF AFFAIRS AND FINANCIAL PERFORMANCE:

1.1 FINANCIAL HIGHLIGHTS AND SUMMARY OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The standalone and consolidated financial statements of the Company for the financial year ended March 31, 2021, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs and as amended from time to time.

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, 2021 | March 31, 2020 | March 31, 2021 | March 31, 2020 |
| Total Income | 32243.62 | 28138.71 | 32243.62 | 28138.71 |
| Total Expenditure | 30090.17 | 31065.60 | 30077.12 | 31060.99 |
| Profit/Loss before exceptional & extraordinary items and tax | 2153.45 | (2926.89) | 2166.50 | (2922.28) |
| Exceptional Items (MAT Adjustment) | 0.00 | 0.00 | 2.16 | 0.00 |
| Profit/Loss before tax | 2153.45 | (2926.89) | 2168.66 | (2922.28) |
| Tax Expenses: | | | | |
| a) Current Tax | 339.65 | 0.00 | 344.48 | 1.74 |
| b) Deferred tax assets/(Liabilities) | 565.04 | (772.58) | 564.17 | (773.26) |
| Profit/Loss after tax | 1248.76 | (2154.31) | 1260.01 | (2150.76) |
| Paid up Equity Share Capital | 379.17 | 379.17 | 379.17 | 379.17 |
| Earnings per share (Rs.10/- each) Basic & Diluted (in Rs.) | 32.93 | (56.82) | 33.18 | (56.74) |

1.2 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.

The Company's performance during Financial Year 2020-21 on a standalone and consolidated basis were as follows –

A. On Standalone basis

During the year ended March 31, 2021, the Company has achieved total income of Rs. 32243.62 lakhs against Rs. 28138.71 lakhs in the previous year. Total Income of the Company increased by 14.58% as compared to previous year due to rising demand of poultry meat and eggs which are considered to be protein rich food for improving immunity against the COVID-19 virus.



The total expenditure during the year was Rs. 30090.17 lakhs as compared to Rs. 31065.60 lakhs in previous year. The Company registered a profit (Before Comprehensive Income) of Rs. 1248.76 lakhs as against loss of Rs. 2154.31 lakhs in previous year.

B. On Consolidated basis

During the year under review, total income on consolidated basis was Rs. 32243.62 lakhs in comparison to Rs. 28138.71 lakhs in previous year. Further, the Company's registered a profit (Before Comprehensive Income) of Rs. 1260.01 lakhs as against loss of Rs. 2150.76 lakhs in previous year.

2. ANNUAL RETURN:

Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Annual Return of the Company for Financial Year 2020-21 is available on the Company's website at web-link:- http://www.simranfarms.com/pdf/notices/mgt7_annual_return_2021.pdf.

3. DIVIDEND

To conserve resources and plough back profits, your Directors have not recommended any dividend for the year under review.

4. AMOUNT TRANSFERRED TO RESERVES

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

5. 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.

THE DETAILS OF DEPOSITS WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS OF CHAPTER V OF THE ACT

Not applicable since company has not accepted any deposits, therefore the question does not arise regarding non compliance with the requirements of Chapter V of the Act.

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, 2021. However, the Company has an outstanding amount of Rs. 15.00 Lakhs at the end of the financial year ended 31st March, 2021 which was received from the directors in earlier years.

6. 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, 2021. 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 is annexed to this Report as **ANNEXURE-A** 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, as per fifth proviso of the said Section, Audited Financial Statements together with related information 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.

MATERIAL SUBSIDIARY:

During the year under review, Company does not have any material subsidiary company.

7. 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, 2021. 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 and forms part of this Annual Report.

8. 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 2020-21 forms part of the Corporate Governance Report. Further, Annual General Meeting of the Company for Financial year 2019-20 was held on 24th September, 2020.

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

Pursuant to Section 186 of Companies Act, 2013 and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") disclosure on particulars relating to Investment are stated in Note No. 3 of financial statements. These investments were made for the purpose of optimum return.

Further, the Company has not given any loan and advances under Section 186 of the Companies Act, 2013. Therefore, no information is reportable under Schedule-V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

10. PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES

Your Company has formulated the Policy on Related Party Transactions in line with the requirements of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018. The policy regulates all transactions between the Company and its related parties which is also available on the Company's website:

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.

All Related Party Transactions entered during the financial year 2020-21 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. Further, 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 to the Company.

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



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. However, his term is fixed and shall not break due to this retirement. The Board recommends his re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting.

Further, the office of Mr. Gurdeep Singh Bhatia (DIN: 00401929), Non-Executive Non-Independent Director of the Company was vacated with effect from 16th October, 2020 due to his sudden demise. Mr. Gurdeep Singh Bhatia played crucial leadership roles through his long career at Simran Group. He was appointed on the Board of the Company since 1988 and the Company immensely benefitted from his vision and leadership during his tenure. Your Board conveys deep sympathy, sorrow and condolences for such irreparable loss to the Company.

During the year under review, the Board of Directors of the Company in their meeting held on 13th February, 2021, considered an appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as an Additional Director and then appointed as Whole-Time Director (WTD) of the Company for a period of three years with effect from 13th February, 2021 to 12th February, 2024, subject to the approval of the Members in ensuing Annual General Meeting. The Company has received notice in writing from member proposing his candidature for continuance as a director as well as Whole Time Director.

Further, Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from 31st March, 2021 due to health issue. Your Board places on record its deep appreciation for the valuable contribution made by him during his tenure as a Independent Director of the Company.

Further, the Board at its Meeting held on 30th June, 2021 approved appointment of Mr. Darshan Singh Anand (DIN: 09219026), as an Additional Director (Independent and Non-Executive) on the Board of Directors of the Company, with effect from 30th June, 2021 to hold office up to the date of the Annual General Meeting of the Company to be held thereafter and subject to the approval of the Members at the said Annual General Meeting, to hold office as an Independent Director for a term of 5 (five) consecutive years commencing from 30th June, 2021 to 29th June, 2026 (both days inclusive). The Company has received the requisite Notice from a Member in writing proposing his appointment as an Independent Director of the Company.

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, (DIN: 00509426) Managing Director
2. Mr. Kawaljeet Singh Bhatia, (DIN: 00401827) Whole Time Director
3. Mr. Gurmeet Singh Bhatia, (DIN: 00401697) Whole Time Director (w.e.f. 13th February 2021)
4. Mr. Mahesh Patidar, Chief Financial officer
5. CS Tanu Parmar, Company Secretary and Compliance officer

Disqualifications of Directors:

During the year under review, declarations were received from the Directors of the Company pursuant to Section 164 of the Companies Act, 2013. Board appraised the same and found that none of the director is disqualified for holding office as director.

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 Regulations') as amended from time to time.



The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite expertise and experience required to fulfill their duties as Independent Directors.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs, Manesar ("IICA"). The Independent Directors are also required to undertake online proficiency self-assessment test conducted by the IICA within a period of 2 (two) years from the date of inclusion of their names in the data bank, unless they meet the criteria specified for exemption.

Mr. Darshan Singh Anand (DIN: 09219026) Non-executive Independent Director of the Company is required to clear the online proficiency self-assessment test on being appointed as an Independent Director of the Company. Other Independent Directors of the Company are exempt from the requirement to undertake online proficiency self-assessment test.

13. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors met once during the year under review. The Meeting was conducted on 13th February, 2021 in an informal manner without the presence of the Managing Director, the Whole Time Director, the Non-Executive Non-Independent Directors and the Chief Financial Officer.

14. 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 (DIN: 06949992) as Chairperson, Mr. Surendra Singh (DIN: 00645965) and Mr. Darshan Singh Anand (DIN: 09219026). However Mr. Surjit Singh Kohli (DIN: 00701320) was ceased from the membership of the committee by the Board w.e.f. 31st March, 2021 and the Committee was reconstituted on 30th June, 2021 and Mr. Darshan Singh Anand (DIN: 09219026) was included as Member of the Committee.

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.

15. 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 Act and the SEBI Listing Regulations, The performance evaluation of all the Directors, Committees, Chairman of the Board, and the Board as a whole was conducted based on the criteria and framework adopted by the Board which includes assessing the quality, quantity and timelines of flow of information between the Company, Management and the Board, as it is necessary for the Board to effectively and reasonably perform their duties.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.



The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role. The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Individual Directors, the Board as a whole and its Committees with the Company.

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are 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 behavior and judgments.

Statement with regard to integrity, expertise and experience of the independent director appointed during the year

During the year under review, the Board has not appointed any Independent Director in the Company. However, in the opinion of the Board, all our Independent Directors possess requisite qualifications, experience, expertise and hold high standards of integrity for the purpose of Rule 8(5)(iiia) of the Companies (Accounts) Rules, 2014. List of key skills, expertise and core competencies of the Board, including the Independent Directors, is provided in Corporate Governance Report.

16. 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, the applicable accounting standards had 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 at the end of the financial year and of the profit of the Company for that year;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

17. 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 operational cost. 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

During the year, there was neither inflow nor outflow of foreign exchange

18. 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. The Company has a robust management information system, which is an integral part of the control mechanism.

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.

19. NOMINATION AND REMUNERATION POLICY / DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS / KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

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. Pursuant to Section 134(3) of the Companies Act, 2013, the Nomination and Remuneration Policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website- http://www.simranfarms.com/pdf/policy/nomination_renumeration.pdf. The Board of Directors affirms that the remuneration paid to Directors, senior management and other employees is in accordance with the remuneration policy of the Company.



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-B** and forms an integral part of the Board Report.

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 are not applicable during the year under review.

Further the statement containing details of Top Ten Employees in terms of remuneration of employees as required under Section 197(12) of the Act, read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is available at Registered Office of the Company. In terms of Section 136(1) of the Act, the Annual Report is being sent to the Members excluding the aforesaid details. Any Member desirous of obtaining above said details may write to the Company Secretary or email at compliance@simranfarms.com

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.

20. CORPORATE SOCIAL RESPONSIBILITY (CSR)

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 2020-21, the Company was not required to spend any amount towards CSR initiatives; since, due to heavy losses in preceding financial year i.e. F.Y. 2019-20, the Company had negative average net profit calculation for the preceding three financial years and the liability to spend any amount towards CSR initiatives did not arise. Detailed Annual Report on CSR is enclosed in **ANNEXURE-C**.

21. REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, Company shall not be mandatorily required to submit Corporate Governance Report as the equity share capital and net worth of the Company was less than required limits on the last date of the previous financial year. Provided that where the provision of the Regulation becomes applicable to the Company at a later date, the Company shall comply with the requirement within six month from the date on which the provisions become applicable to the Company.

However as good governance, Company is voluntarily complying with the major provisions of the Corporate Governance and accordingly as per Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, a separate section on Corporate Governance practices followed by the Company forms an integral part of this Report.



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

22. 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 Chairperson 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

23. 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 2020-21. The report of the Secretarial Auditor is enclosed as **ANNEXURE-D** and forms an integral part of this Report.

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

24. 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 from the conclusion of 30th Annual General Meeting up to conclusion of 35th Annual General Meeting to be held in the year 2022-23.

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.

25. 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.

**26. 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.

27. CODE OF CONDUCT

The Board has laid down a Code of Conduct ('the Code') 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 with 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_practices_procedures_fair_disclosure_UPSI_2020.pdf

28. 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.

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

After witnessing a setback in the previous year due to Covid-19 pandemic, the financial performance of the Company started improving from June, 2020. Further, the second wave of Covid-19 has hit the country and this second wave was four times worse than the first wave in terms of infections and deaths seen in the country. It also, disrupted the already battered growth process from the first wave.

However, demand for poultry meat and eggs is rising as doctors advised people to take protein rich food for improving immunity against the COVID-19 virus. Therefore it is expected that the industry will be back to normal and a steady and sustained recovery in the overall economic scenario will be attained very soon.

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.

30. 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.

31. 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

**32. LISTING WITH STOCK EXCHANGES**

The Company's shares are listed on BSE Limited. The Company has paid Annual Listing Fee for Financial Year 2021-22.

33. 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.

34. 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 2021-22.

35. 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.

36. 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.

37. OTHER DISCLOSURES:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/events on these items during the year under review:-

- Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.
- As on 31st March 2021, none of the Directors of the Company hold instruments convertible into equity shares of the Company.
- During the financial year, Company has not issued any shares (including Sweat Equity Shares) to employees of the Company under any Scheme and also not made any Stock Option Schemes.
- No Significant or material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operation in future.
- Voting rights which are not directly exercised by the employees in respect of shares for the subscription/ purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Companies Act, 2013).
- There has been no change in the nature of business of your Company.
- The Business Responsibility Reporting as required by Regulation 34(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to your Company for the financial year ending March 31, 2021.
- No application was made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 during the year in respect of your Company.
- There was no one time settlement of loan obtained from the Banks or Financial Institutions.

38. INDUSTRIAL RELATIONS

Company's Industrial relations continued to be healthy, cordial and harmonious during the period under review. Your Directors record their appreciation for all the efforts, support and co-operation of all employees extended from time to time.

**39. ACKNOWLEDGEMENTS**

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic. The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the shareholders, employees, investors, stock exchanges, customers, bankers, governments and all other business associates for their continuous support to the Company and their confidence in its management.

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

Date : 10th August, 2021
Place: Indore

Harender Singh Bhatia
Managing Director
DIN: 00509426

Kawaljeet Singh Bhatia
Whole Time Director
DIN: 00401827

**ANNEXURE A****(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 | 13.07.2000 |
| 3 | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | (01.04.2020 to 31.03.2021) 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 | Reserves and Surplus | 78.02 |
| 7 | Total assets | 324.23 |
| 8 | Total Liabilities | 101.54 |
| 9 | Investments | - |
| 10 | Turnover | - |
| 11 | Profit(loss) before taxation | 15.20 |
| 12 | Provision for taxation | 3.95 |
| 13 | Profit after taxation | 11.25 |
| 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:- No subsidiaries are liquidated or sold during the financial year.

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

K.S. Bhatia
Whole-time Director
DIN: 00401827

CA J. C. BAHETI
PROPRIETOR
(M. No. 072585)
UDIN: 21072585AAAACM5156

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)

Date: 10th August, 2021
Place: Indore

**ANNEXURE-B**

[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 the remuneration of each Director to the median remuneration of all the employees of the Company for the financial year:

| Sr. No. | Name of Directors | Ratio of remuneration of Director to median remuneration of employees |
|---------|----------------------------|---|
| | | 2020-21 |
| 1 | Mr. Harender Singh Bhatia | 22.70:1 |
| 2 | Mr. Kawaljeet Singh Bhatia | 20.43:1 |
| 3 | *Mr. Gurmeet Singh Bhatia | 2.55:1 |

*Appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021

(II) The percentage increase in the remuneration of each Director, CFO, Chief Executive Officer, Company Secretary or Manager in the financial year 2020-21 is as follows:

| Sr. No | Name of Person | Designation | %age increase in Remuneration |
|--------|----------------------------|---------------------|-------------------------------|
| 1 | Mr. Harender Singh Bhatia | Managing Director | Not increased |
| 2 | Mr. Kawaljeet Singh Bhatia | Whole-time Director | Not increased |
| 3 | * Mr. Gurmeet Singh Bhatia | Whole-time Director | Not Applicable* |
| 4 | Mr. Mahesh Patidar | CFO | Not increased |
| 5 | CS Tanu Parmar | Company Secretary | Not increased |

*Appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021

This is the first year of payment of remuneration to Mr. Gurmeet Singh Bhatia; hence percentage (%) increase in remuneration is not applicable. Further the remuneration to MD, WTD and other KMP was not increased during the financial year 2020-21

Further, percentage increase in Remuneration of Non-Executive Directors doesn't apply 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 In the beginning of the year | Median Remuneration of Employees At the end of the year | Percentage Increase in the median remuneration of all employees in the Financial Year |
|--|--|---|
| 133092 | 132162 | |
| | | -0.70 |

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

| Particulars | As on 31 st March 2021 |
|---|-----------------------------------|
| Number of permanent employees on the rolls of the company | 434 |

(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 in the salaries of employees other than the managerial personnel in the last financial year is slightly decreased by 0.43% due to impact of Covid-19 pandemic. Further, there was no percentage increase in remuneration of managerial personnel in 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.



ANNEXURE- C

Annual Report on Corporate Social Responsibility (CSR) activities

(Pursuant to Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 [Including any statutory modification(s) or re-enactment(s) for the time being in force])

1. Brief outline of the Company's CSR Policy:

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.

2. Composition of the CSR Committee:

| S. No | Name of Director | Designation/ Nature of Directorship | Number of meetings of CSR committee held during the year | Number of meetings of CSR Committee attended during the year |
|-------|----------------------------|---|---|--|
| 1 | Mr. Harender Singh Bhatia | Chairman | 1 | 1 |
| 2 | Mr. Kawaljeet Singh Bhatia | Member | 1 | 1 |
| 3 | *Mr. Gurmeet Singh Bhatia | Member | 1 | 1 |
| 4 | Mrs. Jasmeet Kaur Bhatia | Member | 1 | 1 |

*Appointed as Member of the Committee with effect from 13th February, 2021

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

The CSR policy is available on the website of the Company alongwith composition and CSR Projects approved the Board:

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

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

During the year no Impact Assessment was undertaken since Company's CSR obligation was not more than ten crore rupees or more in pursuance of Sub section (5) of Section 135 of the Act, in the three immediately preceding financial years and shall not required to undertake impact assessment, through an independent agency, since no CSR projects having outlays of one crore rupees or more.

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

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



6. **Average Net Profit of the Company as per Section 135(5) of the Companies Act, 2013:**
Rs. (592.20) Lakhs. Since, due to heavy loss in previous financial year i.e. F.Y. 2019-20 the Company had negative Average net profit calculation for the preceding three financial years (2018,2019 & 2020)
7. (a) **Two percent of average net profit of the Company as per Section 135(5) of the Companies Act, 2013:** Rs. (11.84) Lakhs
(b) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** Nil
(c) **Amount required to be set off for the financial year, if any:** Nil
(d) **Total CSR obligation for the financial year (7a+7b-7c):** Nil [The average net profit of last three financial years is negative; therefore no CSR obligation persists for the financial year 2020-21]
8. (a) **CSR amount spent or unspent for the financial year:**

| Total Amount Spent for the Financial Year (in Rs.) | Amount Unspent (in Rs.) | | | | |
|--|---|------------------|---|--------|------------------|
| | Total Amount transferred to Unspent CSR Account as per Section 135(6) | | Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| NIL | | | | | |

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

| (b) Details of CSR amount spent against ongoing projects for the financial year: | | | | | | | | | | | | |
|--|---------------------|---|----------------------|-------------------------|----------|------------------|---|---|--|---|--|-------------------------|
| 1 | 2 | 3 | 4 | 5 | | 6 | 7 | 8 | 9 | 10 | 11 | |
| Sl. No. | Name of the Project | Item from the list of activities in Schedule VII to the Act | Local area (Yes /No) | Location of the project | | Project duration | Amount allocated for the project (in Rs.) | Amount spent in the current financial Year (in Rs.) | Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.) | Mode of Implementation - Direct (Yes/ No) | Mode of Implementation - Through Implementing Agency | |
| | | | | State | District | | | | | | Name | CSR Registration number |
| NIL | | | | | | | | | | | | |

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

| (c) Details of CSR amount spent against other than ongoing projects for the financial year. | | | | | | | | |
|---|---------------------|---|----------------------|-------------------------|----------|---------------------------------------|--|--|
| 1 | 2 | 3 | 4 | 5 | | 6 | 7 | 8 |
| Sl. No. | Name of the Project | Item from the list of activities in schedule VII to the Act | Local area (Yes/ No) | Location of the project | | Amount spent for the project (in Rs.) | Mode of implementation - Direct (Yes/No) | Mode of implementation - Through implementing agency |
| | | | | State | District | | | Name |
| NIL | | | | | | | | |

- (d) **Amount spent in Administrative Overheads:** Nil
(e) **Amount spent on Impact Assessment, if applicable:** Not Applicable
(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):** Nil



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

| Sl. No. | Particular | Amount (in Rs.) |
|---------|---|-----------------|
| (i) | Two percent of average net profit of the Company as per section 135(5) | -11.84 lakhs |
| (ii) | Total amount spent for the Financial Year | Nil |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | Nil |
| (iv) | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | Nil |
| (v) | Amount available for set off in succeeding financial years [(iii)-(iv)] | Nil |

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

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

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

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 |
|----------------|------------|---------------------|---|------------------|---|---|---|--|
| Sl. No | Project ID | Name of the Project | Financial Year in which the project was commenced | Project duration | Total amount allocated for the project (in Rs.) | Amount spent on the project in the reporting Financial Year (in Rs) | Cumulative amount spent at the end of reporting Financial Year (in Rs.) | Status of the project - Completed /Ongoing |
| NOT APPLICABLE | | | | | | | | |

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

- (a) Date of creation or acquisition of the capital asset(s): Not Applicable
 (b) Amount of CSR spent for creation or acquisition of capital asset: Not Applicable
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: Not Applicable
 (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

For and on behalf of the CSR Committee

Date: 10th August, 2021
Place: Indore

Harender Singh Bhatia
Chairman of CSR committee
DIN: 00509426

Kawaljeet Singh Bhatia
Whole Time Director
DIN: 00401827



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

For the financial year ended on 31st March, 2021

[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 2020 to 31st March, 2021**, 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, 2021 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. The changes in the composition of Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

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: 10th August, 2021
UDIN: F008276C000759653**

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 my 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.
7. Due to the ongoing Covid-19 pandemic, I have conducted online verification and examination of records, as facilitated by the Company for the purpose of issuing this report.

For Ramesh Chandra Bagdi & Associates
Company Secretaries

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

Place: Indore
Dated: 10th August, 2021
UDIN: F008276C000759653



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(a) Industry structure and developments

Poultry is one of the most important and fastest-growing sectors of agriculture sectors today in India. The poultry sector majorly maintains the requirements of protein and nutrition. Presently, India is one of the largest manufacturers of eggs and broiler meat. The poultry industry in India has endured an exemplary transformation in structure and operation during the last two decades and modified into a mega-industry with the presence of a huge number of workers from a mere backward poultry farming that appears to be very fast.

Presently, the Indian economy is likely to grow 8.40 - 10.10% for the current financial year as against a contraction of 7.3% in the last fiscal year 2020-21. The economy has been recovering with the easing of restrictions imposed on account on Covid-19 pandemic.

Further, in the last fiscal year, the poultry industry in India hit hard because of a nation-wide lock-down to stop the rapid spread of COVID-19 virus. The lock-down had disrupted the entire supply chain loss and impacted the domestic poultry industry severely. The loss incurred by Indian poultry industry is mainly attributed to sharp decline in demand (because of supply disruption as well as fear of COVID19 virus spread), realization and profitability.

However, the domestic poultry industry has bounced back since June 2020 after grappling with a tough period in the first six months of 2020, amid rumours and lockdown as the demand for chicken and eggs in India is recovering gradually.

As far as present scenario is concerned the poultry industry is also hopeful that normalcy will return soon and it may take some time for the industry to get back on its feet.

(b) Opportunities and Threats

Despite the crisis caused by COVID-19 pandemic, the poultry industry could see some opportunities. The opportunities includes use of modern technology which helps the poultry industry in India to grow constantly with breeding of genetically superior birds capable of high production; the poultry sector is source of direct & indirect employment, provides cheap source of dietary protein, it is one of the fastest growing segment etc. Further, poultry products are accepted by everyone as there is no religious taboo associated with consumption and it is not that expensive as other nutritional sources are. The poultry industry also faces number of threats viz. sporadic bird flu outbreaks, seasonal price variation due to lack of cold-chain facilities, logistics and transportation issue, harsh weather etc.

(c) Segment-wise or product-wise performance

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

(d) Industry Outlook

The poultry industry faced exceptionally bad growth performance in the beginning of the year 2020 on account of the 68-day long hard lockdown which was imposed on March 25, 2020 to prevent the spread of Covid-19 infections in the Country. The industry which had witnessed steady growth rate because of rising consumer demand for protein rich food especially in the last two decades or so, has incurred huge losses since the beginning of the year 2020.

Further, to bring back the poultry sector into some short of normal operations, both the Central as well as the State Government provided policy support through declaring supply of livestock and poultry products under essential services, ensuring huddle-free interstate transport of poultry produce and the situation changed sharply since June, 2020 mainly because of rising demand of poultry meat and eggs as doctors advised people to take protein rich food for improving immunity against the COVID-19 virus.



Also, the second wave of Covid-19 has hit the country and this second wave was four times worse than the first wave in terms of infections and deaths seen in the country. It also, disrupted the already battered growth process from the first wave.

However, with the speedy vaccination program of the Government of India to tackle Covid-19 picking up, coupled with gradual relaxation in lockdown of all aspects of economic activities, it is expected that the industry will be back to normal and a steady and sustained recovery in the overall economic scenario will be attained very soon. Further, a rebound in demand coupled with modest feed prices will help enable poultry players to post healthy profits going forward.

(e) Risks and concerns

The risk and concerns in poultry industry are numerous for which several strategies need to be adopted to mitigate the effects of these risks and concerns on the business and the overall industry. The risks and concerns associated with the poultry sector includes disease outbreak, fluctuating cost of feed ingredients and logistics, lack of efficient marketing channels; fluctuating market price of eggs and broilers; seasonal variations in poultry business; improper handling, processing or storage of raw materials or products etc. The knowledge of the various risk factors, risk management strategies, and the relationship between them is important in promoting poultry industry.

(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, 2021, the Company registered revenue of Rs. 32208.48 lakhs from its main poultry business as against Rs. 28112.42 lakhs in the previous year. Other income for the year ended March 31, 2021 stood at Rs. 35.14 lakhs which is marginally higher than Rs. 26.29 lakhs earned in the previous year. Revenue from operation of the Company increased by 14.57% as compared to previous year due to rising demand of poultry meat and eggs which are considered to be protein rich food for improving immunity against the COVID-19 virus.

The total expenditure during the year was Rs. 30090.17 lakhs as compared to Rs. 31065.60 lakhs in previous year. The Company registered a profit (Before Comprehensive Income) of Rs. 1248.76 lakhs as against loss of Rs. 2154.31 lakhs in previous year.

The operations of the Company were severally affected in the beginning of the financial year 2020-21 owing of false information linking Covid-19 to the consumption of chicken and eggs, due to problems in the supply chain and stringent nationwide lockdown imposed by the Government to curb COVID-19. However, the situation gradually changed with the easing of restrictions imposed on account on Covid-19 pandemic. Further, the hotels and restaurants were still closed for long even after easing of restrictions of COVID-19. Therefore, it is considered that the Company has achieved admirable financial growth with respect to its operational performance during the year under review.

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

The Company believes that the human resource is the most valuable resource of the Company and is the key to its success. 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.



Further, the Company has implemented all the safety protocols/measures related to COVID-19 viz. social distancing, regular sanitization and thermal screening of the employees and workers at the entry gate, adequate arrangements for masks and hand washing facility etc. The Company believes it has good relations with our employees. The Company's employee strength stood at 434 as on March 31, 2021.

(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 | 2020-21 | 2019-20 | Change (in %) | Remark |
|---|---------|---------|---------------|--|
| Debtors' turnover | 36.54 | 28.58 | 27.85 | It shows that Company is efficiently able to collect its debts. |
| Inventory turnover | 7.05 | 5.84 | 20.78 | It shows that Company is efficiently able to sell its inventory it buys. |
| Interest coverage ratio | 18.18 | -23.48 | -177.43 | It indicates that Company is more capable to meet its interest obligations from operating earnings. |
| Current ratio | 0.93 | 0.73 | 27.40 | It indicates that Company is in better position to meet short-term liabilities with short-term assets. |
| Debt-Equity ratio | 1.67 | 23.16 | -92.79 | It shows that Company signals stability with a lower proportion of debt. |
| Operating profit margin (%) | 7.78 | -9.33 | -183.37 | It shows that Company is improving the efficiency of controlling their overall costs |
| Net profit margin (%) or sector-specific equivalent ratio as applicable | 3.88 | -0.08 | -4946.40 | It shows that Company is effectively able to convert its sales into profit and is financially stable |

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

| Particulars | 2020-21 | 2019-20 | Change (in %) |
|-------------------------|---------|---------|---------------|
| Return on Net Worth (%) | 329.34 | -568.20 | -157.96 |

Reason for change in Return on Net Worth: During the year under review, the performance has improved in comparison to last year that shows that the Company is efficiently utilizing the shareholder investment to create returns for them and it also indicates increase in the creditworthiness of the Company and helps to make better investment and finance future plans.

(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 2021** 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, 2021. However, the Company has complied with all the requirements of Listing Regulations 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, 2021 the Company had 5 (five) 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 of independence 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 5 (five) Directors as on 31st March, 2021. 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/Managing 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. Gurmeet Singh Bhatia (DIN: 00401697) | Promoter & Whole-time Director | - | 2 | - | - |
| Dr. Surendra Singh (DIN: 00645965) | Independent/Non-executive Director | - | 1 | - | 2 |
| Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) | Independent/Non-executive Director | - | 2 | 2 | 2 |
| *Mr. Surjit Singh Kohli (DIN: 00701320) | Independent/Non-executive Director | - | - | - | - |

*** Note:**

- The office of Mr. Gurdeep Singh Bhatia (DIN: 00401929), Non-Executive Non-Independent Director of the Company was ceased with effect from 16th October, 2020 due to his sudden demise.
- Mr. Gurmeet Singh Bhatia (DIN: 00401697) has appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021 subject to approval of members in ensuing Annual General Meeting.
- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.
- Mr. Darshan Singh Anand (DIN: 09219026) has appointed as an Additional Director as well as Non-executive Independent Director w.e.f. 30th June, 2021 subject to approval of members in ensuing Annual General Meeting.

- 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 the year 2020-21 and the last Annual General Meeting held on 24th September, 2020

During the financial year 2020-21, 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. However, pursuant to Ministry of Corporate Affairs circular No. 11/2020 dated 24th March, 2020 and SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19th March, 2020 the intervals between two Board Meetings extended by 60 days till 30th September, 2020. Accordingly, as one time relaxation the gap between two consecutive meetings of Board may extend to 180 days. Therefore, the meeting held in the first quarter of the reporting period extended by 42 days which was under the purview of relaxations provided by the MCA and SEBI. The date on which the Board Meetings were held are given below:

| | | | |
|-----------------------------|-------------------------------|---------------------------------|---------------------------------|
| 15 th July, 2020 | 21 st August, 2020 | 12 th November, 2020 | 13 th February, 2021 |
|-----------------------------|-------------------------------|---------------------------------|---------------------------------|



| Name of Director | Category | Meeting held during the tenure of the Director | Meeting attended | Attendance at the last AGM held on 24 th September, 2020 |
|---|---|--|------------------|---|
| 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 | 2 | 2 | Yes |
| Dr. Surendra Singh (DIN:00645965) | Independent/Non-Executive Director | 4 | 4 | Yes |
| Mrs. Jasmeet Kaur Bhatia (DIN:06949992) | Independent/Non-Executive Director | 4 | 4 | Yes |
| *Mr. Surjit Singh Kohli (DIN: 00701320) | Independent /Non-Executive Director | 4 | 1 | No |

*** Note:**

- The office of Mr. Gurdeep Singh Bhatia (DIN: 00401929), Non-Executive Non-Independent Director of the Company was ceased with effect from 16th October, 2020 due to his sudden demise.
- Mr. Gurmeet Singh Bhatia (DIN: 00401697) has appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021 subject to approval of members in ensuing Annual General Meeting.
- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.

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

All the Independent Directors of the Company have given their respective declaration/disclosures under section 149(7) of the Act and Regulation 25(8) of the Listing Regulations and have confirmed that they fulfill the independence criteria as specified under Section 149(6) of the Act and Regulation 16 of the



Listing Regulations and have also confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. Further, the Board after taking these declaration/disclosures on record and acknowledging the veracity of the same, concluded that the Independent Directors are persons of integrity and possess the relevant expertise and experience to qualify as Independent Directors of the Company and are Independent of the Management.

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, Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the position of the "Non-Executive Independent Director" and all the Committees of the Company thereof with effect from close of business hours of 31st March, 2021 due to his health issues.

Further the Company had also received confirmation from Mr. Surjit Singh Kohli (DIN: 00701320) that there were no other material reasons for his resignation other than mentioned in his resignation letter dated 13th February, 2021.

3. INTER-SE RELATIONSHIP AMONG DIRECTORS:

Mr. Kawaljeet Singh Bhatia (DIN: 00401827) (Whole-time director) and Mr. Gurmeet Singh Bhatia (DIN: 00401697) (Additional as well as Whole-time director) are the brother's son of Mr. Harender Singh Bhatia (DIN: 00509426) who is Managing Director of the Company. 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, 2021:

The Number of equity shares held by Non-Executive Directors as on 31.03.2021 was as under:

| S. No. | Name of Director | No. of Equity shares | Convertible Instruments |
|--------|---|----------------------|-------------------------|
| 1 | Dr. Surendra Singh (DIN:00645965) | 1300 | Nil |
| 2 | Mrs. Jasmeet Kaur Bhatia (DIN:06949992) | Nil | Nil |
| 3 | *Mr. Surjit Singh Kohli (DIN: 00701320) | Nil | Nil |

* Note:

- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.

The Company had not issued any Convertible instrument till date.

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

Pursuant to Regulation 25(7) of the Listing Regulations, 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/familirization_programm_training_2020-21.pdf

6. MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE 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/competence 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
- Global Experience/International Exposure
- Legal, Administration and Management
- Strategy & Planning
- Production and Processing
- Poultry Expertise
- Poultry Management
- Hatchery Management
- Finance, Accounts & Audit
- Financial Expertise

These skills/competence 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 Directors | Skills/Expertise/Competence |
|--------|----------------------------|---|
| 1 | Mr. Harender Singh Bhatia | <ul style="list-style-type: none"> • Leadership • Sales and Marketing |
| 2 | Mr. Kawaljeet Singh Bhatia | <ul style="list-style-type: none"> • Administration and Management • Production and Processing • Global Experience/International Exposure • Strategy & Planning |
| 4 | * Mr. Gurmeet Singh Bhatia | <ul style="list-style-type: none"> • Poultry Management, Hatchery Management and Marketing |
| 5 | Mr. Surendra Singh | <ul style="list-style-type: none"> • Poultry Expertise |
| 6 | * Mr. Surjit Singh Kohli | <ul style="list-style-type: none"> • Poultry Management |
| 7 | Mrs. Jasmeet Kaur Bhatia | <ul style="list-style-type: none"> • Finance, Accounts & Audit • Financial Expertise |
| 8 | * Mr. Darshan Singh Anand | <ul style="list-style-type: none"> • Legal, Administration and Marketing |

*** Note:**

- Mr. Gurmeet Singh Bhatia (DIN: 00401697) has appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021 subject to approval of members in ensuing Annual General Meeting.
- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.
- Mr. Darshan Singh Anand (DIN: 09219026) has appointed as an Additional Director as well as Non-executive Independent Director w.e.f. 30th June, 2021 subject to approval of members in ensuing Annual General Meeting.

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 13th February, 2021 to consider the following businesses 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 |
| Mr. Surendra Singh (DIN:00645965) | 1 | 1 |
| * Mr. Surjit Singh Kohli (DIN: 00701320) | 1 | 1 |

*** Note:**

- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.

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 of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- 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, if any, in the Accounting policies and practices and the reasons for the same;
 - 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(s) 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 crores 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.

Subsequent to the year end, the terms of reference of the Audit Committee was amended to include to consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2021 effective from 5th May, 2021.

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 the year 2020-21

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

| | | | |
|-----------------------------|-------------------------------|---------------------------------|---------------------------------|
| 15 th July, 2020 | 21 st August, 2020 | 12 th November, 2020 | 13 th February, 2021 |
|-----------------------------|-------------------------------|---------------------------------|---------------------------------|

| 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 | 1 |

*** Note:**

- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.

Mr. Surjit Singh Kohli (DIN: 00701320) resigned from Directorship of the Company w.e.f. the close of business hours of 31st March, 2021. Accordingly he also ceased from membership of the committee from



above said date and Mr. Darshan Singh Anand (DIN: 09219026) was appointed as an Additional as well as Independent Director and Member of the Audit Committee. The Board of Directors in their Board Meeting held on 30th June, 2021 has re-constituted Audit Committee consisting of Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) (Chairperson), Dr. Surendra Singh (DIN: 00645965) and Mr. Darshan Singh Anand (DIN: 09219026), Non Executive Independent Directors. All the members of the Audit committee, including Chairperson are Independent Directors. All the members of the committee are financial literate and possess accounting and related financial management expertise.

As required under the Companies Act, 2013, Listing Regulations and Secretarial Standards, the Chairperson of the Audit Committee or, in her absence, any other Member of the Committee authorised by her on her behalf shall attend the General Meeting of the Company. The Chairperson of the Audit Committee, Mrs. Jasmeet Kaur Bhatia was virtually present at the 33rd Annual General Meeting of the Company held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on 24th September, 2020 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 Directors. 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 the year 2020-21

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

| 21 st August, 2020 | | 13 th February, 2021 | | |
|--|-------------------------------------|---------------------------------|--|----------|
| 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 | 1 |

* Note:

- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.



Mr. Surjit Singh Kohli (DIN: 00701320) resigned from Directorship of the Company w.e.f. the close of business hours of 31st March, 2021. Accordingly he also ceased from membership of the Nomination and Remuneration Committee from above said date and Mr. Darshan Singh Anand (DIN: 09219026) was appointed as an Additional as well as Independent Director and Member of the Nomination and Remuneration Committee. The Board of Directors in their Board Meeting held on 30th June, 2021 has re-constituted Nomination and Remuneration Committee consisting of Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) (Chairperson), Dr. Surendra Singh (DIN: 00645965) and Mr. Darshan Singh Anand (DIN: 09219026), Non Executive Independent Directors. All the members of the Nomination and Remuneration Committee, including Chairperson are Independent Directors.

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. Also, the Chairperson of the Committee, Mrs. Jasmeet Kaur Bhatia virtually present at the 33rd Annual General Meeting of the Company held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on 24th September, 2020 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 –

- a) Performance of the directors; and
- b) 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

E) Remuneration of Directors

• All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity:

Non Executive Directors does not have any pecuniary relationship with the Company or relationship with the managerial personnel or other directors.

• Criteria of making payments to Non-executive Directors:

During the year no remuneration and payment made to any Non executive Director of the Company.

• Disclosure with respect to remuneration: -

Remuneration paid to Directors during the year 2020-21:



| 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 |
| 3 | *Mr. Gurmeet Singh Bhatia (DIN: 00401697) | Whole-time Director | --- | 27,00,000 | --- | --- | 27,00,000 |

* Note:

Mr. Gurmeet Singh Bhatia (DIN: 00401697) has appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021 subject to approval of members in ensuing Annual General Meeting. However, he was drawing remuneration from the Company in capacity of Vice President (Marketing) till the date of appointment as Whole-time Director.

- 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.

10. 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 the year 2020-21

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

| | |
|-----------------------------|---------------------------------|
| 15 th July, 2020 | 12 th November, 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 | 2 | 2 |
| Mr. Surendra Singh (DIN: 00645965) | Independent /Non-executive Director | Member | 2 | 2 |
| *Mr. Surjit Singh Kohli (DIN: 00701320) | Independent /Non-executive Director | Member | 2 | 0 |

*** Note:**

- Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021.

Mr. Surjit Singh Kohli (DIN: 00701320) resigned from Directorship of the Company w.e.f. the close of business hours of 31st March, 2021. Accordingly he also ceased from membership of the Stakeholder Relationship Committee from above said date and Mr. Darshan Singh Anand (DIN: 09219026) was appointed as an Additional as well as Independent Director and Member of the Stakeholder Relationship Committee. The Board of Directors in their Board Meeting held on 30th June, 2021 has re-constituted Stakeholder Relationship Committee consisting of Mrs. Jasmeet Kaur Bhatia (DIN: 06949992)(Chairperson), Mr. Surendra Singh (DIN: 00645965) and Mr. Darshan Singh Anand (DIN: 09219026), Non Executive Independent Directors. All the members of the Stakeholder Relationship Committee, including Chairperson are Independent Directors.

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. Also, the Chairperson of the Committee, Mrs. Jasmeet Kaur Bhatia virtually present at the 33rd Annual General Meeting of the Company held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on 24th September, 2020 to answer shareholders' queries.

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 1 (One) complaint was received from shareholder(s) and the same was resolved to the satisfaction of the shareholder(s) 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, 2020 to March 31, 2021 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 | 1 |
| 3 | Investor complaints disposed of during the year | 1 |
| 4 | Investor complaints remaining unresolved at the end of the year | Nil |



11. 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 the year 2020-21.

During the year the committee met as on 20th March, 2021.

| Name of the Members | Category | Designation | Number of meetings held during the tenure of directors | |
|---|-------------------------------------|-------------|--|----------|
| | | | Held | Attended |
| Mr. Harender Singh Bhatia (DIN:00509426) | Promoter/ Managing Director | Chairman | 1 | 1 |
| Mr. Kawaljeet Singh Bhatia (DIN:00401827) | Promoter/ Whole Time Director | Member | 1 | 1 |
| *Mr. Gurmeet Singh Bhatia (DIN: 00401697) | Promoter/ Whole Time Director | Member | 1 | 1 |
| Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) | Independent/ Non-executive Director | Member | 1 | 1 |

* Note:

- Mr. Gurmeet Singh Bhatia (DIN: 00401697) has appointed as an Additional Director as well as Whole-time Director with effect from 13th February, 2021 subject to approval of members in ensuing Annual General Meeting.

Mr. Gurdeep Singh Bhatia (DIN: 00401929) ceased from Directorship of the Company w.e.f. 16th October, 2020 due to his sudden demise. Accordingly he also ceased from membership of the Corporate Social Responsibility Committee and Mr. Gurmeet Singh Bhatia (DIN: 00401697) was appointed as an Additional as well as Whole Time director and Member of the Committee w.e.f. 13th February 2021. The Board of Directors in their Board Meeting held on 13th February, 2021 has re-constituted Corporate Social Responsibility Committee consisting of Mr. Harender Singh Bhatia (DIN:00509426) (Chairman), Mr. Kawaljeet Singh Bhatia (DIN:00401827), Mr. Gurmeet Singh Bhatia (DIN: 00401697) and Mrs. Jasmeet Kaur Bhatia (DIN: 06949992) as members of the Committee.

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 Board'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.

**12. RISK MANAGEMENT COMMITTEE:**

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.

13. 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 |
|-------------------------------|--------------------|------------|---|
| 33 rd AGM 2019-20* | September 24, 2020 | 11.00 A.M. | 1-B, Vikas Rekha Complex, Khatiwala Tank, Indore, 452001(M.P.) |
| 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.) |

*Through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for which purpose the registered office of the Company was deemed as the venue for the meeting.

B) Extra Ordinary General Meeting:

No extraordinary general meeting of the members was held during the year 2020-21.

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

- a. No Special Resolution was passed by the Company in **AGM held on September 24, 2020.**
- b. 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.
- c. 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.

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.

14. CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

The Company has formulated and adopted the 'Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information' which, inter alia, includes Policy for determination of "Legitimate Purpose" and 'Code of Conduct for Prevention of Insider Trading in Securities of SIMRAN FARMS LIMITED in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("the Regulations"). The Code is also available on the Company's website at http://www.simranfarms.com/pdf/policy/code_practices_procedures_fair_disclosure_UPSI_2020.pdf



The Company's Code of Conduct has been formulated to regulate, monitor and ensure reporting of trading by the Designated Persons and their immediate relatives towards achieving compliance with the Regulations and is designed to maintain the highest ethical standards of trading in Securities of the Company by persons to whom it is applicable. The Code lays down Guidelines, which advises them on procedures to be followed and disclosures to be made, while dealing with securities of the Company and cautions them of the consequences of violations. During the year under review, the Company's Code of Conduct was amended in line with the amendments brought in the Regulations by SEBI.

15. MANAGEMENT DISCUSSION AND ANALYSIS:

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

16. DISCLOSURE REGARDING RE-APPOINTMENT OF DIRECTORS:

Brief resume(s) of the Director proposed to be appointed/re-appointed/retire by rotation is given in the Notice convening the Annual General Meeting in separate annexure.

17. MEANS OF COMMUNICATIONS:

The Company recognizes the importance of two way communication with Shareholders and of giving a balanced reporting of results and progress. Full and timely disclosure of information regarding the Company's financial position and performance is an important part of your Company's corporate governance ethos.

Your Company follows a robust process of communicating with its stakeholders, security holders and investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchange, the Annual Reports and uploading relevant information on its website.

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

Financial Results:

The unaudited quarterly results are announced within forty- five days of the close of each quarter, other than the last quarter. The audited annual results are announced within sixty days from the end of the financial year as required under the Listing Regulations. The aforesaid financial results are announced to the Stock Exchanges within the statutory time period from the conclusion of the Board Meeting(s) at which these are considered and approved.

Other Information:

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 the online portal of BSE Limited – Corporate Compliance & Listing Centre (BSE Listing Centre).

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, analysts presentations, investor forms, stock exchange information, shareholding pattern, corporate benefits, policies, investors' contact details, 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.

**18. GENERAL SHAREHOLDER INFORMATION:**

| | |
|---|--|
| AGM: Date, Time and Venue | Thursday, 23 rd September, 2021 at 11.30 A.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for which purposes the Registered Office of the Company shall be deemed as the venue for the Meeting. |
| Financial Year | The financial year covers the period from 1 st April, to 31 st March |
| Financial Year Reporting for 2021-22 1 st Quarter ending 30 th June, 2021 2 nd Quarter ending 30 th Sept, 2021 3 rd Quarter ending 31 st Dec, 2021 4 th Quarter ending 31 st March, 2022 | Second fortnight of August, 2021 Second fortnight of November, 2021 Second fortnight of February, 2022 Before 30 th May, 2022 |
| Dividend Payment Date | No Dividend was recommended by the Board of Directors for financial year ended March 31, 2021 |
| Date of Annual Book Closure | Friday, 17 th Day of September, 2021 to Thursday, 23 rd Day of September, 2021 (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 2021-22 has been paid to BSE Limited, 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:investor@ankitonline.com/ compliance@ankitonline.com Web Address:- www.ankitonline.com |
| Share Transfer System | Pursuant to Regulation 40 of Listing Regulations no requests for effecting transfer of securities have been processed unless the securities are held in the dematerialised form with the depository with effect from 1 st April, 2019. However, this restriction shall not be applicable to the request received for effecting transmission or transposition of physical shares. Further, Trading in Ordinary (Equity) Shares of the Company through recognized Stock Exchanges is permitted only in dematerialised form. The Sub Committee of the Company formed to meets as and when required to, inter alia, consider |



| | |
|--|---|
| | the issue of duplicate share certificates/ transmission case and attend to Shareholders' grievances, etc. |
| Distribution of Shareholding as on 31.03.2021 | As per attached Table-3 |
| Dematerialisation of shares & liquidity | 36,23,750 shares are dematerialized (as on 31.03.2021) i.e. 95.57% 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: 0731-4255900-21 Fax: 0731-4255949 Designated e-mail address for Investor Services: compliance@simranfarms.com Website: www.simranfarms.com |
| Plant Locations | SIMRAN FARMS LIMITED (NEW FARM & OLD FARM) Khandwa Road; Tehsil:- Mhow, Gram:- Simrol; District:- Indore (M.P.) |
| 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. |

19. 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.



20. OTHER DISCLOSURES

A) 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 available on the website of the Company and can be accessed through web-link:

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

B) 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 2020-21.

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 available on the website of the Company and can be accessed through web link:

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

As per the Listing Regulations, Company is voluntary complying with the provision of Corporate Governance. Therefore, Company is not required to file disclosure of Related Party Transaction as required under Regulation 23(9) of Listing Regulations.

C) Disclosure of Accounting Treatment in preparation of Financial Statements

The Company adopted Indian Accounting Standards ("Ind AS") from 1st April, 2017. Accordingly, the financial statements 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 Act and other relevant provisions of the Act.

D) 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.

E) 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 Chairperson 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

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).



H) Compliance with mandatory / Non-mandatory requirements:

Your Company has voluntarily complied with all the mandatory 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 available on the Company's website, the same are not mailed to the shareholders.

21. CERTIFICATE BY PRACTICING COMPANY SECRETARY FOR NON DISQUALIFICATION OF DIRECTORS

As required under Part C of Schedule V of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained a certificate from CS L. N. Joshi (FCS: 5201 and CP No. 4216), Proprietor of M/s. L.N. Joshi & Co., Company Secretary in Practice, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Also, a certificate from M/s. L.N. Joshi & Co., Company Secretary in Practice, pursuant to the requirements of Schedule V of the SEBI (LODR) Regulation, 2015 regarding compliance of conditions is attached as Annexure to the Corporate Governance Report.

22. 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 |

23. NON- COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) OF SCHEDULE V OF LISTING REGULATIONS, WITH REASONS THEREOF:-

Not Applicable

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 | Simran Farms Limited | Puregene Biotech Limited | Total |
|--------------------|----------------------|--------------------------|-------------------|
| Audit Fees (inRs.) | 6,50,000/- | 20,000/- | 6,70,000/- |
| Tax Fees (in Rs.) | - | - | - |
| Others (in Rs.) | - | - | - |
| Total | 6,50,000/- | 20,000/- | 6,70,000/- |

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.

Please note that the Company has transferred unpaid/unclaimed dividend pertaining to the year 2010-11 and 2011-12 and corresponding shares thereon to the IEPF in the year 2018-19 and 2019-20 respectively. Further there are no remaining unpaid/unclaimed dividend and shares pending which are 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 exchange in accordance with the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) 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 (Listing Obligations and Disclosure Requirements) 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 Ethics and Business Conduct**

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, 2021.

FOR SIMRAN FARMS LIMITED

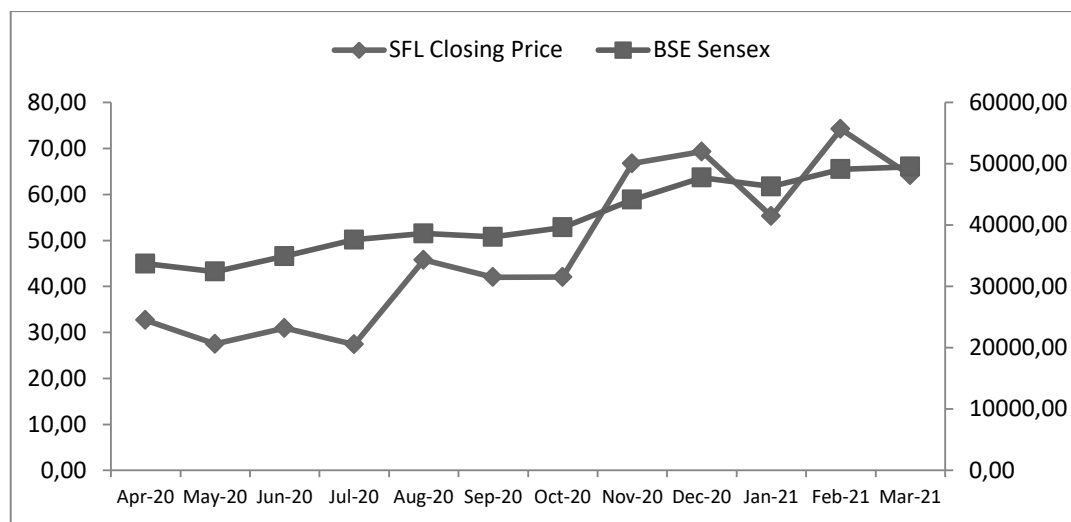
Place: Indore
Date: 10th August, 2021

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, 2020 to March, 2021** is as follows:

| (Price in Rs.) | | |
|----------------|-------|-------|
| Month | High | Low |
| April 2020 | 38.85 | 26.55 |
| May 2020 | 32.00 | 25.10 |
| June 2020 | 38.30 | 28.05 |
| July 2020 | 33.95 | 26.15 |
| August 2020 | 45.80 | 26.05 |
| September 2020 | 51.85 | 39.00 |
| October 2020 | 50.00 | 41.20 |
| November 2020 | 67.90 | 39.90 |
| December 2020 | 71.00 | 46.00 |
| January 2021 | 71.10 | 52.85 |
| February 2021 | 92.20 | 52.50 |
| March 2021 | 78.45 | 61.70 |

**TABLE-2****Relative Performance of Share Price V/S. BSE Sensex:****TABLE-3****Distribution of Shareholding as on March 31, 2021**

| Category (Shares) | Number of Shareholders | %age of Total Shareholders | Shares | %age of Total Shares |
|-------------------|------------------------|----------------------------|----------------|----------------------|
| Upto 100 | 2032 | 58.11 | 143521 | 3.79 |
| 101-200 | 571 | 16.33 | 107805 | 2.84 |
| 201-300 | 189 | 5.40 | 53296 | 1.41 |
| 301-400 | 89 | 2.55 | 33957 | 0.90 |
| 401-500 | 132 | 3.77 | 64963 | 1.71 |
| 501-1000 | 204 | 5.83 | 172952 | 4.56 |
| 1001-2000 | 107 | 3.06 | 163239 | 4.31 |
| 2001-3000 | 51 | 1.46 | 128020 | 3.38 |
| 3001-4000 | 28 | 0.80 | 99873 | 2.63 |
| 4001-5000 | 21 | 0.60 | 96128 | 2.53 |
| 5001-10000 | 29 | 0.83 | 209526 | 5.52 |
| 10000-Above | 44 | 1.26 | 2518420 | 66.42 |
| Total | 3497 | 100.00 | 3791700 | 100.00 |



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, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI), 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. Kawaljeet Singh Bhatia | 00401827 | 01/04/2002 |
| 3 | Mr. Gurmeet Singh Bhatia | 00401697 | 13/02/2021 |
| 4 | Dr. Surendra Singh | 00645965 | 15/04/1994 |
| 5 | Mrs. Jasmeet Kaur Bhatia | 06949992 | 14/08/2014 |

***Mr. Surjit Singh Kohli (DIN: 00701320) resigned from the post of Directorship of the Company with effect from close of business hours of 31st March, 2021**

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
FCS- 5201, CP- 4216
UDIN: F005201C000760164
Peer Review Certificate No. 506/2017**

**Dated: 10th August, 2021
Place: Indore**



**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 in accordance with Indian Accounting Standards for the year ended on March 31, 2021 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, 2021 which are fraudulent, illegal or violative of 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: 30th June, 2021

HARENDER SINGH BHATIA
(Managing Director)
DIN: 00509426

MAHESH PATIDAR
(Chief Financial Officer)



**AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CORPORATE GOVERNANCE
REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

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, 2021**, as stipulated in Regulations 17, 17A, 18, 19, 20, 22, 23, 24, 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: 10th August, 2021
Place: Indore**

**J.C. BAHETI
(PROPRIETOR)
M. No. 072585
UDIN: 21072585AAAACN1587**



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, 2021, 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, 2021, 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 that there are no such key Audit Matters to be reported.

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 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.

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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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: 30/06/2021
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 21072585AAAABT9888



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, 2021, 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:
- iv. 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.
- v. 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.
- vi. 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.
- vii. 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.
- viii. 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, 2021, 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.
- ix. 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.
- x. 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).
- xi. 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.
- xii. 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.



- xiii. In our opinion, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiv. 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.
- 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 made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xvi. 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.
- xvii. 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: 30/06/2021
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 21072585AAAABT9888

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, 2021 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, 2021, 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: 30/06/2021
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 21072585AAAABT9888



STANDALONE BALANCE SHEET
AS AT 31ST MARCH, 2021
CIN: L01222MP1984PLC002627

| | | | (Rs. In Lakhs) | |
|--|---|------|--|--|
| Particulars | | Note | As at March 31 st , 2021 | As at March 31 st , 2020 |
| A | ASSETS | | | |
| 1 | Non current assets | | | |
| | (a) Property, plant and equipment | 2 | 1882.26 | 2049.51 |
| | (b) Capital work in progress | | 68.82 | - |
| | (c) Financial Assets | | | |
| | (i) Investment | 3 | 131.54 | 131.54 |
| | (ii) Loans | 4 | 22.75 | 22.63 |
| | (d) Deffered tax asset | 13 | 124.70 | 695.37 |
| | Total non current assets | | 2230.07 | 2899.05 |
| 2 | Current assets | | | |
| | (a) Inventories | 5 | 3830.32 | 3888.21 |
| | (b) Financial Assets | | | |
| | (i) Trade receivables | 6 | 773.88 | 989.22 |
| | (ii) Cash and cash equivalents | 7 | 1907.51 | 1150.12 |
| | (iii) Loans | 8 | 189.45 | 160.10 |
| | (c) Other current assets | 9 | 275.93 | 72.16 |
| | Total current assets | | 6977.09 | 6259.81 |
| | TOTAL ASSETS | | 9207.16 | 9158.86 |
| B | EQUITY AND LIABILITIES | | | |
| 1 | Equity | | | |
| | (a) Equity Share capital | 10 | 379.17 | 379.17 |
| | (b) Other equity | 10C | 1264.74 | (0.04) |
| | Total equity | | 1643.91 | 379.13 |
| 2 | Liabilities | | | |
| | Non-current liabilities | | | |
| | (a) Financial liabilities | | | |
| | (i) Borrowings | 11 | 19.86 | 190.44 |
| | (b) Provisions | 12 | 38.14 | 59.16 |
| | (c) Deferred tax liabilities (net) | 13 | - | - |
| | Total non current liabilities | | 58.00 | 249.60 |
| 3 | Current liabilities | | | |
| | (a) Financial liabilities | | | |
| | (a) Borrowings | 14 | 2732.67 | 2756.48 |
| | (b) Trade payables | 15 | | |
| | Total outstanding dues of MSME | | 75.45 | 168.24 |
| | Total outstanding dues of other than MSME | | 3986.47 | 5281.00 |
| | (c) Other Financial Liabilities | 17 | 146.79 | 126.92 |
| | (b) Provisions | 16 | 99.32 | 108.29 |
| | (c) Other current liabilities | 17 | 464.55 | 89.20 |
| | Total current liabilities | | 7505.25 | 8530.13 |
| | TOTAL - EQUITY AND LIABILITIES | | 9207.16 | 9158.86 |
| 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

K.S. Bhatia
Wholtime Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Date :30th June, 2021
UDIN: 21072585AAAABT9888

Mahesh Patidar
Chief Financial Officer
Place: Indore

Tanu Parmar
Company Secretary
(M. No. 34769)



STANDALONE STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2021
CIN: L01222MP1984PLC002627

| | | (Rs. In Lakhs Except EPS) | |
|--|-------------|----------------------------------|--------------------|
| Particulars | Note | 31-Mar-2021 | 31-Mar-2020 |
| Income | | | |
| Revenue from operation Sales (Net) | | 32208.48 | 28112.42 |
| Other income | 18 | 35.14 | 26.29 |
| Total revenue | | 32243.62 | 28138.71 |
| Expenses | | | |
| (a) Cost of materials consumed | 19 | 24349.54 | 25194.22 |
| (b) Farm expenses | 20 | 2481.46 | 2648.71 |
| (c) Hatchery expenses | 21 | 361.66 | 342.78 |
| (d) Administrative expenses | 22 | 282.27 | 382.80 |
| (e) Selling & distribution expenses | 23 | 1009.38 | 895.77 |
| (f) Employee benefits expense | 24 | 1219.00 | 1272.28 |
| (g) Finance costs | 25 | 177.06 | 119.54 |
| (h) Depreciation | 2 | 209.80 | 209.50 |
| Total expenses | | 30090.17 | 31065.60 |
| Profit / (Loss) before exceptional items & tax | | 2153.45 | (2926.89) |
| Exceptional items- | | - | - |
| Profit / (Loss) before tax | | 2153.45 | (2926.89) |
| Tax expense: | | | |
| Less:- (a) Current tax | | 339.65 | - |
| Add/Less (b) Deferred tax assets/ Liabilities | 13 | 565.04 | (772.58) |
| Profit / (Loss) for the year | | 1248.76 | (2154.31) |
| Other comprehensive income | | | |
| Item that will not be reclassified to profit & loss: | | | |
| Re-measurement of the value of Defined Benefit obligations | | 21.65 | (21.28) |
| Less:- Income Tax relating to items that will not be reclassified to Profit and Loss | | 5.63 | (5.53) |
| Other Comprehensive income | | 16.02 | (15.75) |
| Total comprehensive income for the year | | 1264.78 | (2170.06) |
| Earnings per share (of Rs. 10/- each) | | | |
| Basic and diluted | | 32.93 | (56.82) |
| 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

K.S. Bhatia
Wholetime Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date :30th June, 2021
UDIN: 21072585AAAABT9888

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M.No. 34769)



**STANDALONE CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2021
CIN: L01222MP1984PLC002627**

| | (Rs. In Lakhs) | |
|--|------------------|-------------------|
| Particulars | As at 31.03.2021 | As at 31.03.2020 |
| (A) CASH FLOW FROM OPERATING ACTIVITIES: | | |
| NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEM | 2153.45 | (2,926.89) |
| Adjustment To Reconcile Profit Before Tax To Cash Generated By Operating Activities | | |
| Non Cash Items: | | |
| Depreciation | 209.80 | 209.50 |
| Provision For Employee Benefits | 23.02 | 18.52 |
| Non Operating Items: | | |
| Interest Paid | 20.30 | 22.17 |
| Profit On Sale Of Assets | (3.07) | (2.98) |
| Operating Profit Before Working Capital Change | 2403.50 | (2,679.68) |
| Inventories | 57.89 | 856.04 |
| Trade Receivable | 215.34 | (11.27) |
| Loans | (29.35) | 12.96 |
| Provisions | (8.97) | 7.72 |
| Other Current Assets | 2.78 | (2.57) |
| Borrowings | (23.81) | (8.13) |
| Trade Payable | (1387.32) | 1,196.93 |
| Other financial Liabilities | 19.87 | 24.75 |
| Other Current Liabilities | 35.70 | (10.02) |
| Gratuity and Leave Enchashement | (22.40) | (8.38) |
| Operating Profit After Working Capital Change | 1263.23 | (621.65) |
| Income Tax Paid | (206.55) | (80.99) |
| Net Cash Flow From Operating Activities (A) | 1056.68 | (702.64) |
| (B) CASH FLOW FROM INVESTING ACTIVITY | | |
| Sale Of Fixed Asset | 34.48 | 22.56 |
| Purchase Of Fixed Asset | (142.77) | (207.06) |
| Outflow From Loans & Advances | (0.11) | (0.28) |
| Net Cash Flow From Investing Activity (B) | (108.40) | (184.78) |
| (C) CASH FLOW FROM FINANCING ACTIVITY | | |
| Cash Received From Borrowings | (170.59) | 38.00 |
| Repayment of Borrowings | - | - |
| Interest Paid | (20.30) | (22.17) |
| Net Cash Flow From Financing Activity (C) | (190.89) | 15.83 |
| NET INCREASE IN CASH & CASH EQUIVALENT (A+B+C) | 757.39 | (871.59) |
| Cash & Cash Equivalent At The Beginning Of Period | 1150.12 | 2,021.71 |
| Cash & Cash Equivalent At The End Of Period | 1907.51 | 1,150.12 |

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 : 30th June, 2021
UDIN: 21072585AAAAABT9888

H.S. Bhatia
Managing Director
DIN 00509426

Mahesh Patidar
Chief Financial Officer

K.S. Bhatia
Wholtime Director
DIN 00401827

Tanu Parmar
Company Secretary
(M. No. 34769)



STANDALONE STATEMENT OF CHANGES IN EQUITY
AS AT 31 March 2021
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 |
| 2020-21 | 379.17 | - | 379.17 |
| 2019-20 | 379.17 | - | 379.17 |

B. OTHER EQUITY

| Particulars | General Reserve | Securities Premium | Utilised investment allowance reserve | Retained earnings | Other Comprehensive Income | Total |
|--------------------------------------|-----------------|--------------------|---------------------------------------|-------------------|----------------------------|----------------|
| 2020-21 | | | | | | |
| Balance at the beginning of the year | 217.18 | 169.59 | 0.54 | -371.28 | -16.07 | -0.04 |
| Prior period errors | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Restated balance | 217.18 | 169.59 | 0.54 | -371.28 | -19.07 | -0.04 |
| Profit for the year | 0.00 | 0.00 | 0.00 | 1248.76 | 0.00 | 1248.76 |
| Measurement of DBO | 0.00 | 0.00 | 0.00 | 0.00 | 16.02 | 16.02 |
| Total | 217.18 | 169.59 | 0.54 | 877.48 | -0.05 | 1264.74 |
| 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 |

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

H.S. Bhatia
 Managing Director
 DIN 00509426

K.S. Bhatia
 Wholetime Director
 DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 30th June, 2021
UDIN: 21072585AAAABT9888

Mahesh Patidar
 Chief Financial Officer

Tanu Parmar
 Company Secretary
 (M. No. 34769)



NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

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 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 includes 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 lease has been recognized for the year ending March 31, 2021.



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 evaluation 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 rewards 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 2021

Note- 2 Property Plant & Equipment

| Fixed Assets | | Gross Block | | | Accumulated Depreciation | | | | | (Rs. In Lakhs) Net Block | | |
|-----------------------------|--------|----------------------------|-----------------------------|------------------|-------------------------------|----------------------------|------------------------------|--|-----------------------------|-------------------------------|----------------------------|-------------------------------|
| | | Balance as at April 1 2020 | Additions During the Period | Sales/ Deduction | Balance as at 31st March 2021 | Balance as at April 1 2020 | Deprecia tion for the Period | Adjusted Depreciation due to differences | Deduction during the Period | Balance as at 31st March 2021 | Balance as at April 1 2020 | Balance as at 31st March 2021 |
| Tangible Assets | | | | | | | | | | | | |
| Land | 500.61 | 4.62 | - | 505.23 | - | - | - | - | - | 500.61 | 505.23 | |
| Buildings (Factory) | 656.92 | - | - | 656.92 | 340.98 | 19.88 | - | - | - | 315.94 | 296.07 | |
| Buildings (Office & Staff) | 85.47 | - | - | 85.47 | 20.80 | 1.87 | - | - | - | 64.67 | 62.80 | |
| Building Hatcheries | 151.44 | - | - | 151.44 | 22.27 | 4.80 | - | - | - | 129.17 | 124.37 | |
| Poultry Equipment | 986.78 | 48.82 | - | 1035.60 | 631.07 | 42.68 | - | - | - | 355.71 | 361.85 | |
| Hatcheri Equipment | 168.66 | 14.84 | - | 183.49 | 29.93 | 11.05 | - | - | - | 138.72 | 142.51 | |
| Feed Mill Equipment | 60.68 | - | - | 60.68 | 20.66 | 3.81 | - | - | - | 40.02 | 36.21 | |
| Computer Equipment | 87.69 | 2.97 | - | 90.66 | 78.83 | 3.63 | - | - | - | 8.85 | 8.20 | |
| Office equipment | 102.73 | 1.86 | - | 104.59 | 85.10 | 5.04 | - | - | - | 17.63 | 14.44 | |
| Furniture and Fixtures | 92.77 | 0.14 | - | 92.91 | 72.73 | 4.69 | - | - | - | 20.04 | 15.49 | |
| Motor Car | 330.75 | - | 89.75 | 241.01 | 157.68 | 31.08 | - | 62.06 | - | 173.07 | 114.31 | |
| Eicher Trucks | 629.51 | - | 23.72 | 605.78 | 396.71 | 69.69 | - | 20.01 | - | 232.79 | 159.39 | |
| Electrical Installation | 121.04 | - | - | 121.04 | 82.03 | 8.09 | - | - | - | 39.01 | 30.92 | |
| Tubewell & Land Development | 53.37 | 0.70 | - | 54.07 | 46.10 | 2.13 | - | - | - | 7.28 | 5.84 | |
| Vehicles | 18.59 | - | - | 18.59 | 12.60 | 1.36 | - | - | - | 5.99 | 4.63 | |
| Total | | 4047.01 | 73.95 | 113.47 | 4007.48 | 1997.50 | 209.80 | - | 82.07 | 2125.22 | 2049.51 | 1882.26 |
| Previous Year | | 3917.45 | 207.06 | 77.50 | 4047.01 | 1845.91 | 209.50 | - | 57.92 | 1997.50 | 2071.54 | 2049.51 |



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|---------------------------------------|---------------|---------------|
| 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-2021 | 31-Mar-2020 |
|----------|-------------------------------------|--------------|--------------|
| 4 | Loans | | |
| | (Unsecured Considered goods) | | |
| | Electricity Security Deposit | 18.27 | 18.27 |
| | Others Deposits | 4.48 | 4.36 |
| | Total Loans | 22.75 | 22.63 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--------------------------|----------------|----------------|
| 5 | Inventories | | |
| | (a) Raw materials | | |
| | a) Parent Birds | 494.61 | 901.86 |
| | b) Feed & Medicines | 2136.07 | 2069.06 |
| | c) Commercial Chicks | 931.63 | 708.58 |
| | d) Hatching Eggs | 268.01 | 208.71 |
| | Total Inventories | 3830.32 | 3888.21 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--|---------------|---------------|
| 6 | Trade Receivables | | |
| | (Unsecured considered goods) | | |
| | Trade Receivables | 773.88 | 989.22 |
| | Total Trade Receivables | 773.88 | 989.22 |
| | All balances of Sundry Debtors are subject to confirmation. | | |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--|----------------|----------------|
| 7 | Cash And Cash Equivalents | | |
| | (a) Cash in hand | 60.91 | 144.14 |
| | (b) Balance with banks | | |
| | (i) In current accounts | | |
| | ICICI Bank Indore -255 | 1591.39 | 1004.27 |
| | ICICI Bank Indore Dhulia | 0.22 | 1.22 |
| | ICICI Bank Indore Anand | 0.00 | 0.00 |
| | ICICI Bank Indore-2167 | 254.53 | 0.00 |
| | Punjab national bank Raipur | 0.39 | 0.40 |
| | Punjab national bank Indore | 0.07 | 0.09 |
| | Total Cash And Cash Equivalents | 1907.51 | 1150.12 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|---|---------------|---------------|
| 8 | Loans | | |
| | (Unsecured Considered goods) | | |
| | Advances to employees | 3.77 | 4.16 |
| | Advances recoverable in cash or in kind or for value to be received | 185.68 | 155.94 |
| | Total Loans | 189.45 | 160.10 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|---|---------------|--------------|
| 9 | Other Current Assets | | |
| | Advance income tax | 200.00 | 50.00 |
| | Prepaid expenses | 12.13 | 12.84 |
| | Advances recoverable in cash or in kind or for value to be received | 63.80 | 9.32 |
| | Total Other Current Assets | 275.93 | 72.16 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | | 31-Mar-2020 | |
|-------------|---|----------------------|---------------------|----------------------|---------------------|
| 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 | |
| 10A. | Reconciliation of the number of Shares Outstanding | | | | |
| | Equity Shares | 31-Mar-2021 | | 31-Mar-2020 | |
| | | 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 |
| 10B. | The details of shareholders holding more than 5 % shares :- | | | | |
| | Name of Shareholder | 31-Mar-2021 | | 31-Mar-2020 | |
| | | No. of shares | % Held | No. of shares | % Held |
| | Investors Education and Protection Fund Authority, Ministry of Corporate Affairs. | 514155 | 13.56% | 514155 | 13.56% |
| | 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 2021

10C. OTHER EQUITY (Ref: Statement of Changes in Equity)

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-2021 | 31-Mar-2020 |
|-----------|--|--------------|---------------|
| 11 | Borrowings | | |
| | Non-current Interest bearing loans and borrowings | | |
| | Secured Loans From banks: | | |
| | Vehicle Loans (First Charge on Trucks and Cars) | 19.86 | 65.78 |
| | Unsecured Loans from Director | 0.00 | 124.66 |
| | Total Borrowings | 19.86 | 190.44 |

Note: Effective Interest Rate and Maturity details of above mentioned borrowings -

(Rs. in Lakhs)

| Particulars | As on 31-03-2021 | Maturity | Interest Rate |
|----------------------|------------------|----------|---------------|
| i. From Banks | | | |
| ICICI Bank | 0.71 | 2022-23 | 9.25% p.a. |
| Union Bank of India | 12.25 | 2022-23 | 8.60% p.a. |
| Kotak Mahindra Bank | 6.91 | 2022-23 | 7.92% p.a. |
| Total | 19.86 | | |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|--------------|--------------|
| 12 | Provisions | | |
| | (a) Provision for employee benefits | | |
| | Gratuity (funded) | 20.52 | 41.54 |
| | Leave Encashment (unfunded) | 17.62 | 17.62 |
| | Total Provisions | 38.14 | 59.16 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-------|--|---------------|-------------|
| 13(a) | Current Tax | | |
| | Current Tax Expense | 339.65 | - |
| | Deferred Tax Benefit | - | - |
| | MAT | - | - |
| | Others (Net) | - | - |
| | Total Income Tax expense recognised in Current Year | 339.65 | - |
| | Profit Before Income Tax | 2153.45 | - |
| | Indian Statutory Income Tax Rate | 26.00% | 26.00% |
| | Expected Income Tax Expense | 559.90 | - |
| | Tax Effects of adjustments to reconcile expected income tax expense to reported tax expense: | | |
| | Tax Effect of non deductible expenses | 60.85 | - |
| | Tax adjustment due to carry forward & set off of prior period losses & Depreciation | (575.57) | - |
| | Tax Effect of MAT Provisions of Income Tax Act, 1961 | 339.65 | - |
| | Others (net)* | (45.18) | - |
| | Total Income Tax Expense | 339.65 | - |
| | * 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 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 |

(Rs. in Lakhs)

| 31st March 2021 | | | | |
|---------------------------------------|------------------|-----------------|---------------------------------------|-----------------|
| Particular | DTA/DTL | Opening Balance | Debit/(credit) in P&L During the year | Closing balance |
| PROPERTY PLANT & EQUIPMENT | DTL | 66.40 | 8.39 | 58.01 |
| GRATUITY | DTA | 10.80 | (5.46) | 5.34 |
| LEAVE ENCASHMENT | DTA | 4.58 | - | 4.58 |
| CARRY FORWARD BUSINESS LOSS | DTA | 697.98 | (570.37) | 127.61 |
| CARRY FORWARD UNABSORBED DEPRECIATION | DTA | 48.41 | (3.23) | 45.18 |
| Totals | DTA (Net) | 695.37 | (570.67) | 124.70 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---|----------------|----------------|
| 14 | Borrowing | | |
| | Secured Loans: | | |
| | Punjab National Bank (cash credit) Raipur | 2525.10 | 2264.40 |
| | Punjab National Bank (cash credit) Indore | 167.42 | 477.08 |
| | Punjab National Bank (FITL) I | 5.29 | 0.00 |
| | Punjab National Bank (FITL) II | 19.86 | 0.00 |
| | Unsecured Loans: | | |
| | Demand Loan From Directors | 15.00 | 15.00 |
| | Total Borrowing | 2732.67 | 2756.48 |
| | 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-2021 | 31-Mar-2020 |
|-----------|--|----------------|----------------|
| 15 | Trade Payables | | |
| | Micro Small and Medium Enterprises | 75.45 | 168.24 |
| | Others | 3986.47 | 5281.00 |
| | Total Trade Payables | 4061.92 | 5449.24 |
| | All Balances of Sundry Creditors are subject to confirmation. There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31,2021 for which disclosure requirements under Micro, small and Medium Enterprises Development Act, 2006 as applicable | | |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---------------------------------|--------------|---------------|
| 16 | Provisions | | |
| | Salary payable | 64.05 | 70.17 |
| | Bonus payable | 30.15 | 32.43 |
| | Contribution to PF (Employees) | 5.12 | 5.69 |
| | Total Provisions | 99.32 | 108.29 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|---------------|---------------|
| 17 | Other Current Liabilities | | |
| | Financial Liabilities | | |
| | Vehicle Loans (First Charge on Trucks and Cars) | 29.65 | 20.39 |
| | Others Payable | 117.14 | 106.53 |
| | Total Financial Liabilities | 146.79 | 126.92 |
| | Others | | |
| | Advances from Customers | 54.95 | 34.65 |
| | Professional Tax (Staff) | 1.70 | 0.84 |
| | Income Tax Payable | 339.65 | 0.00 |
| | TDS / TCS Payable | 21.17 | 12.41 |
| | Others Payable | 47.08 | 41.30 |
| | Total Other Current Liabilities | 464.55 | 89.20 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---------------------------------|--------------|--------------|
| 18 | Other Income | | |
| | Rearing charges (Income) | 9.67 | 7.43 |
| | Transportation Charges (Income) | 14.71 | 10.26 |
| | Interest received MPEB/FD | 7.69 | 5.62 |
| | Profit on sale of fixed assets | 3.07 | 2.98 |
| | Total Other Income | 35.14 | 26.29 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|-----------------|-----------------|
| 19 | Cost Of Material Consumed | | |
| | Opening Stock | 3888.21 | 4744.25 |
| | Add:- Purchases | | |
| | Feed & Medicines | 22636.54 | 22972.01 |
| | Store Spares & Consumable | 46.36 | 74.15 |
| | Parent Birds | 463.00 | 427.37 |
| | Packing Material | 295.16 | 235.87 |
| | Carriage Inward | 336.66 | 246.60 |
| | Godown rent | 18.28 | 29.10 |
| | Chicks | 480.38 | 215.44 |
| | Hatching Eggs | 15.27 | 137.64 |
| | | 28179.86 | 29082.43 |
| | Less:- Closing Stock | 3830.32 | 3888.21 |
| | Total Cost Of Material Consumed | 24349.54 | 25194.22 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|----------------------------|----------------|----------------|
| 20 | Farm Expenses | | |
| | Farm Expenses | 130.04 | 143.77 |
| | Power & Energy | 163.54 | 137.76 |
| | Fuel Consumption | 51.23 | 41.27 |
| | Light & Water Charges | 27.27 | 35.62 |
| | Farm Rent | 75.95 | 77.29 |
| | Rearing Charges Expenses | 2033.43 | 2213.00 |
| | Total Farm Expenses | 2481.46 | 2648.71 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--------------------------------|---------------|---------------|
| 21 | Hatchery Expenses | | |
| | Hatchery Expenses | 38.04 | 41.49 |
| | Hatching expenses | 105.11 | 86.67 |
| | Hatcheries Rent | 126.00 | 126.00 |
| | Power & Energy (Hatcheries) | 92.51 | 88.62 |
| | Total Hatchery Expenses | 361.66 | 342.78 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--------------------------------------|---------------|---------------|
| 22 | Administrative Expenses | | |
| | General Office Expenses | 128.00 | 157.09 |
| | Travelling & Conveyance | 124.76 | 179.93 |
| | Audit Fees | 6.50 | 6.50 |
| | Legal & Professional Expenses | 16.22 | 22.14 |
| | CSR Expenses | 0.00 | 9.00 |
| | Software annual maintainance charges | 6.79 | 8.14 |
| | Total Administrative Expenses | 282.27 | 382.80 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|----------------|---------------|
| 23 | Selling & Distribution Expenses | | |
| | Forwarding Expenses | 963.88 | 845.73 |
| | Advertisement & Publicity | 0.91 | 1.50 |
| | Vehicle Repair & Maintenance | 38.98 | 37.72 |
| | Sales Promotion Expenses | 5.61 | 10.82 |
| | Total Selling & Distribution Expenses | 1009.38 | 895.77 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---|----------------|----------------|
| 24 | Employee Benefits Expenses | | |
| | Salary wages & Bonus | 1027.91 | 1076.95 |
| | Remuneration to directors | 61.50 | 57.00 |
| | Remuneration to vice president | 37.50 | 42.00 |
| | Contribution to Provident Fund | 66.54 | 72.90 |
| | Staff welfare | 2.53 | 4.91 |
| | Gratuity | 23.02 | 18.52 |
| | Total Employee Benefits Expenses | 1219.00 | 1272.28 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|----------------------------|---------------|---------------|
| 25 | Finance Cost | | |
| | Bank Charges & Commission | 51.68 | 29.95 |
| | Interest to others | 20.30 | 22.17 |
| | Interest on statutory dues | 1.73 | 4.35 |
| | Interest on CC Loan | 103.35 | 63.07 |
| | Total Finance Cost | 177.06 | 119.54 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---|--------------------|--------------------|
| 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 Profit of Rs. 1248.76 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-2021 | 31-Mar-2020 |
| | 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 M/s Early Bird Hatcheries M/s Simran Poultry M/s Singh Hatcheries M/s Singh Poultry M/s Boviso Animal Health Pvt. Ltd. Eco Gold Nutri & Organics LLP Mr. Gurmeet Singh Bhatia Mr. Avneet Singh Bhatia Mr. Amarjeet Singh Bhatia Mr. Harpal 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. Gurmeet Singh Bhatia (Wholetime 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 2021

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 | - | - | 742.37 |
| | Sales | - | - | 779.68 |
| | Director Remuneration | - | 84.00 | - |
| | Vice President Remuneration | - | - | 15.00 |
| | Rearing Charges Payable | 54.00 | - | - |
| | Rearing Charges Receivable | - | - | - |
| | Transportation Charges Receivable | - | - | 13.81 |
| | 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 | - | 13.80 | 112.20 |
| | Vehicle Rent | - | - | - |
| | Feed Processing Charges (Payable) | - | - | 178.28 |
| | Feed Processing Charges (Receivable) | - | - | - |
| | Setting Charges (Receivable) | - | - | 8.96 |
| | Hatching Charges (Payable) | - | - | 103.46 |
| | Interest on Loan | - | - | 11.27 |
| | Commission | - | - | 49.44 |
| | Payable | 218.14 | 27.82 | 1531.98 |
| | Receivable | - | 0.05 | 152.92 |

Related Party Transactions

(Rs. in Lakhs)

| S. No | Transactions | 2020-21 | 2019-20 |
|----------|--|---------------|---------------|
| A | Purchase of Raw Material/Finished goods | | |
| 1 | Simfa Labs Private Limited | 563.92 | 424.12 |
| 2 | Simran Feeds Private Limited | 23.71 | 12.62 |
| 3 | Eco Gold Nutri & Organics LLP | 1.54 | - |
| 4 | M/s Simran Hatcheries Private Limited | - | 105.83 |
| 5 | Simran Agritech Private Limited | 5.02 | 76.03 |
| 6 | Boviso Animal Health Pvt. Ltd. | 148.18 | - |
| | Total Purchase of Raw Material/Finished goods | 742.37 | 618.60 |
| B | Sales of Material/ Finished Goods | | |
| 1 | Simfa Labs Private Limited | - | 4.93 |
| 2 | Simran Foods Private Limited | 241.03 | 184.01 |
| 3 | Simran Feeds Private Limited | 57.55 | 49.11 |
| 4 | Puregene Biotech Limited | - | - |
| 5 | Simran Agritech Private Limited | 480.57 | 388.69 |
| 6 | Eco Gold Nutri & Organics LLP | 0.32 | - |
| 7 | M/s Simran Hatcheries Private Limited | 0.21 | - |
| | Total Sales of Material/ Finished Goods | 779.68 | 626.74 |



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| Related Party Transactions | | (Rs. in Lakhs) | |
|-----------------------------------|---|-----------------------|----------------|
| S. No | Transactions | 2020-21 | 2019-20 |
| C | Rearing Charges | | |
| | Payable | | |
| 1 | Puregene Biotech Limited | 54.00 | 54.00 |
| | Total Rearing Charges Payable | 54.00 | 54.00 |
| | Receivable | | |
| 1 | Simran Agritech Pvt. Ltd. | - | 5.01 |
| | Total Rearing Charges Receivable | 0.00 | 5.01 |
| 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 |
| | Total Office Rent | 14.40 | 14.40 |
| 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 | 27.60 | 55.20 |
| 4 | Mr. Gurmeet Singh Bhatia | 13.80 | - |
| 5 | Mr. Harpal Singh Bhatia | 13.80 | - |
| | Total Hatchery Rent | 126.00 | 126.00 |
| d) | Vehicle Rent | | |
| 1 | Simran Fresh Fruits and Vegetables | - | 1.80 |
| | Total Vehicle Rent | 0.00 | 1.80 |
| E | Feed Processing Charges | | |
| 1 | Simran Feeds Private Limited | | |
| | Payable | 178.28 | 176.73 |
| | Receivable | - | - |
| | Total Feed Processing Charges | 178.28 | 176.73 |
| F | Hatching Charges | | |
| 1 | M/s Simran Hatcheries Private Limited | | |
| | Payable | 103.46 | 81.81 |
| | Total Hatching Charges | 103.46 | 81.81 |



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| Related Party Transactions | | (Rs. in Lakhs) | |
|-----------------------------------|---|-----------------------|----------------|
| S. No | Transactions | 2020-21 | 2019-20 |
| G | Commission | | |
| 1 | Mr. Avneet Singh Bhatia | 14.67 | 14.76 |
| 2 | Mr. Amarjeet Singh Bhatia | 17.99 | 18.01 |
| 3 | Mrs. Jagdeep Kaur Bhatia | 16.78 | 16.88 |
| | Total Commission | 49.44 | 49.64 |
| H | Interest on Fund raised | | |
| 1 | Mr. Kawaljeet Singh Bhatia | 11.27 | 14.85 |
| | Total Interest on Fund raised | 11.27 | 14.85 |
| I | Transportation Charges | | |
| | Receivable | | |
| 1 | Simran Agritech Pvt. Ltd. | 12.91 | 11.89 |
| 2 | Simran Feeds Private Limited | 0.90 | 0.00 |
| | Total Transportation Charges | 13.81 | 11.89 |
| J | Setting Charges | | |
| | Receivable | | |
| | Simran Agritech Private Limited | 8.96 | 2.42 |
| | Total Setting Charges | 8.96 | 2.42 |
| 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. 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 | 2020-21 | 2019-20 |
| 1 | Remuneration | | |
| | Salary | 96.17 | 96.17 |
| | Contribution to provident and other funds | 0.43 | 0.43 |
| | Perquisites | - | - |
| 2 | Commission | - | - |
| 3 | Sitting fees | - | - |
| 4 | Rent paid (expense) | - | - |



NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

3b BREAKUP OF PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

(Rs. in Lakhs)

| S. No | Transactions | 2020-21 | 2019-20 |
|----------|----------------------------|--------------|--------------|
| 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 | 8.72 |
| e | Ms. Tanu Parmar | 3.45 | 3.45 |
| | Total Remuneration | 96.17 | 96.17 |

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 | 2020-21 | 2019-20 |
|-----------|---------------------------------|-------------|-------------|
| 28 | Payment to Auditor | | |
| | 1) As Auditor | 6.50 | 6.50 |
| | 2) AS per Certification | 0.00 | 0.00 |
| | Total Payment to Auditor | 6.50 | 6.50 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

| 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 | 2020-21 | 2019-20 |
| | Current Service Cost. | 21.40 | 18.74 |
| | Interest on Obligation | 10.81 | 10.16 |
| | Actuarial Losses / (Gains) | - | - |
| | Expected return on plan assets | (9.19) | (10.39) |
| | Past service cost | - | - |
| | Losses (gains) on curtailments and settlement | - | - |
| | Expense recognised in P & L | 23.02 | 18.52 |
| 2 | Amount to be recognised in Balance Sheet (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Present value of funded obligation | 182.31 | 179.22 |
| | Fair value of plan assets | 161.79 | 138.20 |
| | Present value of unfunded obligations | - | - |
| | Funded Status - (Surplus)/Deficit | 20.52 | 41.02 |
| | Unrecognised past service cost | - | - |
| | Unrecognised asset due to limit in Para 64(b) | - | - |
| | Liability/(Asset) recognised in the Balance Sheet | 20.52 | 41.02 |
| 3 | Table showing change in benefit obligation (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Opening Defined Benefit obligation | 179.22 | 145.70 |
| | Service cost for the year | 21.40 | 18.74 |
| | Interest cost for the year | 10.81 | 10.16 |
| | Actuarial Losses / (Gains) | (21.81) | 19.94 |
| | Benefits paid | (7.31) | (15.32) |
| | Past Service Cost | - | - |
| | Closing defined benefit obligation | 182.31 | 179.22 |
| 4 | Table showing fair value of plan assets (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Fair value of plan assets at beginning of year | 138.20 | 135.76 |
| | Actual return on plan assets | 9.19 | 10.39 |
| | Contributions | 21.86 | 8.73 |
| | Benefits Paid | (7.31) | (15.32) |
| | Actuarial Gains \ (Losses) | (0.16) | (1.35) |
| | Fair value of plan assets at the end of year | 161.78 | 138.20 |



**NOTES TO STANDALONE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021**

| | | | |
|----|--|--|------------------|
| 5 | Table Showing Amount to be Recognised in OCI | | (Rs. in Lakhs) |
| | Particulars | 2020-21 | 2019-20 |
| | Amount recognised in OCI, Beginning of Period | 21.77 | 0.48 |
| | Remeasurements due to: | | |
| | Effect of Change in Financial Assumptions | (4.81) | 15.47 |
| | Effect of Change in Demographic Assumptions | - | (0.09) |
| | Effect of experience adjustments | (17.01) | 4.57 |
| | Actuarial (Gains)/Losses | (21.81) | 19.94 |
| | Return on Plan Assets (excluding interest) | (0.16) | (1.35) |
| | Total measurements recognised in OCI | (21.65) | 21.29 |
| | Amount recognised in OCI, End of Period | 0.12 | 21.77 |
| 6 | History of DBO, Asset values, Surplus/Deficit & Experience Gains & Losses | | (Rs. in Lakhs) |
| | Particulars | 2020-21 | 2019-20 |
| | DBO | 182.31 | 179.22 |
| | Plan Assets | 161.79 | 138.20 |
| | (Surplus)/Deficit | 20.52 | 41.02 |
| | Exp Adj- Plan Assets Gain/ (Loss) | (0.16) | (1.35) |
| | Assumptions (Gain)/ Loss | (4.81) | 15.37 |
| | Exp Adj- Plan Liabilities Gain/ (Loss) | (17.01) | 4.57 |
| | Total Actuarial (Gain)/ Loss | (21.81) | 19.94 |
| 7 | Category of Assets | | |
| | Particulars | 2020-21 | 2019-20 |
| | 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, 2021 |
| | Particulars | Decrease | Decrease |
| | Discount Rate | 190.46 | 174.81 |
| | Impact of increase/decrease in 50 bps on DBO | 4.47% | 4.12% |
| | Salary Growth Rate | 174.81 | 190.50 |
| | Impact of increase/decrease in 50 bps on DBO | 4.12% | 4.49% |
| 9 | Actuarial Assumption | | |
| | Valuation Method | Projected Unit Credit Method | |
| | Discount Rate | 6.95% | |
| | 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 2021**

30. Fair Value Measurement Hierarchy :

(Rs. in Lakhs)

| Particulars | As at 31 March 2021 | | | As at 31 March 2020 | | |
|--|---------------------|------------------------|---------|---------------------|------------------------|---------|
| | 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 | 1907.51 | - | - | 1150.12 | - | - |
| Trade Receivables | 773.88 | - | - | 989.22 | - | - |
| Loans | 189.45 | - | - | 160.10 | - | - |
| At FVTPL | | | | | | |
| Investments | 131.54 | - | 131.54 | 131.54 | - | 131.54 |
| At FVTOCI | | | | | | |
| Financial Liabilities :- | | | | | | |
| At Amortised Cost | | | | | | |
| Trade Payables | 4061.92 | - | - | 5449.24 | - | - |
| Borrowings | 19.86 | - | - | 190.44 | - | - |
| Vehicle Loans (First Charge on Trucks and Cars) | 29.65 | - | - | 20.39 | - | - |
| Unclaimed Dividends | - | - | - | - | - | - |
| Others Payable | 164.22 | - | - | 147.82 | - | - |
| At FVTPL | | | | | | |
| Borrowings | 2732.67 | - | - | 2756.48 | - | - |
| <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 identical 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 2021**

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 2021 based on contractual undiscounted payments.

| (Rs. in Lakhs) | | | | | |
|-----------------------|--------------------|-----------|-----------|----------|---------|
| Particulars | Less than one year | 1-2 Years | 2-4 Years | >4 Years | Total |
| Trade Payable | 4061.92 | - | - | - | 4061.92 |
| Long Term borrowings | - | 19.86 | - | - | 19.86 |
| Short Term borrowings | 2902.67 | - | - | - | 2902.67 |

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

K.S. Bhatia
Whole-time Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 30th June, 2021
UDIN: 21072585AAAABT9888

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, 2021, 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, 2021, 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 that there are no such key Audit Matters to be reported.

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 judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial 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. 324.23 lacs as at March 31st, 2021, total revenue of Rs. 54.00 lacs, total cash outflow of Rs. 0.76 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, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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) 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.



- i) 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 consolidated 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: 30/06/2021
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 21072585AAAABU5170

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, 2021 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, 2021, 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: 30/06/2021
Place: Indore

J.C. Baheti
Proprietor
M.No.072585
UDIN: 21072585AAAABU5170



CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH, 2021

CIN: L01222MP1984PLC002627

(Rs. in Lakhs)

| | Particulars | Note | As at March 31 st , 2021 | As at March 31 st , 2020 |
|----------|--|-------------|--|--|
| A | ASSETS | | | |
| 1 | Non current assets | | | |
| | (a) Property, plant and equipment | 2 | 1971.76 | 2145.67 |
| | (b) Capital work in progress | | 68.82 | - |
| | (c) Financial Assets | | | |
| | (i) Investment | 3 | 11.89 | 11.89 |
| | (ii) Loans | 4 | 23.81 | 23.70 |
| | (d) Deferred tax asset | 13 | 130.54 | 700.34 |
| | Total non current assets | | 2206.82 | 2881.60 |
| 2 | Current assets | | | |
| | (a) Inventories | 5 | 3830.32 | 3888.21 |
| | (b) Financial Assets | | | |
| | (i) Trade receivables | 6 | 773.88 | 989.22 |
| | (ii) Cash and cash equivalents | 7 | 1911.50 | 1154.88 |
| | (iii) Loans | 8 | 189.59 | 160.24 |
| | (c) Other current assets | 9 | 281.48 | 76.46 |
| | Total current assets | | 6986.77 | 6269.01 |
| | TOTAL ASSETS | | 9193.59 | 9150.61 |
| B | EQUITY AND LIABILITIES | | | |
| 1 | Equity | | | |
| | (a) Equity Share capital | 10 | 379.17 | 379.17 |
| | (b) Other equity | 10C | 1329.29 | 55.20 |
| | Total equity | | 1708.46 | 434.37 |
| | Minority Interest | | 38.50 | 36.57 |
| 2 | Liabilities | | | |
| | Non-current liabilities | | | |
| | (a) Financial liabilities | | | |
| | (i) Borrowings | 11 | 19.86 | 190.44 |
| | (b) Provisions | 12 | 38.14 | 59.16 |
| | (c) Deferred tax liabilities (net) | 13 | - | - |
| | Total non current liabilities | | 58.00 | 249.60 |
| 3 | Current liabilities | | | |
| | (a) Financial liabilities | | | |
| | (a) Borrowings | 14 | 2732.67 | 2756.48 |
| | (b) Trade payables | 15 | | |
| | Total outstanding dues of MSME | | 75.45 | 168.24 |
| | Total outstanding dues of other than MSME | | 3768.31 | 5108.21 |
| | (c) Other Financial Liabilities | 17 | 146.79 | 126.92 |
| | (b) Provisions | 16 | 193.03 | 178.09 |
| | (c) Other current liabilities | 17 | 472.38 | 92.13 |
| | Total current liabilities | | 7388.63 | 8430.07 |
| | TOTAL - EQUITY AND LIABILITIES | | 9193.59 | 9150.61 |
| | Summary of Significant Accounting Policies | 1 | | |
| | See accompanying Notes to the Financial Statements | 2-32 | | |

In terms of our report attached.

FOR J.C. BAHETI & ASSOCIATES

Chartered Accountants

FRN NO. 03390C

J.C. BAHETI

PROPRIETOR

M. No.: 072585

Date :30th June, 2021

UDIN: 21072585AAAABU5170

H.S. Bhatia

Managing Director

DIN 00509426

Mahesh Patidar

Chief Financial Officer

Place: Indore

K.S. Bhatia

Wholetime Director

DIN 00401827

Tanu Parmar

Company Secretary

(M. No. 34769)



CONSOLIDATED STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2021
CIN: L01222MP1984PLC002627

| | | (Rs. in Lakhs Except EPS) | |
|--|-------------|---------------------------|------------------|
| Particulars | Note | 31-Mar-2021 | 31-Mar-2020 |
| Income | | | |
| Revenue from operation Sales (Net) | | 32208.48 | 28112.42 |
| Other income | 18 | 35.14 | 26.29 |
| Total revenue | | 32243.62 | 28138.71 |
| Expenses | | | |
| (a) Cost of materials consumed | 19 | 24349.54 | 25202.84 |
| (b) Farm expenses | 20 | 2433.84 | 2600.91 |
| (c) Hatchery expenses | 21 | 361.66 | 342.78 |
| (d) Administrative expenses | 22 | 282.59 | 383.08 |
| (e) Selling & distribution expenses | 23 | 1009.38 | 895.77 |
| (f) Employee benefits expense | 24 | 1246.60 | 1299.88 |
| (g) Finance costs | 25 | 177.06 | 119.54 |
| (h) Depreciation | 2 | 216.45 | 216.19 |
| Total expenses | | 30077.12 | 31060.99 |
| Profit / (Loss) before exceptional items & tax | | 2166.50 | (2922.28) |
| Exceptional items- MAT Adjustments | | 2.16 | - |
| Profit / (Loss) before tax | | 2168.66 | (2922.28) |
| Tax expense: | | | |
| Less:- (a) Current tax | | 344.48 | 1.74 |
| Add/Less (b) Deferred tax assets/ Liabilities | 13 | 564.17 | (773.26) |
| Profit / (Loss) for the year | | 1260.01 | (2150.76) |
| Net Profit Attributable to Non Controlling Interest | | 1.94 | 0.61 |
| Net Profit Attributable to owners of the Company | | 1258.07 | (2151.37) |
| Other comprehensive income | | | |
| Item that will not be reclassified to profit & loss: | | | |
| Re-measurement of the value of Defined Benefit Obligation | | 21.65 | (21.28) |
| Less:- Income Tax relating to items that will not be reclassified to Profit and Loss | | 5.63 | (5.53) |
| Other Comprehensive income Attributable to owners of the Company | | 16.02 | (15.75) |
| Total comprehensive income for the year | | 1276.03 | (2166.51) |
| Total comprehensive income for the year Attributable to owners of the Company | | 1274.09 | (2167.12) |
| Total comprehensive income for the year Attributable to Non Controlling Interest | | 1.94 | 0.61 |
| Earnings per share (of Rs. 10/- each) | | | |
| Basic and diluted | | 33.18 | (56.74) |
| 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

K.S. Bhatia
Wholetime Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date :30th June, 2021
UDIN: 21072585AAAABU5170

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2021
CIN: L01222MP1984PLC002627

| | (Rs. in Lakhs) | |
|--|------------------|-------------------|
| Particulars | As at 31.03.2021 | As at 31.03.2020 |
| (A) CASH FLOW FROM OPERATING ACTIVITIES: | | |
| NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEM | 2168.66 | (2,922.28) |
| Adjustment To Reconcile Profit Before Tax To Cash Generated By Operating Activities | | |
| Non Cash Items: | | |
| Depreciation | 216.46 | 216.19 |
| Provision For Employee Benefits | 23.02 | 18.52 |
| Non Operating Items: | | |
| Interest Paid | 20.30 | 22.17 |
| Profit On Sale Of Assets | (3.07) | (2.98) |
| Operating Profit Before Working Capital Change | 2425.37 | (2,668.37) |
| Inventories | 57.89 | 864.66 |
| Trade Receivable | 215.34 | (11.27) |
| Loans | (29.35) | 12.82 |
| Provisions | 14.94 | 31.61 |
| Other Current Assets | 2.36 | (2.73) |
| Borrowings | (23.81) | (8.12) |
| Trade Payable | (1432.69) | 1156.30 |
| Other Financial Liabilities | 19.87 | 24.75 |
| Gratuity and Leave Enchashement | (22.40) | (8.38) |
| Other Current Liabilities | 35.77 | (9.89) |
| Operating Profit After Working Capital Change | 1263.29 | (618.63) |
| Income Tax Paid | (207.38) | (83.41) |
| Net Cash Flow From Operating Activities (A) | 1055.91 | (702.04) |
| (B) CASH FLOW FROM INVESTING ACTIVITY | | |
| Sale Of Fixed Asset | 34.47 | 22.56 |
| Purchase Of Fixed Asset | (142.77) | (207.06) |
| Outflow From Loans & Advances | (0.11) | (0.28) |
| Net Cash Flow From Investing Activity (B) | (108.41) | (184.78) |
| (C) CASH FLOW FROM FINANCING ACTIVITY | | |
| Cash Received From Borrowings | - | 38.00 |
| Repayment of Borrowings | (170.58) | - |
| Interest Paid | (20.30) | (22.17) |
| Net Cash Flow From Financing Activity (C) | (190.88) | 15.83 |
| NET INCREASE IN CASH & CASH EQUIVALENT (A+B+C) | 756.62 | (870.99) |
| Cash & Cash Equivalent At The Beginning Of Period | 1154.88 | 2,025.86 |
| Cash & Cash Equivalent At The End Of Period | 1911.50 | 1154.88 |

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 : 30th June, 2021

UDIN: 21072585AAAAABU5170

H.S. Bhatia
Managing Director
DIN 00509426

Mahesh Patidar
Chief Financial Officer

K.S. Bhatia
Wholetime Director
DIN 00401827

Tanu Parmar
Company Secretary
(M. No. 34769)



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
AS AT 31 March 2021
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 |
|----------------------------------|--------------------------------------|-------------------------|--------------------------------|
| 2020-21 | 379.17 | - | 379.17 |
| 2019-20 | 379.17 | - | 379.17 |

B. OTHER EQUITY

| Particulars | General Reserve | Securities Premium | Utilised investment allowance reserve | Retained earnings | Other Comprehensive Income | Total |
|--------------------------------------|-----------------|--------------------|---------------------------------------|-------------------|----------------------------|----------------|
| 2020-21 | | | | | | |
| Balance at the beginning of the year | 217.18 | 169.59 | 0.54 | -316.04 | -16.07 | 55.20 |
| Prior period errors | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Restated balance | 217.18 | 169.59 | 0.54 | -316.04 | -16.07 | 55.20 |
| Profit for the year | 0.00 | 0.00 | 0.00 | 1258.07 | 0.00 | 1258.07 |
| Measurement of DBO | 0.00 | 0.00 | 0.00 | 0.00 | 16.02 | 16.02 |
| Total | 217.18 | 169.59 | 0.54 | 942.03 | -0.05 | 1329.29 |
| 2019-20 | | | | | | |
| 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 |

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

H.S. Bhatia
Managing Director
DIN 00509426

K.S. Bhatia
Wholtime Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 30th June, 2021
UDIN: 21072585AAAAABU5170

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2021

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, 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 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 2021

Note- 2 Property Plant & Equipment

| Fixed Assets | | Gross Block | | | Accumulated Depreciation | | | | | | Net Block | | |
|-----------------------------|---------|----------------------------|-----------------------------|------------------|-------------------------------|----------------------------|------------------------------|---|------------------------------|-------------------------------|----------------------------|-------------------------------|--|
| | | Balance as at April 1 2020 | Additions During the Period | Sales/ Deduction | Balance as at 31st March 2021 | Balance as at April 1 2020 | Deprecia tion for the Period | Adjusted Deprecia tion due to differences | Deductio n during the Period | Balance as at 31st March 2021 | Balance as at April 1 2020 | Balance as at 31st March 2021 | |
| Tangible Assets | | | | | | | | | | | | | |
| Land | 522.56 | 4.62 | - | 527.18 | - | - | - | - | - | 522.56 | 527.18 | | |
| Buildings (Factory) | 827.60 | - | - | 827.60 | 448.41 | 24.96 | - | - | 473.37 | 379.19 | 354.23 | | |
| Buildings (Office & Staff) | 85.47 | - | - | 85.47 | 20.80 | 1.87 | - | - | 22.67 | 64.67 | 62.79 | | |
| Building Hatcheries | 151.44 | - | - | 151.44 | 22.27 | 4.80 | - | - | 27.06 | 129.17 | 124.37 | | |
| Poultry Equipment | 1040.61 | 48.82 | - | 1089.43 | 674.50 | 44.25 | - | - | 718.75 | 366.11 | 370.68 | | |
| Hatcheri Equipment | 168.66 | 14.84 | - | 183.49 | 29.93 | 11.05 | - | - | 40.98 | 138.72 | 142.51 | | |
| Feed Mill Equipment | 60.68 | - | - | 60.68 | 20.66 | 3.81 | - | - | 24.47 | 40.02 | 36.21 | | |
| Computer Equipment | 87.69 | 2.97 | - | 90.66 | 78.83 | 3.63 | - | - | 82.46 | 8.85 | 8.20 | | |
| Office equipment | 102.73 | 1.86 | - | 104.59 | 85.10 | 5.04 | - | - | 90.15 | 17.63 | 14.44 | | |
| Furniture and Fixtures | 93.19 | 0.14 | - | 93.34 | 73.13 | 4.69 | - | - | 77.82 | 20.07 | 15.52 | | |
| Motor Car | 330.75 | - | 89.75 | 241.01 | 157.68 | 31.08 | - | 62.06 | 126.70 | 173.07 | 114.31 | | |
| Eicher Trucks | 629.51 | - | 23.72 | 605.78 | 396.71 | 69.69 | - | 20.01 | 446.39 | 232.79 | 159.39 | | |
| Electrical Installation | 121.30 | - | - | 121.30 | 82.28 | 8.09 | - | - | 90.37 | 39.02 | 30.93 | | |
| Tubewell & Land Development | 64.03 | 0.70 | - | 64.73 | 56.22 | 2.13 | - | - | 58.36 | 7.81 | 6.37 | | |
| Vehicles | 18.59 | - | - | 18.59 | 12.60 | 1.36 | - | - | 13.96 | 5.99 | 4.63 | | |
| | | | | | | | | | | | | | |
| Total | 4304.81 | 73.95 | 113.47 | 4265.29 | 2159.13 | 216.45 | - | 82.07 | 2293.51 | 2145.67 | 1971.76 | | |
| Previous Year | 4175.25 | 207.06 | 77.50 | 4304.81 | 2000.86 | 216.19 | - | 57.92 | 2159.13 | 2174.39 | 2145.67 | | |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|-----------------------------------|--------------|--------------|
| 3 | Investments | | |
| | Simran Hatcheries Private Limited | 11.89 | 11.89 |
| | Total Investments | 11.89 | 11.89 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|-------------------------------------|--------------|--------------|
| 4 | Loans | | |
| | (Unsecured Considered goods) | | |
| | Electricity Security Deposit | 19.33 | 19.34 |
| | Others Deposits | 4.48 | 4.36 |
| | Total Loans | 23.81 | 23.70 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--------------------------|----------------|----------------|
| 5 | Inventories | | |
| | (a) Raw materials | | |
| | a) Parent Birds | 494.61 | 901.86 |
| | b) Feed & Medicines | 2136.07 | 2069.06 |
| | c) Commercial Chicks | 931.63 | 708.58 |
| | d) Hatching Eggs | 268.01 | 208.71 |
| | Total Inventories | 3830.32 | 3888.21 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--|---------------|---------------|
| 6 | Trade Receivables | | |
| | (Unsecured considered goods) | | |
| | Trade Receivables | 773.88 | 989.22 |
| | Total Trade Receivables | 773.88 | 989.22 |
| | All balances of Sundry Debtors are subject to confirmation. | | |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|--|----------------|----------------|
| 7 | Cash And Cash Equivalents | | |
| | (a) Cash in hand | 64.21 | 147.48 |
| | (b) Balance with banks | | |
| | (i) In current accounts | | |
| | ICICI Bank Indore -255 | 1592.08 | 1005.69 |
| | ICICI Bank Indore Dhulia | 0.22 | 1.22 |
| | ICICI Bank Indore Anand | 0.00 | 0.00 |
| | ICICI Bank Indore -2167 | 254.53 | 0.00 |
| | Punjab national bank Raipur | 0.39 | 0.40 |
| | Punjab national bank Indore | 0.07 | 0.09 |
| | Total Cash And Cash Equivalents | 1911.50 | 1154.88 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|---|---------------|---------------|
| 8 | Loans | | |
| | (Unsecured Considered goods) | | |
| | Advances to employees | 3.77 | 4.16 |
| | Advances recoverable in cash or in kind or for value to be received | 185.82 | 156.08 |
| | Total Loans | 189.59 | 160.24 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|----------|---|---------------|--------------|
| 9 | Other Current Assets | | |
| | Advance income tax | 200.00 | 51.50 |
| | Prepaid expenses | 12.14 | 12.84 |
| | MAT Entitlement Credit | 1.67 | 0.53 |
| | Advances recoverable in cash or in kind or for value to be received | 67.67 | 11.59 |
| | Total Other Current Assets | 281.48 | 76.46 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | | 31-Mar-2020 | |
|---|---|----------------------|---------------------|----------------------|---------------------|
| 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-2021 | | 31-Mar-2020 | |
| | | 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-2021 | | 31-Mar-2020 | |
| | | No. of shares | % Held | No. of shares | % Held |
| | Investors Education and Protection Fund Authority, Ministry of Corporate Affairs. | 514155 | 13.56% | 514155 | 13.56% |
| | 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 2021

OTHER EQUITY (Ref: Statement of Changes in Equity)

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-2021 | 31-Mar-2020 |
| 11 | Borrowings | | |
| | Non-current Interest bearing loans and borrowings | | |
| | Secured Loans From banks: | | |
| | Vehicle Loans (First Charge on Trucks and Cars) | 19.86 | 65.78 |
| | Unsecured Loans from Director | 0.00 | 124.66 |
| | Total Borrowings | 19.86 | 190.44 |

Note: Effective Interest Rate and Maturity details of above mentioned borrowings -

| (Rs. in Lakhs) | | | |
|----------------------|------------------|----------|---------------|
| Particulars | As on 31-03-2021 | Maturity | Interest Rate |
| i. From Banks | | | |
| ICICI Bank | 0.71 | 2022-23 | 9.25% p.a. |
| Union Bank of India | 12.25 | 2022-23 | 8.60% p.a. |
| Kotak Mahindra Bank | 6.91 | 2022-23 | 7.92% p.a. |
| Total | 19.86 | | |

| (Rs. in Lakhs) | | | |
|----------------|--|--------------|--------------|
| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
| 12 | Provisions | | |
| | (a) Provision for employee benefits | | |
| | Gratuity (funded) | 20.52 | 41.54 |
| | Leave Encashment (unfunded) | 17.62 | 17.62 |
| | Total Provisions | 38.14 | 59.16 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-------|--|---------------|-------------|
| 13(a) | Current Tax | | |
| | Current Tax Expense | 344.48 | - |
| | Deferred Tax Benefit | - | - |
| | MAT | - | - |
| | Others (Net) | - | - |
| | Total Income Tax expense recognised in Current Year | 344.48 | - |
| | Profit Before Income Tax | 2168.66 | - |
| | Indian Statutory Income Tax Rate | 26.00% | 26.00% |
| | Expected Income Tax Expense | 563.85 | - |
| | Tax Effects of adjustments to reconcile expected income tax expense to reported tax expense: | | |
| | Tax Effect of non deductible expenses | 62.59 | - |
| | Tax adjustment due to carry forward & set off of prior period losses & Depreciation | (580.40) | - |
| | Tax Effect of MAT Provisions of Income Tax Act, 1961 | 344.48 | - |
| | Others (net)* | (46.03) | - |
| | Total Income Tax Expense | 344.48 | - |
| | * 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 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 | DTL (Net) | 78.46 | (778.79) | (700.34) |

(Rs. in Lakhs)

| 31st March 2021 | | | | |
|---|------------------|-----------------|---------------------------------------|-----------------|
| Particular | DTA/DTL | Opening Balance | Debit/(credit) in P&L During the year | Closing balance |
| PROPERTY PLANT & EQUIPMENT (HOLDING) | DTL | 66.40 | (8.39) | 58.01 |
| PROPERTY PLANT & EQUIPMENT (SUBSIDIARY) | DTA | 4.96 | (0.88) | 5.84 |
| GRATUITY | DTA | 10.80 | 5.46 | 5.34 |
| LEAVE ENCASHMENT | DTA | 4.58 | - | 4.58 |
| CARRY FORWARD BUSINESS LOSS | DTA | 697.98 | 570.37 | 127.62 |
| CARRY FORWARD UNABSORBED DEPRECIATION | DTA | 48.41 | 3.23 | 45.18 |
| Totals | DTL (Net) | (700.34) | 569.79 | (130.55) |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---|----------------|----------------|
| 14 | Borrowing | | |
| | Secured Loans: | | |
| | Punjab National Bank (cash credit) Raipur | 2525.10 | 2264.40 |
| | Punjab National Bank (cash credit) Indore | 167.42 | 477.08 |
| | Punjab National Bank (FITL) I | 5.29 | 0.00 |
| | Punjab National Bank (FITL) II | 19.86 | 0.00 |
| | Unsecured Loans: | | |
| | Demand Loan From Directors | 15.00 | 15.00 |
| | Total Borrowing | 2732.67 | 2756.48 |
| | 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-2021 | 31-Mar-2020 |
|-----------|--|----------------|----------------|
| 15 | Trade Payables | | |
| | Micro Small and Medium Enterprises | 75.45 | 168.24 |
| | Others | 3768.31 | 5108.21 |
| | Total Trade Payables | 3843.76 | 5276.45 |
| | All Balances of Sundry Creditors are subject to confirmation. There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31,2021 for which disclosure requirements under Micro, small and Medium Enterprises Development Act, 2006 as applicable | | |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---------------------------------|---------------|---------------|
| 16 | Provisions | | |
| | Salary payable | 157.76 | 139.97 |
| | Bonus payable | 30.15 | 32.43 |
| | Contribution to PF (Employees) | 5.12 | 5.69 |
| | Total Provisions | 193.03 | 178.09 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|---------------|---------------|
| 17 | Other Current Liabilities | | |
| | Financial Liabilities | | |
| | Vehicle Loans (First Charge on Trucks and Cars) | 29.65 | 20.39 |
| | Others Payable | 117.14 | 106.53 |
| | Total Financial Liabilities | 146.79 | 126.92 |
| | Others | | |
| | Advances from Customers | 54.95 | 34.65 |
| | Professional Tax (Staff) | 1.70 | 0.84 |
| | Income Tax Payable | 344.48 | 1.74 |
| | TDS / TCS Payable | 21.17 | 12.41 |
| | Others Payable | 50.08 | 42.49 |
| | Total Other Current Liabilities | 472.38 | 92.13 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---------------------------------|--------------|--------------|
| 18 | Other Income | | |
| | Rearing charges (Income) | 9.67 | 7.43 |
| | Transportation Charges (Income) | 14.71 | 10.26 |
| | Interest received MPEB/FD | 7.69 | 5.62 |
| | Profit on sale of fixed assets | 3.07 | 2.98 |
| | Total Other Income | 35.14 | 26.29 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|-----------------|-----------------|
| 19 | Cost Of Material Consumed | | |
| | Opening Stock | 3888.21 | 4752.87 |
| | Add:- Purchases | | |
| | Feed & Medicines | 22636.54 | 22972.01 |
| | Store Spares & Consumable | 46.36 | 74.15 |
| | Parent Birds | 463.00 | 427.37 |
| | Packing Material | 295.16 | 235.87 |
| | Carriage Inward | 336.66 | 246.60 |
| | Godown rent | 18.28 | 29.10 |
| | Chicks | 480.38 | 215.44 |
| | Hatching Eggs | 15.27 | 137.64 |
| | | 28179.86 | 29091.05 |
| | Less:- Closing Stock | 3830.32 | 3888.21 |
| | Total Cost Of Material Consumed | 24349.54 | 25202.84 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|----------------------------|----------------|----------------|
| 20 | Farm Expenses | | |
| | Farm Expenses | 130.04 | 143.77 |
| | Power & Energy | 169.92 | 143.96 |
| | Fuel Consumption | 51.23 | 41.27 |
| | Light & Water Charges | 27.27 | 35.62 |
| | Farm Rent | 75.95 | 77.29 |
| | Rearing Charges Expenses | 1979.43 | 2159.00 |
| | Total Farm Expenses | 2433.84 | 2600.91 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--------------------------------|---------------|---------------|
| 21 | Hatchery Expenses | | |
| | Hatchery Expenses | 38.04 | 41.49 |
| | Hatching expenses | 105.11 | 86.67 |
| | Hatcheries Rent | 126.00 | 126.00 |
| | Power & Energy (Hatcheries) | 92.51 | 88.62 |
| | Total Hatchery Expenses | 361.66 | 342.78 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--------------------------------------|---------------|---------------|
| 22 | Administrative Expenses | | |
| | General Office Expenses | 128.00 | 157.09 |
| | Travelling & Conveyance | 124.76 | 179.93 |
| | Audit Fees | 6.70 | 6.70 |
| | Legal & Professional Expenses | 16.34 | 22.22 |
| | CSR Expenses | 0.00 | 9.00 |
| | Software annual maintenance charges | 6.79 | 8.14 |
| | Total Administrative Expenses | 282.59 | 383.08 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|--|----------------|---------------|
| 23 | Selling & Distribution Expenses | | |
| | Forwarding Expenses | 963.88 | 845.73 |
| | Advertisement & Publicity | 0.91 | 1.50 |
| | Vehicle Repair & Maintenance | 38.98 | 37.72 |
| | Sales Promotion Expenses | 5.61 | 10.82 |
| | Total Selling & Distribution Expenses | 1009.38 | 895.77 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|---|----------------|----------------|
| 24 | Employee Benefits Expenses | | |
| | Salary wages & Bonus | 1055.51 | 1104.55 |
| | Remuneration to directors | 61.50 | 57.00 |
| | Remuneration to vice president | 37.50 | 42.00 |
| | Contribution to Provident Fund | 66.54 | 72.90 |
| | Staff welfare | 2.53 | 4.91 |
| | Gratuity | 23.02 | 18.52 |
| | Total Employee Benefits Expenses | 1246.60 | 1299.88 |

(Rs. in Lakhs)

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|-----------|----------------------------|---------------|---------------|
| 25 | Finance Cost | | |
| | Bank Charges & Commission | 51.68 | 29.95 |
| | Interest to others | 20.30 | 22.17 |
| | Interest on statutory dues | 1.73 | 4.35 |
| | Interest on CC Loan | 103.35 | 63.07 |
| | Total Finance Cost | 177.06 | 119.54 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| Note | Particulars | 31-Mar-2021 | 31-Mar-2020 |
|------|---|--------------------|--------------------|
| 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 Profit of Rs. 1258.06 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-2021 | 31-Mar-2020 |
| | 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. Kawaljeet Singh Bhatia (Whole Time Director) Mr. Gurmeet Singh Bhatia (Whole Time Director) Mr. Mahesh Patidar (Chief Financial Officer) Ms. Tanu Parmar (Company Secretary) | (b) | 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 M/s Early Bird Hatcheries M/s Simran Poultry M/s Singh Hatcheries M/s Singh Poultry M/s Boviso Animal Health Pvt. Ltd. Eco Gold Nutri & Organics LLP Mr. Avneet Singh Bhatia Mr. Amarjeet Singh Bhatia Mr. Harpal 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 2021

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 |
| | Purchase | - | 742.37 |
| | Sales | - | 779.68 |
| | Director Remuneration | 84.00 | - |
| | Vice President Remuneration | - | 15.00 |
| | Rearing Charges Payable | - | - |
| | Rearing Charges Receivable | | - |
| | Transportation Charges Receivable | | 13.81 |
| | 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 | 13.80 | 112.20 |
| | Vehicle Rent | | - |
| | Feed Processing Charges (Payable) | - | 178.28 |
| | Feed Processing Charges (Receivable) | - | - |
| | Setting Charges (Receivable) | | 8.96 |
| | Hatching Charges (Payable) | - | 103.46 |
| | Interest on Loan | - | 11.27 |
| | Commission | - | 49.44 |
| | Payable | 27.82 | 1625.70 |
| | Receivable | 0.05 | 152.92 |

Related Party Transactions

(Rs. in Lakhs)

| S. No | Transactions | 2020-21 | 2019-20 |
|--------------|--|----------------|----------------|
| A | Purchase of Raw Material/Finished goods | | |
| 1 | Simfa Labs Private Limited | 563.92 | 424.12 |
| 2 | Simran Feeds Private Limited | 23.71 | 12.62 |
| 3 | Eco Gold Nutri & Organics LLP | 1.54 | - |
| 4 | M/s Simran Hatcheries Private Limited | - | 105.83 |
| 5 | Simran Agritech Private Limited | 5.02 | 76.03 |
| 6 | Boviso Animal Health Pvt. Ltd. | 148.18 | - |
| | Total Purchase of Raw Material/Finished goods | 742.37 | 618.60 |
| B | Sales of Material/ Finished Goods | | |
| 1 | Simfa Labs Private Limited | - | 4.93 |
| 2 | Simran Foods Private Limited | 241.03 | 184.01 |
| 3 | Simran Feeds Private Limited | 57.55 | 49.11 |
| 4 | Simran Agritech Private Limited | 480.57 | 388.69 |
| 5 | Eco Gold Nutri & Organics LLP | 0.32 | - |
| 6 | M/s Simran Hatcheries Private Limited | 0.21 | - |
| | Total Sales of Material/ Finished Goods | 779.68 | 626.74 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| Related Party Transactions | | (Rs. in Lakhs) | |
|-----------------------------------|---|-----------------------|----------------|
| S. No | Transactions | 2020-21 | 2019-20 |
| C | Rearing Charges | | |
| | Receivable | | |
| 1 | Simran Agritech Pvt. Ltd. | 0.00 | 5.01 |
| | Total Rearing Charges Receivable | 0.00 | 5.01 |
| 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 |
| | Total Office Rent | 14.40 | 14.40 |
| 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 | 27.60 | 55.20 |
| 4 | Mr. Harpal Singh Bhatia | 13.80 | 0.00 |
| 5 | Mr. Gurmeet Singh Bhatia | 13.80 | 0.00 |
| | Total Hatchery Rent | 126.00 | 126.00 |
| d) | Vehicle Rent | | |
| 1 | Simran Fresh Fruits and Vegetables | 0.00 | 1.80 |
| | Total Vehicle Rent | 0.00 | 1.80 |
| E | Feed Processing Charges | | |
| 1 | Simran Feeds Private Limited | | |
| | Payable | 178.28 | 176.73 |
| | Receivable | 0.00 | 0.00 |
| | Total Feed Processing Charges | 178.28 | 176.73 |
| F | Hatching Charges | | |
| 1 | M/s Simran Hatcheries Private Limited | | |
| | Payable | 103.46 | 81.81 |
| | Total Hatching Charges | 103.46 | 81.81 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| Related Party Transactions | | (Rs. in Lakhs) | |
|-----------------------------------|---|-----------------------|----------------|
| S. No | Transactions | 2020-21 | 2019-20 |
| G | Commission | | |
| 1 | Mr. Avneet Singh Bhatia | 14.67 | 14.76 |
| 2 | Mr. Amarjeet Singh Bhatia | 17.99 | 18.01 |
| 3 | Mrs. Jagdeep Kaur Bhatia | 16.78 | 16.88 |
| | Total Commission | 49.44 | 49.64 |
| H | Interest on Fund raised | | |
| 1 | Mr. Kawaljeet Singh Bhatia | 11.27 | 14.85 |
| | Total Interest on Fund raised | 11.27 | 14.85 |
| I | Transportation Charges | | |
| | Receivable | | |
| 1 | Simran Agritech Pvt. Ltd. | 12.91 | 11.89 |
| 2 | Simran Feeds Private Limited | 0.90 | 0.00 |
| | Total Transportation Charges | 13.81 | 11.89 |
| J | Setting Charges | | |
| | Receivable | | |
| | Simran Agritech Private Limited | 8.96 | 2.42 |
| | Total Setting Charges | 8.96 | 2.42 |
| 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 | 2020-21 | 2019-20 |
|--------------|---|----------------|----------------|
| 1 | Remuneration | | |
| | Salary | 96.17 | 96.17 |
| | Contribution to provident and other funds | 0.43 | 0.43 |
| | Perquisites | - | - |
| 2 | Commission | - | - |
| 3 | Sitting fees | - | - |
| 4 | Rent paid (expense) | - | - |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

3b BREAKUP OF PAYMENTS MADE TO KEY MANAGERIAL PERSONNEL

(Rs. in Lakhs)

| S. No | Transactions | 2020-21 | 2019-20 |
|----------|----------------------------|--------------|--------------|
| 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 | 8.72 |
| e | Ms. Tanu Parmar | 3.45 | 3.45 |
| | Total Remuneration | 96.17 | 96.17 |

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 | 2020-21 | 2019-20 |
|-----------|---------------------------------|-------------|-------------|
| 28 | Payment to Auditor | | |
| | 1) As Auditor | 6.70 | 6.70 |
| | 2) As per certification | 0.00 | 0.00 |
| | Total Payment to Auditor | 6.70 | 6.70 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| 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 | 2020-21 | 2019-20 |
| | Current Service Cost. | 21.40 | 18.74 |
| | Interest on Obligation | 10.81 | 10.16 |
| | Actuarial Losses / (Gains) | - | - |
| | Expected return on plan assets | (9.19) | (10.39) |
| | Past service cost | - | - |
| | Losses (gains) on curtailments and settlement | - | - |
| | Expense recognised in P & L | 23.02 | 18.52 |
| 2 | Amount to be recognised in Balance Sheet (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Present value of funded obligation | 182.31 | 179.22 |
| | Fair value of plan assets | 161.79 | 138.20 |
| | Present value of unfunded obligations | - | - |
| | Funded Status - (Surplus)/Deficit | 20.52 | 41.02 |
| | Unrecognised past service cost | - | - |
| | Unrecognised asset due to limit in Para 64(b) | - | - |
| | Liability/(Asset) recognised in the Balance Sheet | 20.52 | 41.02 |
| 3 | Table showing change in benefit obligation (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Opening Defined Benefit obligation | 179.22 | 145.70 |
| | Service cost for the year | 21.40 | 18.74 |
| | Interest cost for the year | 10.81 | 10.16 |
| | Actuarial Losses / (Gains) | (21.81) | 19.94 |
| | Benefits paid | (7.31) | (15.32) |
| | Past Service Cost | - | - |
| | Closing defined benefit obligation | 182.31 | 179.22 |
| 4 | Table showing fair value of plan assets (Rs. in Lakhs) | | |
| | Particulars | 2020-21 | 2019-20 |
| | Fair value of plan assets at beginning of year | 138.20 | 135.76 |
| | Actual return on plan assets | 9.19 | 10.39 |
| | Contributions | 21.86 | 8.73 |
| | Benefits Paid | (7.31) | (15.32) |
| | Actuarial Gains \ (Losses) | (0.16) | (1.35) |
| | Fair value of plan assets at the end of year | 161.79 | 138.20 |



NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2021

| | | | |
|----|--|--|------------------|
| 5 | Table Showing Amount to be Recognised in OCI | | (Rs. in Lakhs) |
| | Particulars | 2020-21 | 2019-20 |
| | Amount recognised in OCI, Beginning of Period | 21.77 | 0.48 |
| | Remeasurements due to: | | |
| | Effect of Change in Financial Assumptions | (4.81) | 15.47 |
| | Effect of Change in Demographic Assumptions | - | (0.09) |
| | Effect of experience adjustments | (17.01) | 4.57 |
| | Acturial (Gains)/Losses | (21.81) | 19.94 |
| | Return on Plan Assets (excluding interest) | (0.16) | (1.35) |
| | Total measurements recognised in OCI | (21.65) | 21.29 |
| | Amount recognised in OCI, End of Period | 0.12 | 21.77 |
| 6 | History of DBO, Asset values, Surplus/Deficit & Experience Gains & Losses | | (Rs. in Lakhs) |
| | Particulars | 2020-21 | 2019-20 |
| | DBO | 182.31 | 179.22 |
| | Plan Assets | 161.79 | 138.20 |
| | (Surplus)/Deficit | 20.52 | 41.02 |
| | Exp Adj- Plan Assets Gain/ (Loss) | (0.16) | (1.35) |
| | Assumptions (Gain)/ Loss | (4.81) | 15.37 |
| | Exp Adj- Plan Liabilities Gain/ (Loss) | (17.01) | 4.57 |
| | Total Acturial (Gain)/ Loss | (21.81) | 19.94 |
| 7 | Category of Assets | | |
| | Particulars | 2020-21 | 2019-20 |
| | 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, 2021 |
| | Particulars | Decrease | Increase |
| | Discount Rate | 190.46 | 174.81 |
| | Impact of increase/decrease in 50 bps on DBO | 4.47% | 4.12% |
| | Salary Growth Rate | 174.81 | 190.50 |
| | Impact of increase/decrease in 50 bps on DBO | 4.12% | 4.49% |
| 9 | Actuarial Assumption | | |
| | Valuation Method | Projected Unit Credit Method | |
| | Discount Rate | 6.95% | |
| | 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 2021

30. Fair Value Measurement Hierarchy :

(Rs. in Lakhs)

| Particulars | As at 31 March 2021 | | | As at 31 March 2020 | | |
|--|---------------------|------------------------|---------|---------------------|------------------------|---------|
| | 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 | 1911.50 | - | - | 1154.88 | - | - |
| Trade Receivables | 773.88 | - | - | 989.22 | - | - |
| Loans | 189.59 | - | - | 160.24 | - | - |
| At FVTPL | | | | | | |
| Investments | 11.89 | - | 11.89 | 11.89 | - | 11.89 |
| At FVTOCI | | | | | | |
| Financial Liabilities :- | | | | | | |
| At Amortised Cost | | | | | | |
| Trade Payables | 3843.76 | - | - | 5276.45 | - | - |
| Borrowings | 19.86 | - | - | 190.44 | - | - |
| Vehicle Loans (First Charge on Trucks and Cars) | 29.65 | - | - | 20.39 | - | - |
| Unclaimed Dividends | 167.22 | - | - | - | - | - |
| Others Payable | | - | - | 149.02 | - | - |
| At FVTPL | | | | | | |
| Borrowings | 2732.67 | - | - | 2756.48 | - | - |
| <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 identical 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 2021

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 |
|--------------------------|--------------------------|----------------------------------|
| Puregene Biotech Limited | India | 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 | 96.22% | 1643.91 | 99.11% | 1248.76 | 100.00% | 16.02 | 99.12% | 1264.78 |
| Subsidiaries Indian 1. Puregene Biotech Limited | 3.78% | 64.55 | 0.89% | 11.25 | 0.00% | 0.00 | 0.88% | 11.25 |
| TOTAL | 100% | 1708.46 | 100% | 1260.01 | 100% | 16.02 | 100% | 1276.03 |

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 2021**

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 2021 based on contractual undiscounted payments.

| (Rs. in Lakhs) | | | | | |
|-----------------------|--------------------|-----------|-----------|----------|---------|
| Particulars | Less than one year | 1-2 Years | 2-4 Years | >4 Years | Total |
| Trade Payable | 3843.76 | - | - | - | 3843.76 |
| Long Term borrowings | - | 19.86 | - | - | 19.86 |
| Short Term borrowings | 2902.67 | - | - | - | 2902.67 |

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

K.S. Bhatia
Wholetime Director
DIN 00401827

J.C. BAHETI
PROPRIETOR
M. No.: 072585
Place: Indore
Date : 30th June, 2021
UDIN: 21072585AAAABU5170

Mahesh Patidar
Chief Financial Officer

Tanu Parmar
Company Secretary
(M. No. 34769)



If undelivered, please return to:

SIMRAN FARMS LIMITED

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



SIMRAN FARMS LIMITED
(FARMERS' FRIEND SINCE 1989)

