

# 28TH ANNUAL REPORT

## 2020-21







**SAMSKARA RESORT, JAIPUR**



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**CORPORATE INFORMATION****BOARD OF DIRECTORS & KMP**

Mr. Girdhar Saboo (DIN: 00364750)	Managing Director (Executive)
Mr. Bikash Kumar Lakhota (DIN: 01470180)	Independent Director
Mr. Neeraj Kumar Agarwal (DIN: 05358002)	Independent Director
Mr. Sanjay Sarna (DIN: 07052586)	Independent Director
Mr. Durgesh Sharma (DIN:08540732)	Whole time Director
Smt Sangita Devi (DIN: 09161446)	Non-executive Woman Director (Additional)
Mr..Vishnu Prakash Gagrani	Chief Financial Officer
Mrs. Megha Sharma	Company Secretary & Compliance Officer

**Board Committees****Audit Committee**

Mr. Sanjay Sarna	Chairman
Mr. Bikash Kumar Lakhota	Member
Mr. Neeraj Kumar Agarwal	Member

**Stakeholders Relationship Committee**

Mr. Sanjay Sarna	Chairman
Mr. Girdhar Saboo	Member
Mr. Neeraj Kumar Agarwal	Member

**Nomination and Remuneration Committee**

Mr. Sanjay Sarna	Chairman
Mr. Bikash Kumar Lakhota	Member
Mr. Neeraj Kumar Agarwal	Member

**Statutory Auditor**

M/s P.K.S. & Company  
Chartered Accountants  
9/843, Malviya Nagar,  
Jaipur-302017 (Raj.)

<b>Secretarial Auditor</b>	M/s Naredi Vinod & Associates Company Secretaries, Plot No. 56, Rameshwar Dham, Near Kedia Place, Murlipura, Jaipur- 302013 Rajasthan
<b>Registrar &amp; Share Transfer Agent</b>	Beetal Financial & Computer Services Pvt. Ltd. Beetal House, 3 <sup>rd</sup> Floor, 99, Madangir, Behind Local Shopping Centre Near Dada Harsukhdas Mandir, New Delhi-62 Tel: 011 2996 1281/82
<b>Bankers</b>	State Bank of India HDFC Bank
<b>Stock Exchange where co.'s securities are listed</b>	Bombay Stock Exchange (Scrip Code: 530461)
<b>Plants</b>	<ol style="list-style-type: none"><li>1. Village Govindi, Nawa City, Nagour (Rajasthan)</li><li>2. Survey No. 416, Village Moti Chirai, Taluka Bachau, Gandhidham (Gujarat)</li><li>3. Rajgarh, M.P</li></ol>
<b>Registered Office</b>	Surya House, L-5, B-II, Krishna Marg C-Scheme, Jaipur-302001
<b>Resort Address</b>	Samskara Resort & Spa Village Peepla Bharatsingh, Jaisinghpura, Jaipur 302029
<b>Website Address</b>	<a href="http://www.suryasalt.com">www.suryasalt.com</a> <a href="http://www.samskararesorts.com">www.samskararesorts.com</a>

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 28<sup>th</sup> Annual General Meeting of the members of Saboo Sodium Chloro Limited will be held on Saturday, 25<sup>th</sup> September, 2021 at 4:00 PM at the registered office of the Company at Surya House, L-5, B-II, Krishna Marg, C-Scheme, Jaipur- 302001, Rajasthan to transact the following business.

### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company as on 31st March, 2021 including any explanatory note annexed there to, or forming part of the aforementioned documents, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Durgesh Sharma (DIN: 08540732), who retires by rotation and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

3. **Regularisation of Smt Sangita Devi (DIN: 09161446) as a non-executive woman Director of the Company liable to retire by rotation:**

To consider and if thought fit to pass with or without modification (s) the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions if any of the Companies Act, 2013 read with schedule IV and the rules framed thereunder as amended from time to time, and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015, Smt Sangita Devi (DIN: 09161446) who was appointed as an Additional Director of the Company with effect from 6th May 2021 and who holds office until this AGM in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Smt Sangita Devi as a candidate for the office of director of the Company, be and is hereby appointed as a non-executive woman director of the Company, liable to retire by rotation.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Key Managerial Personnel or any director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as they may deem fit."

4. **To enter into Related Party Transactions:**

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 188 of the Companies Act, 2013 and other applicable provisions read with the Companies (Meetings of Board and its Powers) Second Amendment Rules, 2014 and Regulation 23 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and as per the recommendation of Audit Committee and Board, the consent of the members of the company be and is hereby accorded to enter into the related party

transactions by the company with the respective related parties and for the maximum amounts per annum as mentioned herein below:

Sr. no.	Nature of transaction as per Section 188	Name of the Director/KMP who is related and nature of their relationship	Name of the related parties	Amount
1.	Purchase/Sale of goods or material	Mr. Girdhar Gopal Saboo (MD and promoter of Saboo Sodium Chloro Ltd.)	Spectrum Foods Limited	10.00 Cr.
2.	Payment of rent for leasing office premises to the company	Mr. Girdhar Gopal Saboo (MD)	Saboo Sodium Chloro Ltd	15.00 Lacs

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

#### **5. Appointment of Mr. Nagendra Singh (DIN: 09301141) as an Independent Director of the Company-**

In this regard, to consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 25 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Mr. Nagendra Singh (DIN: 09301141), who on the recommendation of the Nomination and Remuneration Committee, proposed by the Board of Directors of the Company has submitted a declaration that he meets the criteria for independence and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years effective from 25th September 2021 upto 24th September 2026, with an option to retire from the office at any time during the term of appointment.

**“RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and give such directions as may be necessary, in the best interest of the Company, for giving effect to the aforesaid Resolution, including but not limited to signing and execution of necessary forms and documents as may be deemed necessary and expedient in its discretion.

#### **6. Appointment of Mr. Madan Singh Jain (DIN: 09301140) as an Independent Director of the Company-**

In this regard, to consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 25 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Mr. **Madan Singh Jain** (DIN: 09301140), who on the recommendation of the Nomination and Remuneration Committee, proposed by the Board of Directors of the Company has submitted a



declaration that he meets the criteria for independence and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years effective from 25th September 2021 upto 24th September 2026, with an option to retire from the office at any time during the term of appointment.

**“RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and give such directions as may be necessary, in the best interest of the Company, for giving effect to the aforesaid Resolution, including but not limited to signing and execution of necessary forms and documents as may be deemed necessary and expedient in its discretion

**01<sup>st</sup> September, 2021**  
**Jaipur**

**By Order of the Board**  
**Sd/-**  
**Girdhar Gopal Saboo**  
**Managing Director**  
**(DIN- 00364750)**

**NOTES:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.suryasalt.com](http://www.suryasalt.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the

requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

9. Since the AGM will be held through VC or OAVM, no Route Map is being provided with the Notice.
10. In case of Joint-holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.

**11. Dispatch of Annual Report through E-mail**

In accordance with the MCA Circulars and the said SEBI Circular dated May 12, 2020, the Notice along with the Annual Report of the Company for the financial year ended March 31, 2020, will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA"), i.e., Beetal Financial & Computer Services Pvt. Ltd. or the Depository Participant(s). The Notice and the Annual Report for the financial year ended March 31, 2020 shall be available on the websites of the Company, and of the Stock Exchange where Equity Shares of the Company are listed. The Notice shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, i.e., CDSL.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- (i) The voting period begins on 22.09.2021 at 10.00 A.M. and ends on 24.09.2021 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 i.e. 18.09.2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
- (iv) 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.
- (v) 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.
- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a</li> </ol>

	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 <b>Depository Participants</b>	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 abovementioned website.

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

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

(vii) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.

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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
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"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank details <b>OR</b> 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"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field</li> </ul>

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) 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.

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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; [account@suryasalt.com](mailto:account@suryasalt.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. [account@suryasalt.com](mailto:account@suryasalt.com) The shareholders who do not wish to speak during the AGM but have queries

may send their queries in advance 7 **days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS 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/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
12. The Explanatory Statement for Item Nos. 3 to 6, pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of this Notice. The relevant details as required under Regulation 36 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), of persons seeking appointment / re-appointment as Directors are also annexed.
13. The register of Members and Share Transfer Books of the Company will remain closed from 20<sup>th</sup> September, 2021 to 25<sup>th</sup> September, 2021 (both days inclusive).
14. Non-Resident Indian Shareholders are requested to inform M/s Beetal Financial & Computer Services (P) Ltd., the Registrar and Share Transfer Agent of the Company immediately about:
  - (a) The change in the Residential status on return to India for permanent settlement.
  - (b) The particulars of the Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank, if not furnished earlier.
15. Members requiring information on the accounts are requested to write to the Company at least 7 (Seven) days before the date of the meeting to enable the Company to furnish the information.
16. Members are requested to:
  - I) Intimate change in their Registered Addresses, if any, in respect of Equity Shares held in electronic form (Dematerialized form) to their Depository Participant(s).
  - II) Intimate the Registrar & Share Transfer Agent about any change in their Registered Addresses in respect of equity shares held in physical form.
  - III) Quote the registered folio number / DP-ID and CL-ID in all future correspondence.



- IV) To address their grievances to the Company Secretary if any, at the Registered Office of the Company.
17. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
  18. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  19. The Company has appointed Mr. Vinod Naredi, Company Secretary in whole time practice as Scrutinizer, for conducting the process in a fair and transparent manner.
  20. Voting rights will be reckoned on the paid-up value of the shares registered in the name(s) of the public shareholder(s) on the cut-off date i.e. September 18, 2021.
  21. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
  22. The Scrutinizer will submit his report addressed to the Board of Directors of the Company, to the Chairman appointed by the Company in this regard or to any other person duly authorized in this behalf by the Chairman, after completion of scrutiny of including e-voting in a fair and transparent manner. The results of the will be announced by the Chairman appointed by the Company in this regard or by the Person authorized in this behalf by the Chairman at the Registered Office of the Company and will also be published in newspapers and communicated to the Stock Exchanges where the Company’s shares are listed.
  23. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company up to and including the date of the Annual General Meeting of the Company. Members desirous of inspecting the same may send their request at [account@suryasalt.com](mailto:account@suryasalt.com) from their registered email address mentioning their name and folio/demat account numbers.
  24. The investors may contact the Company Secretary for redressed of their grievances/queries. For this purpose, they may either write to him at the Registered office address or e-mail their grievances/queries to the Company Secretary at the following e-mail address: [account@suryasalt.com](mailto:account@suryasalt.com)
  25. Queries on account and operations may please be sent to the Company, 7 days in advance of the Annual General Meeting so that the answers may be made available at the meeting.

## EXPLANATORY STATEMENT

(Pursuant to section 102(1) of the Companies Act, 2013)

The following Explanatory Statement sets out the material facts relating to Item Nos. 3 to 6 of the accompanying Notice of Annual General Meeting (AGM).

### Item no. 3:

Smt Sangita Devi (DIN: 09161446), who was appointed as an Additional Director in the meeting of Board of Directors of the company held on 6<sup>th</sup> May, 2021, is proposed to be appointed as non-executive non independent woman director liable to retire by rotation, as required by Section 149, 152 read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Copy of draft letters for respective appointment of Smt Sangita Devi as a non-executive non-independent directors setting out the terms and conditions are available for inspection by members upto the date of Annual General Meeting. Members desirous of inspecting can send their request at [account@suryasalt.com](mailto:account@suryasalt.com) from their registered email address.

Smt Sangita Devi is interested in the resolution which relates to her appointment . Her relatives, if any, are also interested to the extent of their shareholding in the company.

The Board therefore recommends the resolution for your approval.

Except Smt Sangita Devi (the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

### Item no. 4:

Under Section 188 of the companies Act and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Related Party Transactions shall require prior approval of the Audit Committee and all material Related Party Transactions shall require approval of the Shareholders through resolution. The said Regulation further provides a definition of the term 'Material' as follows:

“A transaction with a related party shall be considered material if the transaction / transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.”

As a part of its regular business, the company purchase salt from Spectrum Foods Limited at an arm's length basis under the purchase order raised from time to time and in the financial year 2020-21, the aggregate value of these transactions is likely to be around Rs. 5.20 Crores. (On going transactions).

Mr. Girdhar Gopal Saboo is the managing Director of the company is also the Managing Director of Spectrum Foods Limited. Similar trend of transactions with Spectrum Foods Limited is expected in the current year.

Apart from the above the company is also giving rent to Mr. Girdhar Saboo, Managing Director of the company for the office premises given on lease by him to the company. and hence requires your approval.

The Audit Committee of the Board of Directors of the Company has reviewed the company's on-going transactions with Spectrum Foods Limited and recommended the same for approval by the Board of Directors and Members of the Company at their meeting . The Board of Directors also at their meeting held on

6<sup>th</sup> May 2021, reviewed the on-going transactions and proposed the same to be placed before the Members for their approval.

The Members' approval to the above material related party transactions is sought in terms of Section 188 of the Companies Act, 2013 and relevant rules therein and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Item no. 5**

On the recommendation of Nomination and Remuneration Committee, the company proposes to appoint Mr. Nagendra Singh (DIN: 09301141) as an Independent Director for term of 5 years. The Company has received from Mr. Nagendra Singh (DIN: 09301141), consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and Intimation in Form DIR-8 pursuant to terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified as per Section 164(2) of the Companies Act, 2013; and a declaration to the effect that he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Nagendra Singh (DIN: 09301141) fulfills the conditions specified in the Companies Act, 2013 and the Rules framed there under and Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is independent of the management. He is not holding any equity shares of the Company and he is not related to any Director of the Company. As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment subject to approval of shareholders by way of a Special Resolution.

The Resolution set out at Item No.5 of the notice is put forth for consideration of the members as Ordinary Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for appointment of Mr. Nagendra Singh (DIN: 09301141) as an Independent Director. The terms and conditions of appointment of Mr. Nagendra Singh (DIN: 09301141) shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Mr. Nagendra Singh is interested in the resolution which relates to his appointment respectively. His relatives, if any, are also interested to the extent of their shareholding in the company.

The Board therefore recommends the resolution for your approval.

Except Mr Nagendra Singh (the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

#### **Item no. 6**

On the recommendation of Nomination and Remuneration Committee, the company proposes to appoint Mr. Madan Singh Jain (DIN: 09301140) as an Independent Director for term of 5 years. The Company has received from Mr. Madan Singh Jain (DIN: 09301140), consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and Intimation in Form DIR-8 pursuant to terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified as per Section 164(2) of the Companies Act, 2013; and a declaration to the effect that he meets the criteria of independence as provided under Section 149 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Madan Singh Jain (DIN: 09301140) fulfills the conditions specified in the Companies Act, 2013 and the Rules framed there under and Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is independent of the management. He is not related to any Director of the Company. As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment subject to approval of shareholders by way of a Special Resolution.

The Resolution set out at Item No.6 of the notice is put forth for consideration of the members as Ordinary Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for appointment of Mr. Madan Singh Jain as an Independent Director. The terms and conditions of appointment of Mr. Madan Singh Jain (DIN: 09301140) shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Mr. Madan Singh Jain (DIN: 09301140) is interested in the resolution which relates to his appointment respectively. His relatives, if any, are also interested to the extent of their shareholding in the company.

The Board therefore recommends the resolution for your approval.

Except Mr. Madan Singh Jain (DIN: 09301140) (the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

**Details of Directors Seeking Appointment and Re-appointment at the 28<sup>th</sup> Annual General Meeting of the Company (Pursuant to Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]**

Name of the Director	Smt. Sangita Devi	Mr. Nagendra Singh	Mr. Madan Singh Jain
DIN	09157446	09301141	09301140
Date of Birth	01-01-1983	14.01.1982	15.03.1956
Date of first Appointment in the Board	06.05.2021	-	-
Qualifications	Senior Secondary.	Diploma in hotel management	Diploma in Business administration
Expertise in specific functional areas	Mrs. Sangita Devi is having an experience of more than five years in factory production and packaging management	10 years experience in hotel industry	40 years experience in accounts & administration
Relationship with other Directors and other Key Managerial Personnel of the Company	Not related to Directors, Manager and other Key Managerial Personnel of the Company.	Not related to Directors, Manager and other Key Managerial Personnel of the Company.	Not related to Directors, Manager and other Key Managerial Personnel of the Company.

Nature of appointment (appointment/ Reappointment)	Appointment as a Non-executive non independent Director	Appointment as an independent Director	Appointment as an independent Director
Terms and Conditions of appointment/ reappointment	Terms and conditions of appointment are as per the resolution at Item No.3 of the Notice convening Annual General Meeting read with explanatory statement thereto.	Terms and conditions of appointment are as per the resolution at Item No.5 of the Notice convening Annual General Meeting read with explanatory statement thereto.	Terms and conditions of appointment are as per the resolution at Item No.6 of the Notice convening Annual General Meeting read with explanatory statement thereto.
Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Sitting fees, the details are given in Corporate Governance Report	NIL	NIL
Shareholding in the Company	NIL	NIL	600
List of Companies in which outside Directorship held as on 31.03.2021	Spectrum Foods Limited	NIL	NIL
Chairman/Member of the *Committees of other Companies in which he is a Director as on 31.03.2021	NIL	NIL	NIL

**GENERAL INFORMATION OF THE COMPANY:**

<b>Nature of Industry</b>	The company is engaged in Hotel Industry FMCG and Hospitality
<b>Year of Commencement of Commercial Production</b>	Company commenced its business of Salt manufacturing in the year 1993 and entered into hotel industry in the year 2017 and the hotel commenced its operations in the year 2018.
<b>Financial Performance</b>	Rs. 30,76,21,873
<b>Export Performance</b>	The company did not exported in the fiscal year 2020-21.
<b>Foreign Investment</b>	The company has not invested any sum in foreign investments.

**OTHER INFORMATION:****1) Reasons for Inadequate Profits:**

The sale of Company's Food grade salt has declined during the year under purview hence company has not earned enough profit.

**2) Steps taken or proposed to be taken for improvement:**

The company has undertaken stringent cost actions. The management continuous to explore new avenues to increase revenue of the company through judicious investments in capabilities. Company has set up a five star Resort and Spa named as “Samskara Resorts” at Jaipur which is in operations from September 2018 and considering the growth in hotel industry, the company. Company is also striving for exporting salt.

**3) Expected increase in productivity and profits:**

The company is committed to build the business operations within budget and considering that the business operates on a going concern basis, it is believed that the financial position of the company will improve further in near future.

**01<sup>st</sup> September, 2021  
Jaipur**

**By Order of the Board  
Sd/-  
Girdhar Gopal Saboo  
Managing Director  
(DIN- 00364750)**

## BOARD'S REPORT

**TO,  
THE MEMBERS,  
SABOO SODIUM CHLORO LIMITED,**

The Directors have pleasure in presenting before you the 28<sup>th</sup> Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2021.

### **I. FINANCIAL PERFORMANCE**

The financial results of the Company for the period under review as compared to the previous year are summarized below:

<b>Particulars</b>	<b>Financial year ended 31<sup>st</sup> March, 2021</b>	<b>Financial year ended 31<sup>st</sup> March, 2020</b>
Total Income	30,76,21,873	29,00,34,631
Profit before depreciation and taxation	1,65,79,531	1,81,80,242
Depreciation	1,46,78,879	1,69,12,121
Profit before tax	19,00,652	12,68,121
Taxation (including Deferred Taxation and Short/Excess Provision for Earlier year)	87,70,007	2,13,804
<b>Profit /loss after Tax</b>	<b>-68,69,354</b>	<b>10,54,317</b>

### **Turnover, Profits & Future Prospects**

The total income during the year under review was Rs. 307,621,873. However, company incurred a loss of Rs. 68,69,354/- after tax.

The company had started operation in its new Hotel unit called as "Samskara Resort" from September 2018 and the total income from hotel during FY 2020-21 was Rs. 2,41,08,804/- included in the turnover above.

### **Depreciation and Finance Costs**

Depreciation for the year was Rs.1.47 crores as against Rs.1.69 crores for the previous year. Finance costs for the year ended 31st March, 2021 was Rs. 29.86 crores, as against Rs. 29.97 crores in the previous year.

### **Dividend**

Based on Company performance, the Directors are unable to recommend dividend due to inadequate profits.

### **Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

The Provisions of section 125(2) of Companies Act, 2013 are not applicable as there was no dividend declared or paid last year.

### **Deposits**

During the year under review, Your Company has not accepted any deposits from public and as such, in the terms of the provision of Section 73 to 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014 and hence no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

### **Insurance**

All properties and insurable interests of the Company including building, plant and machinery and stocks have been fully insured.

**Particulars of Loans, Guarantees or Investments**

Pursuant to section 186 of Companies Act, 2013 and Schedule V of the Listing Regulations, disclosure on particulars relating to Loans, Advances, Guarantees and Investments are provided as part of the financial statements.

**Borrowings / Indebtness**

Pursuant to section 180(1)© of Companies Act, 2013, disclosure on particulars relating to borrowing and indebtiness are provided as part of the financial statements.

**Related Party Transactions**

In line with the requirements of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is also available on Company's website at <https://www.suryasalt.com>. 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 year were in Ordinary Course of the Business and on Arm's Length basis. There were 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. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseeable and repetitive nature.

The particulars of contracts or arrangements with related parties referred to in section 188(1) and applicable rules of the Companies Act, 2013 in Form AOC-2 is provided as Annexure D to this Annual Report.

**Subsidiaries, joint venture and associate companies:**

The company does not have any subsidiary, Joint ventures or associate company.

**SHARES**

**Authorised Capital:-**

During the Financial Year 2020-21 the Authorised Capital of the Company is Rs. 25,00,00,000/- (Rupees Twenty Five Crore Only) divided into 250,00,000 (Two Crore Fifty Lakh) Equity Shares of Rs. 10/- (Rupees Ten Each).

**Issued Capital:-**

During the Financial Year 2020-21 the Issued Capital of the Company is Rs. 24,18,25,000/- (Rupees Twenty Four Crore Eighteen Lacs Twenty Five Thousand Only) divided into 2,41,82,500 (Two Crore Forty One Lacs Eighty Two thousand Twenty Five Hudred) Equity Shares of Rs. 10/- (Rupees Ten Each).

**Subscribed & Paid up Capital:-**

During the Financial Year 2020-21 the Subscribed & paid up Capital of the Company is Rs. 24,18,25,000/- (Rupees Twenty Four Crore Eighteen Lacs Twenty Five Thousand Only) divided into 2,41,82,500 (Two Crore Forty One Lacs Eighty Two thousand Twenty Five Hudred) Equity Shares of Rs. 10/- (Rupees Ten Each).

**Buy-back of shares:**

During the year under review, company has not bought back any of its shares.

**Sweat Equity Shares:**

During the year under review, company has not issued any Sweat Equity shares.

**Bonus Shares:**



During the year under review, company has not issued any Bonus shares.

**Employee Stock Option Plan:**

During the year under review, company has not provided any Stock option plan to its employees.

**II. BUSINESS**

**Changes in nature of business:**

There was no change in nature of business.

**Number of Board Meetings**

During the year under review, company has conducted 12 (Twelve) Board meetings. The detailed disclosure of the Board of Directors and their Meetings is given in the Corporate Governance Report, which forms part of this report.

**Composition of Board of Directors**

The members of the Company's Board of Directors are eminent persons of proven competence and integrity. Besides experience, strong financial acumen, strategic astuteness and leadership qualities, they have a significant degree of commitment towards the Company and devote adequate time to the meetings and preparation.

The detailed disclosure of the Board of Directors is given in the Corporate Governance Report, which forms part of this report.

**Change in Directors**

During the period under review Ms. Kratika Godika resigned from the post of Non-Executive –Non Independent Director w.e.f 10/02/2021.

**Key Managerial Personnel**

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2020 are:

- |                                      |                         |
|--------------------------------------|-------------------------|
| 1. Mr. Girdhar Saboo (DIN: 00364750) | Managing Director       |
| 2. Mr. V.P. Gagrani                  | Chief Financial Officer |
| 3. Mrs. Megha Sharma                 | Company Secretary       |

**Performance Evaluation Criteria for Directors**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Board has carried out an Annual Evaluation of its own performance, Board Committees and Individual Directors.

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. Performance evaluation of independent directors was done by the entire Board, excluding the Independent Director being evaluated.

In a separate meeting of independent Directors, performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company and Whole time Directors was evaluated.

The Chairman of the Board and the Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria approved by the Board. Each Committee and the Board

expressed satisfaction on the performance of each Director.

#### **Statement on Declaration given by the Independent Director U/S 149(6) of the Companies Act, 2013**

It is stated that pursuant to the Provisions of Companies Act, 2013 the Declaration given by the Independent Directors meets the Criteria of Independence as mentioned in the schedule IV of Companies Act, 2013 and under regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. The declaration is enclosed in this report.

#### **Meeting of Independent Directors**

A separate meeting of Independent Directors as required under the Schedule IV of the Companies Act, 2013 was held on 20<sup>th</sup> February, 2021, without presence of Executive Directors. Such meeting was conducted to review and evaluate:

- (a) the performance of Non-Independent Directors and the Board as a whole,
- (b) the performance of the Chairperson of the company, taking into account the views of Executive Directors and Non-Executive Directors and
- (c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Independent Directors expressed their satisfaction with the performance of Non-Independent Directors and the Board as a whole and the Chairman of the Independent Directors meeting briefed the outcome of the meeting to the Chairman of the Board.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole.

#### **Auditors**

##### **Statutory Auditor**

M/s P. K. S & Co., Chartered Accountants, (Firm Registration No. 007007C) was appointed as Statutory Auditors for a period of Five years in the Annual General Meeting held on 28th September, 2019. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

Further the Auditors' Report for the financial year ended, 31st March, 2021 is annexed herewith for your kind perusal and information.

##### **Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Naredi Vinod & Associates (CP No 7994, ACS 20453), Company Secretaries to undertake the Secretarial audit of the company for the financial year 2020-21.

##### **Internal Auditor**

Pursuant to section 138 of the Companies Act, 2013 read with Rule 13 of the Companies(Accounts)Rules,2014,and other applicable provisions of the Act, M/s Aditya Khunteta & Associates, Chartered accountants, was appointed as an internal auditors of the company for the financial year 2020-21.

**Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditors and the Practicing Company Secretary:**

There were no qualifications, reservations or adverse remarks or disclaimers made either by the auditors or the practicing company secretary in their respective reports.

**Annual Return**

Annual return in Form MGT-7 of Saboo Sodium Chloro Ltd. For the Financial year 2020-21 is placed in the Company's website [www.suryasalt.com](http://www.suryasalt.com).

**Material Changes and Commitments**

There are no material changes and commitment affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statement relates and the date of report.

**Details of Significant and Material Orders Passed by the regulators/Courts/Tribunals Impacting the Going Concern Status and the Company's Operations in Future**

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations.

**Management Discussion and Analysis Report**

The report on Management Discussion and Analysis as required under the Listing Regulations, 2015 with the Stock exchange is set out as 'Annexure B' to the Director's Report.

**Business Risk Management**

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion.

Therefore, in accordance with Listing Regulations, 2015 the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk.

As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

**III. GOVERNANCE AND ETHICS****Corporate Governance Report**

The Company has adopted the policies in line with new governance requirements including the Policy on Related Party Transactions, Policy on Material Subsidiaries, Policy and Whistle Blower Policy. These policies are available on the website of the Company at <https://www.suryasalt.com>. The Company has established a

vigil mechanism for Directors and employees to report their genuine concerns, details of which have been given in the Corporate Governance Report annexed to this Report in Annexure "D".

Secretarial Audit was carried out by M/s Naredi Vinod & Associates , Company Secretaries, the Secretarial Auditor of the Company for the financial year 2020-21. There were no qualifications, reservations or adverse remarks given by Secretarial Auditors of the Company. The detailed report on the Secretarial Audit is appended as an Annexure to this Report.

A separate report on Corporate Governance is provided together with a Certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Listing Regulations. A Certificate of the CEO and CFO of the Company in terms of Listing Regulations, inter alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee, is also annexed.

### **Disclosure on the Remuneration of Managerial Personnel**

The information required under section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

#### **Remuneration of Managing Director**

Following are the details of the annual salary paid to Mr. Girdhar Saboo Managing Director: - Consolidated Salary excluding Perquisites and allowances, etc- 30,00,000/- (Rupees Thirty Lakhs only).

He is entitled to receive the following:-

- a. Gratuity as per the rules of the Company, but not exceeding half a month's salary for each completed year of service.
- b. Encashment of leave at the end of tenure.
- c. Provision of car for use on Company Business.
- d. Free landline telephone facility at residence along with free mobile telephone facility. Long distance personal calls to be recovered by the Company.
- e. He shall also be entitled to reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company.

#### **Policy on Director's Appointment and Remuneration and Other Details**

The company's policy on Director's appointment and remuneration and other details provided in section 178(3) of the Act has been disclosed In Corporate Governance Report, which forms part of Directors Report.

#### **Compliance with Secretarial Standards**

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India.

#### **Particulars of Employees**

The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are:

- a) Employed throughout the year- Nil
- b) Employed for part of the year- Nil

#### **Director's 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:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31 March 2021 and of the profit of the Company for the year;
3. They 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;
4. The Annual Accounts are prepared on a going concern basis;
5. They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
6. They have devised proper systems to ensure compliance with the provisions of all applicable laws and these systems are adequate and operating effectively.

#### **Vigil Mechanism / Whistle Blower Policy**

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report.

#### **IV. INTERNAL FINANCIAL CONTROLS AND AUDIT**

##### **Details in respect of adequacy of internal financial controls with reference to the financial statements**

The Company has in place adequate internal financial controls with reference to financial statements. Statutory Auditors in their report has expressed their opinion on the internal financial controls with reference to the financial statements which is self-explanatory. The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

#### **V. SOCIAL RESPONSIBILITY AND SUSTAINABILITY**

##### **Corporate Social Responsibility**

Though the provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company yet the Company has been, over the years, pursuing as part of its corporate philosophy, an unwritten CSR policy voluntarily which goes much beyond mere philanthropic gestures and integrates interest, welfare and aspirations of the community with those of the Company itself in an environment of partnership for inclusive development.

##### **Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as "Annexure A".

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

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Committee has been set up to redress complaints received regarding sexual harassment. The Company has designated the external independent member as a Chairperson of the Committee. There were no complaints received during the year under review of sexual harassment.

#### **VI. OTHER DISCLOSURES**

**Listing at Stock Exchange**

The Equity Shares of the Company are listed at Bombay Stock Exchange (Scrip Code: 530461) and its shares are actively traded at Bombay Stock Exchange. The Company confirms that it has paid the Annual Listing fees for the year 2020-21 to BSE where the Company's shares are listed.

**Extract of Annual Return**

The extract of annual return in Form MGT-9 as required under Section 92(3) and Rule 12 of the Companies (Management and Administration) Rules, 2014 is appended as an Annexure "C" to this Report.

**Acknowledgement**

Your Directors would like to expose their grateful appreciation for the co-operation received from its Bankers, Government Authorities, Customers, Vendors, Business Associates and Shareholders during the year under review. Your Directors also wish to place in record their deep sense of appreciation for the committed services of the executive, staff and workers of the Company.

**Cautionary Statement**

The statements contained in the Board's Report and Management Discussion and Analysis contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations. Various factors such as economic conditions, changes in government regulations, tax regime, other statutes, market forces and other associated and incidental factors may however lead to variation in actual results.

**ANNEXURE "A" TO THE BOARD'S REPORT:****CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Energy conservation measures have been implemented wherever possible and company is using improved operational method in order to optimize the consumption of energy per unit. The company is continuously doing research and development regarding production of highest quality salt to meet the demands of its high profile customers. The company has solar power plant at Rajgarh Madhya Pradesh and generating electricity. The Company produced which are being sold to Indian Energy Exchange and Power Exchange India Limited. The Company is trying for export of salt.

The company has set up a fully-integrated 300 KWP in- house Grid -Tied Solar Power Plant at its factory located at Nawa city, Nagaur (Raj.) in addition to the existing 100 KWP solap plant, under captive power reverse net metering scheme of Government of Rajasthan. This will result in saving of approx. Rs. 75 Lakhs per annum for the company. This Solar plant will meet upto 80% of energy requirement of the company and with this, Saboo Sodium Chloro Limited becomes the first salt refinery in India to use Solar energy for their 80% of energy consumption. Company is now planning to set up a fully-integrated 300 KWP in- house Grid - Tied Solar Power Plant at the Samskara Resort.

**FOREIGN EXCHANGE EARNINGS AND OUTGO:** There were nil foreign exchange earnings and outgo.

**ANNEXURE "B" TO THE BOARD'S REPORT:****MANAGEMENT DISCUSSION & ANALYSIS REPORT****INDUSTRY STRUCTURE AND DEVELOPMENTS- SEGMENT WISE****SALT INDUSTRY**

Being a food ingredient, salt did not experience demand challenges, even when Covid-19 affected demand for most of the sectors. The demand continued to be strong and the increased salt production helped the Company to capitalize on the demand growth.

The market continues to move towards a higher share of branded salt with the continuing awareness of better product quality, visible purity and iodine content. Specialty salts like rock salt and black salt have an increased presence in modern format stores. The outlook continues to be positive with share gains from unbranded salt and regional branded producers. The Company is working towards new product introductions in value added salt variants.

Saboo Sodium Chloro Limited is the largest salt refinery in North India producing Surya Iodized Salt, Tota Iodized Salt, Saboo Iodized Salt and all types of Industrial Salt. The Company is the most prominent and the largest manufacturer of salt in North India. Looking at the rapid economy growth of the Country and rising living standard there is good growth in the consumption of refined iodized salt and we feel that every year the refined iodized salt market is growing by 15%. People who are using unbranded non refined common salt are now switching rapidly to triple refined free flow iodized salt due to more awareness of health issues and television advertising.

### **OUTLOOK-SEGMENT WISE**

#### **SALT**

The outlook for the business continues to be positive, as the Company continues to work on distribution expansion, brand building initiatives and strengthening of supply chain. The Company has identified opportunities around salt and related products, new to market offerings in foods, new packaging formats and tapping un-met consumer health needs. While the salt business continues to be the mainstay in terms of revenue generation, the growing foods portfolio is expected to contribute significantly to the overall business by the end of the year. The Company is expanding its retail footprint and focusing on sales fundamentals as well as use of technology in driving productivity and customer service. The business is also focused on Modern Trade and non-traditional channels such as e-commerce, to ensure availability at a multitude of consumer touch points. Digital media continues to form an important medium of communication for the Company's brands. Going forward, the Surya brand is looking to scale up its portfolio of products and continue refining the business model to improve contribution.

### **OPPORTUNITIES, THREATS, RISK AND CONCERNS**

#### **SALT**

The business has significant opportunities in the foods market and scope to scale up new variants of Salt. The Company is preparing to address opportunities offered by new consumer needs on the back of robust supply chain and distribution network. Premium product offerings and new go-to-market models are being developed to gain strengths in modern format stores and alternate distribution channels. Differentiated product offerings and targeted communication is being used to address the threat from the unbranded segment and from regional and local brands.

The business has put policies in place to mitigate risks from changes in the regulatory environment which might limit realizations. There are continuous efforts to improve efficiencies in the supply chain network, to mitigate rising costs of labour and fuel. Inventory and pricing controls are put in place to reduce the risk of fluctuations in raw material prices. The Company continues to digitally enable its processes across the value chain and bring in automation for greater transparency and better risk management.

### **INTERNAL CONTROL SYSTEM**

The company remains committed to ensure an effective internal control that provides assurance on the efficiency of operations and security of assets. Your company's well established and robust internal audit processes, both at business and corporate levels, continuously monitor the effectiveness of the internal control environment across the company and the status of compliance with operating systems, internal policies and regulatory requirements. The company has also undertaken steps to implement new control measures in line with best global practices.

**HUMAN RESOURCE DEVELOPMENT**

Of all the resources available to the Company, Human Resource is the only asset that appreciates with time. In its continued efforts to nurture the best human talent, during the year the management continued with its strategy of imparting professional training to the executives and staff at various levels with a view to upgrade their competency and remove all levels of inefficiency in order to make the Company more competitive. This is not a luxury, but a necessity, if the Company has to survive in a globally competitive market, providing better product at better cost requires additional efforts to develop skills and efficiency in the new appointees to face the challenge.

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

**Date: 1<sup>st</sup> September, 2021**  
**Place: JAIPUR**

**Sd/-**  
**SANJAY SARNA**  
**(Director)**  
**DIN: 07052586**

**Sd/-**  
**GIRDHAR SABOO**  
**(Managing Director)**  
**DIN: 00364750**



**ANNEXURE C****FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN****As on financial year ended on 31.03.2021****Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.****I. REGISTRATION & OTHER DETAILS:**

1.	CIN	<b>L24117RJ1993PLC007830</b>
2.	Registration Date	<b>22/11/1993</b>
3.	Name of the Company	<b>SABOO SODIUM CHLORO LIMITED</b>
4.	Category/Sub-category of the Company	<b>PUBLIC COMPANY, LIMITED BY SHARES</b>
5.	Address of the Registered office & contact details	<b>L -5, B-II, KRISHNA MARG, C-SCHEME, JAIPUR- 302001 RAJASTHAN, INDIA</b>
6.	Whether listed company	<b>YES</b>
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	<b>M/s Beetal Financial &amp; Computer Services (P) Ltd Beetal house, 3rd floor, 99, Madangir Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-62 Telephone no. 011 2996 1281/82 Fax: 011 2996 1284</b>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)**

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Salt Manufacturing	10798	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)**

Sl. No.	Name and Description of main products / services	NIC Code of the Product/	% to total turnover of the company
1	None		

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

## A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2020]				No. of Shares held at the end of the year[As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter's</b>									
(1) <b>Indian</b>									
a) Individual (Director)/ HUF	13052839	-	13052839	55.84	13423639	-	13423639	55.51	-0.33
b) Central Govt.	-	-	-	-					-
c) State Govt.(s)	-	-	-	-					-
d) Bodies Corp.	-	-	-	-					-
e) Banks / FI	-	-	-	-					-
f) Any other	-	-	-	-					-
<b>Total shareholding of Promoter (A)</b>	<b>13052839</b>	<b>-</b>	<b>13052839</b>	<b>55.84</b>	<b>13423639</b>	<b>-</b>	<b>13423639</b>	<b>55.51</b>	<b>0.33</b>
<b>B. Public Shareholding</b>									
1. Institutions	-	-	-	-					-
a) Mutual Funds	-	34600	34600	0.14		34600	34600	0.14	-
b) Banks / FI	-	-	-	-					
c) Central Govt	-	-	-	-					
d) State Govt(s)	-	-	-	-					
e) Venture Capital Funds	-	-	-	-					
f) Insurance Companies	-	-	-	-					
g) FIIs	-	-	-	-					
h) Foreign Venture Capital Funds	-	-	-	-					
i) Others (specify)	-	-	-	-					
<b>Sub-total (B)(1):-</b>	<b>-</b>	<b>34600</b>	<b>34600</b>	<b>0.14</b>	<b>-</b>	<b>34600</b>	<b>34600</b>	<b>0.14</b>	<b>-</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	947261	11400	958661	3.96	754519	11400	765919	3.17	-0.79
i) Indian	-	-	-	-					
ii) Overseas	-	-	-	-					
b) Individuals	-	-	-	-					

i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	4333464	367135	4700599	19.44	4396340	365135	4761475	19.69	0.25
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	4465595	31200	4496795	18.59	4667422	31200	4698622	19.43	0.84
c) Others (specify)	-	-	-	-					
Non Resident Indians	61085	-	61085	0.25	98370	-	98370	0.41	0.16
OCB	-	-	-	-					
Foreign Nationals	-	-	-	-					
Clearing Members	13531	-	13531	0.05	5890	-	5890	0.02	-0.03
HUF	414390	-	414390	1.74	393985	-	393985	1.63	-0.11
Trusts	-	-	-	-					
Foreign Bodies -D R	-	-	-	-					
<b>Sub-total (B)(2):-</b>	<b>10235326</b>	<b>409735</b>	<b>10645061</b>	<b>44.019</b>	<b>10316526</b>	<b>407735</b>	<b>10724261</b>	<b>44.35</b>	<b>0.34</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	10235326	444335	10679661	44.16	10316526	442335	10758861	44.49	<b>0.33</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-		-	-					
<b>Grand Total (A+B+C)</b>	<b>23738165</b>	<b>444335</b>	<b>24182500</b>	<b>100</b>	<b>23740165</b>	<b>442335</b>	<b>24182500</b>	<b>100</b>	<b>-</b>

### B. Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year [As on 31-March-2020]			Shareholding at the end of the year [As on 31-March-2021]			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	ARCHANA SABOO	2250000	9.30	-	22,55,800	9.33	-	0.03
2	GIRDHAR SABOO	11252839	46.53	-	111,67,839	46.18	-	-0.35

\* The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

\* Shareholders listed under Sl. No. 1 to 3 are disclosed as promoters under regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as on March 31, 2019.

**C. Change in Promoters' Shareholding**

SN	Particulars	Shareholding at the beginning of the year		Transactions during the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Archana Saboo</b>	2250000	9.30	5800	0.03	2255800	9.33
2.	<b>Girdhar Saboo</b>	11252839	46.53	(85000)	(0.35)	11167,839	46.18

**D. Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Chandra Shekhar Saboo	573085	2.37	573085	2.37
2.	Dipak Kanayalal Shah	300000	1.24	355000	1.46
3.	Bags Registry Services Pvt Ltd	295100	1.22	295100	1.22
4.	Deepak Sachdeva	264000	1.09	274000	1.13
5.	Manju Devi Saboo	272800	1.13	272800	1.13
6.	Madhu Agarwal	242300	1.00	227179	0.94
7.	Sharad Kanayalal Shah	225001	0.93	225001	0.93
8.	Compucom Technologies Pvt Ltd	217785	0.900	185785	0.77
9.	Mahendra Girdharilal	166240	0.68	166240	0.68
10.	Vishruti Saboo	151264	0.62	151264	0.62

**E. Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	GIRDHAR SABOO	11252839	46.53	11167,839	46.18

**IV. INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	151388749	1370000	-	152758749
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-

<b>Total (i+ii+iii)</b>	<b>151388749</b>	<b>1370000</b>	<b>-</b>	<b>152758749</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	34806632		
* Reduction	3921428			
<b>Net Change</b>	<b>(3921428)</b>	<b>34806632</b>		<b>30885204</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	147467321	29179654	-	176646975
ii) Interest due but not paid	-	69,96,978	-	6996978
iii) Interest accrued but not due	-		-	
<b>Total (i+ii+iii)</b>	<b>147467321</b>	<b>36176632</b>	<b>-</b>	<b>3,08,85,204</b>

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

##### A. Remuneration to Managing Director, Whole-time Directors:

SN.	Particulars of Remuneration	Total Amount (per annum)	
		Girdhar Saboo (Managing Director)	Total
1	Gross salary	30,00,000	30,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	-	-
5	Allowance	-	-
	<b>Total (A)</b>	<b>3000000</b>	<b>3000000</b>

B. Remuneration to other directors : No remuneration is paid to other Directors except sitting fees.

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

SN	Particulars of Remuneration	Key Managerial Personnel (Per annum)			
		CEO	CS	CFO	Total
1	Gross salary	-	1,35,678	-	1,35,678
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-

	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	Others specify...	-	-	-	-
5	Allowance	-	-	-	-
	<b>Total</b>	-	<b>1,35,678</b>	-	<b>135678</b>

#### VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. Company</b>	None				
Penalty					
Punishment					
Compounding	None				
<b>B. DIRECTORS</b>					
Penalty					
Punishment	None				
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	None				
Punishment					
Compounding					

For and on behalf of the Board of Directors

Date: 1<sup>st</sup> September 2021  
Place: JAIPUR

Sd/-  
SANJAY SARNA  
(Director)  
DIN: 07052586

Sd/-  
GIRDHAR SABOO  
(Managing Director)  
DIN: 00364750

**ANNEXURE- D****Particulars of contracts/arrangements made with related parties****Form No. AOC-2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 as on March 31, 2021)**

This Form pertains to the disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Sub- section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

**Details of contracts or arrangements or transactions not at arm's length basis:**

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2021, which were not at arm's length basis.

**Details of material contracts or arrangement or transactions at arm's length basis:**

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2021 are as follows:

Name of Related Party	Nature of Relationship	Duration of Contract	Salient Terms	Amount (In Cr.)
<b>Purchases of Goods &amp; Services</b>				
Spectrum Foods Limited	Common Directors	Ongoing	As per RPT Policy guidelines	5.20

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

**Date: 1<sup>st</sup> September 2021**  
**Place: JAIPUR**

**Sd/-**  
**SANJAY SARNA**  
**(Director)**  
**DIN: 07052586**

**Sd/-**  
**GIRDHAR SABOO**  
**(Managing Director)**  
**DIN: 00364750**

**REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

Corporate Governance is about promoting corporate fairness, transparency, accountability and integrity of the management. It also aims to align, as nearly as possible, the interests of individuals, corporations and society and thereby enhancing the stakeholders' value. Good corporate governance practices have always been an integral part of the Company's philosophy. The commitment to good corporate governance practices predates the laws and mandates of the Securities and Exchange Board of India (SEBI) and the stock exchanges regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015. Given below are the Company's corporate governance policies and practices:

**2. BOARD OF DIRECTORS**

The Board of Directors provides strategic direction and thrust to the operations of the Company, thereby enhancing the value of the stakeholders.

- **Composition**

The Board has an optimum combination of Executive and Non-Executive Directors, and is in conformity with the regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 with the stock exchange, in which the Company's shares are listed. The composition of the Board as on March 31, 2021 was as under:

Category	No. of Directors	Percentage to Total No. of Directors
<b>Executive Directors</b>	2	33.33
<b>Non-Executive Non Independent Directors</b>	1	16.67
<b>Non-Executive Independent Directors</b>	3	50
<b>TOTAL</b>	<b>6</b>	<b>100</b>

None of the Directors on the Board is a member of more than 10 committees and Chairman of more than 5 committees across all the companies in which he is a Director. All the Directors have made the requisite disclosures regarding committee positions held by them in other companies.

- **Details of meeting held**

The Board met 12 times on the following dates during the financial year 2020-21:

QUARTERS	Date of Meeting
1 <sup>ST</sup> QUARTER	11.05.2020
	29.05.2020
2 <sup>ND</sup> QUARTER	30.07.2020
	07.08.2020
	01.09.2019
3 <sup>RD</sup> QUARTER	29.10.2020
	11.11.2020
	22.12.2020
4 <sup>TH</sup> QUARTER	10.02.2021
	05.03.2021
	17.03.2021
	26.03.2021



• **Category and Attendance of Directors**

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the financial year 2020-21 and at the last Annual General Meeting (AGM), as also the number of Directorships and Committee positions held by them in other Public Limited Companies as on March 31, 2021 are as

Name of Directors	Category	Board Meetings attended during the year	Attendance at last AGM	Directorships in companies under Section 165 as on 31 <sup>st</sup> March, 2021			No. of other Committee positions held	
				Listed Public	Unlisted Public	Unlisted Private	Member	Chairman
Mr. Girdhar Saboo DIN: 00346750	Managing Director (Executive)	12	Yes	2	1	5	1	-
Mr. Bikash Kumar Lakhota DIN: 01470180	Independent Director	1	Yes	1	-	-	3	-
Mr. Neeraj Kumar Agarwal DIN: 05358002	Independent Director	12	Yes	2	-	-	3	-
Mr. Sanjay Sarna DIN: 07052586	Independent Director	12	Yes	2	-	7	3	3
Mr. Durgesh Sharma DIN:08540732	Wholetime Director	12	Yes	1	-	-	-	-
Ms. Kratika Godika DIN: 08825445	Non Executive Director	1	Yes	1	-	-	-	-

follows:

- **Ms Kratika Godika was appointed on 08.08.2020 and resigned on 10.02.2021 .**
- **Disclosure of relationship between directors inter-se:**  
None of the Directors are related inter-se.

Shareholding of Directors as on March 31, 2021 is as under:

Sr. No.	Name	No. of shares held	% of Paid-up Capital
1.	Mr. Girdhar Gopal Saboo DIN: 00364750	11167839	46.18
2.	Ms. Kratika Godika DIN: 08825445	NIL	-
3.	Mr. Bikash Kumar Lakhota DIN: 01470180	25236	.001
4.	Mr. Neeraj Kumar Agarwal DIN: 05358002	NIL	-
5.	Mr. Sanjay Sarna DIN: 07052586	Nil	-
6.	Mr. Durgesh Sharma DIN: 08540732	Nil	-

- **Board Business**

**The normal business of the Board includes:**

- framing and overseeing progress of the Company's annual plan and operating framework;
- framing strategies for shaping of portfolio and direction of the Company and for corporate resource allocation;
- reviewing financial plans of the Company;
- reviewing quarterly and annual business performance of the Company;
- reviewing the Annual Report and accounts for adoption by the Members;
- reviewing the progress of various functions and businesses of the Company;
- reviewing the functioning of the Board and its Committees;
- reviewing the functioning of the subsidiary companies;
- reviewing and resolving fatal or serious accidents or dangerous occurrences, any materially significant effluent or pollution problems or significant labour issues, if any;
- reviewing the details of significant development in human resources and industrial relations front;
- reviewing details of foreign exchange exposure and steps taken by the management to limit the risks of adverse exchange rate movement;
- reviewing compliance with all relevant legislations and regulations and litigation status as well as steps taken by the Company to rectify instances of non-compliance, including materially important show cause, demand, prosecution and penalty notices, if any;
- reviewing Board Remuneration Policy and individual remuneration packages of Directors;

### 3. **AUDIT COMMITTEE**

The Audit Committee has been reconstituted as per Section 177(8) of the Companies Act, 2013 and the guidelines set out in the regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2018. The terms of reference include:

- To investigate any activity within its terms of reference.
- To seek information from any employee/ records of the Company.
- To obtain outside legal or other professional advice.
- Overseeing 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.
- Major accounting entries based on exercise of judgment by management.
- Compliance with accounting standards
- Compliance with Stock Exchange and legal requirements concerning financial statements.
- Any changes in accounting policies and practices.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.
- Reviewing the adequacy of internal audit function.
- Discussion with internal auditor regarding any significant findings and follow up thereon.
- Discussion with external auditors before the audit commences the nature and scope. of audit as well as has post-audit discussion to ascertain any area of concern.
- Review the functioning of the Whistle Blower mechanism.
- Any other item referred to it by the Board.

- **Composition:**

<b>Name</b>	<b>Designation</b>	<b>Category</b>
Mr. Sanjay Sarna DIN: 07052586	Chairperson	Non-Executive & Independent Director
Mr. Bikash Kumar Lakhota DIN: 01470180	Member	Non-Executive & Independent Director

Mr. Neeraj Kumar Agarwal DIN: 05358002	Member	Non-Executive & Independent Director
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- **Meetings held:**

The committee met 4 times on the following dates during the financial year 2020-21:

Date of meetings:

24.07.2020, 24.08.2020, 10.11.2020, 09.02.2021

- **Category and Attendance of members:**

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2020-21 are as follows:

<i>Name</i>	<i>Category</i>	<i>Attendance</i>
Mr. Sanjay Sarna DIN: 07052586	Non-Executive & Independent Director	4
Mr. Bikash Kumar Lakhotia DIN: 01470180	Non-Executive & Independent Director	4
Mr. Neeraj Kumar Agarwal DIN: 05358002	Non-Executive & Independent Director	4

Members of the Audit Committee have requisite financial and management expertise and have held or hold senior positions in other reputed organization.

The Statutory Auditors, Internal Auditors and the Compliance Officer are invited to attend and participate in the meeting of the Committee. The Compliance Officer acts as the Secretary to the Committee.

#### 4. **NOMINATION AND REMUNERATION COMMITTEE**

The Company had merged the existing Nomination and Remuneration Committee in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and in pursuant to the provisions of Companies Act, 2013. The terms of reference of the remuneration committee includes among others:

- To review, assess and recommend to the Board the appointment of the executive and non-executive Directors and the compensation payable to him.
- To consider and recommend human resource policies relating to the compensation and performance management.

- **Composition:**

<i>Name</i>	<i>Designation</i>	<i>Category</i>
Mr. Sanjay Sarna DIN: 07052586	Chairperson	Non-Executive & Independent Director
Mr. Bikash Kumar Lakhotia DIN: 01470180	Member	Non-Executive & Independent Director
Mr. Neeraj Kumar Agarwal DIN: 05358002	Member	Non-Executive & Independent Director

- **Meetings held :**

The committee met 3 times on the following dates during the financial year 2020-21:

Date of meetings: 11<sup>th</sup> May 2020, 1<sup>st</sup> August 2020, 9<sup>th</sup> February 2021.

- **Category and Attendance of members:**

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2020-21 are as follows:

Name	Category	Attendance
Mr. Sanjay Sarna DIN: 07052586	Non-Executive & Independent Director	3
Mr. Bikash Kumar Lakhota DIN: 01470180	Non-Executive & Independent Director	3
Mr. Neeraj Kumar Agarwal DIN: 05358002	Non-Executive & Independent Director	3

**REMUNERATION OF THE DIRECTORS:**

The Non - Executive Directors do not draw any remuneration except the sitting fees. The details of the remuneration payable to the Executive Directors for the financial year 2020-21 are:

Name of Director	Salary (Rs.) per annum	Benefits Perquisites and Allowance	Commission	Notice Period/ Severance fees*
Mr. Girdhar Saboo (Managing Director) DIN: 00364750	30,00,000	-	-	Service of managing and Whole Time Director may be terminated by giving notice. There is no separate provision for payment of Severance fees.

**5. SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE**

The Board of Directors constituted the shareholders/ investors' grievance committee to look into redressal of investors' complaints like share transfers, non-receipt of annual reports, issue of duplicate share certificate, transfer and transmission of shares and other allied transactions. Its scope also includes delegating the powers to the executives of Company/ share transfer agents to process share transfers etc.

- **Constitution of Shareholders/ Investors Grievance Committee is as under:**

Name	Designation	Category
Mr. Sanjay Sarna DIN: 07052586	Chairman	Non-Executive & Independent Director
Mr. Girdhar Saboo DIN: 00364750	Member	Executive Director
Mr. Neeraj Agarwal DIN: 05358002	Member	Non-Executive & Independent Director

**Meetings held:**

The committee met 3 times on the following dates during the financial year 2020-21:

Date of meetings: 30.09.2020, 31.12.2020, 09.02.2021

**Category and Attendance of members:**

The names and categories of the Directors on the Committee, their attendance at the Meetings held during the Financial Year 2020-21 are as follows:

Name	Category	Attendance
------	----------	------------

Mr. Girdhar Saboo DIN: 00364750	Executive Director	3
Mr. Neeraj Kumar Agarwal DIN: 05358002	Non-Executive & Independent Director	3
Mr. Sanjay Sarna DIN: 07052586	Non-Executive & Independent Director	3

#### **Status of Investor Complaints**

During the year under review, neither any complaint was pending as on 31<sup>st</sup> March, 2021. Nor was any complaint received.

#### **6. MEETING OF INDEPENDENT DIRECTORS**

A Separate meeting of the Independent Directors was held on 20.02.2021, inter-alia, to discuss evaluation of the performance of Non-Independent Directors, the Board as a whole, evaluation of the performance of the Chairman, taking into account the views of the Executive and Non-Executive Directors and the evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole and Chairman of the Company. Inputs and suggestions received from the Directors were considered at the Board meeting and have been implemented.

#### **7. LEAD INDEPENDENT DIRECTOR**

The Board has appointed Mr. Sanjay Sarna, Chairperson of the Independent Directors Meeting, as the Lead Independent Director. The role of the Lead Independent Director is to provide leadership to the Independent Directors, liaise on behalf of the Independent Directors and ensure the Board's effectiveness to maintain high-quality governance of the organization and the effective functioning of the Board.

#### **8. GENERAL BODY MEETINGS**

##### **(A) Annual General Meeting**

**a) The details of Annual General Meetings held in the last three years are given below:**

<b>Date</b>	<b>Time</b>	<b>Venue</b>
27.09.2018	1.00 pm	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.
28.09.2019	4.30 P.m	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.
27.09.2020	12.00 p.m.	L-5, B-II Krishna Marg, C-Scheme, Jaipur-302001, Rajasthan.

##### **b) Special Resolutions passed during last three Annual General Meetings**

<b>Date</b>	<b>Meeting</b>	<b>Special resolutions passed with requisite majority</b>
27.09.2018	AGM	NIL
28.09.2019	AGM	1.To approve related party transaction. 2. To Reappoint Neeraj Kumar Agarwal as independent Director.

		<p>3. To re appoint Bikash Kumar Lakhota as independent Director</p> <p>4. To give loan, make investment and provide guarantee under section 186 of Companies Act 2013.</p>
27.09.2020	AGM	<p>1. Regularization of Ms. Kratika Godika, non executive woman Director.</p> <p>2. To approve related party transaction</p> <p>3. To Approve loan by the Company under section 185 of Companies act 2013</p> <p>4. To reappoint Sanjay Sarna as independent Director.</p>

**(B) Extra Ordinary General Meeting during the year- Nil**

**9. CODE OF CONDUCT**

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. – Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence.

A copy of the Code has been put on the Company's website ([www.suryasalt.com](http://www.suryasalt.com)). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually. A declaration signed by the Company's Chairman and Managing Director is published in this Report.

**10. ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS**

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and senior management for effective decision-making at the meetings. The Company Secretary is primarily responsible to assist and advise the Board in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. He interfaces between the management and regulatory authorities for governance matters.

**11. OBSERVANCE OF THE SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA**

The Institute of Company Secretaries of India (ICSI), one of India's premier professional bodies, has issued Secretarial Standards on important aspects like Board meetings, General meetings, Payment of Dividend, Maintenance of Registers and Records, Minutes of Meetings, Transmission of Shares and Debentures, Passing of Resolutions by Circulation, Affixing of Common Seal and Board's Report. Although these standards, as of now, are recommendatory in nature, the Company substantially adheres to these standards voluntarily.

**12. PROHIBITION OF INSIDER TRADING**

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

**13. DISCLOSURES**

There are no materially significant related party transactions i.e. transactions of the Company of material nature, with its promoters, the Directors or the management, their relatives etc. that may have potential conflict with the interests of the Company at large.

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, 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.

In accordance with requirement of Companies Act as well as Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

#### **14. RECORDING MINUTES OF PROCEEDINGS AT BOARD AND COMMITTEE MEETINGS**

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board/ Board Committee members for their comments. The minutes are entered in the Minutes Book within 7 days from the conclusion of the meeting.

#### **15. MEANS OF COMMUNICATION**

In compliance with the requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges immediately after they are taken on record by the Board. Moreover, the said results were put up on the BSE website, apart from being published in newspaper.

#### **16. GENERAL SHAREHOLDER INFORMATION**

##### **a. Annual General Meeting for the Financial Year 2020-21:**

<b>Date:</b>	<b>Sunday, 25<sup>th</sup> September, 2021</b>
<b>Venue:</b>	L-5, B-II, Krishna Marg, C-Scheme, Jaipur-302001
<b>Time:</b>	4:00 PM

##### **b. Financial Calendar**

The meetings of Board of Directors for approval of quarterly financial results during the financial year ended 31<sup>st</sup> March, 2021 were held the following dates:

Result for the qtr ending June 30, 2020	30 <sup>th</sup> July 2020
Result for the qtr ending Sep 30, 2020	11 <sup>th</sup> November, 2020
Result for the qtr ending Dec 31, 2020	10 <sup>th</sup> February, 2020
Audited Result if any for the current year ending Mar 31, 2021	30 <sup>th</sup> June, 2021

##### **c. Book Closure Date**

The Share Transfer Register of the Company remains closed from 20<sup>th</sup> September, 2021 to 25<sup>th</sup> September, 2021 (both days inclusive) for the purpose of AGM.

**d. Listing of Equity Shares in Stock Exchange**

The shares of the Company are Listed at Bombay Stock Exchange.

**e. Market Price data**

The high and low prices of every month during the financial year 2020-21 are given below:

<b>Month</b>	<b>High Price</b>	<b>Low Price</b>	<b>No. of Shares</b>	<b>No. of trades</b>
Apr 20	3.70	2.51	2,41,099	623
May 20	4.20	3.24	83,469	212
Jun 20	5.48	3.45	1,94,325	370
Jul 20	4.97	3.80	43,171	165
Aug 20	5.35	3.61	1,55,914	251
Sep 20	4.95	4.05	75,739	230
Oct 20	4.88	3.73	1,38,678	226
Nov 20	4.29	3.71	92,095	223
Dec 20	5.06	3.95	2,68,726	559
Jan 21	6.75	4.95	3,49,557	785
Feb 21	8.74	5.19	7,72,481	703
Mar 21	10.53	7.65	7,75,001	1,164

Source: BSE website

**f. REGISTRAR & SHARE TRANSFER AGENT**

**Address & Correspondence:**

M/s Beetal Financial & Computer Services (P) Ltd  
 Beetal house, 3rd floor, 99, Madangir  
 Behind Local Shopping Centre  
 Near Dada Harsukhdas Mandir, New Delhi-62  
 Telephone no. 011 2996 1281/82

**g. SHARE TRANSFER SYSTEM**

With a view to expedite the process of share transfers, the Board of Directors of the Company has delegated the power of share transfer to Shareholders' & Investor Grievances Committee. As on date all the work related to the shares both held in physical and electronic form is handled by RTA. All correspondences are to be directed to the RTA at the address mentioned above. The correspondences may also be sent at the Company's address which will be sent by the Company to RTA. Share transfer is normally affected within the maximum period of 30 days from the date of receipt, if all required documentation is submitted.

**h. DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH, 2021**

<b>Shareholding of Nominal value</b>	<b>Number of Shareholders</b>	<b>% of Total</b>	<b>No. of Shares</b>	<b>Amount in Rs.</b>	<b>% of Total</b>
Up to 5000	3303	65.35	670066	6700660.00	2.7709
5001 to 10000	673	13.31	596609	5966090.00	2.4671



10001 to 20000	410	8.11	658724	6587240.00	2.7240
20001 to 30000	186	3.68	480011	4800110.00	1.9850
30001 to 40000	79	1.56	290476	2904760.00	1.2012
40001 to 50000	98	1.93	467356	4673560.00	1.9326
50001 to 100000	151	2.98	1131924	11319240.00	4.6808
100001 & Above	154	3.04	19887334	198873340.00	82.2385
<b>Total</b>	<b>5054</b>	<b>100</b>	<b>24182500</b>	<b>241825000</b>	<b>100</b>

**i. SHARE HOLDING PATTERN AS ON 31<sup>st</sup> MARCH, 2021**

DESCRIPTION	HOLDER	SHARES	%TAGE
INDIAN PROMOTER – INDIVIDUAL	4	13423639	55.51
<b>TOTAL (A)</b>	<b>4</b>	<b>13423639</b>	<b>55.51</b>
MUTUAL FUNDS	5	34600	0.14
RESIDENT INDIVIDUAL	4806	9460097	39.12
BODIES CORPORATE	56	765919	3.17
CLEARING MEMBER	5	5890	0.02
N R I - NON - REPATRIABLE	4	6000	0.02
RESIDENT INDIVIDUALS-HUF	158	393985	1.63
NRI- REPATRIABLE	16	92370	0.38
<b>TOTAL (B)</b>	<b>5050</b>	<b>10758861</b>	<b>44.49</b>
<b>TOTAL (A+B)</b>	<b>5054</b>	<b>24182500</b>	<b>100.00</b>

**m. DEMATERIALISATION OF SHARES**

The shares of the Company are in compulsory demat segment and are available for trading in the depository systems of both the National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL). As on 31<sup>st</sup> March 2021, 23740165 equity shares of the Company forming 98.17% of the share capital of the Company stand dematerialized.

**o. LIQUIDITY OF SHARES**

The Equity Shares of the Company have been regularly traded at Bombay Stock Exchange.

**n. PLANT LOCATIONS**

1. Village Govindi, Nawa City, Distt: Nagour 341509 (Rajasthan)
2. Survey No.416, Village Moti Chirai, Taluka Bachau, Gandhidham (Gujarat)

**p. CREDIT RATINGS**

Credit Rating in respect of Bank Loans of the Company was received on 30<sup>th</sup> April, 2018 from Brickwork Ratings India Pvt. Ltd. and the rating assigned to the Company is BWR BB ((Pronounced As : BWR DOUBLE B) Outlook: Stable Reaffirmation.

**17. RECONCILIATION OF SHARE CAPITAL AUDIT**

For each of the quarter in the financial year 2020-21, M/s Naredi Vinod & Associates, Company Secretaries, Jaipur carried out secretarial audits to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and total issued and listed capital. The audit report confirm that the total issued/ paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with

NSDL and CDSL.

#### **18. DISCLOSURE OF PENDING CASES /INSTANCES OF NON-COMPLIANCE**

There were no non-compliances by the Company and no instances of penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital market during the last three years.

#### **19. COMPLIANCE WITH ACCOUNTING STANDARDS**

In the preparation of the financial statements, Company has adopted Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 for the Financial Year Commencing from 01st April, 2018 as notified by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

#### **20. COMPLIANCE CERTIFICATE OF THE AUDITORS**

Certificate from the Company's Secretarial Auditors, M/s. **Naredi Vinod & Associates (Company Secretaries)** confirming compliance with conditions of Corporate Governance as stipulated under Regulation 34 of the Listing Regulations, is attached to this Report.

#### **21. COMPLIANCE WITH THE DISCRETIONARY REQUIREMENTS UNDER LISTING REGULATIONS**

The Board of Directors periodically reviewed the compliance of all applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of Listing Regulations. In addition, the Company has also adopted the following non-mandatory requirements to the extent mentioned below:

- **Audit Qualification**

The Company is in the regime of unqualified financial statements with unmodified opinion.

- **Reporting of Internal Auditor**

The Internal Auditor directly reports to the Audit Committee on functional matters.

The Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2)(a) of the Listing Regulations.

#### **22. SECRETARIAL AUDIT REPORT**

The Company has undertaken Secretarial Audit for the financial year 2020-21 which, inter alia, includes audit of compliance with the Companies Act, 2013, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by the Securities and Exchange Board of India and Foreign Exchange Management Act, 1999 and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this Annual Report.

#### **23. CEO/CFO CERTIFICATE**

The Chairman and Managing Director and the Chief Financial Officer of the company give annual certification on financial reporting and internal controls on the Board in terms of Regulation 17(8) of the Listing Regulations. The Annual Certificate given by the Chairman and Managing Director and the Chief Financial Officer is published in this report.

#### **24. OTHER DISCLOSURES**

a) During the year ended 31st March, 2021 there were material related party transactions as per regulation 23 of SEBI (LODR) Regulations, 2015, which were done in the ordinary course of business and at Arms' length Price and with the prior approval of the Audit committee.

b) Details of establishment of Vigil Mechanism:

The Board of Directors of the Company had adopted the Vigil Mechanism Policy. A mechanism has been established for all stakeholders including Directors, employees, vendors and suppliers to report concerns about unethical behavior, actual or suspected fraud, or violation of Code of Conduct and

Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairperson of the audit committee in exceptional cases. The Audit Committee reviews periodically the functioning of Vigil Mechanism Policy. No personnel has been denied access to the Audit Committee. A copy of the Vigil Mechanism Policy is also available on the website of the Company: [www.suryasalt.com](http://www.suryasalt.com) under corporate policies. The company has not received any complaint during the Financial Year ended 31.03.2021.

c) Details of non-compliance:

A Statement on Compliance with all Laws and Regulations as certified by the Managing Director and Company Secretary is placed at periodic intervals for review of the Board. There were no instances of non-compliance, penalty or 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. No penalty has been imposed by any Stock Exchange, SEBI or any other regulatory authority nor has there been any instance of non-compliance with any legal requirements, or on matters relating to the capital markets over the last three years.

d) The policy on dealing with related party transactions is available on the website of the Company: [www.suryasalt.com](http://www.suryasalt.com) under corporate governance.

e) The Company has adopted the policy on preservation of documents in accordance with Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Documents Preservation Policy is available on the website of the Company: [www.suryasalt.com](http://www.suryasalt.com) under corporate policies.

f) The Company has not raised any funds through preferential allotment or qualified institutions placement during the Financial Year ended 31.03.2021.

g) There has been no such incidence where the Board has not accepted the recommendation of the Committees of the Company during the year under review.

h) The Company Complied with the requirements of Schedule V Corporate Governance Report sub-para (2) to (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

i) Details of Compliance with Mandatory Requirements and adoption of Discretionary Requirements: The Company has complied with all the mandatory requirements of Corporate Governance as specified in Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. With regard to discretionary requirements, the Company has adopted clauses relating to the following:

i) Board: The Company has Non-Executive Chairperson and position of Chairman, Managing Director are held by separate Directors.

ii) Reporting of Internal Auditor: Internal Auditors reports directly to the Audit Committee.

j) Code of Conduct and Business Ethics

The Company has adopted a Code of Conduct and Business Ethics for Directors and Senior Management of the Company, as required under Regulation 17(5)(a) of the Listing Regulations. The Board has laid down Code of Conduct policy covering the ethical requirements to be complied with covering all the Board members and all employees of the Company. An affirmation of compliance with the code is received from them on an annual basis. The Code has been displayed on the Company's website [www.suryasalt.com/corporate-governance/](http://www.suryasalt.com/corporate-governance/) miscellaneous.

k) Disclosure with respect to Demat suspense account/unclaimed suspense account: The Company does not have any of its shares lying in demat/unclaimed suspense account.

## l) Details of total fees paid to Statutory Auditors:

A sum of Rs. 43,050/- was paid by the Company to the statutory auditor and all entities in the network firm / network entity of which the statutory auditor is a part as fees for all the services rendered by him.

For and on behalf of the Board of Directors

Date: 1<sup>st</sup> September , 2021

Place: JAIPUR

Sd/-  
SANJAY SARNA  
(Director)  
DIN: 07052586

Sd/-  
GIRDHAR SABOO  
(Managing Director)  
DIN: 00364750

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its Board of Directors and Senior Management Personnel.

I confirm that the Company has, in respect of the financial year ended March 31, 2021, received from the members of the Board and the senior management team of the Company, a declaration of compliance with the Code of Conduct as applicable to them.

Place: Jaipur

Date: 1<sup>st</sup> September , 2021

Sd/-  
GIRDHAR SABOO  
(Managing Director)  
DIN: 00364750

**CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO)**

To,  
The Board of Directors  
Saboo Sodium Chloro Limited

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Saboo Sodium Chloro Limited (“the Company”), to the best of our knowledge and belief certify that:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended 31<sup>st</sup> March, 2021 and to the best of our knowledge and belief, we state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading;
  - ii. these statements together present a true and fair view of the Company’s affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company’s code of conduct.
- c. We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- d. We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- e. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - i. significant changes, if any, in the internal control over financial reporting during the year;
  - ii. significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company’s internal control system over financial reporting.

Place: Jaipur  
Date: 1<sup>st</sup> September, 2021

Sd/-  
**GIRDHAR SABOO**  
*Managing Director*  
DIN: 00364750

Sd/-  
**V.P. GAGRANI**  
*Chief Financial Officer*

**REPORT OF THE AUDIT COMMITTEE**

To,  
The Shareholders,  
Saboo Sodium Chloro Limited,  
Jaipur

1. The Audit Committee of the Board of Directors comprises of 3 Directors (Non-Executive Independent Directors) of the Company. The Committee operates under a written charter adopted by the Board of Directors, and has been vested with all the powers necessary to effectively discharge its responsibilities.
2. The committee has primary responsibility for the financial statements and reporting process including the systems of internal controls. During the year, the Committee discussed with the Company's auditors about the overall scope and plans for their audit. The Committee also discussed the result of their examination, their evaluation of the Company's internal controls and the overall quality of the Company's financial reporting.
3. In fulfilling its oversight responsibilities, the committee has reviewed and discussed the Company's audited financial statements with the management. Relying on the review and discussions with the management and the auditors, the Audit Committee believes that the Company's financial statements are fairly presented in all material aspects.
4. The Company's Code of Business Conduct and Ethics has the mechanism whereby no personnel intending to make a complaint relating to Securities and financial reporting shall be denied access to the Audit Committee.

**Place: Jaipur**  
**Date: 1<sup>st</sup> September, 2021**

**Sd/-**  
**Sanjay Sarna**  
**(Chairman)**  
**Audit Committee**

**DECLARATION OF INDEPENDENCE****[Pursuant to Sec 149(7) of the Companies Act, 2013]**

Date: 06.05.2021

To,  
The Board of Directors  
Saboo Sodium Chloro Limited  
Surya House, L-5, B-II, Krishna Marg  
C-scheme, Jaipur (Raj.)-302001

Dear Sir,

Pursuant to section 149 (7) of the Companies Act, 2013, I, **Sanjay Sarna (DIN: 07052586)**, S/o Late Mr. Som Nath Sarna, aged 45 years, resident of 72, New Rajapark, Ramgali No.7, Ward No. 31 Jaipur, 302004, Rajasthan, India, being an Independent Director in Saboo Sodium Chloro Limited (hereinafter being referred as **the Company**) the date of appointment was 23.12.2014 and reappointment date was 27.09.2020, hereby declare that I fully meet the criteria as mentioned under section 149(6) of the companies Act, 2013 and such other rules & laws as may be applicable in this regards including the Listing agreement entered into by and between the company & the Stock Exchanges :

I hereby further declare **THAT-**

1. I am not/have never been a promoter of the company or its , its holding, subsidiary or associate company;
2. I am not/have never been in **pecuniary relationship or transaction** with the company, its holding, subsidiary or associate company, or their promoters, or directors, or senior management during the two immediately preceding financial years or during the current financial year;
3. None of my relatives has/had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or its promoters, or directors, amounting to two per cent. or more of its gross turnover during the two immediately preceding financial years or during the current financial year;
4. Neither me nor any of my relatives-
  - a) Holds or have held the position of a key managerial personnel or have been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company;
  - b) Have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company, of a firm of Statutory auditors or Internal auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm.
  - c) Hold together with my relatives two per cent or more of the total voting power of the company;
  - d) Are a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company.

5. I hereby undertake that the above is true to the best of my knowledge and understanding.
6. I hereby further undertake that as and when any circumstances arise which makes me lose my independence, I shall immediately inform the Board about the same.

Thanking You,  
Yours Faithfully,  
-sd-  
**Sanjay Sarna**  
**(DIN: 07052586)**  
**Independent Director**



**DECLARATION OF INDEPENDENCE****[Pursuant to Sec 149(7) of the Companies Act, 2013]**

Date: 06.05.2021

To,  
The Board of Directors  
Saboo Sodium Chloro Limited  
Surya House, L-5, B-II, Krishna Marg  
C-scheme, Jaipur (Raj.)-302001

Dear Sir,

Pursuant to section 149 (7) of the Companies Act, 2013, I, **Neeraj Kumar Agarwal (DIN: 05358002)**, S/o Mr. Ramesh Chand Agarwal, aged 62 years, resident of house no. KA-161, 2<sup>nd</sup> Floor, Sector no. 12 Pratap Vihar, Tehsil-sadar, Ghaziabad-201009, Uttar Pradesh, India, being an Independent Director in Saboo Sodium Chloro Limited (hereinafter being referred as **the Company**) the date of appointment was 23.01.2013 and re-appointment date is 28.09.2019, hereby declare that I fully meet the criteria as mentioned under section 149(6) of the companies Act, 2013 and such other rules & laws as may be applicable in this regards including the Listing agreement entered into by and between the company & the Stock Exchanges :

I hereby further declare **THAT-**

1. I am not/have never been a promoter of the company or its holding, subsidiary or associate company;
2. I am not/have never been **related** to promoters or directors or persons occupying management position at the board level or one level below the board in the company, its holding, subsidiary or associate company;
3. I am not/have never been in **pecuniary relationship or transaction** with the company, its holding, subsidiary or associate company, or their promoters, or directors, or senior management during the two immediately preceding financial years or during the current financial year;
4. None of my relatives has/had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or its promoters, or directors, amounting to two per cent. or more of its gross turnover during the two immediately preceding financial years or during the current financial year;
5. Neither me nor any of my relatives-
  - a) Holds or have held the position of a key managerial personnel or have been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company;
  - b) Have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company, of a firm of Statutory auditors or Internal auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm.
  - c) Hold together with my relatives two per cent or more of the total voting power of the company;

- d) Are a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company.
6. I hereby undertake that the above is true to the best of my knowledge and understanding.
7. I hereby further undertake that as and when any circumstances arise which makes me lose my independence, I shall immediately inform the Board about the same.

Thanking You,

Yours Faithfully,  
-sd-

**Neeraj Kumar Agarwal**  
**(DIN: 05358002)**  
**Independent Director**

**DECLARATION OF INDEPENDENCE****[Pursuant to Sec 149(7) of the Companies Act, 2013]**

Date: 06.05.2021

To,  
The Board of Directors  
Saboo Sodium Chloro Limited  
Surya House, L-5, B-II, Krishna Marg  
C-scheme, Jaipur (Raj.)-302001

Dear Sir,

Pursuant to section 149 (7) of the Companies Act, 2013, I, **Bikash kumar Lakhotia (DIN: 01470180)**, S/o Mr. Binod Kumar Lakhotia, aged 44 years, resident of house no. 6A, Iron Side Road, PO- Ballygunge, Kolkata 700019, West Bengal, India, being an Independent Director in Saboo Sodium Chloro Limited (hereinafter being referred as **the Company**) the date of re-appointment was 28.09.2019, hereby declare that I fully meet the criteria as mentioned under section 149(6) of the companies Act, 2013 and such other rules & laws as may be applicable in this regards including the Listing agreement entered into by and between the company & the Stock Exchanges :

I hereby further declare **THAT-**

8. I am not/have never been a promoter of the company or its holding, subsidiary or associate company;
9. I am not/have never been **related** to promoters or directors or persons occupying management position at the board level or one level below the board in the company, its holding, subsidiary or associate company;
10. I am not/have never been in **pecuniary relationship or transaction** with the company, its holding, subsidiary or associate company, or their promoters, or directors, or senior management during the two immediately preceding financial years or during the current financial year;
11. None of my relatives has/had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or its promoters, or directors, amounting to two per cent. or more of its gross turnover during the two immediately preceding financial years or during the current financial year;
12. Neither me nor any of my relatives-
  - e) Holds or have held the position of a key managerial personnel or have been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company;
  - f) Have been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I was appointed as Independent Director in the company, of a firm of Statutory auditors or Internal auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm.
  - g) Hold together with my relatives two per cent or more of the total voting power of the company;

h) Are a Chief Executive or director, by whatever name called, of any nonprofit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company.

13. I hereby undertake that the above is true to the best of my knowledge and understanding.

14. I hereby further undertake that as and when any circumstances arise which makes me lose my independence, I shall immediately inform the Board about the same.

Thanking You,

Yours Faithfully,

-sd-

**Bikash Kumar Lakhotia**

**(DIN: 01470180)**

**Independent Director**

Form No. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021  
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2015]

To,

The Members,  
Saboo Sodium Chloro Limited  
Surya House, L-5, B-II, Krishna Marg  
C-Scheme, Jaipur-302001 (Raj.)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Saboo Sodium Chloro Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Saboo Sodium Chloro Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31<sup>st</sup> 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Saboo Sodium Chloro Limited ("the Company") for the financial year ended on **31<sup>st</sup> March, 2021** according to the provisions of:

1. The Companies Act, 2013 (the 'Act') and the Rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the Audit Period)**
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable on the Company: -
  - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 & (Issue of Capital and Disclosure Requirements) Regulations, 2018.

- iv. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit Period)**
- v. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the Audit Period)**
- vi. 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;
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period)**
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period)**
- ix. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

6. The EPF & Misc. Provisions Act, 1952;

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India,;
- b. The Listing Agreements entered into by the Company with Bombay Stock Exchange with respect to Equity Shares listed on the Stock Exchange.
- c.

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

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NILL	NILL	NILL

**We further report that:**

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. During the period under review Ms. Kratika Godika resigned from the post of Non-Executive –Non Independent Director w.e.f 10/02/2021..
3. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent by hand/ E mail at least seven days in advance or at a shorter notice subject to the compliances under the Companies Act 2013 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.

**We 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.

**Date: 18/06/2021**

**Place: Jaipur**

**For Naredi Vinod and Associates  
Company Secretaries**

**(Vinod Kumar Naredi)**

**Prop.**

**ACS 20453**

**CP No. 7994**

**UDIN number A020453C000484906**

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

### Annexure to the Secretarial Audit Report

The Members,  
Saboo Sodium Chloro Limited  
Surya House, L-5, B-II, Krishna Marg  
C-Scheme, Jaipur-302001 (Raj.)

We have appointed as Secretarial Auditor of the Company for conducting Secretarial Audit as per provision of Companies Act 2013 for Financial Year 2020-21, we would like to inform that our report is to be read along with this letter.

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

**Date: 18/06/2021**  
**Place: Jaipur**

**For Naredi Vinod and Associates**  
**Company Secretaries**

**(Vinod Kumar Naredi)**  
**Prop.**  
**ACS 20453**  
**CP No. 7994**



**CERTIFICATE OF COMPLIANCES WITH THE CORPORATE GOVERNANCE****(Requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
 The Members,  
 Saboo Sodium Chloro Limited  
 Surya House, L-5, B-II, Krishna Marg  
 C-Scheme, Jaipur-302001 (Raj.)

We have reviewed the compliance of conditions of Corporate Governance by Saboo Sodium Chloro Limited, for the year ended 31st March, 2021, as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

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

No investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. Except as under:

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NILL	NILL	NILL

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.

**Date: 30/08/2021****Place: Jaipur**

**for Naredi Vinod and Associates  
 Company Secretaries**

**(Vinod Kumar Naredi)**

**Prop.  
 ACS 20453  
 CP No. 7994**

**UDIN NO. A020453C000854836**

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS****(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI****(Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
 The Members,  
 Saboo Sodium Chloro Limited  
 Surya House, L-5, B-II, Krishna Marg  
 C-Scheme, Jaipur-302001 (Raj.)

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Saboo Sodium Chloro Limited (hereinafter referred to as 'the Company') having CIN: L24117RJ1993PLC007830 and having registered office at Surya House, L-5, B-II, Krishna Marg C-Scheme, Jaipur-302001 (Raj.), 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](http://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 31<sup>st</sup> March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

<b>S. No</b>	<b>Name of the Director</b>	<b>Designation</b>	<b>DIN</b>	<b>DATE OF APPOINTMENT</b>
01	GIRDHAR GOPAL SABOO	Managing Director	00364750	01/10/2009
02	BIKASH KUMAR LAKHOTIA	Director	01470180	30/01/2009
03	NEERAJ KUMAR AGARWAL	Director	05358002	23/01/2013
04	SANJAY SARNA	Director	07052586	23/12/2014
05	DURGESH SHARMA	Director	08540732	12/08/2019
06	SANGITA DEVI	Additional Director	09161446	06/05/2021

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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.

**Place: Jaipur**  
**Date: 30/08/2021**

**Vinod Kumar Naredi**  
**For Naredi Vinod and Associates**  
**Company Secretaries**  
**ACS 20453**  
**CP No. 7994**

**UDIN NO. A020453C000854781**

**INDEPENDENT AUDITORS' REPORT****To,****The Members of****SABOO SODIUM CHLORO LIMITED****Jaipur****Report on the Financial Statements**

We have audited the accompanying financial statements of Saboo Sodium Chloro Limited ('the Company'), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2021, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that

give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We have conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations

given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2021;

- (a) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (b) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Government of India in terms of sub-section (11) of Section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **Annexure A**, a statement on the matters specified in the paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2021 taken on record by the Board of Directors, none of the

directors is disqualified as on 31<sup>st</sup> March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act; and

- f) With respect to the adequacy of the Internal Financial Controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure B**.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 2.30 to the financial statements.
  - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.

**For P. K. S. & CO.**

Chartered Accountants

FRN – 007007C

**[Piyush Kumar Singhi]**

Partner

Place: Jaipur

M. No. 075922

Date: 30<sup>th</sup> June, 2021

**ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT**

**Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section our report of even date to the members of SABOO SODIUM CHLORO LIMITED on the financial statements for the year ended 31<sup>st</sup> March 2021**

**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 with reference to financial statements of Saboo Sodium Chloro Limited ('the Company') as of 31<sup>st</sup> March 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 with reference to financial statements based on the internal controls 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 Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 ICAI. 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 with reference to financial statements 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 control system with reference to financial statements and their operating effectiveness. Our audit of internal financial control with reference to financial statements included obtaining an understanding of internal financial control with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to financial statements**

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to financial statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements 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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31<sup>st</sup> March 2021, based on the internal controls over financial reporting criteria established by the Company considering the components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For **P. K. S. & CO**  
Chartered Accountants  
FRN – 007007C

**[Piyush Kumar Singhi]**  
Partner  
M. No. 075922

Place: Jaipur  
Date: 30<sup>th</sup> June, 2021

**ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT**

The Annexure referred to in paragraph (1) of 'Report on other Legal and Regulatory Requirements' of our Independent Auditors' Report of even date to the members of the Saboo Sodium Chloro Limited, Jaipur on the Financial statements for the year ended on 31<sup>st</sup> March, 2021, we report that:

- (i)
  - a) The Company has not maintained records showing full particulars, including quantitative details and situation of fixed assets.
  - b) As explained to us, the fixed assets (property, plant and equipments) have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c) With respect to immovable properties of acquired land and building that are freehold according to the information and explanation given to us, but no records were produced for examination of the same. In respect of immovable properties of land and buildings that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company, where the company is the lessee in the agreement.
- (ii) As per the information and explanation given to us, the Company's management has carried out physical verification of inventory at regular intervals. No material discrepancies were noticed on such physical verification as informed by management.
- (iii) The Company has granted loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in register maintained under section 189 of the Companies Act, 2013 hence reporting as under:
  - A) The term and conditions of grant of such loan are, in our opinion, prime facie not prejudicial to the company's interest.
  - B) The schedule of repayment of principal and payment of interest has been not stipulated. As per explanation received loans are given without interest.
  - C) In view of not stipulation on interest and repayment amount of overdue not ascertainable as the end of year.
- (iv) In our opinion and according to the information and explanations given to us, during the year the company has complied with the provision of section 185 and section 186 of the act in respect of grant of loans, making investment and providing guarantees and securities, as applicable.
- (v) According to the information and explanations given to us, the company has not accepted any deposits from the public and hence the directives issued by

the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provisions of the act and the Companies (Acceptance of Deposit) Rules, 2016 with regard to the deposits accepted from the public are not applicable. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal on the Company.

(vi) As Informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub- section (1) of section 148 of the Act, in respect of the activities carried on by the company.

(vii)

a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of accounts in respect of undisputed statutory dues including provident fund, employee state insurance, income tax, sales tax, service tax, goods & service tax, duty of customs, duty of excise, value added tax, GST, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities and there are no undisputed dues outstanding as on 31<sup>st</sup> March 2021 for a period of more than six months from the date when they became payable.

b) On the Basis of information and explanation given to us, details of dues of Income-tax, Sales-Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax which have not been deposited as on 31<sup>st</sup> March 2021 on account of disputes are given below:

Annexure I

S. No.	Name of Statute	Nature of dues	Forum where dispute is pending	Demand (in Rs.)	Amount deposited (under Protest) (in Rs.)
3	Income Tax Act, 1961	Income Tax Demand for A.Y. 2017-18		6716.00	6716.00
4	Income Tax Act, 1961	Income Tax Demand (TDS) for A.Y. 2018-19		8698.50	8698.50
5	Income Tax Act, 1961	Prior Years		430754.98	430754.98

- (viii) Based on examination of books of accounts and information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to a financial institution or bank. Company has not issued any debentures; hence nothing is due to debenture holders.
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3(ix) of the order are not applicable to the company and hence not commented upon.
- (x) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no material fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) The company is not a Nidhi Company; hence reporting under this clause is not applicable.
- (xiii) The Company has complied with the provisions of Section 177 and section 188 of the Act w.r.t. transactions with the related parties, wherever applicable. Details of the transactions with the related parties have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- (xiv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the order are not applicable to the company and hence not commented upon.
- (xv) Based upon the audit procedure performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him as covered under section 192 of Companies Act, 2013. Accordingly, the provisions of clause 3(xv) of the order are not applicable to the Company and hence not commented upon.
- (xvi) According to the information and explanations given to us, the company is not

required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, provision of clause 3(xvi) of the order is not applicable to the company.

For **P. K. S. & CO**  
Chartered Accountants  
FRN – 007007C

**[Piyush Kumar Singhi]**  
Partner  
M. No. 075922

Place: Jaipur  
Date: 30<sup>th</sup> June, 2021

BALANCE SHEET AS AT 31st March, 2021			
	Note	As at	As at
		31st March 2021	31st March 2020
		(in Rs.)	(in Rs.)
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders Fund</b>			
<b>(1) Share Capital</b>	2	2418,25,000.00	24,18,25,000.00
(a) Share Application Money		-	-
(b) Reserve & Surplus	3	421,43,300.68	4,90,12,655.33
		<b>2839,68,300.68</b>	<b>29,08,37,655.33</b>
<b>(2) Non-current Liabilities</b>			
(a) Long Term Borrowings	4	1836,43,953.00	15,27,58,749.00
(b) Deferred Tax Liabilities	5	249,36,342.46	1,64,62,835.00
(c) Long Term Provision	6	14,74,288.00	14,74,288.00
		<b>2100,54,583.46</b>	<b>17,06,95,872.00</b>
<b>(3) Current Liabilities</b>			
(a) Short Term Borrowings & Advances	7	991,09,512.95	10,28,18,849.35
(b) Trade Payables	8	210,50,367.24	3,89,94,513.09
(c) Other Current Liabilities	9	55,36,184.84	54,23,497.90
(d) Short Term Provisions	10	71,24,956.96	76,86,272.96
		<b>1328,21,021.99</b>	<b>15,49,23,133.30</b>
<b>Total Liabilities</b>		<b>6268,43,906.13</b>	<b>61,64,56,660.63</b>
<b>II. ASSETS</b>			
<b>(1) Non-current Assets</b>			
(a) Property, Plant & Equipment	11		
(I) Tangible Assets		1542,40,120.59	16,87,93,256.49
(II) Intangible Assets		1,18,200.00	1,18,200.00
(III) Capital Work In Progress		476,63,545.00	4,76,63,545.00
		2020,21,865.59	<b>21,65,75,001.49</b>
(b) Non Current Investments	12	112,15,003.54	1,12,15,003.54
(c) Long Term Loans & Advances	13	365,83,850.84	3,83,66,138.42
(d) Other Non-current Assets	14	-	-
		<b>477,98,854.38</b>	<b>4,95,81,141.96</b>
<b>(2) Current Assets</b>			
(a) Current Investments	15	29,93,221.00	30,29,238.00
(b) Inventories	16	1773,40,658.00	15,74,95,772.00
(c) Trade Receivables	17	1145,31,912.82	6,53,38,753.21
(d) Cash & Cash Equivalents	18	36,11,449.64	22,21,487.94
(e) Short Term Loans & Advances	19	783,75,782.41	12,20,09,050.03
(f) Other Current Assets	20	1,70,163.00	2,06,216.00
		<b>3770,23,186.16</b>	<b>35,03,00,517.18</b>
<b>Total Assets</b>		<b>6268,43,906.13</b>	<b>61,64,56,660.64</b>
Significant Accounting Policies & Notes on Financial Statements	1		

The notes referred above from an integral part to financial statements.				
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As per our report of even date

**For P.K.S.& Co.**

**Chartered Accountants**

Firm Reg. No.007007C

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

**Piyush Kumar Singhi**

**Partner**

Membership No.075922

Jaipur, June, 30th, 2021

**Managing Director**

Girdhar Gopal Saboo

**DIN: 00364750**

**Director**

Sanjay Sarna

**DIN:07052586**



## PROFIT &amp; LOSS ACCOUNT FOR THE YEAR ENDING 31ST MARCH 2021

	<i>Note</i>	Year Ended 31st March 2021 <i>(in Rs.)</i>	Year Ended 31st March 2020 <i>(in Rs.)</i>
(I) Revenue from operations	21	3003,77,174.13	28,28,51,195.85
(II) Other Income	22	72,44,699.26	71,83,434.69
<b>Total Revenue</b>		<b>3076,21,873.39</b>	<b>29,00,34,630.54</b>
<b>(III) Expenses:</b>			
Cost of materials consumed	23	711,98,537.24	13,72,98,397.19
Changes in inventories of finished goods, work-in-progress and stock-in-trade	24	71,31,680.11	(1,44,21,364.91)
Employee benefit expense	25	69,18,382.00	81,12,573.00
Financial costs	26	310,42,102.07	2,98,60,531.99
Depreciation and amortization expense	11	146,78,879.00	1,69,12,121.00
Other expenses	27	1747,51,640.16	11,10,04,251.52
<b>Total Expenses</b>		<b>3057,21,220.58</b>	<b>28,87,66,509.79</b>
<b>Profit and Loss before tax</b>		<b>19,00,652.81</b>	<b>12,68,120.75</b>
<b>Short/ (Excess) Provision for Earlier Year</b>			
<b>Tax expense:</b>			
Current tax <i>(Provision)</i>		2,96,500.00	2,13,804.00
Deferred tax <i>(Provision)</i>		84,73,507.46	
<b>Total Tax Expenses</b>		<b>87,70,007.46</b>	<b>2,13,804.00</b>
<b>Profit and Loss after Tax for the Period</b>		<b>(68,69,354.65)</b>	<b>10,54,316.75</b>
<b>Earning per equity share:</b>			
Basic		<b>(0.28)</b>	<b>0.04</b>
Diluted	32	<b>(0.28)</b>	<b>0.04</b>
Summary Of Significant Accounting Policies	1		
As per our report of even date attached			

For P.K.S.&amp; Co.

Chartered Accountants

Firm Reg. No.007007C

Piyush Kumar Singhi

Partner

Membership No.075922

Jaipur, June, 30th, 2021

For and on behalf of the Board of Directors

Managing Director

Girdhar Gopal Saboo

DIN: 00364750

Director

Sanjay Sarna

DIN:07052586

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31.3.2021

(Annexed to the Balance Sheet for FY 2020-21)

PARTICULARS	31.03.2021	31.03.2020
<b><u>A. Cash Flow from Operating Activities</u></b>		
Net Profit before Tax and extraordinary items	19,00,652.81	12,68,120.75
<i>Adjustments for :</i>		
Depreciation	146,78,879.00	1,69,12,121.00
Dividend received	234.00	-
Interest (Income)	3,15,711.00	10,73,114.87
Profit on sale of fixed assets	1,39,843.00	-
Interest Expense	303,33,309.93	2,90,39,306.00
<b>Operating Profit before Working Capital Changes</b>	<b>473,68,629.74</b>	<b>4,82,92,662.62</b>
<i>Adjustments for :</i>		
Decrease/(Increase) in Inventories	(198,44,886.00)	(1,69,77,880.86)
Decrease/(Increase) in Trade & Other Receivables	(491,93,159.61)	(22,81,915.26)
Decrease/(Increase) in Other Assets	(43,632.39)	2,94,678.60
Increase/(Decrease) in Current Liability	(183,92,774.91)	1,16,32,729.63
Preliminary Exp. Not Written Off	-	-
<b>Cash Generated From Operations</b>	<b>(401,05,823.16)</b>	<b>4,09,60,274.73</b>
Income Tax	(2,96,500.00)	(2,13,804.00)
<b>Net Cash from Operating Activities</b>	<b>(404,02,323.16)</b>	<b>4,07,46,470.73</b>
<b><u>B. Cash Flow from Investing Activities</u></b>		
Purchase of Fixed Assets	(1,85,897.10)	(26,87,274.00)
Proceeds from sale of fixed assets	-	-
Interest Received	(3,15,711.00)	(10,73,114.87)
Sale/ (Purchase) of Investments	36,017.00	15,77,542.00
Decrease (Increase) in Loans & Advances and Other Assets	454,15,555.19	16,91,775.16
Dividend Income	(234.00)	-
<b>Net Cash from Investing Activities</b>	<b>449,49,730.09</b>	<b>(4,91,071.71)</b>
<b><u>C. Cash Flow from Financing Activities</u></b>		
Proceeds/(Repayment) of Long Term Borrowings	308,85,204.00	(1,18,68,880.10)
Proceed/(Repayment) of Short Term Borrowings	(37,09,336.40)	20,09,663.16
Issue of Share Capital/ Share Application Money	-	-
Interest paid	(303,33,309.93)	(2,90,39,306.00)
<b>Net Cash from Financing Activities</b>	<b>(31,57,442.33)</b>	<b>(3,88,98,522.94)</b>
<b>Net Increase (Decrease) in Cash and Cash Equivalents</b>	<b>13,89,962.69</b>	<b>13,56,876.08</b>
Cash and Cash Equivalents at the Beginning of the year*	22,21,486.94	8,64,610.86
<b>Cash and Cash Equivalents at the end of the year</b>	<b>36,11,449.63</b>	<b>22,21,486.94</b>

As per our report of even date attached

For P.K.S. &amp; Co.

Chartered Accountants

Piyush Kumar Singhi

Partner

Membership No.075922

Jaipur, June, 30th, 2021

For and on behalf of the Board of Directors

Managing Director  
Girdhar Gopal Saboo  
DIN: 00364750

Director  
Sanjay Sarna  
DIN:07052586

**NOTE 1 :SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS****SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS****1. Significant Accounting Policies****Basis of Preparation of Financial Statement**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory Accounting Standards (AS) as prescribed under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

**Use of Estimates**

The presentation of financial statement is in conformity with the generally accepted accounting principle, that requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of the financial statement and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in which the results are known / materialized.

**Valuation of Inventory:-**

The stock of Raw Material, Work-in-progress, Stock in trade and finished goods has been valued at the lower of cost and net realizable value. Cost is measured on actual Cost for the year and includes cost of materials and cost of conversion. Excise duty wherever applicable is provided on finished goods lying within the factory at the end of the year. All other inventories of accessories and packing materials are valued at lower of cost or net realizable value.

**Cash Flow Statement:-**

Cash flow Statements has been prepared by adopting the Indirect method as prescribed under para 18 of Accounting Standard-3 (AS-3) on "Cash Flow Statement".

**Revenue Recognition:-**

Sales are recognized based on passage of title to goods which generally coincides with delivery and acceptance and on transfer of all significant risk and rewards of ownership to the buyer. Revenue from export sales are recognized on shipment basis. The company presents sales net of returns, excise duty sales tax and Goods & Services Tax. Export incentives are accounted on accrual basis at the time of export of goods, if the entitlement can be estimated with reasonable accuracy and conditions precedent to claim are fulfilled. Dividend is accounted for as and when right to receive payment is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

**Property Plant and Equipment:-**

a. Property Plant and Equipment are stated at its cost less any accumulated depreciation and any accumulated impairment losses.

b. Cost comprises its purchase price including directly attributable cost, including import duties and non-refundable purchase taxes, after deducting trade discount and rebates.

C. Depreciation / Amortization is provided on Straight Line method (SLM) based on the useful life as Specified in Part 'C' of Schedule II of Companies Act, 2013 after retaining residual value of 5%.

**Intangible Assets:-**

- a. Intangible assets are recognized when it is probable that the future economic benefits that are Attributable to the asset will flow to the company and the cost of the asset can be measured reliably.
- b. Intangible Asset i.e. software & patent is amortized on Straight Line Method basis considering best estimate of its useful life of 5 years as provided in Accounting Standard 26 considering NIL residual value. Depreciation on additions / disposals during the year is provided on pro-rata basis.

**Foreign currency Transaction:-**

- a. Transaction denominated in foreign currencies is normally recorded at the exchange rate prevailing on the day of transaction.
- b. Monetary items denominated in foreign currency at the year-end and not covered by the foreign exchange contract are restated at year end rates.
- c. In case of transactions which are covered by forward exchange hedging contracts are recorded at forward hedged rates on matured deals. Difference between transaction rates and hedging contract rates are recognized as exchange difference and charged/credited to the Statement of Profit and Loss

**Government Grants:-**

Government grants related to depreciable property, plant & equipment is treated as deferred income which is recognised in the statement of profit and loss on a systematic and rational basis over the useful life of the asset i.e. such grants is allocated to income over the periods and in the proportion in which depreciation on those assets is charged.

**Investments:-**

Investments are classified as Long Term Investments and Current Investments. Long term investments are stated at cost less permanent diminution in value, if any. Current Investments are stated at lower of cost and net realizable value.

**Employee Benefits:-**

**A. Defined Contribution Plan:**

Companies contribution in respect of provident fund (PF) and employee state insurance (ESI) to the eligible employees and paid/payable, if any, are shortly recognized in the statement of profit and loss

**B. Defined Benefit Plan:**

Gratuity: - The Company has not made provision for gratuity, a defined benefit retirement plan for its employees. The plan provides for lump sum payments to the eligible employees at retirement, death while in employment or on termination of employment or otherwise as per the provisions of The Payment of Gratuity Act, 1972. The Company accounts for liability of future gratuity benefits bases on an external actuarial valuation on projected unit credit method carried out annually for assessing liability as at the Balance sheet date.

**Borrowing Cost:-**

Borrowing cost that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing Cost is recognized as an expense in the period in which they are incurred.

**Earnings per Share:-**

The earning considered in ascertaining the company's earnings per share comprises the net profit/losses for the period attributable to equity shareholder The number of share used in computing basis earning per share is the weighted average number of share outstanding during the year.

**Taxes on Income:-**

Tax expense consists of both current as well as deferred tax. Current tax represents amount of income tax payable including the tax payable u/s 115JB, if any, in respect of taxable income for the year. Minimum Alternate Tax Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax within the specified period. The said asset is created by way of a credit to the Statement of Profit and Loss and is shown as MAT Credit Entitlement.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts. Deferred taxes is recognized on timing difference between the accounting income and the taxable income for the year that originates in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax asset is recognized and carried forward to the extent that there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized.

**Impairment of Assets:-**

An asset is considered as impaired in accordance with Accounting Standard 28 on Impairment of Assets when at balance sheet date there are indications of impairment and the carrying amount of the asset, or where applicable the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the asset's net selling price and value in use). The carrying

amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

**Provision, Contingent Liabilities and Contingent Assets:-**

a) Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

B) Contingent Liabilities is disclosed in Notes to the account for (I) Possible obligations which will be confirmed only by future events not wholly within the control of the company or (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimates of the amount of the obligation cannot be made. Contingent assets are not recognized in the financial statement since this may result is the recognition of the income that may never realized

	As at 31st March 2021 (in Rs.)	As at 31st March 2020 (in Rs.)
<b>Note 2 : Share Capital</b>		
<b>a) Authorized :</b>		
2,50,00,000 equity shares of Rs. 10/- each (previous Year 2,00,00,000 equity shares of Rs. 10 each)	2500,00,000.00	2500,00,000.00
	<u>2500,00,000.00</u>	<u>2500,00,000.00</u>
<b>b) Issued Capital*:</b>		
2,41,82,500 equity shares of Rs. 10/- each (previous Year 1,91,82,500 equity shares of Rs. 10 each)	2418,25,000.00	2418,25,000.00
	<u>2418,25,000.00</u>	<u>2418,25,000.00</u>
<b>c) Subscribed &amp; Paid Up Capital*:</b>		
2,41,82,500 equity shares of Rs. 10/- each (previous Year 1,91,82,500 equity shares of Rs. 10 each)	2418,25,000.00	2418,25,000.00
	<u>2418,25,000.00</u>	<u>2418,25,000.00</u>

\*see note 4.1

**Note 2.1 The details of shareholder holding in excess of 5% shares are as under:**

Name of Shareholder	As at 31st March, 2021		As at 31st March, 2020	
	% of shares	No. of Shares	% of shares	No. of Shares
Girdhar Saboo	46.53	112,52,839.00	46.53	112,52,839.00
Archana Saboo	9.30	22,50,000.00	9.30	22,50,000.00

**Note 2.2** Out of above, Shri Girdhar Saboo & Archana Saboo are directors in the company and in other companies also Shri Girdhar Saboo is one of the director and shareholder.

**Note 2.3 Reconciliation of number of shares outstanding**

Equity Shares at the beginning of the year	241,82,500.00	241,82,500.00
Addition/ deletion during the year	-	-
Equity Shares at the end of the year	241,82,500.00	241,82,500.00

**Note 2.4:** see note 4.1 below

**Note 3 : Reserve and Surplus Profit & Loss Account**

Balance from Previous Year	254,92,655.33	244,38,338.58
Add: Profit During the Year	(68,69,354.65)	10,54,316.75
Add: Retained Earning	-	-
	<u>186,23,300.68</u>	<u>254,92,655.33</u>

**Share Premium**

As per last balance sheet	235,20,000.00	235,20,000.00
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**Capital Reserve**

Share Premium

<b>Total</b>	<b>421,43,300.68</b>	<b>490,12,655.33</b>
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**Note 4 : Long Term Borrowings****a) Secured Loan****Banks**

Term Loan For Rajgarh Solar SBI	179,68,665.00	204,38,152.00
ICICI BANK LTD. - CAR LOAN	24,76,743.00	29,90,000.00
DHFL Term Loan 2018	953,80,337.00	926,82,749.00
SUBSIDY RECEIVED	50,00,000.00	50,00,000.00
TATA Cap Financial Services Private Ltd	266,41,576.00	302,77,848.00

**Others**

	-	
<b>Total</b>	<b>1474,67,321.00</b>	<b>1513,88,749.00</b>

## Note 4.1:

1) SBI Term Loan (Govindi) is primarily secured against Plant, fixed assets of the company with extension of charge.

2) ICICI Bank Ltd. Car Loan is secured against car.

3) DHFL term Loan Is secured against Land at pipla Bharat Singh, Ajmer Road Jaipur.

4) Kotak Prime Ltd. loan is secured against existing vehicles.

5) Tata Capital Financial Service Ltd. is primarily secured against Land at 502,503,493/554,201/1 Village Chirota Tehsil Sanganer, Jaipur in the Name of Rajasthan Mega Developers Pvt Ltd

6) IDFC First Bank is Business Loan Against Personal Guarantee of Mr. Girdhar Gopal Saboo

7) SBI CCECL Term Loan (Govindi) is primarily secured against Plant, fixed assets of the company with extension of charge.

8) SBI GECL Term Loan (Govindi) is primarily secured against Plant, fixed assets of the company with extension of charge.

9) Tata Capital Financial Service Ltd. is primarily secured against Land at 502,503,493/554,201/1 Village Chirota Tehsil Sanganer, Jaipur in the Name of Rajasthan Mega Developers Pvt Ltd

**Terms of repayment are given below:**

1) Term Loans taken from SBI is repayable in quarterly installments of Rs.12,36,000/- .

2) Loan Taken from ICICI Bank Ltd. is repayable in monthly EMI of Rs 174890.00 each.

3) Loan Taken from IDFC First Bank Ltd. is repayable in monthly EMI of Rs 140129.00 each.

4) Loan taken from DHFL is Repayable in monthly EMI Of Rs. 1228283.00 each

5) Loan taken from Tata Capital Financial Service Ltd is repayable in monthly EMI of Rs. 547620.00 each.

6) Loan taken from Kotak Prime is repayable in monthly EMI of Rs.117155.00 each.

7) Term Loans CCECL taken from SBI is repayable in monthly installments of Rs.3,34,000/- .

8) Term Loans GECL taken from SBI is repayable in monthly installments Start From 1st June-2021 of Rs.6,67,000/- .

9) Loan GECL from Tata Capital Financial Service Ltd is repayable in monthly Start From 5th Nov-2024 of Rs. 308943.00 each.



**b) Unsecured Loan****Others**

SBI Interest Loan	51,43,321.00	-
SBI CCECL Loan	50,28,788.00	-
SBI GECL Loan	241,50,866.00	-
Tata Capital Covid-19 Interest Loan	<b>18,53,657.00</b>	<b>13,70,000.00</b>
<b>Total (a+b)</b>	<b>1836,43,953.00</b>	<b>1527,58,749.00</b>

**Note 5 : Deferred Tax Liabilities**

Provision for Deffered Tax	249,36,342.46	164,62,835.00
	<b>249,36,342.46</b>	<b>164,62,835.00</b>

**Note 6 : Long Term Provision**

Provision for Employee Benefits		
Gratuity Payable	14,74,288.00	14,74,288.00
	<b>14,74,288.00</b>	<b>14,74,288.00</b>

**CURRENT LAIBILITIES****Note 7 :Short Term Borrowings & Advances****Banks**

Rupee Loans-SBI CC	980,96,458.47	1007,04,160.59
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**Others**

Short Term Advances, Inter Corporate Loans		
IDFC FIRST BANK	10,13,054.48	20,34,439.48
Kotak Mahindra Loan II		80,249.28
	<b>991,09,512.95</b>	<b>1028,18,849.35</b>

Note 7.1 : a) Working Capital Loans from SBI are secured by first pari passu charge on present and future stock of raw materials, stock-in-process, finished goods, stores and spares, book debts, etc., and second pari passu charge on the Total Fixed Assets

**Note 8: Trade Payables**

Sundry Creditors	178,63,079.30	327,24,206.95
Advances From Customers	31,87,287.94	62,70,306.14
	<b>210,50,367.24</b>	<b>389,94,513.09</b>

**Note 9 : Other Current Liabilities****Note 9.1 :Liability Towards Employees**

Bonus Payable	84,825.00	84,825.00
P. F. ( Employee Contribution)	36,972.00	6,816.00
P. F. (Employer) - Payable	36,972.00	6,816.00
Salary Payable	13,09,910.00	8,33,818.00
Stipend Payable	16,793.00	16,793.00
	<b>14,85,472.00</b>	<b>9,49,068.00</b>

**Note 9.2: Other Current**

**Liabilities**

TDS Payble	10,38,254.00	23,44,578.85
GST Payable	-	4,87,691.12
TCS Payable	15,930.00	-
Administrative Chrges On P.F. (Payable)	1,786.00	-
Audit Fee Payable	-	51,000.00
Security Deposits	15,79,859.93	15,91,159.93
Girdhar Gopal saboo	14,14,882.91	-
	<b>40,50,712.84</b>	<b>44,74,429.90</b>

Note 9.3 : Out of the above amounts as referred to in above note 7,8 & 9 Rs. nil pertain to the Micro, Small and Medium Enterprises (MSME) as defined under " Micro, Small and Medium Enterprises Development Act, 2006" based on the information available with the Company. There is no interest or overdue interest payable to such parties as at March 31, 2021 (March 31, 2020 : Rs. NIL )

**Note 10 : Short Term Provisions**

Provision For Exp.	4,83,328.00	3,82,601.00
Provision For Taxation	63,45,128.96	70,89,867.96
Provision For Taxation-2020-21	2,96,500.00	2,13,804.00
	<b>71,24,956.96</b>	<b>76,86,272.96</b>

Note 10.1: Provision for taxation also includes MAT credit asset provision of Rs.64.93 lacs which are to be set off against the regular tax liability of the company in the succeeding years. However, no such set off is made during the year under consideration (see note 13.1 also)

Note 11: Fixed Assets											
Tangible Fixed Assets											
PARTICULARS	Gross Block				Depreciation				Net Block**		
	As at 31-Mar-2020	Addition/ Transfer During the Year	Retained Earning	Deletion	As at 31-Mar-2021	As at 31-Mar-2020	For the Year	Idelations	As at 31-Mar-2021	As at 31-Mar-2021	As at 31-Mar-20
1. Land & Site Development	29604670.00	-	-	-	296,04,670.00	-	-	-	-	296,04,670.00	296,04,670.00
2. Building	111508636.00	-	-	-	1115,08,636.00	587,94,211.33	48,52,569.00	-	636,46,780.33	478,61,855.67	527,14,424.67
3. Plant & Machinery	304008227.00	18,203.00	-	-	3040,26,430.00	2218,78,274.12	85,60,119.00	-	2304,38,393.12	735,88,036.88	821,29,952.88
4. Furniture & Fixture	5347849.00	36,000.00	-	-	53,83,849.00	32,51,034.38	5,49,527.00	-	38,00,561.38	15,83,287.62	20,96,814.62
5. Vehicles	16795731.00	16,525.00	-	2,00,000.00	166,12,256.00	161,18,468.86	2,45,744.00	1,39,845.00	162,24,367.86	3,87,888.14	6,77,262.14
6. Office Equipments	3139145.00	-	-	-	31,39,145.00	30,38,550.12	46,910.00	-	30,85,460.12	53,684.88	1,00,594.88
7. Computers And data Processing Unit	147725.00	69,999.10	-	-	2,37,724.10	1,04,777.00	52,894.00	-	1,57,671.00	80,053.10	42,948.00
8. Electrical Instalation and	2124651.30	25,170.00	-	-	21,49,821.30	7,36,881.00	3,61,093.00	-	10,37,374.00	10,51,847.30	13,87,770.30
9. Mobile	62294.00	-	-	-	62,294.00	23,475.00	10,023.00	-	33,498.00	28,796.00	38,818.00
Sub-Total	472738928.30	1,85,897.10	-	2,00,000.00	4727,24,825.40	3039,45,671.81	146,78,879.00	1,39,845.00	3184,84,705.81	1542,40,119.59	1687,93,256.49
WIP	47663545.00	-	-	-	476,63,545.00	-	-	-	-	476,63,545.00	476,63,545.00
Total	520402473.30	1,85,897.10	-	2,00,000.00	5203,88,370.40	3039,45,671.81	146,78,879.00	1,39,845.00	3184,84,705.81	2019,03,664.59	2164,56,801.49
Intangible Fixed Assets											
PARTICULARS	Gross Block				Depreciation				Net Block		
	As at 31-Mar-2020	Addition/ Transfer During the Year		during the	As at 31-Mar-2021	As at 31-Mar-2020	For the Year	Idelations	As at 31-Mar-2021	As at 31-Mar-2021	As at 31-Mar-2020
Trade Mark	118200	0			118200	0	0		0	118200	118200
Total	118200	0		0	118200	0	0	0	0	118200	118200

**Note 12: Non Current Investments****Trade Investment - Unquoted**

NSC Post Office	4,000.00	4,000.00
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**Other Investments****In Equity Shares of Associate Company**

Fortress Hotels &amp; Resorts P Ltd -

Unquoted	110,65,500.00	110,65,500.00
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**Other Companies**

Unquoted	1,45,503.54	1,45,503.54
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<b>112,15,003.54</b>	<b>112,15,003.54</b>
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<b>112,15,003.54</b>
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Aggregate Amount of Quoted Investments

-

-

Aggregate Amount of UnQuoted Investments

112,15,003.54

112,15,003.54

**Note 13 : Long Term Loans & Advances***(Unsecured considered good)*

TDS & Advance Tax	17,640.00	87,627.00
MAT Credit Entitlement	64,92,900.00	64,92,900.00
Security Deposits	297,17,753.00	297,17,753.00
CGST Input	1,65,063.81	7,97,535.41
SGST Input	1,89,574.35	7,97,535.41
IGST Input	246.68	3,81,851.65
TCS		10,963.95
TDS	673.00	79,972.00
	<b>365,83,850.84</b>	<b>383,66,138.42</b>

Note 13.1: The company has Rs.64.93 lacs as MAT credit entitlement as per the return filed for the AY 2015-16. The company is liable to pay MAT and no regular tax is payable by the company during the year. As a matter of prudence, this MAT credit is shown as asset as the same would be available for set off towards regular tax liability

**Note 14 : Other Non Current- Unamortised Expenses**

Preliminary Expenses

-

-

-

-

**CURRENT ASSETS****Note 15: Current Investments****Trade Investment****In Certificate of Deposits - Unquoted**

FFD With HDFC-6107	-	36,017.00
State Bank Of India	29,93,221.00	29,93,221.00
	<b>29,93,221.00</b>	<b>30,29,238.00</b>
Aggregate Amount of Quoted Investments	-	-
Aggregate Amount of UnQuoted Investments	29,93,221.00	30,29,238.00

**Note 16: Inventories***(lower of cost or net realisable value)*

Raw Material	603,76,628.19	373,74,246.55
Packing Material	129,63,246.06	95,50,413.07
Consumables (Stores and Spares)	40,54,314.07	34,92,962.59
Finished goods	994,41,444.68	1065,69,919.79
Food & Beverages	3,03,015.00	2,26,430.00
Stores & Operating Supplies	2,02,010.00	2,81,800.00
	<b>1773,40,658.00</b>	<b>1574,95,772.00</b>

Note 16.1: The Management is of the view that now there is reasonable certainty with regard to the realization of the Certificates of power generation as received from the appropriate authority. Therefore inventory of such certificates have been valued and accounted as per prudent approach and as per past practice.

**Note 17 :Trade Receivables***(unsecured and considered good)*

More than 6 Months	125,17,023.26	125,57,023.26
Others	1020,14,889.56	527,81,729.95
	<b>1145,31,912.82</b>	<b>653,38,753.21</b>

**Note 18 : Cash And Cash Equivalents**

Cash In hand	29,00,981.87	5,29,025.47
Balances with Scheduled Banks	7,10,467.77	16,92,462.47
	<b>36,11,449.64</b>	<b>22,21,487.94</b>

**Note 19 : Short Term Loan And Advances***(Unsecured considered good)*

Imprest A/C	22,09,324.93	22,54,712.93
Loans & Advances to Related Parties	724,21,060.18	1065,85,999.69
Other Advances	22,000.00	22,000.00
Advances For Goods and Expenses	37,23,397.31	131,46,337.41
	<b>783,75,782.42</b>	<b>1220,09,050.03</b>

Note 19.1: Loans & Advances given to Related Parties:

	<b>As at 31st March 2021</b>	<b>Max. Bal. outstanding in the year</b>
Tiger Salt Pvt Ltd.	224,09,983.00	224,09,983.00

Rajasthan Mega Developers P Ltd	141,47,400.00	141,47,400.00
Fortress Hotels & Resorts Pvt Ltd	58,60,700.00	58,60,700.00
Nawa Hotels and Resorts Private Limited	205,03,099.00	20503099.00
Saboo Damodar Ropeways Private Limited	3,94,556.00	394556.00

Note 19.2: All the above advances are on demand and non interest bearing. The management consider all such advances as good.

Note 19.3: As the advances are on demand, the same are treated as short term though the same are outstanding for more than one year.

#### Note 20 : Other Current Assets

Prepaid Insurance	1,70,163.00	2,06,216.00
		-
	<b>1,70,163.00</b>	<b>2,06,216.00</b>

#### Note 21 : Income From Operations

##### Products

Sales Salt	2865,92,081.50	2488,07,701.15
REC	-	37,08,400.00
Income from Sale of Electricity (Third Party)	8,35,571.00	16,55,926.00
Prior Period Income from Sale of Electricity (Third Party)	-	45,70,364.00
Room Revenue & Banquet Revenue	99,41,214.49	12544923.21
Food & Restaurants Revenue (F & B Sales)	30,08,307.14	11563881.49
	<b>3003,77,174.13</b>	<b>2828,51,195.85</b>

#### Note 22 : Other Income

Discount Received and Rate Difference	-	1,121.84
Accrued Interest on Strd	-	<b>1,77,018.00</b>
Dividend Received	234.00	234.00
Insurance Claim Received	3,94,891.00	25,40,127.88
Interest On FDR	27,378.00	1,50,137.00
Interest on Security Deposit	-	91,538.00
Interest From Parties	2,88,333.00	6,54,421.87
Agriculture Income	1,00,000.00	-
Scrap Sales	18,00,000.00	-
Miscellaneous A/c W/off	10,700.36	-
Miscellaneous Income	44,83,319.90	35,68,836.10
PROFIT/LOSS ON SALE OF FIXED ASSETS	1,39,843.00	-
	<b>72,44,699.26</b>	<b>71,83,434.69</b>

Note 22.1: Misc. income includes net of credit and debit balances written off against which no amount is expected to be payable or receivable as per the management.

#### Note 23 : Cost of Raw Material Consumed

Raw Material Consumed	504,70,534.36	1159,89,536.87
Packing Material Consumed	142,52,076.26	112,97,374.81
Purchases of Trading Material	36,30,515.26	36,30,515.26
Wastage and Salvage Goods	18,150.00	18,150.00
Consumable Store	6,01,565.03	21,48,622.52
Kitchen Expenses	21,16,007.30	40,87,297.73
Wages Expenses	-	34,000.00
Laundry Expenses	80,289.02	-
House Keeping Expenses	29,400.00	92,900.00
	<b>711,98,537.24</b>	<b>1372,98,397.19</b>

## Note 23.1:

## a) Raw Material Consumed

## Includes

Raw Salt	351,39,283.61	1004,76,790.35
Iodine	4,83,091.36	3,13,920.12
PFC	89,661.56	19,285.40
	<b>357,12,036.54</b>	<b>1008,09,995.87</b>

## b) Packing Material Consumed Includes

HDPE Bardana	34,51,328.71	58,28,628.32
Poly Pouch	64,24,211.37	53,61,224.95
Laminated Roll	46,07,444.54	1,07,521.55
	<b>144,82,984.63</b>	<b>112,97,374.81</b>

## Note 23.2: Value of Raw Material &amp; Packing Material Consumed

Imported	2020-21	2019-20
Indigenous	538,25,536.42	1157,37,886

## Note 23.3: Value of Imports on CIF Basis in respect of:

Raw Material	2020-21	2019-20
Packing Material	-	-

**Note 24 : Changes in Inventories of Finished Goods, WIP & Stores****Opening Stock**

Salt	1065,69,919.79	918,51,501.88
REC Stock	-	-
Food & Beverages	2,26,430.00	3,56,246.00
Stores & Operating Supplies	2,81,800.00	4,49,037.00
	<b>1070,78,149.79</b>	<b>926,56,784.88</b>

**Closing Stock**

Salt	994,41,444.68	1065,69,919.79
Food & Beverages	3,03,015.00	2,26,430.00
Stores and Operating Supplies	2,02,010.00	2,81,800.00
	<b>999,46,469.68</b>	<b>1070,78,149.79</b>
	<b>71,31,680.11</b>	<b>(144,21,364.91)</b>

**Note 25 : Employees Benefit Expenses**

Salaries	40,50,803.00	45,69,232.00
Directors Remuneration & Perquisites	24,00,000.00	30,00,000.00
Bonus	-	53,134.00
Canteen Exp.	63,173.00	71,097.00
Employer Contribution to P.F.	2,51,831.00	3,06,946.00
Stipend to Apprentice	-	9,677.00
Workmen & Staff Welfare	1,52,575.00	1,02,487.00
	<b>69,18,382.00</b>	<b>81,12,573.00</b>

Note 25.1 : The Company has not complied with mandatory accounting standard AS-15 on employees benefit in so far as the provision for post retirement benefit are concerned (see notes also). Leave encashment etc. are charged on cash basis

#### Note 26 : Financial Costs

Bank Commission & charges	1,18,792.14	2,10,056.99
Processing Fees on Bank Loan	5,90,000.00	6,11,169.00
Interest On Bank Borrowing & Others	303,33,309.93	290,39,306.00
	<b>310,42,102.07</b>	<b>298,60,531.99</b>

#### Note 27 : Other Expenses

##### Note 27.1 : Auditor's

##### Remuneration

Statutory Audit Fees	43,050.00	35,000.00
Tax Audit Fees	10,500.00	10,000.00
	<b>53,550.00</b>	<b>45,000.00</b>

##### Note 27.2 : Selling & Distribution Exp

Advertisement Expenses	1,84,872.00	11,12,442.50
Discount & Rebate	87,919.75	1,93,246.80
Sales Distribution & Retailing Exp.	8,18,040.18	10,90,440.00
Quality Discount	-	5,32,659.75
Commission on Sales	-	80,785.00
Freight Outward (Factory)	11,08,113.00	30,52,420.00
Distribution Discount	800,60,655.00	704,65,865.00
Sales Promotion Exp.	89,237.00	1,29,835.00
Travelling Exp.	1,86,852.00	12,88,976.33
Customer Entertainment Exp		8,450.00
	<b>825,35,688.93</b>	<b>779,55,120.38</b>

Note 27.2.1: Selling & distribution expenses also includes salary paid to the marketing staff of the company

Note 27.2.2: Travelling expenses includes director travelling expenses consisting of expenses of lodging, boarding and other expenses incurred.

#### Note 27.3 : Other Expenses

**a) Manufacturing Expenses**

Electricity & Duty Exp.	43,17,166.00	57,10,384.38
Freight Inward	46,946.80	9,87,691.59
Power & Fuel ( <i>diesel &amp; fire wood</i> )	-	1,03,086.00
Labour Exp (Loading & Unloading)	-	35,000.00
Store & Spares	10,28,402.89	9,54,143.70
Building Repair & Maintenance	3,78,917.00	28,750.00
Insurance	4,49,564.00	-
Plant & Machinery Repair	2,44,971.00	1,87,820.00
Raw salt Kyar Repair	58,600.00	36,000.00
Repair & Maintenance (D.G.Set)	-	27,343.00
Repair & Maintenance Of J.C.B.	33,040.00	8,695.00
Repair & Maintenance Of Pickup	7,024.00	-
Trade & Retailer Discount	-	186,52,070.90
Wages	8,48,204.00	10,03,028.00
PACKING EXPENSES	10,75,678.00	5,81,992.00
catering Charges	-	2,800.00
Labour Cees (RBOCWB Jaipur)	-	32960.00
Repair & Maintenance (Other)	98,000.00	174928.00
Repair & Maintenance Of Electricity.	1,01,718.70	59498.00
Dealer Discount	800,60,655.00	-
<b>Total (a)</b>	<b>887,48,887.39</b>	<b>285,86,190.57</b>

Note 27.3.1: Value of Stores Consumed	2020-21	2019-20
Imported		
Indigenous	10,28,402.89	9,54,143.70
Note 27.3.2: Value of Imports of CIF Basis in respect of Stores	-	-

**b) Administrative Expenses**

Administrative Charges on PF	23,740.00	30,427.00
Annual Custodial Fees	1,12,100.00	88,500.00
Computer Exp.	31,266.90	49,593.00
Donation	10,300.00	17,405.00
General Expenses	95,475.20	1,84,255.53
Insurance	-	4,86,508.72
Legal & Professional charges	5,63,531.00	6,42,682.21
Listing Fees	3,54,000.00	3,54,000.00
Membership & Subscription	1,42,871.00	3,65,956.70
Postage Telegram & Telephone Expenses	57,603.00	2,34,908.08
Printing & Stationery	51,271.08	1,33,430.68
Rent Rates & Taxes	13,500.00	2,24,000.00
CST Demand	-	1,388.00
Repair & Maintenance	1,27,282.80	46,161.25
REC Fees	23,735.00	69,862.59
Share Transfer Expenses	1,248.00	15,982.00
Travelling & Conveyance	1,05,128.00	3,43,358.00



Hand Sanitizer	2,08,221.00	-
R.O.C Fees	7,200.00	11,400.00
Diesel Exp	1,07,705.00	-
Sitting Fees	2,46,000.00	-
Interest On TDS	-	4,268.21
Late Fees for GST	20,520.00	1,13,970.00
AMC Charges for Solar Plant	10,40,700.00	-
Provision for Taxation	50,929.75	-
Sundry Balance W/off	-	4,36,372.72
Mobile & TV Recharges	6,355.92	250212.00
MMT Commission	-	155611.18
Registration And Licence Fees	4,400.00	25000.00
Ezee Ultimate Software	6,978.77	15522.11
Pest Control Exp	1,453.32	13,130.00
Garden Exp	-	4,035.00
Interior Design & Consultanc	-	1,00,000.00
<b>Total (b)</b>	<b>34,13,515.74</b>	<b>44,17,939.98</b>
<b>Total (a+b)</b>	<b>921,62,403.13</b>	<b>330,04,130.55</b>

Note 27.3.3: Travelling expenses includes director travelling expenses consisting of expenses of lodging, boarding and other expenses incurred

Note 27.3.4: Membership and subscription exp Mainly includes expenditure incurred by Directors.

<b>Note 28 : Expenditure in Foreign Currency</b>	2020-21	2019-20
Expenses (excl. travelling)	-	-

<b>Note 29 : Earnings in Foreign Exchange</b>	2020-21	2019-20
Sale of Goods		

**Note 30: Basic & Diluted EPS**

	<b>March 31, 2021</b>	<b>March 31, 2020</b>
<b>Basic Earnings Per Share</b>		
Net Profit/Loss (after tax)	(68,69,354.65)	10,54,316.75
No. of Share	191,82,500.00	191,82,500.00
Face Value (Per Share)	10.00	10.00
EPS-Basic	(0.28)	0.04
<b>Diluted Earnings Per Share</b>		
Net Profit/Loss (after tax)	(68,69,354.65)	10,54,316.75
No. of Share (including share application money for 50 lacs shares)	241,82,500.00	241,82,500.00
Face Value (Per Share)	10.00	10.00
EPS- Diluted	(0.28)	0.04

**Note 31: Related Party Disclosures**

<b>a. Key Management Personnel</b>	:	Girdhar Gopal Saboo
	:	Sanjay Sarna

<b>b. Associate Companies</b>	:	Spectrum Foods Ltd.
	:	Rajasthan Mega Developers P Ltd
	:	Nawa Salts P Ltd.
	:	Tiger Salts P Ltd.
	:	Saboo Damodar Ropeways Private Limited
	:	Fortress Hotels and Resorts Private Limited
	:	Nawa Hotels and Resorts Private Limited
	:	Saboo Energy & Power Pvt. Ltd.

**Disclosure of Transactions with the Related Persons**

	Year Ended 31st March, 2021	Year Ended 31st March, 2020
<b>Summary of Transaction of Revenue Nature</b>		
<b>a. Key Management Personnel</b>		
Director Remuneration ( <i>excluding perquisites, TA/DA etc.</i> )		
Girdhar Gopal Saboo	30,00,000.00	30,00,000.00
Sanjay Sarna	-	2,52,000.00
Neeraj Agarwal	-	2,35,000.00

Rent Paid - Girdhar Gopal saboo

0.00 -

**b. Associate Companies**

Purchases 520,40,767.00 204,24,000.00

**Summary of Other Transactions  
Loans & Advances Given (Refunded)**

a. Key Management Personnel

b. Associate Companies (*Gross Amounts*)  
(*including transactions of revenue nature in case of Spectrum Foods Ltd.*)

		Year Ended 31st March, 2021	Year Ended 31st March, 2020
<b>Transactions with Related Parties</b>			
<b>a. Key Management Personnel</b>			
Girdhar Gopal Saboo	Director's Remuneration	30,00,000.00	30,00,000.00
Neeraj Agarwal	Director's Remuneration	-	2,35,000.00
Sanjay Sarna	Director's Remuneration	-	2,52,000.00
Archana Saboo	Salary to Director's Wife	3,00,000.00	3,00,000.00
Girdhar Gopal Saboo	Rent	-	-

b. Associate Companies

**Revenue Transaction**

Spectrum Foods Ltd.	Purchases	52040767	20424000
Spectrum Foods Ltd. (closing balance)	Advances against purchases	-	-

**Financial Transactions  
Loans & Advances Given/  
Repaid**

	Transactions		Net Received/ (paid)
	Debit	Credit	
Nawa Salts Pvt Ltd	15,43,000.00		(15,43,000.00)
Fortress Hotels & Resorts Pvt. Ltd.	45,000.00	-	(45,000.00)
Rajasthan Mega Developers Pvt Ltd.	30,000.00	-	(30,000.00)
Saboo Damodar Roapways Pvt Ltd	1,03,000.00		(1,03,000.00)
Saboo Energy & Power Pvt. Ltd.	1,71,088.00	85,544.00	(85,544.00)
Girdhar Gopal Saboo	127,04,600.00	141,43,938	14,39,338.00

**Outstanding Balances (Dr.)**

	As at 31st March 2021	Max. Balance outstanding during the year	As at 31st March 2020	Max. Balance outstanding during the year
	224,09,983.			
Tiger Salt Pvt Ltd.	00	224,09,983.00	224,09,983	223,99,983.00
Rajasthan Mega Developers P Ltd	141,47,400.	141,47,400.00	141,17,400	152,17,400.00
Fortress Hotels & Resorts Pvt Ltd	58,60,700.0	58,60,700.00	400,00,000	400,00,000.00
Nawa Hotels and Resorts Private Limited	205,03,099.	205,03,099.00	58,15,700	58,15,700.00
Saboo Damodar Ropeways Private Limited	3,94,556.00	3,94,556.00	205,03,099	206,46,099.00
Samskara Resort Peepla	-	-	2,91,556.00	19,41,556.00
Saboo Energy & Power Pvt. Ltd.	-	-	(85,544.00)	(85,544.00)
Girdhar Gopal Saboo	-	-	24,455.09	382,15,510.00
NAWA SALT PVT. LTD. - JPR	-	-	(15,43,800)	(15,43,800.00)
Samskara Resort Peepla	-	-	312,97,250.04	419,15,297.00
<i>*excluding trading transactions</i>				

**Note 32: Contingent Liabilities & Commitments**

	As at 31st March, 2021	As at 31st March, 2020
a. Contingent Liabilities		
A. Claims against the company/ disputed liabilities not acknowledged as debt		
i) in respect of joint ventures		
ii) in respect of others*	121,91,087	121,91,087.00
B. Guarantees		

(i) Guarantees given to bank and financial institutions against credit facilities extended to third parties

i) in respect of joint ventures

ii) in respect of others

0 -

b. Commitments

There are no contracts remained to be executed on capital account

\* Estimated amount involved in suits. The company has been advised that the demand is likely not to be raised or deleted substantially and as such no provision is considered necessary.

\*\* In AY 2008-09, a disallowance of brought forward depreciation was made totalling to Rs.168.39 lacs which stands confirmed by the first appellate authority. However, the company is advised that there is strong case in favor of the assessee and the Hon'ble ITAT may give a substantial relief in the matter. As such no provision is being made against the same.

#### Note 34: Financial & Derivative Instruments

The company has not entered into any long term contracts including derivative contracts during the year

#### Note 35: Details of Loans Given, Invst. Made & Guarantees Given u/s 186(4) of the Companies Act, 2013

	As at 31st March, 2021	As at 31st March, 2020
(i) Loans & Advances Given	See note 33 above	
(ii) Guarantees given to bank and financial institutions against credit facilities extended to Spectrum Foods Ltd.	0	-
(iii) Investment made Fortress Hotels & Resorts P Ltd - Unquoted	0	-

*\*no loans, guarantee or investment during the year. Only opening balances exists*

#### Note 36: Interest in Joint Venture

The company has not entered into any joint venture during the year

**Note 37:** Provisions relating to Corporate Social Responsibility as provided in section 135 of the Companies Act, 2013 are not applicable to the company.

**Note 38:** No Research & Development expenses were made during the year.

**Note 39:** Information regarding defined benefit plans and defined benefit obligation is not available with

the company and the company has not complied with the AS -15 relating to Employee Benefit.

	<b>Salt</b>			
<b>Note 40: Segment Reporting</b>	<b>Business</b>	<b>Energy*</b>	<b>Resort</b>	<b>Total</b>
<b>i) Primary Segment Revenue</b>	<b>2020-21</b>	<b>2020-21</b>	<b>2020-21</b>	<b>2020-21</b>
External Turnover	2865.92	8.36	129.49	3003.77
Other Income	17.22	0	54.35	71.57
<b>Total</b>	<b>2883.14</b>	<b>8.36</b>	<b>183.84</b>	<b>3075.34</b>
Segment Profit/Loss	260.38	8.35	49.58	318.31
Interest Income	3.15	0	0	3.15
Interest Expenses	163.91	19.53	119.89	303.33
Other Exp.	2912.54	10.4	134.26	3057.2
<b>Profit before Tax</b>	<b>99.62</b>	<b>-11.18</b>	<b>-70.31</b>	<b>18.13</b>

**Note 40:** Previous years figures have been regrouped or reclassified wherever considered necessary