

**A BRAND NAME OF AJAY BIO-TECH (I) LTD.**



## **31<sup>st</sup> ANNUAL REPORT 2020-21**



***AJAY BIO-TECH (INDIA) LTD.***  
**(ISO 9001-14001 COMPANY)**

3rd floor, Netsurf, Sr. No. 107, Plot No. 2,  
Baner Road, Baner, Pune 411045  
Tel: +91-20-6711 1010, 6711 1016  
website: [www.ajaybio.in](http://www.ajaybio.in) • e-mail: [info@ajaybio.in](mailto:info@ajaybio.in)  
CIN: U73100PN1990PLC055033







**BOARD OF DIRECTORS**

**MR. SUJIT SOHANLAL JAIN**  
Managing Director

**MR. SANJAY MALPANI**  
Director

**DR. SUBRATA SARKAR**  
Whole Time Director

**MRS. DHANALAKSHMI SRIRAMPRASAD**  
Director

**MR. BHAVESH MEHTA**  
Director

**AUDITORS**

**M/S. MSDN & ASSOCIATES**  
Chartered Accountants

**BANKERS**

**KOTAK MAHINDRA BANK LTD.**  
Signet Corner Survey No.134, Opp. Orchid School, Baner,  
Pune-411045 Maharashtra

**REGISTERED & ADMIN. OFFICE**

3rd floor, Netsurf, Sr. No. 107, Plot No. 2, Baner Road, Baner, Pune 411045  
Tel: +91-20-6711 1010, 6711 1016  
website: [www.ajaybio.in](http://www.ajaybio.in) • e-mail: [info@ajaybio.in](mailto:info@ajaybio.in)  
CIN: U73100PN1990PLC055033

**LOCATION OF FACTORIES**

- 1) **Maharashtra:** At & Post Khalad, Taluka Purandar, Dist. Pune 412301.
- 2) **Himachal Pradesh:** Plot No. 34, Sector 1, Industrial Area, Parwanoo, Dist. Solan (HP) 173220
- 3) **Sikkim:** Plot No. 1891/3412(p) and 1893/3414(p) Duga Deorali Sitay, Po Duga, P.S. Rangpo, Rangoi Bazar, Gangtok, East Sikkim, Sikkim -737172



## NOTICE

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the shareholders of **Ajay Bio-Tech (India) Limited** will be held on Thursday, 30<sup>th</sup> of September, 2021 through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) means at 03.30 p.m. to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt audited Financial Statement for the Financial year ended 31<sup>st</sup> March 2021 together with report of Auditors and Board of Director's thereon.
2. To appoint a Director in place of Dr. Subrata Sarkar (DIN: 07202004) who retires by rotation and being eligible, offer himself for re-appointment.
3. To appoint a Director in place of Mr. Bhavesh Mehta (DIN: 06878923) who retires by rotation and being eligible, offer himself for re-appointment.

### SPECIAL BUSINESS:

#### 4. Re-Appointment Dr. Subrata Sarkar as Whole-time Director of the Company:

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, Section 197 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013('the Act') (including any statutory modifications or re-enactment thereof for the time being in force) and Articles of Association of the Company, consent of the members be and is hereby accorded for re-appointment of Dr. Subrata Sarkar as Whole-time Director of the Company on remuneration up to Rs. 800,000/- (Rupees Eight Lakhs only) per month for the period of 3 (Three) years commencing 1<sup>st</sup> of June 2021 on the following terms and conditions, with the liberty and powers to the Board of Directors to grant increments and to alter and vary from time to time, the amount and type of perquisites, allowances and benefits to be provided to Dr. Subrata Sarkar, Whole-time Director of the Company.

**RESOLVED FURTHER THAT** the remuneration payable to Dr. Subrata Sarkar, Whole-time Director as aforesaid will be subject to such modifications as Board may suggest or require to be accepted on behalf of the Company.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to sign and file the necessary documents, to take necessary steps to give effect to the above resolution."

#### Term and Conditions of Remuneration:

##### I) REMUNERATION

##### A) Basic Salary:

Dr. Subrata Sarkar, Whole-time Director of the Company shall be paid salary upto Rs 800,000/- per month.

##### B) Perquisites:

In addition to the salary Dr. Subrata Sarkar, Whole-Time Director of the Company shall be entitled to such perquisites as may decided by the Board. Such perquisites however if availed shall be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost.

Provident Fund & Gratuity: Payable as per the rules of the Company.

Personal Accident Insurance: As per the rules of the Company.

##### C) Allowances:

**(i) Telephone and other communication facilities:**

The Company shall provide telephone and other communication facilities to Dr. Subrata Sarkar as may be required. All the expenses incurred shall be paid by the Company.

**RESOLVED FURTHER THAT** the remuneration proposed above shall be the minimum remuneration to him notwithstanding such remuneration is pursuant to the provisions of and ceiling limits specified in Part II of Schedule V of the Companies Act, 2013.

**5. Re-appointment of Mr. Sujit Sohanlal Jain as Managing Director of the Company**

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

**RESOLVED THAT** pursuant to the provisions of Sections 196, Section 197 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013('the Act') (including any statutory modifications or re-enactment thereof for the time being in force) and Articles of Association of the Company, consent of the members be and is hereby accorded for re- appointment of Mr. Sujit Sohanlal Jain as Managing Director of the Company and who is also a Managing Director and executive director of Netsurf Communications Private Limited and Mylab Discovery Solutions Private Limited respectively on remuneration up to Rs. 70,00,000/- (Rupees Seventy Lakhs only) per month (including remuneration drawn from Netsurf Communications Private Limited and Mylab Discovery Solutions Private Limited) for the period of 3 (Three) years commencing 11th September, 2021 on the following terms and conditions, with the liberty and powers to the Board of Directors to grant increments and to alter and vary from time to time, the amount and type of perquisites, allowances and benefits to be provided to Mr. Sujit Sohanlal Jain, Managing Director of the Company.

**RESOLVED FURTHER THAT** the remuneration payable to Mr. Sujit Sohanlal Jain, Managing Director as aforesaid will be subject to such modifications as Board may suggest or require to be accepted on behalf of the Company.

**RESOLVED FURTHER THAT** the Directors of the Company be and are hereby severally authorized to sign and file the necessary documents, to take necessary steps to give effect to the above resolution."

**Term and Conditions of Remuneration:****I) REMUNERATION****A) Basic Salary:**

Mr. Sujit Sohanlal Jain, Managing Director of the Company shall be paid salary upto Rs 70,00,000/- per month.

**B) Perquisites:**

In addition to the salary Mr. Sujit Sohanlal Jain, Managing Director of the Company shall be entitled to such perquisites as may decided by the Board. Such perquisites however if availed shall be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost.

Provident Fund & Gratuity: Payable as per the rules of the Company.

Personal Accident Insurance: As per the rules of the Company.

**C) Amenities:****(i) Conveyance Facilities:**

The Company will provide suitable vehicle with chauffeur. All the repairs, maintenance and running expenses including driver's salary shall be paid by the Company.

**(ii) Telephone and other communication facilities:**

The Company shall provide telephone and other communication facilities to Mr. Sujit Sohanlal Jain,



Managing Director as may be required. All the expenses incurred shall be paid by the Company.

**(iii) Other facilities:**

Provision of Security at the residence of Mr. Sujit Sohanlal Jain, Managing Director will be paid by the Company.

**RESOLVED FURTHER THAT** the remuneration proposed above shall be the minimum remuneration to him notwithstanding such remuneration is pursuant to the provisions of and ceiling limits specified in Part II of Schedule V of the Companies Act, 2013.

**6. Payment of commission to Non Whole time Directors of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) a sum not exceeding one percent (1%) per annum of net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013, be paid to and distributed amongst the Directors of the Company or some or any of them (other than the Managing Director and Executive Directors) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors and such payments shall be made in respect of the profits of the Company for each year, commencing from April 1, 2021.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**7. Approval of Related party Transactions - Netsurf Communications Private Limited**

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Party.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Netsurf Communications Private Limited	Sales	Upto INR 200,00,00,000 (Rupees Two Hundred Crores Only)	Common Directors and shareholders	61,05,23,331



**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21..

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

#### 8. Approval of Related party Transactions - Netsurf Research Lab Private Limited

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Parties.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Netsurf Research Labs Private Limited	Sales/Availing Consultancy Services	Upto INR 15,00,00,000 (Rupees Fifteen crores Only)	Common Directors and shareholders	6,34,14,409

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

#### 9. Approval of Related party Transactions - Mylab Discovery Solutions Private Limited

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Parties.





Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Mylab Discovery Solutions Private Limited	Sales	Upto 1,00,00,000/- (Rupees One Crores Only)	Common Director	38,55,650

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

#### 10. Approval of Related party Transactions - Mr. Hitesh Jain

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Parties.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Mr. Hitesh Jain	Availing of professional Services	Upto 1,50,00,000/- (Rupees One Crore Fifty Lakhs only)	Relative of Director	75,00,000

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

#### 11. Approval of Related party Transactions - Mr. Bhavesh Mehta

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-



enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Parties.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Mr. Bhavesh Mehta	Availing of consultancy /Professional Services	Upto INR 50,00,000 (Rupees Fifty Lakhs)	Director	23,17,520

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."

## 12. Approval of Related party Transactions - Mr. Sohanlal Jain

**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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Parties.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Mr. Sohanlal Jain	Availing of professional Services	Upto INR 50,00,000 (Rupees Fifty Lakhs)	Father of Mr. Sujit Jain, managing Director	8,00,000

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution."



### 13. Approval of Related party Transactions – M/s. Sigma Consultancy

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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Party.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Sigma Consultancy	Availing of consultancy Services	Upto INR 1,00,00,000/- (Rupees One Crore)	Proprietary firm of relative of Whole Time Director	63,87,576

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

### 14. Approval of Related party Transactions – Mr. Srirama Prasad B

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 applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Party.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Mr. Srirama Prasad B	Availing of consultancy Services	Upto 50,00,000/- (Rupees Fifty Lakhs)	Relative of Director	32,34,000

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to





negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.”

#### 15. Approval of Related party Transactions – Parinam Law Associates

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

**“RESOLVED THAT** pursuant to the applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Party.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	Parinam Law Associates	Availing of Professional / consultancy Services	Upto 50,00,000/- (Rupees Fifty Lakhs)	Firm of Relative of Director	3,64,000

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.

#### 16. Approval of Related party Transactions – M/s. S.R. Enterprises

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

**RESOLVED THAT** pursuant to the applicable provisions of Section 188 and any other provisions of the Companies Act, 2013 and Rules framed thereunder a (including statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other statutory approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction/s of purchase/sale of goods / services, transfer, assign or otherwise etc., whether material or otherwise, for the period of five (5) financial years with effect from April 1, 2021, of the Company with the Related Parties for a estimated Annual Value as detailed in Table below, to be discharged in a manner and on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and Related Party.

Sr. No	Name of the Related Party	Nature of Transaction	Estimated value of Annual Transaction in INR	Relation	Value of transactions of FY 2020-21 (Amount in INR)
1.	S.R. Enterprises	Availing of Advertisement consultancy Services	Upto INR 3,00,00,000/- (Rs. Three Crore)	Proprietary Firm of Relative of Director	29,50,000

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to ratify the transaction entered into by the Company with the Related Party during the financial year 2020-21.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to negotiate and finalise other terms and conditions and to do all such acts, deeds and things including delegation of powers as may be necessary, proper or expedient to give effect to this Resolution.

**17. To consider alteration of Object clauses of Memorandum of Association of the Company:**

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

**RESOLVED THAT** pursuant to the provisions of Section 13, 15 and the all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and rules made thereunder, the consent of the members be and is hereby accorded to alter the object clause of the Memorandum of Association of the Company in the following manner:

**A. Existing sub clause (1) in Clause III(A) titled “The main objects of the Company to be pursued” be and is hereby altered by substituting below mentioned clause:**

“To carry on the business as manufacturers, researchers, developers, creators, service providers, consultants, buyers, sellers, importers, exporters, refiners, dealers, agents, wholesalers, retailers and distributors of all kinds of biotechnology products, pharmaceutical products, vaccines, medicinal formulation, proprietary medicines, organic & inorganic compounds, chemicals, genetically engineered products for human and animal use, seeds, plant growth enhancers, organic and inorganic fertilizers, bio-pesticide, bio engineering, diagnostic tools, bio-stimulants, beneficial organisms like predators and parasitoids, products & services related post harvest technology, nutraceuticals, wellness products, enzymes, water treatment, effluent treatment and cogeneration, ayurvedic products, herbal extracts, nutraceuticals, traditional technologies & products, bio-energy, products & technologies for good health & hygiene, veterinary products & technologies, Cosmetic & Wellness products & technologies.”

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to take all necessary steps to obtain confirmation of the Registering Authority in respect of the aforesaid alteration of Object Clause of Memorandum of Association of the Company and to agree to such modifications, terms and conditions in the proposed new clause as may be directed by the Registrar of Companies and to modify the same accordingly.

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to digitally sign and file all necessary e-forms and documents with the Registrar of Companies, Pune.”

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**  
Date :04/09/2021  
Place : Pune

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**  
Date :04/09/2021  
Place : Pune

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**  
Date :04/09/2021  
Place : Pune



## NOTES

1. In view of the massive outbreak of the COVID-19 pandemic, maintenance of social distancing norms, the Govt. of India, Ministry of Corporate Affairs has issued General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020, and General Circular No. 02/2021 dated 13th January, 2021, permitting the conduct of Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) Means and has dispensed with the personal presence of the members at the meeting. In terms of the said Circulars, the 31st Annual General Meeting of the Company will be held through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) Means. There will be no physical meeting of members. The Members can attend and participate in the AGM through VC/OAVM.
2. Pursuant to the General Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. 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 the Circulars issued by the Ministry of Corporate Affairs 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. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://ajaybio.in/> in the investor Section.
7. AGM 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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
8. For ease of conduct, members who would like to ask questions/express their views on the items of the businesses to be transacted at the meeting can send in their questions/comments in at least 7 days prior to the date of the AGM at [accounts@ajaybio.in](mailto:accounts@ajaybio.in). The member must mention his name, Folio No or Demat account no, if any, Email ID, Mobile No. with the query; so that relevant query may be replied by the Company at the AGM. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.



9. The resolutions will be deemed to be passed on the AGM date subject to receipt of requisite number of votes in favour of the resolutions. The Company is pleased to provide member the facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system will be provided by NSDL.
10. The Results declared along with the report of the Scrutinizer shall be placed on the Notice Board and website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.
11. Mr. Devesh Tudekar, Practicing Company Secretary has been appointed as the Scrutinizer in respect of the facility as provided to the members of the Company, to scrutinize the e-voting at the AGM.
12. Members are requested to notify immediately any change in their address to the Company.
13. Since the AGM will be held through VC / OAVM in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.
14. Pursuant to Section 113 of the Companies Act, 2013, if a Body Corporate is a member of the Company, it may authorize a person by resolution of its Board of Directors to act as its representative at a meeting of a company, then such a person shall be deemed to be a member present in person and counted for the purpose of quorum such resolution shall be sent to the company via email on [accounts@ajaybio.in](mailto:accounts@ajaybio.in) with a copy marked to [tudekar@gmail.com](mailto:tudekar@gmail.com).
15. The statutory registers including register of directors, KMP, the register of contracts under the Companies Act, 2013 and all the other documents referred to in the notice will be available for inspection in electronic mode, members can also inspect the same by sending an email to [accounts@ajaybio.in](mailto:accounts@ajaybio.in)
16. Explanatory statement pursuant to section 102 of the companies act, 2013 is annexed herewith.
17. The AGM is deemed to be held at the registered office of the company.









## INSTRUCTIONS FOR ELECTRONIC VOTING

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

#### Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under '<b>IDeAS</b>' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.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 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> <div data-bbox="657 1720 1157 2027"><p>NSDL Mobile App is available on</p><div> App Store</div><div> Google Play</div><div></div><div></div></div>
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Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on NSDL to cast your vote.</li> <li>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>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. 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 provided links for the respective ESP i.e. <b>NSDL</b> where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <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
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL:



<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

**4. Your User ID details are given below :**

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](https://www.evoting.nsdl.com/).

Physical User Reset Password?

- b) " (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](https://www.evoting.nsdl.com/).



- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
  8. Now, you will have to click on “Login” button.
  9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [tudekar@gmail.com](mailto:tudekar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 ([accounts@ajaybio.in](mailto:accounts@ajaybio.in)).





2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (accounts@ajaybio.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 **(A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions atleast 7 days in advance mentioning their name demat account number/folio number, email id, mobile number at accounts@ajaybio.in. The same will be replied by the company suitably.



## ANNEXURE TO THE NOTICE

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

#### Item No. 4:

Dr. Subrata Sarkar was re-appointed as Whole Time Director of the Company w.e.f 1st of June, 2021 by the Board of Director subject to approval of shareholders. Thus, consent of the members is sought for his re-appointment and payment of remuneration for three financial years from the date of appointment as detailed mentioned in the Resolution. Dr. Subrata Sarkar has done M.TECH (I.I.T.), MBA, FPM (I.I.M.). The Company will benefit from his rich and varied experience. In view of the immense experience and qualification of Dr. Subrata Sarkar, it is proposed that the appointment and remuneration approved by the Board with effect from 1st of June, 2021 be paid as minimum remuneration to him notwithstanding such remuneration is pursuant to the provisions of and ceiling limits specified in Part II of Schedule V of the Companies Act, 2013.

#### The proposed Remuneration to Dr. Subrata Sarkar is as under:

- (a) Salary: Upto Rs. 800,000/- per month w.e.f 1st of June, 2021. The Whole-time Director's remuneration shall be reviewed at the discretion of the Company once every year.
  - i) Perquisites and Allowances: In addition to the aforesaid salary the Whole-Time Director shall be entitled to such perquisites as may be decided by the Board from time to time. Contribution to provident fund to the extent these either singly or put together are not taxable under the Income-Tax Act, 1961.
  - ii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
  - iii) The Company shall reimburse the Whole-time Director all the reasonable business expenses, including telephone expenses, wholly and exclusively incurred by him in the performance of his duties upon production of the legitimate receipts or other evidence thereof.

#### The information as required under Schedule V of the Companies Act, 2013 is as under:-

#### GENERAL INFORMATION

- 1) Nature of Industry – Manufacturing of Bio-Fertilizers, Bio-Pesticides & other Bio-Products.
- 2) Date of commencement of Commercial Operation – 12, January, 1990
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – N.A.
- 4) Financial Performance during last three financial periods:

(Amount in Rupees Thousand)

Financial Parameters	2019-20	2018-19	2017-18
Sale/Income from Operation	3,97,330	3,67,658	2,67,424
Total Income	4,00,694	3,71,421	2,68,430
Expenditure	3,02,967	2,92,452	2,27,837
Depreciation	6,594	5,597	5,207
Interest / Finance	5,734	6,198	4,802
Profit / (Loss) before Tax	85,398	67,172	30,583
Less : Income Tax / Deferred Tax / FBT	23,898	19,859	8,589
Less : Prior Period Expenses	0	0	0
Profit /(Loss) after Tax & Prior Period Expenses	61,500	47,312	21,993



5. Export performance during last three financial periods: (Amount in Rupees)

2019-20	2018-19	2017-18
19,181,009	21,988,591	12,045,723

6. Foreign Investments or collaborators, if any: NIL

**II. INFORMATION ABOUT THE APPOINTEE:**

1) Background Details :

Dr. Subrata Sarkar has done M.TECH from I.I.T and MBA, FPM from I.I.M Dr. Subrata Sarkar has over 28 years of work experience in the field of manufacturing, sales and marketing, management and technical job.

2) Past remuneration –Rs. 32,03,500 per annum

3) Job profile and his suitability – Subject to the superintendence, direction and control of the Board, the day to day management and administration of the Company is vested in the Whole time Director.

4) Remuneration Proposed- as set out in the resolution for the item No.4. The remuneration to Whole-time Director has the approval of the Board of Directors.

5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)- Taking into consideration the size of the Company, the profile of Dr. Subrata Sarkar, the responsibilities shouldered by him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in other companies.

6) Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any – Besides, the remuneration proposed, Dr. Subrata Sarkar does not have any other pecuniary relationship with the Company other than as a shareholder.

**III. OTHER INFORMATION PERTAINING TO FUTURE PROFIT OR LOSS:**

1) Reason for Loss or inadequate profits – Capital Expenditure during the year for expansion and also proposed in future.

2) Steps taken or proposed to be taken for improvement- Once capital expenditure are carried out there would be profits.

3) Expected increase in productivity and profits in measurable terms-

(Amount in Rupees Thousand)

Particulars	2021-22	2022-23	2023-24
Turnover	11,00,000	12,30,000	13,50,000
Net Profit	1,92,500	2,23,800	2,47,500

The Board feels that presence of Dr. Subrata Sarkar on the Board as Whole-time Director is desirable and would be beneficial in the interest of the Company and hence recommends resolution 4 as Special Resolution for your approval.

None of the directors other than Dr. Subrata Sarkar or their relatives are concerned or interested, financially or otherwise in this resolution. Further the provisions of key managerial personnel are not applicable to the Company.

**Item No. 5**

Mr. Sujit Sohanlal Jain was re-appointed as the Managing Director of the Company with effect from 11th September, 2021 in the Board meeting held on 4th September, 2021 subject to approval of shareholders. Thus, consent of the members is sought for his re appointment and payment of remuneration for three financial years from the date of appointment as detailed mentioned in the Resolution. Mr. Sujit Sohanlal Jain has done M.B.A (Marketing & Finance) from the Symbiosis Institute of Management Studies, Pune. A Bachelor of Social Law from Symbiosis Law College, Pune, Maharashtra India, and participated in an internship program in London, England. The Company will benefit from his rich and varied experience. In view of the immense experience and qualification of Mr. Sujit Sohanlal Jain, it is proposed that the appointment and remuneration approved by the Board in its meeting held on 4th September, 2021 be paid as minimum remuneration to him notwithstanding such remuneration is pursuant to the provisions of and ceiling limits specified in Part II of Schedule V of the Companies Act, 2013.

**The proposed Remuneration to Mr. Sujit Sohanlal Jain, is as under:**

- (a) Salary: Upto Rs. 70,00,000/- per month (Including remuneration drawn from Netsurf Communications Pvt Ltd & Mylab Discovery Solutions Pvt Ltd. ) w.e.f 11th September, 2021. The Managing Director remuneration shall be reviewed at the discretion of the Company once every year.
- Perquisites and Allowances: In addition to the aforesaid salary the Whole-Time Director shall be entitled to such perquisites as may be decided by the Board from time to time. Contribution to provident fund to the extent these either singly or put together are not taxable under the Income-Tax Act, 1961.
  - Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
  - The Company shall reimburse the Managing Director all the reasonable business expenses, including telephone expenses, properly wholly and exclusively incurred by him in the performance of his duties upon production of the legitimate receipts or other evidence thereof.

**I. GENERAL INFORMATION**

- Nature of Industry – Manufacturing of Bio-Fertilizers, Bio-Pesticides & other Bio-Products.
- Date of commencement of Commercial Operation – 12, January, 1990
- In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – N.A.
- Financial Performance during last three financial periods:

**(Amount in Rupees Thousand)**

Financial Parameters	2019-20	2018-19	2017-18
Sale/Income from Operation	3,97,330	3,67,658	2,67,424
Total Income	4,00,694	3,71,421	2,68,430
Expenditure	3,02,967	2,92,452	2,27,837
Depreciation	6,594	5,597	5,207
Interest / Finance	5,734	6,198	4,802
Profit / (Loss) before Tax	85,398	67,172	30,583
Less : Income Tax / Deferred Tax / FBT	23,898	19,859	8,589
Less : Prior Period Expenses	0	0	0
Profit /(Loss) after Tax & Prior Period Expenses	61,500	47,312	21,993





5. Export performance during last three financial periods: **(Amount in Rupees)**

2019-20	2018-19	2017-18
19,181,009	21,988,591	12,045,723

6. Foreign Investments or collaborators, if any: NIL

**II. INFORMATION ABOUT THE APPOINTEE:**

- 1) Background Details:- Mr. Sujit Jain has an M.B.A (Marketing & Finance) from the Symbiosis Institute of Management Studies, Pune, Maharashtra, India. A Bachelor of Social Law from Symbiosis Law College, Pune, Maharashtra India, and participated in an internship program in London, England. Mr. Jain sources the highest quality skill sets and manages employee retention by providing a highly desirable new and modern workplace with state-of-art infrastructure, development tools, learning centers. The Company will be benefited from his rich and varied experience and continues to do so. Mr. Sujit Jain has been instrumental in the growth of the Company.
- 2) Past remuneration –Rs. 1,75,00,000/- (Includes the remuneration drawn from Netsurf Communications Private Limited)
- 3) Job profile and his suitability – Subject to the superintendence, direction and control of the Board, the day to day management and administration of the Company is vested in the Managing Director.
- 4) Remuneration Proposed- as set out in the resolution for the item No.5. The remuneration to Managing Director has the approval of the Board of Directors.
- 5) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)- Taking into consideration the size of the Company, the profile of Mr. Sujit Jain the responsibilities shouldered on him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in other companies.
- 6) Pecuniary relationship directly or indirectly with the company, or relationship with managerial personnel, if any – Besides, the remuneration proposed, Mr. Sujit Jain does not have any other pecuniary relationship with the Company other than as shareholder.

**III. OTHER INFORMATION:**

- 1) Reason for Loss or inadequate profits – Capital Expenditure during the year for expansion and also proposed in future.
- 2) Steps taken or proposed to be taken for improvement- Once capital expenditure are carried out there would be profits.
- 3) Expected increase in productivity and profits in measurable terms-

**(Amount in Rupees Thousand)**

Particulars	2021-22	2022-23	2023-24
Turnover	11,00,000	12,30,000	13,50,000
Net Profit	1,92,500	2,23,800	2,47,500

The Board feels that presence of Mr. Sujit Jain on the Board as Managing Director is desirable and would be beneficial in the interest of the Company and hence recommends resolution 5 as Special Resolution for your approval.



None of the Directors of the Company other than Mr. Sujit Jain is concerned or interested in the proposed resolution. The provision of Key Managerial Personnel is not applicable to the Company as prescribed under the provision of Companies Act, 2013

#### Item No: 6

As per the provision of 197 of the Companies Act, 2013, the Directors (other than Managing Director and Executive Directors) can be paid, for each financial year remuneration not exceeding one percent (1%) per annum of the net profits of the Company computed in accordance with the provisions of the Act. This remuneration will be distributed amongst all or some of the Directors in accordance with the directions given by the Board. The said remuneration to Non-Executive Directors shall be in addition to the sitting fee payable to them for attending the meetings of the Board and Committees thereof.

The Board recommends the special resolution set out at item No. 6 of the Notice for approval by the members.

All the Directors of the Company except Managing Director and Executive Directors and other KMPs/ their relatives, is concerned or interested, financially or otherwise, in this resolution.

#### Item No. 7 to 16

The Company is in the business of Manufacturing of Bio-Fertilizers, Bio-Pesticides & other Bio-Products. To enable the Company to achieve the business targets and for efficient working of the Company, the Company has to avail some services from some specialized business Entities/parties, which happen to be the related parties for Company as per the provisions of the Companies Act 2013. All the transactions with the related parties are on arms' length basis and in ordinary course of business of the Company. As per the provisions of the Companies Act 2013, the transaction with related parties which are arms length and in ordinary course of business do not require approval of the Board of Directors of the Company and also of the Shareholders, however as a good corporate governance, the Company is placing the resolutions details in Resolution no 7 to 14 of this notice of the Annual General meeting for the approval of the shareholders of the Company.

The key details as required under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as below:

Name of the related party and nature of relationship	As per table A
Applicability of the agreement / arrangement is subject to statutory approval, if any.	NA
Notice period for termination :	Various contracts.
Manner of determining the pricing and other commercial terms :	On arm's length basis and in tune with market parameters
Disclosure of interest	As per table A
Duration	5 years, as stated above
Monetary value :	Estimated values as mentioned in the resolution.
Nature, material terms and particulars of the arrangement	As per Table A
Any other information relevant or important for the members to make a decision on the proposed transaction	As per Table A


**Table A**

Sr. No	Name of the Related Party	Description of the party Specialization/ Expertise	Nature of relationship/ Disclosure of interest	Nature, material terms and particulars of the arrangement
1.	Netsurf Communications Private Limited ('NCPL')	NCPL is a direct selling company with product portfolio consisting of agricultural, Bio-product, cosmetic & nutraceuticals.	Mr. Sujit Jain & Mr. Sanjay Malpani are directors and hold 36.04% & 9.04% respectively.	Sale-Purchase MOU for manufacturing of custom made products
2.	Netsurf Research Lab Private Limited ('NRL')	NRL carries on the business of Manufacturer & research based consultancy relating to health and personal care products	Mr. Sujit Jain & Mr. Sanjay Malpani are directors and hold 09.00% & 10.00% respectively.	Consultancy Agreement
3.	Mylab Discovery Solutions Private Limited ('Mylab')	Mylab is the manufacturer of pharmaceuticals, drugs, medicines, vaccines diagnostic kits and covid products.	Mr. Sujit Jain is Director and holder of 2% shares.	Sale purchase agreement for VTM machines
4.	Mr. Hitesh Jain	Mr. Hitesh Jain is a law graduate and practicing lawyer	Brother of Mr. Sujit Jain, Director of the Company	Availing of professional Services
5.	Mr. Bhavesh Mehta	Mr. Bhavesh Mehta is Masters in Law and Director of the Company	Director	Availing of consultancy Services
6.	Mr. Sohanlal Jain	Mr. Sohanlal Jain is a law graduate and practicing lawyer	Father of Mr. Sujit Jain, Managing Director	Availing professional services
7.	Sigma Consultancy	Engineering consultancy firm with expertise in Bio-technology product development & Plant and machinery validation	Proprietorship firm of Mrs. Ruma Sarkar, wife of Dr. Subrata Sarkar, Whole Time Director	Availing of consultancy Services
8.	Mr. Srirama Prasad B	Mr. Sriramaprasad is Business Analyst by profession.	Husband of Mrs. Dhanalakshmi Sriramaprasad, Director of the Company	Availing of consultancy Services
9.	Parinam Law Associates	Parinam Law Associates is a multi-specialty law firm which possess expertise in corporate advisory.	Firm where Mr. Hitesh Jain is a Partner. Mr. Hitesh Jain is relative of Director	Availing professional services



Sr. No	Name of the Related Party	Description of the party Specialization/ Expertise	Nature of relationship/ Disclosure of interest	Nature, material terms and particulars of the arrangement
10.	S.R. Enterprises	S.R. Enterprises is proprietorship concern conducting advertisement business.	Firm where Mrs. Saroj Malpani is a Proprietor and spouse of Mr. Sanjay Malpani	Availing advertisement services

The Board recommends the Resolutions set out at Item Nos.7 to 16 of the Notice for approval by the members. Except as mentioned above, no Director, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in this resolution.

#### Item No. 17:

It is proposed to broaden the scope of activities of the Company by including all types of bio-technology products, pharmaceuticals products, vaccines and medical formulation in the main object clause of the Memorandum of Association of the Company.

As per section 13 of the Companies Act, 2013 it is necessary to pass a special resolution to amend the object clause of Memorandum of Association. The Board of Directors accordingly recommended the special resolution set out at Item No. 17 of the accompanying Notice for the approval of the Members.

None of the Directors or their relatives are concerned or interested, financially or otherwise in this resolution. Further, the provisions of the Companies Act, 2013 with respect to appointment of Key Managerial Personnel are not applicable to the Company.

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

**Mr. Sujit Jain**  
Managing Director  
DIN- 01463586  
Date :04/09/2021  
Place : Pune

**Mr. Sanjay Malpani**  
Director  
DIN- 00901995  
Date :04/09/2021  
Place : Pune

**Dr. Subrata Sarkar**  
Whole Time Director  
DIN- 07202004  
Date :04/09/2021  
Place : Pune





## BOARD'S REPORT

To  
The Members,  
**AJAY BIO-TECH (INDIA) LIMITED**  
**PUNE**

Your Directors take pleasure in presenting the **31<sup>st</sup> Annual Report** together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> of March, 2021.

### 1. FINANCIAL RESULTS:

(Amount in Rupees)

Particulars	2020-2021	2019-2020
Revenue from operation	96,95,41,309	39,73,30,170
Other Income	44,96,350	33,64,281
<b>Total Income</b>	<b>97,40,37,659</b>	<b>40,06,94,451</b>
<b>Total Expenses</b>	<b>68,93,34,318</b>	<b>30,29,67,124</b>
Depreciation	89,56,247	65,94,130
Profit /(Loss) extra ordinary items and tax	-	-
Finance Expenses	70,03,998	57,34,580
<b>Profit / (Loss) before Tax</b>	<b>26,87,43,095</b>	<b>8,53,98,617</b>
Provision for taxation – a) Current Tax	7,15,89,330	2,45,00,000
b) Deferred Tax	2,56,715	-6,01,814
<b>Profit after Tax</b>	<b>19,68,97,050</b>	<b>6,15,00,431</b>

### 2. DIVIDEND:

In order to conserve the resources, your directors do not recommend any Dividend for the financial year 2020-2021.

### 3. DEPOSITS:

The Company has not accepted any deposits during the year under review as covered under Chapter V of the Companies Act, 2013 ("the Act")

### 4. CURRENT PROSPECTS AND FUTURE OUTLOOK:

Ajay Bio-Tech (India) Ltd. is a name associated with Eco-friendly agro-input products essential for Organic Farming. The Company is managed by eminent team of scientists backed by equally important financial institutions like IDBI and Kotak Mahindra Bank Limited. Development of new biotechnology products through research is the main aim of the Company. Bio Fertilizers, Bio Pesticides and Plant Growth Regulators form the main range of products. Over the years your Company has excelled in the manufacturing of environment friendly products for agriculture, veterinary, health care and home care domains.

The Company has its manufacturing units in Maharashtra, Himachal Pradesh & Sikkim. Each product is manufactured based on four important principles viz. result-oriented, affordable, quality and environment-friendly factor.

Despite a challenging year, your directors are happy to report that your company registered a record



turnover of Rs. 96,95,41,309 as compared to previous year of Rs. 39,73,30,170. The Company posted profit before tax of Rs. 26,87,43,095 compared to previous year's Rs. 8,53,98,617. Profit after tax has grown to Rs. 19,68,97,050 as compared to previous year's Rs. 6,15,00,431, which shows a percentile growth of 220%. The EPS on financial statements for the year ended March 31, 2021 was 56.64 Compared to Previous year's 17.69 on diluted basis.

Your directors remain optimistic to achieve a reasonable growth in the upcoming financial years.

#### 5. CHANGE IN NATURE OF BUSINESS, IF ANY:

During the year under review, there has been no change in the nature of business of the Company.

#### 6. CHANGE IN NAME OF THE COMPANY:

There has been no change in the Name of the Company during the period ended 31st March, 2021.

#### 7. ANNUAL RETURN:

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at [www.ajaybio.in](http://www.ajaybio.in) under Investor Section.

#### 8. CORPORATE SOCIAL RESPONSIBILITY:

As per Section 135(5) of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and schedule VII of the Companies Act, 2013, the Company has duly constituted CSR Committee. The committee had decided the activities to be undertaken by the Company and recommended the same to the Board in accordance with the CSR policy. Further the Annual Report on CSR Activities for the financial year ended, March 31, 2021 is annexed herewith for your kind perusal and information. **(Annexure: 1)**

#### 9. MEETINGS OF THE BOARD OF DIRECTORS:

During the Financial Year under review, the Board has met eight times held on 28.04.2020, 10.06.2020, 24.06.2020, 31.08.2020, 29.10.2020, 14.01.2021, 15.02.2021 and 15.03.2021. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings. The details of the meeting are as follows:

Sr. No.	Date of Meeting	Directors Attendance
1.	28-Apr-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
2.	10-Jun-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
3.	24-Jun-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
4.	31-Aug-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani



Sr. No.	Date of Meeting	Directors Attendance
		3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
5.	29-Oct-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
6.	14-Jan-21	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
7.	15-Feb-21	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta
8.	15-Mar-21	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. DhanalakshmiSriramaprasad 5. Mr. Bhavesh Jayantilal Mehta

\*Also your Company would like to inform that during the financial year 2020-21, the CSR Committee met once for which proper notice for meeting was given and the proceedings were properly maintained. The details of the meeting are as follows:

Sr. No.	Date of Meeting	Directors Attendance
1.	31-Aug-20	1. Mr. Sujit Sohanlal Jain 2. Mr. Sanjay Malpani 3. Dr. Subrata Sarkar 4. Mrs. Dhanalakshmi Sriramaprasad 5. Mr. Bhavesh Jayantilal Mehta

Sr. No.	Name of the Director	No. of meetings entitled to attend	No. of meetings attended
1.	Mr. Sujit Sohanlal Jain	8	8
2.	Mr. Sanjay Malpani	8	8
3.	Dr. Subrata Sarkar	8	8
4.	Ms.Dhanalakshmi Sriramaprasad	8	8
5.	Mr. Bhavesh Jayantilal Mehta	8	8



## 10. COMPOSITION OF DIRECTORS:

During the year under review, there was no change in the composition of the Board of Directors.

### PRESENT COMPOSITION OF BOARD IS:

Sr. No.	Name of Director	Designation	Date of appointment	Date of cessation	Mode of Cessation
1	Mr. Sujit Sohanlal Jain	Managing Director	11-09-2018	-	-
2	Mr. Sanjay Malpani	Director	30-06-2018	-	-
3	Dr. Subrata Sarkar	Whole-time Director	13-06-2015	-	-
4	Ms. Dhanalakshmi Sriramaprasad	Director	30-09-2008	-	-
5	Mr. Bhavesh Jayantilal Mehta	Director	10-10-2016	-	-

Dr. Subrata Sarkar has been re-appointed as Whole-time Director of the Company with effect from 1st June 2021 in the Board meeting held on 14th April 2021 for a period of three years subject to approval of shareholders in the general meeting. The Board recommend the appointment of him to the shareholders in the ensuing general meeting.

Mr. Sujit Jain (DIN - 01463586) has been re-appointed as Managing Director of the Company with effect from 11th September, 2021 in the Board meeting held on 4th September, 2021 for a period of three years subject to approval of shareholders in the general meeting. The Board recommends the appointment of him to the shareholders in the ensuing general meeting.

Dr. Subrata Sarkar (DIN: 07202004) Whole-Time Director of the Company, retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking Shareholders' approval for his re-appointment forms part of the Notice of the ensuing Annual General Meeting.

Mr. Bhavesh Mehta (DIN: 06878923) Director of the Company, retires by rotation and being eligible, offers himself for re-appointment. A resolution seeking Shareholders' approval for his re-appointment forms part of the Notice of the ensuing Annual General Meeting.

## 11. STATUTORY AUDITORS OF THE COMPANY:

M/S MSDN & Associates, Chartered Accountants (Registration No. 112479W) were appointed as the Statutory Auditor of the Company in the Annual General Meeting (AGM) held on 30th September, 2020 pursuant to the provisions of Companies Act, 2013 for a period of 5 years.

M/S MSDN & Associates, Chartered Accountants (Registration No. 112479W), has confirmed to continue to act as Statutory Auditors of the Company for the remaining term.

## 12. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The internal control system with respect to financial statement and there adequacy has been duly taken care by the Board of Directors of the Company and it has also been reviewed by the statutory auditors. The internal controls exist in the system and that sufficient measures are taken to update the internal control system, as and when needed. The system also ensures that all transaction are appropriately authorized, recorded and reported as and when required.

## 13. COMMENTS / RESERVATIONS / QUALIFICATIONS IN AUDITOR'S REPORT & REPLY BY THE MANAGEMENT

The report of the Statutory Auditor forms a part of the Annual report. Following are observations of the Statutory Auditors:



Sr. No.	Auditors' Qualification/ Reservation /Disclaimer/Adverse Remark	Management's Response
1.	There are material dues of income tax which have not been deposited on account of dispute is as detailed below.	We are hopeful of receiving the outcome of disputed cases in company's favour.

Name of the Statute	Nature of Dues	Amount ( Rs )	Period to which the amount relates	Forum where the depute is pending
Income Tax Act 1961	Assessment dues	27,49,810	F.Y. 2008-09 [ A.Y. 2009-10]	CIT- [Appeal]

#### 14. REPORTING OF FRAUD BY STATUTORY AUDITORS:

There was no fraud reported in the Company; hence no reporting was made by statutory auditors of the Company under sub-section (12) of section 143 of Companies Act, 2013 to the Central Government.

#### 15. COST AUDITORS:

The Company has maintained proper cost records required as per the provisions of Section 148 of Company's Act, 2013 read with the Companies (Cost records & Audit) Rules, 2014.

#### 16. RESEARCH & DEVELOPMENT ACTIVITIES, CONSERVATION OF ENERGY AND FOREIGN EXCHANGE EARNINGS & OUTGO:

The information relating to Research Development Activities, Conservation of Energy and Foreign Exchange Earnings & Outgo has been provided in the **(Annexure 2)** annexed to this Report.

#### 17. CHANGES IN SHARE CAPITAL, IF ANY:

During the Financial Year 2020-21, the authorised share capital of the Company was increased from Rs. 3,50,00,000 (Rupees Three Crore Fifty Lakhs only) to Rs. 5,10,00,000 (Rupees Five Crore Ten Lakhs only) divided into 85,00,000 Equity shares of Rs. 6/- each. Except this, there is no change in the share capital of the Company. The Company has not bought back any of its securities, nor issued sweat equity / stock option or bonus shares.

#### 18. SHARES:

##### a) BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the financial period under review.

##### b) SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the financial period under review.

##### c) BONUS SHARES

No Bonus Shares were issued during the financial period under review.

##### d) EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

#### 19. APPOINTMENT AND STATEMENT ON DECLARATION BY INDEPENDENT DIRECTOR

The Company is not required to appoint Independent Directors. Accordingly, statement on declaration by Independent Directors under Section 149(6) of the Act is not applicable.

#### 20. INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY:

The Company does not have any Subsidiary, Joint venture or Associate Company.



**21. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

The Company was not required to transfer any amount including un-claimed dividend to Investor Education and Protection Fund.

**22. AMOUNT TRANSFER TO RESERVE**

During the year under review, the Company has not transferred any sum to General Reserve.

**23. MATERIAL CHANGES AND COMMITMENTS:**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

**24. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) Company being unlisted sub clause (e) of section 134(5) is not applicable.
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**25. LOANS, GUARANTEES AND INVESTMENTS:**

During the year under review, the loan and investment made by the Company is in compliance with the provisions as per Section 186 of the Companies Act, 2013. The details of inter corporate loans given by the Company as given in Note no 18 in the Financial statement.

**26. LOAN FROM DIRECTORS:**

During the financial year under review, the Company has not accepted any loan from Directors of the Company and has not accepted any loans from relatives of Director.

**27. RELATED PARTY TRANSACTIONS:**

All transactions entered with related parties during the F.Y. 2020-21 were on arm's length basis and were in the ordinary course of business and provisions of Section 188(1) are not attracted. There have been no materially significant related party transactions with the Company's Promoters, Directors and others as defined in section 2(76) of the Companies Act, 2013. Further all the necessary details of transaction with related parties for which necessary approvals were taken are attached herewith in Form No. AOC-2 for your kind perusal and information. **(Annexure: 3).**

**28. RISK MANAGEMENT:**

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the Company to control risk through a properly defined plan. The risks are classified as financial risks, operational risks and market risks. The risks are taken into account while



preparing the Annual business plan for the year. The Board is also periodically informed of the business risks and the actions taken to manage them.

#### **29. ANNUAL EVALUATION / VIGIL MECHANISM:**

The provision relating to annual evaluation and vigil mechanism are not applicable on the Company.

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

Pursuant to Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with Rule 14 of the Rules issued thereunder, the Internal Committee constituted under the said Act has confirmed that no complaint has been received by the Company during the year 2020-21.

#### **31. ORDER OF COURT/ TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

During the year 2020-21 there were no order passed by the regulators or courts or Tribunals against the Company impacting the going concern status and company's operation in future.

#### **32. APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016):**

During the financial year under review, the Company has not made any application under The Insolvency and Bankruptcy Code, 2016.

#### **33. SECRETARIAL STANDARDS:**

The Institute of Company Secretaries of India had revised the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) with effect from 1st October 2017. The Company is in compliance with the revised secretarial standards.

#### **34. SECRETARIAL AUDIT REPORT:**

Provisions of section 204 of the Companies Act, 2013 regarding secretarial audit report are not applicable to the Company

#### **35. ACKNOWLEDGEMENTS:**

Your Directors like to express their heartfelt gratitude to all the Bankers, Government Authorities, Customers, Vendors and Business partners for their continued support and association.

The Directors would also like to express their appreciation to the employees of the Company for their dedicated, individual and collective contribution in the overall growth of the Company.

The Director would specially like to express their sincere gratitude to all the members of the Company for their continued faith in the management of the Company.

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**  
Date :04/09/2021  
Place : Pune

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**  
Date :04/09/2021  
Place : Pune

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**  
Date :04/09/2021  
Place : Pune



## ANNEXURE - 1

### ANNUAL REPORT ON CSR ACTIVITIES:

To

The Members,

Ajay Bio-Tech (India) Limited,

Your Directors have pleasure in presenting the Annual Report on CSR Activities for the financial year ended as on 31st March 2021. As per the provisions of section 135 of the Companies Act, 2013 the compliance of the conditions of corporate social responsibility is the responsibility of the management. Your company intends to allocate up to 2% of its average net profits (i.e. PBT) of last three financial years on CSR activities.

#### 1) A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken:

Your Company maintains standard of corporate conduct towards its shareholders, customers, employees, all other stakeholders and society in general. The Company has always focused on corporate social responsibility. The Corporate Social responsibility will help in ensuring a long-term balanced & inclusive growth. To that effect, Ajay Bio-Tech (India) Limited has adopted the policy of Corporate Social Responsibility to comply with CSR.

#### 2) Composition of CSR Committee:

As on 31st March 2021 the composition and status of CSR Committee of Ajay Bio-Tech (India) Limited is as detailed below:

Sr	Name	Designation	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Sujit Sohanlal Jain	Managing Director	1	1
2	Mr. Sanjay Malpani	Director	1	1
3	Dr. Subrata Sarkar	Whole-time Director	1	1
4	Ms.Dhanalakshmi Sriramaprasad	Director	1	1
5	Mr. Bhavesh Jayantilal Mehta	Director	1	1

- 3) Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company - <https://ajaybio.in/> under Investor Section
- 4) The details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).- NOT APPLICABLE
- 5) Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sr. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set- off for the financial year, if any (in Rs)
1	2020-21	NIL	NIL
2	2019-20	NIL	NIL
3	2018-19	NIL	NIL
	<b>TOTAL</b>	NIL	NIL



**6. Average Net Profit of Company:**

The details profit for last three years is as follows:

Particulars	FY 2017-18 (April-March)	FY 2018-19 (April-March)	FY 2019-20 (April-March)
Total Revenue	26,84,30,715	37,14,21,011	40,06,94,451
Total Expenditure	23,78,47,579	30,42,48,793	31,52,95,834
Extra-ordinary Items	-	-	-
<b>Net Profit before Tax</b>	<b>3,05,83,136</b>	<b>6,71,72,218</b>	<b>8,53,98,617</b>
<b>Net Profit before Tax as per section 198</b>	<b>3,05,83,136</b>	<b>6,71,72,218</b>	<b>8,53,98,617</b>
Average 3 years profit			6,10,51,324
<b>CSR Activity Gross Amount @ 2%</b>			<b>12,21,027</b>

- 7) (a) Two percent of average net profit of the company as per section 135(5) - **Rs. 12,21,027/-**  
(b) Surplus arising out of the CSR projects or programs or activities of the previous financial years - NA  
(c) Amount required to be set off for the financial year, if any- NA  
(d) Total CSR obligation for the financial year (7a+7b-7c) - **Rs. 12,21,027/-**

**8. a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount (in Rs.)	Date of transfer
13,00,000	NIL	NA	NA	NA	NA

**b) Details of CSR amount spent against ongoing projects for the financial year: Not Applicable**

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

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

1	2	3	4	5	6	7	8
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Amount spent for the project (in Rs.).	Mode of implementation- Direct (Yes/No).	Mode of implementation -Through implementing agency.
				State. District.			Name. CSR Registration number.
1.	Shikshan Prasarak Mandal	Education	Yes	Maharashtra Pune	13,00,000	Yes	- -
		<b>TOTAL</b>			<b>13,00,000</b>		



- (d) Amount spent in Administrative Overheads : Not applicable  
 (e) Amount spent on Impact Assessment, if applicable : Not applicable  
 (f) Total amount spent for the Financial Year (8b+8c+8d+8e) : 13,00,000/-  
 (g) Excess amount for set off, if any

No.	Particular	Amount (in Rs.)
(I)	Two percent of average net profit of the company as per section 135(5)	12,21,027
(ii)	Total amount spent for the Financial Year	13,00,000
(iii)	Excess amount spent for the financial year [(ii)-(I)]	78,973
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	78,973

**9. (a) Details of Unspent CSR amount for the preceding three financial years: NOT APPLICABLE**

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

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s): NOT APPLICABLE**

1	2	3	4	5	6	7	8	9
	Project ID	Name of the Project	Financial Year in which project was commenced	Project Duration	Total Amount allocated for the project	Amount spent in the reporting financial year on the project	Cumulative Amount spent in the reporting financial year on the project	Status of the Project Completed / Ongoing
	NA	NA	NA	NA	NA	NA	NA	NA

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): NOT APPLICABLE**

- (a) Date of creation or acquisition of the capital asset(s).  
 (b) Amount of CSR spent for creation or acquisition of capital asset.  
 (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.  
 (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5): NOT APPLICABLE**

**12. Responsibility Statement of CSR Committee:**

The committee members state that the company has implemented & monitored the CSR policy, in compliance with CSR objective and policy of the company.



### 13. Acknowledgment

Your Directors express their special thanks to the CSR Committee, Members, and Employees for their continued support. Your directors also gratefully acknowledge the co-operation and assistance receive from Central and State Government authorities for their continued support and valuable assistance.

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

Date :04/09/2021  
Place : Pune

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**



## ANNEXURE - 2 TO THE BOARDS' REPORT:

Statement of the particulars to the Companies (Disclosure of particulars in the report of Board of Directors) Rules, 1988 forming part of Directors' Report for the year ended 31st March 2021.

### 1. Conservation of Energy

- a) Energy conservation measures taken. – No special measures are taken.
- b) Additional Investments and proposals, if any being implemented.- Nil
  - i) Impact of Measures of (a) & (b) above for reduction of energy consumption & consequent impact on cost of production: It is difficult to quantify the impact of energy conservation measures.
  - ii) Energy Consumption Particulars:

#### UNIT – I : KHALAD, PUNE

##### Power and Fuel Consumption

Sr No	Particulars	Current year	Previous Year
1.	<b>Electricity</b>		
a)	Purchased:		
	Units	369,533	2,54,722
	Total Amount (Rs)	3,721,210	27,20,990
	Rate Per unit	10.07	10.68
b)	<b>Own Generation Through D G Set</b>		
	Units	43,278	27,324
	Total Amount (Rs)	522,798	3,30,070
	Ltr of Diesel / Unit	0.17	0.18
	Cost per K.W.H. (Rs.)	12.08	12.08
2.	COAL	Not applicable	Not applicable
3.	FURNANCE OIL/L.D.O	Not applicable	Not applicable

#### UNIT – II : HIMACHAL PRADESH

##### Power and Fuel Consumption

Sr No	Particulars	Current year	Previous Year
1.	<b>Electricity</b>		
	Purchased:		
	Units	19,046	8,471
	Total Amount (Rs)	100,490	45,586
	Rate Per unit	5.28	5.38

#### UNIT – III : SIKKIM

##### Power and Fuel Consumption

Sr No	Particulars	Current year	Previous Year
1.	<b>Electricity</b>		
	Purchased:		
	Units	113	1,539
	Total Amount (Rs)	5,969	72,001
	Rate Per unit	52.82	46.78

### 2. Form B

#### TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT

A) Specific Areas in which R & D is carried out.

- i. Bio Fertilizers and Organic Manures    ii. Bio Pesticides    iii. Plant Growth Promoters & Bio stimulant  
iv. Biocatalyst Cleaners & Veterinary products    v. Public Health Products    vi. Covid-19 kit (VTM/MTM)

**B) Benefits derived as a result of the above:**

- i. Cotribution to Organic Farming offering bioproducts as replacement of chemical pesticides & chemical fertilisers.
- ii. Animal care products offered as ayurvedic formulations takes care animal health on Eco-friendly basis.
- iii. Herbal extract based formulations offered substantial contribution to organic & bio-farming.
- iv. Biolarvicide offers replacement of dreaded chemical like DDT & Malathion
- v. Introduce soluble fertilizers for getting “Polyhouse” segment.
- vi. Manufacturing cattle feed with novel formulation.
- vii Covid-19 sample collection kit (VTM/MTM) replaced imported supply.

**C) Future Plans of action:**

- i) To develop Biocatalyst Cleaners catering household market.
- ii) To develop Liquid Bti for malarial dengue Control.
- iii) To focus on Veterinary Segment controlling diseases.
- iv) To develop human care products based on herbal formulations.
- v) To make R & D as GMP lab.
- vi) To make public health related products.

D) Expenditure on R & D

Sr No	Particulars	Current year (Rs.)	Previous Year (Rs.)
1.	Capital (Incl. Def Revenue Expenditure)	11,87,019	1,69,108
2.	Revenue Expenditure	91,41,055	74,24,482

Development work is continuously undertaken by the Company. No Separate record of the overhead and recurring expenditure incurred on R & D is maintained.

## TECHNOLOGY ABSORPTION, ADOPTION AND INNOVATIONS.

- |                                   |                        |
|-----------------------------------|------------------------|
| 1) Efforts made                   | Please refer to Form B |
| 2) Benefits derived               | Please refer to Form B |
| 3) Details of imported technology | Not Applicable.        |

### 3. FOREIGN EXCHANGE EARNINGS & OUTGO

Particulars	Current year (Rs.)	Previous Year (Rs.)
<b>Earnings in foreign Exchange</b>		
Export of Goods	2,06,65,599	1,91,81,009
Advance	-	-
<b>Expenditure in Foreign Exchange</b>		
Purchases	-	51,08,094
Expenses	-	-

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

Date :04/09/2021  
Place : Pune

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**



**ANNEXURE- 3 TO THE BOARDS' REPORT**

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES (FORM (AOC-2))**  
Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of Companies Act 2013 including certain arms length transactions under third proviso thereto:

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

Name of related party and nature of relationship	Nature of contracts, arrangements and transactions	Duration of contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board, if any	Amount paid as advances, if any	Date on which special resolution was passed in general meeting as required under first proviso to section 188
NOT APPLICABLE							

**2. Details of material contracts or arrangements or transactions at arm's length basis.**

Name of related party and nature of relationship	Nature of contracts, arrangements and transactions	Duration of contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board, if any	Amount paid as advances, if any
Netsurf Communications Private Limited(NCPL)	Sales	Continual	Sale-Purchase MOU for manufacturing of custom made products. Transaction is at arms' length and in ordinary course of business	NCPL is a direct selling company with product portfolio consisting of agricultural, Bio-product, cosmetic & nutraceuticals.	NA as per the Companies Act 2013, since the transaction are at Arm's Length and in ordinary Course of business	Nil
Netsurf Research Labs Pvt Ltd	Sales and Purchase and Availing Consultancy Services	Continual	Consultancy Agreement and Sale-Purchase agreement. Transaction is at arms' length and in ordinary course of business	NRLPT is manufacturer & research consultant of health care and personal care products.	NA as per the Companies Act 2013, since the transaction are at Arm's Length and in ordinary Course of business	Nil
Mylab Discovery Solutions Pvt. Ltd.	Consultancy Services	Continual	Marketing & selling agreement (VTM Machines) . Transaction is at arms' length and in ordinary course of business	Mylab is the manufacturer of pharmaceuticals, drugs, medicines, vaccines diagnostic kits and allied products.	NA as per the Companies Act 2013, since the transaction are at Arm's Length and in ordinary Course of business	Nil

As per the Board of Directors of the Company, the above mentioned transaction should be termed as material, considering the business operations and nature of industry in which the Company operates

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

Date :04/09/2021  
Place : Pune

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**



**MSDN AND ASSOCIATES**  
Chartered Accountants  
Firm Regn. No. : 112479W  
**Mahesh K. Gavaskar**  
FCA, ACS, ISA, DISA (ICAI),  
Dip. In INTER NATIONAL TAX (ICAI)

Office: Mrunmayee Society, 43/6, Erandwane  
Nal Stop, Behind Bank of India,  
Karve Road, Pune - 411004  
Phone: 25438480  
Fax : 25437637  
E-mail: gavaskar@msdn-ca.com

## INDEPENDENT AUDITOR'S REPORT

**To the members of  
Ajay Bio-Tech (India) Limited,  
Pune**

**Report on the Audit of the Standalone Financial Statements**

### **Opinion:**

We have audited the accompanying standalone financial statements of Ajay Bio-Tech (India) Ltd, ('the Company'), which comprise the Balance Sheet as at 31 March 2021, and the statement of Profit and Loss, and Cash Flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and profit, and cash flows for the year ended on that date.

### **Basis for Opinion:**

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

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

### **Other Information:**

The Company's Board of Directors is responsible for the other information. The other information comprises the information in the Board's Report along with its Annexure and Financial Highlights included in the Company's Annual Report, if any, but does not include the financial statements and our auditor's report thereon.

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

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

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

### **Responsibility of Management for Financial Statements:**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the



Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibilities for the Audit of the Financial Statements:**

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

**We also:**

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all



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

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

1. As required by the Companies (Auditors Report) Order 2016 ("the order"), issued by the Central Government of India, in terms of sub-section(11) of section 143 of the Act, we give in the annexure statement on the matter specified in the paragraph 3 and 4 of the Order to the extent applicable
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid financial statements;
  - (b) In our opinion, proper books of account as required by law to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books.
  - (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of accounts;
  - (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, to the extent applicable;
  - (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of internal financial controls with reference to Standalone Financial Statements of the Company's 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 does not have any pending litigations which would impact its financial position
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company Fund by the Company.

**For MSDN& Associates**  
**Chartered Accountants**  
**FRN : 112479W**

**UDIN: 21037573AAAAHB5532**

Date: 04/09/2021

Place: Pune

**Mahesh Gavaskar**  
**Partner**  
**Mem No.: 037573**



**Annexure A to the Independent Auditor's Report referred to in Paragraph of our report of even date on the Standalone Financial Statements for the year ended 31st March, 2021 of Ajay Biotech India Limited**

1. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed asset :
  - a. The Company has a regular programme of physical verification of its fixed assets by which all the fixed assets are verified in a phased manner over a period of four years.
  - b. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets.
  - c. According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.
2. Physical verification of inventory has been conducted by the management during the current year. In our opinion, the interval of such verification is reasonable. Discrepancies noticed on physical verification were not material and the same have been properly dealt with in the books.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act') except who the advances for expenses given to staff. Hence sub paras (a), (b) and (c) are not applicable.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provision of Section 185 and 186 of the Act with respect to loans, investment, guarantees and security, as applicable.
5. According to the information and explanations given to us, the Company has not accepted any deposits from the public, (except the deposits from shareholders as per the suggestion by the lender bank) within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there under.
6. We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the rules made by Central Government for the maintainance. of cost records under sub-section (1) of section 148 of the Act and we are the opinion that prima facie the prescribed accounts and records have been made and maintained. We have not however made a detailed examination of records with a view to determine whether they are accurate and complete.
7. 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 account in respect of undisputed statutory dues including provident fund, income-tax, goods and service tax, duty of customs, employees' state insurance and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.
  - a. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, goods and service tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable.
  - b. According to the information and explanations given to us, there are material dues of income tax which have not been deposited on account of dispute is as detailed below.

Name of the Statute	Nature of Dues	Amount ( Rs )	Period to which the amount relates	Forum where the depute is pending
Income tax Act 1961	Assessment dues for	27,49,810	F.Y. 2008-09 [ A.Y. 2009-10]	CIT- [Appeal]





According to the information and explanations given to us, there are no material dues of sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess, which have not been deposited on account of dispute

8. The Company has not defaulted in repayment of loans or borrowings from any financial institution, banks, government or dues to debenture holders during the year.
9. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Hence, this clause is not applicable to the company.
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit
11. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid managerial remuneration which are within the limit mentioned u/s 197 of the Act and hence the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act are not called for.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, this clause of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For MSDN& Associates  
Chartered Accountants  
FRN : 112479W**

**UDIN: 21037573AAAAHB5532**  
Date: 04/09/2021  
Place: Pune

**Mahesh Gavaskar  
Partner  
Mem No.: 037573**



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

Referred to in paragraph 2 (f) under the heading, Report on Other legal and Regulatory Requirements of our report on even date

### **Report on the Internal Financial Controls with reference to Standalone Financial Statements 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 the Standalone Financial Statements of **Ajay Biotech India Limited** as of March 31, 2021 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date

#### **Management's Responsibility for Internal Financial Controls**

The respective Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the respective Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Standalone 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, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to the Standalone Financial Statements and their operating effectiveness.

Our audit of internal financial controls with reference to the Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to the Standalone Financial Statements, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and by the other auditor referred to in the “Other Matter” paragraph is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the Standalone Financial Statements.



## **Meaning of Internal Financial controls with reference to the Standalone Financial Statements**

A Company's internal financial controls with reference to the Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to the Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the Standalone Financial Statements.

## **Inherent Limitations of Internal Financial Controls with reference to the Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to the Standalone 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 the Standalone Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Standalone 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 and based on report of other auditor, the Company and its Joint Operation have, in all material respects, adequate internal financial controls with reference to the Standalone Financial Statements and such internal financial controls with reference to the Standalone Financial Statements were operating effectively as at March 31, 2021, based on the internal controls over financial reporting criteria established by the Company and its Joint Operation considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For MSDN& Associates  
Chartered Accountants  
FRN : 112479W**

**UDIN: 21037573AAAAHB5532**  
Date: 04/09/2021  
Place: Pune

**Mahesh Gavaskar  
Partner  
Mem No.: 037573**

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2021****(Amount in Rs)**

	Particulars	Note No.	As at 31/03/2021	As at 31/03/2020
<b>I</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>(i) Shareholder's Fund</b>			
	Share Capital	3	2,08,56,150	2,08,56,150
	Reserves and Surplus	4	42,47,33,403	22,78,36,352
	<b>(ii) Non Current Liabilities</b>			
	Long Term Borrowings	5	3,49,82,720	3,30,58,831
	Long Term Provisions	6	1,01,98,228	81,56,908
	<b>(iii) Current Liabilities</b>			
	Short Term Borrowings	7	2,80,90,990	3,83,52,291
	Trade payables :	8		
	Micro/Small Enterprises Dues		1,50,21,806	1,91,38,620
	Non-Micro/Small Enterprises Dues		13,81,78,729	4,10,80,765
	Other Current Liabilities	9	4,58,56,641	1,25,75,582
	Short Term Provisions	10	2,25,95,747	1,12,33,964
	<b>Total</b>		<b>74,05,14,414</b>	<b>41,22,89,463</b>
<b>II</b>	<b>ASSETS</b>			
	<b>(i) Non Current Assets</b>			
	Fixed Assets	11		
	Property, Plant & Equipment		19,99,63,143	6,21,88,532
	Intangible Assets		6,10,016	8,05,530
	Capital work-in-progress		63,80,850	9,01,500
	Non-current investments	12	50,000	-
	Deferred Tax Assets (Net)	13	5,66,867	8,23,582
	Long Term Loans and Advances	14	1,07,39,185	1,00,57,644
	<b>(ii) Current Assets</b>			
	Inventories	15	11,97,83,792	10,81,36,864
	Trade Receivables	16	26,33,46,583	15,36,41,275
	Cash and Cash Equivalents	17	3,57,39,213	3,64,47,608
	Short Term Loans and Advances	18	10,21,28,019	3,90,86,127
	Other Current Assets	19	12,06,746	2,00,801
	<b>Total</b>		<b>74,05,14,414</b>	<b>41,22,89,463</b>

**Note No. 1:** Corporate information.

**Note No. 2:** Summary of significant accounting policies is an integral part of the financial statements. As per our attached report, Schedules and notes to accounts of even date.

**For MSDN and Associates**  
**Chartered Accountants**  
**Firm Reg no 112479W**

**For and on Behalf of The Board of Directors of**  
**Ajay Bio-Tech (India) Limited**

Mr M K Gavaskar  
 Partner - Member No. 37573  
 Date : 04/09/2021  
 Place : Pune  
 UDIN : 21037573AAAAHB5532

Mr. Sujit Jain  
 Managing Director  
 DIN- 01463586  
 Date :04/09/2021  
 Place : Pune

Mr. Sanjay Malpani  
 Director  
 DIN- 00901995  
 Date :04/09/2021  
 Place : Pune

Dr. Subrata Sarkar  
 Whole Time Director  
 DIN- 07202004  
 Date :04/09/2021  
 Place : Pune

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2021****(Amount in Rs)**

Particulars	Note No.	Period ended 31/03/2021	Period ended 31/03/2020
Revenue from Operations	20	96,95,41,309	39,73,30,170
Other Income	21	44,96,350	33,64,281
<b>Total Revenue</b>		<b>97,40,37,659</b>	<b>40,06,94,451</b>
Expenses			
Cost of Materials Consumed	22	37,35,59,788	15,44,62,720
Purchase of Stock in Trade		7,92,000	14,52,790
Changes in inventories - Finished Goods, WIP & Stock in Trade	23	90,87,336	8,40,035
Manufacturing & Direct Expenses	24	10,01,23,092	2,45,46,919
Employee Benefit Expenses	25	8,24,27,728	5,83,67,674
Finance Costs	26	70,03,998	57,34,580
Depreciation and Amortization Expenses	27	89,56,247	65,94,130
Administrative and Other Expenses	28	12,33,44,374	6,32,96,986
<b>Total Expenses</b>		<b>70,52,94,564</b>	<b>31,52,95,834</b>
<b>Profit Before Tax</b>		<b>26,87,43,095</b>	<b>8,53,98,617</b>
<b>Tax Expense</b>			
Current tax		7,15,89,330	2,45,00,000
Deferred tax	29	2,56,715	(6,01,814)
<b>Profit / (Loss) for the period</b>		<b>19,68,97,050</b>	<b>6,15,00,431</b>
<b>Earnings Per Equity Share [ nominal value of share Rs.6]</b>			
(a) Basic		56.64	17.69
(b) Diluted		56.64	17.69
Note : Computed on the basis of profit from continuing operations			

**Note No. 1:** Corporate information.

**Note No. 2:** Summary of significant accounting policies is an integral part of the financial statements. As per our attached report, Schedules and notes to accounts of even date.

**For MSDN and Associates**  
**Chartered Accountants**  
**Firm Reg no 112479W**

**For and on Behalf of The Board of Directors of**  
**Ajay Bio-Tech (India) Limited**

Mr M K Gavaskar  
 Partner - Member No. 37573  
 Date :04/09/2021  
 Place : Pune  
 UDIN : 21037573AAAAHB5532

Mr. Sujit Jain  
 Managing Director  
 DIN- 01463586  
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 Director  
 DIN- 00901995  
 Date :04/09/2021  
 Place : Pune

Dr. Subrata Sarkar  
 Whole Time Director  
 DIN- 07202004  
 Date :04/09/2021  
 Place : Pune




**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021**
**(Amount in Rs.)**

	Particulars		As at 31 March 2021	As at 31 March 2020
<b>A</b>	<b>Cash Flow From Operating Activities</b>			
	Net Profit Before TAX & Adjustments	<b>A</b>	26,87,43,095	8,53,98,617
<b>Add</b>	Adjustment For			
	Depreciation		89,56,247	64,97,350
	Loss / (Profit) on Sold of Assets		(2,86,068)	15,64,299
	Finance Charges		70,03,998	57,34,580
		<b>B</b>	<b>1,56,74,177</b>	<b>1,37,96,228</b>
<b>Less</b>	<b>Items Treated Separately (Under Investing and Financing)</b>			
	Interest Received		26,56,867	1,78,117
		<b>C</b>	<b>26,56,867</b>	<b>1,78,117</b>
	<b>Cash Generated Before Working Capital Changes</b>	<b>D</b>	<b>28,17,60,406</b>	<b>9,90,16,728</b>
	<b>Movement in working capital</b>			
	Increase/(decrease) in trade payables		9,29,81,151	97,77,576
	Increase/(decrease) in long term provisions		20,41,320	11,20,378
	Increase/(decrease) in short term provisions		1,13,61,783	(13,27,794)
	Increase/(decrease) in other current liabilities		3,32,81,059	17,29,400
	Decrease/(increase) in trade receivables		(10,97,05,308)	(2,44,71,065)
	Decrease/(increase) in inventories		(1,16,46,927)	(2,91,78,435)
	Decrease/(increase) in long term loans and advances		(6,81,541)	(6,41,024)
	Decrease/(increase) in short term loans and advances		(6,30,41,892)	(52,34,652)
	Decrease/(increase) in other current assets		(10,05,945)	(1,15,805)
	Decrease/(increase) in other non current assets		-	96,780
	Decrease/(increase) in deferred tax assets		2,56,715	(6,01,814)
	Decrease/(increase) in non current investments		(50,000)	-
	<b>Sub Total</b>	<b>E</b>	<b>(4,62,09,586)</b>	<b>(4,88,46,454)</b>
	<b>Cash Generated From Operation</b>	<b>F=D+E</b>	<b>23,55,50,820</b>	<b>5,01,70,274</b>
<b>Less</b>	Direct Taxes Paid		7,18,46,045	2,38,98,186
	<b>Cash Generated From Operating Activity</b>	<b>G</b>	<b>16,37,04,775</b>	<b>2,62,72,088</b>
<b>B</b>	<b>Cash Flow From Investing Activities</b>			
	Purchase of fixed assets, including intangible assets, WIP and capital advances		(15,24,48,966)	(2,28,34,420)
	Proceeds from sale of fixed assets		7,20,339	34,996
	Interest Received		26,56,867	1,78,117
		<b>H</b>	<b>(14,90,71,760)</b>	<b>(2,26,21,307)</b>
<b>C</b>	<b>Cash Flow From Financing Activities</b>			
	Increase / (Decrease) in long-term borrowings		19,23,889	(14,46,403)
	Increase / (Decrease) in short-term borrowings		(1,02,61,301)	2,58,77,407
	Finance Charges		(70,03,998)	(57,34,580)
		<b>I</b>	<b>(1,53,41,410)</b>	<b>1,86,96,425</b>
<b>D</b>	Net Increase In Cash & Cash Equivalent	<b>J=G+H+I</b>	<b>(7,08,395)</b>	<b>2,23,47,207</b>
<b>E</b>	Cash & Cash Equivalent At the beginning Of the Year	<b>K</b>	3,64,47,608	1,41,00,401
<b>F</b>	Cash & Cash Equivalent At the End Of the Year	<b>L= K+J</b>	3,57,39,213	3,64,47,608
<b>G</b>	Cash & Cash Equivalent At the End Of the Year (Note No 17)		3,57,39,213	3,64,47,608

**For MSDN and Associates**  
**Chartered Accountants**  
**Firm Reg no 112479W**

**For and on Behalf of The Board of Directors of**  
**Ajay Bio-Tech (India) Limited**

**Mr M K Gavaskar**  
**Partner - Member No. 37573**

**Date :04/09/2021**  
**Place : Pune**

**Mr. Sujit Jain**  
**Managing Director**  
**DIN- 01463586**

**Date :04/09/2021**  
**Place : Pune**

**Mr. Sanjay Malpani**  
**Director**  
**DIN- 00901995**

**Date :04/09/2021**  
**Place : Pune**

**Dr. Subrata Sarkar**  
**Whole Time Director**  
**DIN- 07202004**

**Date :04/09/2021**  
**Place : Pune**



## 1. Corporate Information

**Ajay Bio – Tech (India) Limited** was incorporated on January 12, 1990 as a Private Limited Company and then It is converted into Limited Company with the objective of manufacturing and trading of –

- Biofertilisers
- BioPesticides
- Plant Growth Promoters
- Micronutrients
- Veterinary
- Viral Transmission Media (VTM)
- Establishing Research And Development activities

The company has its manufacturing units in Maharashtra, Himachal Pradesh & Sikkim. It also undertakes research and development activities for its products.

## 2. Significant Accounting Policies

### 2.1 Basis of Preparation

The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (IGAAP) under Historical cost convention on the accrual basis except where specified otherwise and in case of significant uncertainties.

The Financial Statements have been prepared in all material respects with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules 2014 and the relevant provisions of the said Act.

### 2.2 Use of Estimates:

The preparation of the financial statements in conformity with generally accepted accounting principles requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period.

The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying Financial statements, Any change in accounting estimates are recognized in profit and loss statement of the period when such change or known / materialise.

#### a) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and revenue can be reliably measured. The following specific recognition criterias are used for the recognition of revenue.

#### Sale of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually when goods are removed from the factory or branch. The company collects Goods and Service Tax on behalf of the government these are not economic benefits of the company. Hence, they are excluded from the revenue. Export sales are accounted on the basis of the dates of "Shipped on Board" Bill of Lading, Other delivery documents as per contract.

**Interest**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under head “other income” in the statement of profit and loss.

**Dividends**

Dividend income is recognized when the company receives the same.

**b) Expenditure**

Expenses are booked on accrual basis. Provisions for all known liabilities accruing for the year have been provided at the balance sheet date on the basis of estimates provided by the management.

**c) Fixed Assets (including intangible assets)**

Fixed assets (including intangible assets) are stated at cost, less accumulated depreciation/amortization and impairment if any. Costs include all expenses incurred to bring the assets to its present location and condition for intended use. Assets in the name of directors, cost of the same also considered by the company in its block on the basis of use of asset.

Intangible assets are recorded at the consideration paid for acquisition.

**d) Depreciation/Amortization**

Depreciation on fixed assets is provided using straight line basis. Depreciation is charged on all assets purchased and sold during the year on a proportionate basis. as prescribed under Schedule II of the Companies Act, 2013 :

Deferred revenue expenses are amortized over the period of five years considering the life or effect of the expenses.

**e) Foreign Currency Transactions****Initial recognition**

Foreign Currency Transactions are recorded in the reporting currency, by applying the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary item, if any, which are measured in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of transaction. All exchange differences are recognized as income or as expenses in the period in which they arise.

**f) Retirement and other employee Benefits****Provident Fund**

The eligible employees, as identified by the management, of the Company are entitled to receive benefits under the Provident Fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary as defined in the act). The contributions as specified under the law are paid and charged to the Profit & Loss Statement of the year when the contribution to the fund is due.

**Leave Encashment**

In accordance with AS-15 “Employee Benefits” (Revised), the compensated absences are in nature of short term vesting accumulating compensates absences and the same have been provided on arithmetical basis.



## **Variable Performance Pay**

The Company has provided the liability of variable performance pay on accrual basis.

## **Gratuity**

In accordance with payment of Gratuity Act, 1972 the Company provides the gratuity as per defined retirement benefit plan covering eligible employees. The amount of gratuity has been computed based on respective employees' salary and tenure of the employment with the Company. The company has taken an insurance plan to dispose the liability. The premium paid of the said plan is recognized in the Profit & Loss Statement for the year.

## **g) Income Tax**

Tax expense comprises current and deferred tax. Current income tax is measured and the amount is expected to be paid to tax authorities in accordance with the provisions of Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred income tax reflect the impact of timing differences between taxable incomes and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which deferred tax assets can be realized.

## **h) Segment Information**

### **Segment accounting policies**

Segment Reporting as per Accounting Standard -17 is applicable to the company. Company has recognized the productwise segments classified it into two broad categories namely 1) Agriculture & Veterinary 2) Public Health & Hygiene. Company has prepared, above referred segmentwise profit & loss statement in the note no.36.

## **i) Provisions, Contingent Liabilities and Contingent Assets**

A contingent liability as per Accounting Standard 29, 'Provisions, Contingent Liabilities and Contingent Assets', is a possible obligation that arises from a past event whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases when there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

## **j) Earnings per Share**

The Company reports basic and diluted earnings per share in accordance with the Accounting Standard 20 on 'Earnings per Share'. Basic earnings per share are computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is calculated on the same basis as basic earnings per share, after adjusting for the effects of potential dilutive equity shares unless the effect of the potential dilutive equity shares is anti dilutive

## **k) Inventories**

Raw materials, components, stores and spares are valued lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or





above cost. Cost of raw materials, components, stores and spares is determined on a first in first out basis.

Work in progress and Finished Goods are valued at lower of cost and net realizable value as per the batchwise costing through its accounting software. Cost includes direct materials and labour and a proportion of manufacturing overhead based on normal operating capacity. Finished goods are valued at cost.

Closing stock of branches is valued at cost.

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

#### **l) Borrowing Cost:**

Borrowing cost includes interest, costs in connection with borrowings.

As per the Accounting Standard 16, Borrowing costs that are directly attributable to the acquisition, construction or production of an asset which takes a substantial time in getting ready for its intended use are capitalized as part of cost of that asset till the date it is put to use. All other borrowing costs are charged to the Statement of Profit and Loss.

#### **m) Impairment of Fixed Assets**

As per the Accounting Standard 28 on Impairment of Asset, the Company assesses the impairment, if any, of its assets at each Balance Sheet date, from its internal resources, by comparing, the carrying amounts and estimated recoverable amounts of its fixed assets. And determines whether there is an indication that the assets suffered an impairment loss. An asset's recoverable amount is higher of an asset's or cash-generating units (CGU) net selling price and its value in use. The recoverable amount is determined of an individual asset unless the asset does not generate independent cash inflows. Where carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In determining the net selling price, recent market transactions are taken into account, if available. If no such transaction can be identified, an appropriate valuation model is used.

#### **n) Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties if any.

Long term investments are carried at cost. As the investment in shares is for long term basis no disposal has been done during the year.

**For and on Behalf of The Board of Directors of  
Ajay Bio-Tech (India) Limited**

**Place: Pune  
Date: 04/09/2021**

**Mr. Sujit Jain  
Managing Director  
DIN - 01463586**

**Mr. Sanjay Malpani  
Director  
DIN - 00901995**

**Dr. Subrata Sarkar  
Whole Time Director  
DIN- 07202004**





## Notes referred to in the Balance Sheet are as follows

3. Share capital	As at 31/03/2021	As at 31/03/2020
<b>i) Authorised shares</b> 85,00,000 Equity Shares of Rs 6 each	<b>5,10,00,000</b>	<b>3,50,00,000</b>
<b>ii) Issued, Subscribed and Paid Up Capital</b> 34,76,025 Equity shares of Rs 6 Each, fully paid up	2,08,56,150	2,08,56,150
<b>Total</b>	<b>2,08,56,150</b>	<b>2,08,56,150</b>

## a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Equity Shares</b>		
No. of Equity Shares at the beginning of reporting period	34,76,025	34,76,025
Add: No. of Equity Shares issued during the period	-	-
Less: No. of Equity Shares bought back during the period	-	-
<b>No. of Equity Shares at the end of the reporting period</b>	<b>34,76,025</b>	<b>34,76,025</b>

**Note :** The company has only one class of equity shares having a par value of Rs.6 per share. Each holder of equity shares is entitled to one vote per share.

## Details of Share Holding by Holding, Subsidiary or Associate Companies.

Particulars	As at 31/03/2021		As at 31/03/2020	
	No. of Shares	in %age	No. of Shares	in %age
Holding Company	-	-	-	-
Ultimate Holding Company	-	-	-	-
Holding Company Subsidiaries	-	-	-	-
Ultimate Holding Company Subsidiaries	-	-	-	-
Holding Company Associates	-	-	-	-
Ultimate Holding Company Associates	-	-	-	-

## List of the shareholders holding more than 5% of shares in the company as at the Balance Sheet date:

Names of the shareholder	As at 31/03/2021		As at 31/03/2020	
	No. of Shares	in %age	No. of Shares	in %age
<b>I) Promoters</b>				
Jain Sohanlal Kundanmal	4,15,270	12%	4,15,270	12%
<b>II) Public Share Holding</b>				
Phadke Binata Abhay	5,60,286	16%	5,60,286	16%
<b>III) Particulars Of Holding, Subsidiary And Associate Companies</b>				
Netsurf Communication Pvt Ltd.	8,68,990	25%	8,68,990	25%
Sanjay Knit Pvt Ltd.	2,50,000	7%	2,50,000	7%

## Details of shares to be issued on conversion or under an agreement;

Particulars	No. of Shares	Amount
(i) Compulsory convertible debentures due for conversion in the year 2020-21	-	-
(ii) Convertible preference shares due for conversion in the year 2020-21	-	-
(iii) ESOPs falling due for conversion in year 2020-21.(Other details of the scheme)	-	-
(iv) Any other obligation to issue equity shares in future.	-	-


**Other disclosures related to Share Capital required as per Revised Schedule VI:**

Particulars	As at 31/03/2021	As at 31/03/2020
(i) Aggregate number of Equity Shares allotted as fully paid up by way of bonus shares during the period of Five years immediately preceding the Balance Sheet date	Nil	Nil
(ii) Aggregate number of Equity Shares bought back during the period of Five years immediately preceding the Balance Sheet date	Nil	Nil

**4. Reserves and Surplus**

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Capital Reserves</b>		
Opening Balance	2,78,29,810	2,78,29,810
Add: Appropriation during the period	-	-
Less: Written back during the period	-	-
<b>Closing Balance</b>	<b>2,78,29,810</b>	<b>2,78,29,810</b>
<b>Surplus (Profit &amp; Loss A/c)</b>		
Opening Balance	20,00,06,542	13,85,06,111
Add: Profit for the year as per Statement of Profit & Loss	19,68,97,050	6,15,00,431
<b>Total Profit available for Appropriation</b>	<b>39,69,03,593</b>	<b>20,00,06,542</b>
Add: Transfer from Reserves	-	-
Less: Transfer to Reserves	-	-
Less: Proposed Dividend	-	-
<b>Closing Balance</b>	<b>39,69,03,593</b>	<b>20,00,06,542</b>
Less: Minority Interest	-	-
<b>Grand Total</b>	<b>42,47,33,403</b>	<b>22,78,36,352</b>

**5. Long Term Borrowings**

Particulars	As at 31/03/2021	As at 31/03/2020
<b>(i) Term Loans</b>		
(a) From Banks		
Secured	31,55,994	-
Less: Current Maturities of Long Term Borrowings	(5,94,907)	-
(b) From Other Parties		
Secured	10,60,011	25,16,373
Less: Current Maturities of Long Term Borrowings	(6,38,378)	(14,57,542)
<b>(ii) Other Long Term Loans Unsecured</b>		
(a) From Directors	75,00,000	75,00,000
(b) From Share Holder	2,45,00,000	2,45,00,000
<b>Total</b>	<b>3,49,82,720</b>	<b>3,30,58,831</b>

**Notes:**

- There are no specific schedule for repayment of Other Long Term Loans. Interest is paid @13% on the balance remaining outstanding for the period. above loan taken from Director & Share Holder.
- Term Loans from Banks/Others are guaranteed by none of Directors.
- Secured Term Loans from other Parties (I) Loan from Kotak Mahindra Prime Ltd - for vehicle repayable @ 9.48% within period of 60 months in EMI of Rs 1,14,970/-. The same is secured against the vehicle. (II) Loan from Kotak Mahindra Prime Ltd - for vehicle repayable @ 9.44% within period of 60 months in EMI of Rs 21,212/-. The same is secured against the vehicle. (III) Loan from ICICI Bank - for vehicle repayable @ 7.90% within period of 60 months in EMI of Rs 68,583/-. The same is secured against the vehicle.
- Current maturities consists of borrowings from Bank & Other is Rs 12,33,285/-



## 6. Long Term Provisions

Particulars	As at 31/03/2021	As at 31/03/2020
Provision for Other Employee Benefits	1,01,98,228	81,56,908
<b>Total</b>	<b>1,01,98,228</b>	<b>81,56,908</b>

## 7. Short Term Borrowings

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Working Capital Loans/CC Limit/OD Account (With Bank)</b>		
<b>Secured</b>		
Kotak Mahindra Bank Ltd - OD A/c	2,80,90,990	3,83,52,291
<b>Total</b>	<b>2,80,90,990</b>	<b>3,83,52,291</b>

OD Account (with Kotak bank) Secured- Sanctioned limit Rs 300 lakhs secured by way of Hypothecation on all existing & future Current assets / Movable fixed assets of the Company. Rate of Interest on OD - 8.90%. Additionally secured against industrial Land & building of factory situated at Khalad. Tal. Purandar, Dist. Pune.

## 8. Trade Payables

Particulars	As at 31/03/2021	As at 31/03/2020
Trade Payables to Micro/Small Enterprises	1,50,21,806	1,91,38,620
Trade Payables to Others	13,81,78,729	4,10,80,765
<b>Total</b>	<b>15,32,00,536</b>	<b>6,02,19,385</b>

## 9. Other Current Liabilities

Particulars	As at 31/03/2021	As at 31/03/2020
Outstanding Direct / Indirect Expenses	1,72,51,931	48,28,698
Advances From Customers	10,76,665	17,83,328
Statutory Liabilities	2,62,94,760	45,06,014
Current Maturities of Long Term Borrowings	12,33,285	14,57,542
<b>Total</b>	<b>4,58,56,641</b>	<b>1,25,75,582</b>

## 10. Short Term Provisions

Particulars	As at 31/03/2021	As at 31/03/2020
Provision for Tax	1,83,48,934	78,77,328
Provision for Employee Benefits (Other than Note no 6)	42,46,813	33,56,636
<b>Total</b>	<b>2,25,95,747</b>	<b>1,12,33,964</b>



## 12. Non Current Investments

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Non-Trade Investments</b>		
Investment in Mutual Funds	50,000	-
<b>Total</b>	<b>50,000</b>	<b>-</b>

Note: Market value of the fund as on 31/03/2021 was Rs 50,170/-.

## 13. Deferred Tax Assets (Net)

Particulars	As at 31/03/2021	As at 31/03/2020
<b>(i) Deferred Tax Assets</b>		
- For Bonus Provision	41,09,436	33,56,636
- For Others	26,11,792	19,50,223
Timing Difference	67,21,228	53,06,859
<b>Deferred Tax Asset @ 25%</b>	<b>16,91,599</b>	<b>14,62,172</b>
<b>(ii) Deferred Tax Liabilities</b>		
- For Depreciation		
WDV as at Balance Sheet date as per Co. Act	89,56,247	64,97,350
WDV as at Balance Sheet date as per IT Act	99,02,746	91,60,635
- For Others	54,15,394	49,81,005
Timing Difference	44,68,895	23,17,720
<b>Deferred Tax Liability @ 25%</b>	<b>11,24,732</b>	<b>6,38,590</b>
<b>Deferred Tax Assets - Net</b>	<b>5,66,867</b>	<b>8,23,582</b>

## 14. Long Term Loans and Advances

Particulars	As at 31/03/2021	As at 31/03/2020
<b>(i) Security Deposits</b>		
Unsecured, Considered Good	20,18,433	18,31,491
<b>(ii) Security Deposits - Related Parties</b>		
Unsecured, Considered Good	11,26,440	11,26,440
<b>(iii) Other Long Term Loans and Advances</b>		
Unsecured, Considered Good	75,94,312	70,99,713
<b>Total</b>	<b>1,07,39,185</b>	<b>1,00,57,644</b>

## 15. Inventories

Particulars	As at 31/03/2021	As at 31/03/2020
Raw Materials	5,49,09,313	5,30,93,555
Work in Progress	50,27,933	1,28,43,428
Finished Goods	2,46,71,308	2,42,66,608
Stock in Trade / Traded Goods	47,08,621	63,85,162
Packing Materials	3,04,66,617	1,15,48,111
<b>Total</b>	<b>11,97,83,792</b>	<b>10,81,36,864</b>



### 11. FIXED ASSETS SCHEDULED

11. FIXED ASSETS SCHEDULED									
Particulars	Gross Block			Depreciation			Net Block		
	Cost as on 01.04.2020	Addition During the Year	Disposal of Assets	As On 31.03.2021	Depreciation As on 31.03.2020	Depreciation for the Year	On Deletion	As at 31.03.2021	As at 31.03.2020
Tangible Assets									
Land	10,27,985	11,70,36,082	-	11,80,64,067	-	-	-	11,80,64,067	10,27,985
Building	2,04,04,580	11,14,726	-	2,15,19,306	1,01,35,466	8,42,876	-	1,05,40,964	1,02,69,113
Plant & Equipment	5,37,84,092	1,88,94,172	-	7,26,78,264	1,74,92,257	42,48,421	-	5,09,37,586	3,62,91,835
Computer	25,01,613	8,13,197	-	33,14,809	19,36,970	3,95,369	-	9,82,470	5,64,642
Furniture & Fixtures	97,89,050	48,63,975	-	1,46,53,025	45,60,884	12,97,136	-	87,95,004	52,28,165
Vehicles	1,54,52,751	39,97,583	27,10,215	1,67,40,118	72,79,748	14,86,651	22,75,945	1,02,49,665	81,73,003
Office Equipment	22,07,778	-	-	22,07,778	15,73,990	2,40,400	-	3,93,388	6,33,788
Sub Total (A)	10,51,67,847	14,67,19,734	27,10,215	24,91,77,366	4,29,79,316	85,10,852	22,75,945	19,99,63,143	6,21,88,532
(As at 31 March 2020)	(11,06,42,741)	(2,16,33,347.77)	(2,71,08,242)	(10,51,67,847)	(6,25,35,776)	(59,52,487)	(2,55,08,947)	(6,21,88,532)	(4,81,06,966)
Intangible Assets									
Computer Software	21,42,712	2,49,881	-	23,92,593	13,37,182	4,45,395	-	6,10,016	8,05,530
Sub Total (B)	21,42,712	2,49,881	-	23,92,593	13,37,182	4,45,395	-	6,10,016	8,05,530
(As at 31 March 2020)	(18,43,140)	(2,99,572)	-	(21,42,712)	(7,92,319)	(5,44,863)	-	(8,05,530)	(10,50,821)
CWIP									
Plant & Equipment	9,01,500	58,80,850	4,01,500	63,80,850	-	-	-	63,80,850	9,01,500
Sub Total (C)	9,01,500	58,80,850	4,01,500	63,80,850	-	-	-	(63,80,850)	63,80,850
(As at 31 March 2020)	-	(9,01,500)	-	(9,01,500)	-	-	-	(9,01,500)	-
Total (A+B+C)	10,82,12,059	15,28,50,466	31,11,715	25,79,50,809	4,43,16,497	89,56,247	22,75,945	20,69,54,009	6,38,95,562
(Grand Total As at 31 March 2020)	(11,24,85,881)	(2,28,34,420)	(2,71,08,242)	(10,82,12,059)	(6,33,28,094)	(64,97,350)	(2,55,08,947)	(6,38,95,562)	(4,91,57,787)



## 16. Trade Receivable

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Trade Receivables due by Directors or Related Parties</b>		
<b>Exceeding Six Months</b>		
Unsecured, Considered Good	13,78,240	-
<b>Not Exceeding Six Months</b>		
Unsecured, Considered Good	19,01,80,516	8,93,76,105
<b>Trade Receivables due by Unrelated Parties</b>		
<b>Exceeding Six Months</b>		
Unsecured, Considered Good	3,97,55,379	3,62,00,395
Less: Provision for Doubtful Debts	(65,80,344)	(45,65,457)
<b>Not Exceeding Six Months</b>		
Unsecured, Considered Good	3,86,12,792	3,26,30,231
<b>Total</b>	<b>26,33,46,583</b>	<b>15,36,41,275</b>

## 17. Cash and Cash Equivalents

Particulars	As at 31/03/2021	As at 31/03/2020
Cash on Hand	5,10,262	6,19,626
Balances with Banks	86,48,687	3,37,76,517
Bank Deposits with more than Twelve months maturity	2,65,80,265	20,51,466
<b>Total</b>	<b>3,57,39,213</b>	<b>3,64,47,608</b>

## 18. Short Term Loans and Advances

Particulars	As at 31/03/2021	As at 31/03/2020
<b>Advances recoverable in cash or kind</b>		
Prepaid Expenses	31,27,313	31,61,303
Advances to Suppliers	1,57,64,194	22,85,621
Advance to Employees	27,49,093	24,09,285
Advance to Others	3,63,11,467	2,00,000
Imprest Money With Employees	90,000	90,000
<b>Balance with Revenue Authorities</b>		
VAT Credit Receivable	73,356	73,356
GST Credit Receivable	3,73,46,612	2,15,12,087
Excise Credit Receivable	-	20,18,143
Income Tax Refundable	66,40,912	73,36,332
<b>Total</b>	<b>10,21,28,019</b>	<b>3,90,86,127</b>

## 19. Other Current Assets

Particulars	As at 31/03/2021	As at 31/03/2020
Accrued Income	12,06,746	2,00,801
<b>Total</b>	<b>12,06,746</b>	<b>2,00,801</b>

**20. Revenue from Operations****(Amount in Rs)**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Sale of Goods - Exports	2,06,65,599	1,91,81,009
Sale of Goods - Domestic	94,88,75,710	37,81,49,161
<b>Total</b>	<b>96,95,41,309</b>	<b>39,73,30,170</b>

**21. Other Income**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Bank Interest Income	16,53,990	1,51,476
Interest Income Others	10,02,877	26,641
Bad Debts Recovered	-	10,00,000
Profit / (Loss) on sale of Fixed Assets / Investments	2,86,068	(15,64,299)
Net Gain / (Loss) on Foreign Exchange	(74,488)	4,06,663
Other Indirect Income (Net of expenses directly attributable)	16,27,903	1,69,093
Excess Provision Written Off (Income Tax)	-	31,74,707
<b>Total</b>	<b>44,96,350</b>	<b>33,64,281</b>

**22. Cost of Materials Consumed**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
<b>Raw Materials</b>		
Opening Stock	5,30,93,555	2,49,32,229
Add: Purchase during the period	22,56,77,133	12,81,17,727
Less: Closing Stock	5,49,09,313	5,30,93,555
<b>Raw Materials Consumed</b>	<b>22,38,61,376</b>	<b>9,99,56,400</b>
<b>Packing Materials</b>		
Opening Stock	1,15,48,111	96,90,968
Add: Purchase during the period	16,86,16,919	5,63,63,463
Less: Closing Stock	3,04,66,617	1,15,48,111
<b>Packing Materials Consumed</b>	<b>14,96,98,413</b>	<b>5,45,06,320</b>
<b>Total Cost of Materials Consumed</b>	<b>37,35,59,788</b>	<b>15,44,62,720</b>



## 23. Changes in inventories of Finished Goods, Work in Progress and Stock in Trade

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
<b>Finished Goods</b>		
Opening Stock	2,42,66,608	90,11,437
Less: Closing Stock	2,46,71,308	2,42,66,608
<b>(Increase) / Decrease in Inventory</b>	<b>(4,04,701)</b>	<b>(1,52,55,170)</b>
<b>Work in Progress</b>		
Opening Stock	1,28,43,428	68,09,852
Less: Closing Stock	50,27,933	1,28,43,428
<b>(Increase) / Decrease in Inventory</b>	<b>78,15,496</b>	<b>(60,33,576)</b>
<b>Stock in Trade</b>		
Opening Stock	63,85,162	2,85,13,943
Less: Closing Stock	47,08,621	63,85,162
<b>(Increase) / Decrease in Inventory</b>	<b>16,76,541</b>	<b>2,21,28,781</b>
<b>Total (Increase) / Decrease in Inventory</b>	<b>90,87,336</b>	<b>8,40,035</b>

## 24. Manufacturing & Direct Expenses

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Labour Charges	2,16,73,814	70,07,406
Electricity Expenses (Power)	85,66,048	65,22,337
Other Direct Expenses	7,59,07,669	1,61,23,054
Less: Expenses - R&D	(60,24,438)	(51,05,877)
<b>Total</b>	<b>10,01,23,092</b>	<b>2,45,46,919</b>

## 25. Employee Benefit Expenses

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Salaries and Wages	5,24,22,007	3,97,49,398
Bonus	34,27,936	29,65,136
Contributions to Provident and Other Funds	37,54,854	34,57,729
Gratuity Payment	24,34,062	23,98,636
Staff Welfare Expenses	27,58,126	27,03,646
Directors Remuneration	2,07,47,360	94,11,734
Less: Employee Cost - R&D	(31,16,617)	(23,18,604)
<b>Total</b>	<b>8,24,27,728</b>	<b>5,83,67,674</b>

## 26. Finance Costs

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Interest Expense - Long Term Debts	44,56,872	44,70,656
Interest Expense - Short Term Debts	12,42,141	4,97,422
Interest Expense - Delayed Payments	2,12,125	4,42,274
Bank Charges	10,92,860	3,24,228
<b>Total</b>	<b>70,03,998</b>	<b>57,34,580</b>

**27. Depreciation and Amortization Expenses**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Depreciation on Fixed Assets	89,56,247	64,97,350
Other amortization expenses	-	96,780
<b>Total</b>	<b>89,56,247</b>	<b>65,94,130</b>

**28. Administrative and Other Expenses**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Advertisement	26,00,000	21,286
Commission	1,47,62,128	41,12,548
Sales Promotion	1,46,00,122	1,15,79,327
Auditor Remuneration	6,62,150	3,56,150
Professional and Consultancy Charges	2,32,32,878	85,11,235
Printing & Stationery	4,38,086	4,91,475
Rent	35,53,126	34,69,340
Travelling & Conveyance Expenses	1,07,35,618	1,45,56,965
Transport Outward	90,43,695	28,93,453
Research & Development Expenses	91,41,055	74,24,482
Other Administrative & Selling Expenses	2,29,60,857	77,07,843
Misc. Expenses	7,10,010	3,06,873
GST Disallowed	1,09,04,649	18,66,011
<b>Total</b>	<b>12,33,44,374</b>	<b>6,32,96,986</b>

**29. Deferred Tax**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
<b>Deferred Tax Liability</b>		
Closing Balance	-	-
Less: Opening Balance	-	-
<b>Increase / (Decrease) in Deferred Tax Liability</b>	<b>-</b>	<b>-</b>
<b>Deferred Tax Asset</b>		
Opening Balance	8,23,582	2,21,768
Less: Closing Balance	5,66,867	8,23,582
<b>(Increase) / Decrease in Deferred Tax Asset</b>	<b>2,56,715</b>	<b>(6,01,814)</b>
<b>Deferred Tax to be charged/(credited) to Profit &amp; Loss A/c.</b>	<b>2,56,715</b>	<b>(6,01,814)</b>

**Payment to Auditors:**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
As Auditor	6,35,000	3,37,500
For Others	27,150	18,650
<b>Total</b>	<b>6,62,150</b>	<b>3,56,150</b>



### 30. Related party disclosures

#### Related parties with whom transactions have taken place during the year

Key management personnel	Sujit Jain (Managing Director) Sanjay Malpani (Director) Dr. Subrata Sarkar (Whole Time Director) Dhanalakshmi Sriramprasad (Director) Bhavesht Mehta (Director)
Associates	Netsurf Communication Private Limited Netsurf Research Lab Pvt Ltd Sanjay Knit Private Limited Mylab Discovery Solutions Pvt. Ltd
Enterprises in which KMPs relative are able to exercise significant influence	SKJ Legal Parinam Law Associates Sigma Consultancy S. R. Enterprises
Relative of key management personnel	Sohanlal Jain (Father of Sujit Jain) Hitesh Jain (Brother of Sujit Jain) Amita Sujit Jain (Wife of Sujit Jain) Goverdhandas Malpani (Father of Sanjay Malpani) Sanjay Malpani (HUF) Saroj Malpani (Wife of Sanjay Malpani) Akshay Malpani (Son of Sanjay Malpani) Anuraag Malpani (Son of Sanjay Malpani) Sriramaprasad B (Husband of Dhanalakshmi Sriramprasad)



**a. Sale/purchase of goods and services, expenses and other transactions**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020	Remark / Details of Payments
Netsurf Communications Private Limited	61,05,23,331	28,16,45,124	Sales
Netsurf Research Lab Pvt Ltd	9,07,892	-	Sales
Netsurf Research Lab Pvt Ltd	6,19,94,250	-	Consultancy
Netsurf Research Lab Pvt Ltd	5,12,267	4,10,590	Electricity Expenses
Mylab Discovery Solutions Pvt. Ltd	38,55,650	-	Sales
Parinam Law Associates	3,29,000	1,22,500	Professional Fees
Parinam Law Associates - Mumbai	35,000	-	Professional Fees
Hitesh Jain	75,00,000	-	Professional Fees
Sohanlal Jain	8,00,000	-	Professional Fees
Bhavesh Mehta	23,17,520	6,60,000	Consultancy
Sigma Consultancy	63,87,576	5,72,000	Consultancy
Srirama Prasad B	32,34,000	12,40,000	Consultancy
Goverdhandas Malpani	6,19,500	6,19,500	Consultancy
Anuraag Malpani	7,90,000	6,28,333	Salary & Exgratia
Sohanlal Jain	2,60,000	2,60,712	Interest
Amita Sujit Jain	14,92,581	14,62,116	Rent
Amita Sujit Jain	37,878	-	Electricity Expenses
S.R. Enterprises	29,50,000	-	Advertising Expenses
Sanjay Knit Private Limited	6,50,000	6,51,781	Interest
Sanjay Malpani (HUF)	3,25,000	3,25,890	Interest
Saroj Malpani	3,25,000	3,25,890	Interest
Akshay Malpani	5,85,000	5,86,603	Interest
Sanjay Malpani	9,75,000	9,77,671	Interest
Anuraag Malpani	10,40,000	10,42,849	Interest

Above amounts are classified as trade receivables and trade payables, respectively, if any.

**b. Remuneration to key management personnel**

Name of the personnel	Nature of Payment	Period Ended 31/03/2021	Period Ended 31/03/2020
Sujit Jain	Salary	1,75,43,860	67,40,234
Dr. Subrata Sarkar	Salary	32,03,500	26,71,500
<b>Total</b>		<b>2,07,47,360</b>	<b>94,11,734</b>

**31. Capital and other commitments**

Estimated amount of contracts (net of advances) remaining to executed on capital account not provided for Rs Nil (Previous Year Rs Nil)

**32. Contingent liabilities**

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Income Tax	27,49,810	71,92,750
Bank Guarantee	2,83,02,903	37,86,947
<b>Total</b>	<b>3,10,52,713</b>	<b>1,09,79,697</b>



### 33. Expenditure in Foreign Currency

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Material Purchase (CIF Value of Import)	-	51,08,094
<b>Total</b>	<b>-</b>	<b>51,08,094</b>

### 34. Earnings in foreign currency

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
FOB Value of Exports	2,06,65,599	1,91,81,009
<b>Total</b>	<b>2,06,65,599</b>	<b>1,91,81,009</b>

### 35. Imported and indigenous raw materials, components and spare parts consumed

Particulars	31 March 2021		31 March 2020	
	% of consumption	Rs	% of consumption	Rs
<b>Raw Materials</b>				
Imported	0%	-	3%	28,05,846
Indigenously obtained	100%	22,38,61,376	97%	9,71,50,554
<b>Packing Material</b>				
Imported	0%	-	0%	-
Indigenously obtained	100%	14,96,98,413	100%	5,45,06,320
<b>Stores &amp; Consumables</b>				
Imported	0%	-	0%	-
Indigenously obtained	100%	7,56,767	100%	7,46,976

### 36. Segment Reporting

Particulars	Agriculture & Veterinary	Public Health & Hygiene
Revenue & Other Income	65,09,04,702	32,31,32,958
Materials & Direct Allocable Expenses	35,69,16,435	13,49,19,326
Other Common Expenses	13,93,50,410	5,81,48,148
Finance Costs	46,79,946	23,24,052
Depreciation and Amortization Expenses	74,21,695	15,34,552
<b>Total Expenses</b>	<b>50,83,68,486</b>	<b>19,69,26,078</b>
<b>Profit Before Tax</b>	<b>14,25,36,215</b>	<b>12,62,06,880</b>
<b>Tax Expense</b>		
Current tax	3,79,69,616	3,36,19,714
Deferred tax	1,36,157	1,20,558
<b>Profit / (Loss) for the period</b>	<b>10,44,30,443</b>	<b>9,24,66,608</b>



### 37. Earnings per share (EPS)

The following reflects the profit and share data used in the basic EPS computation

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
<b>Total operations for the year</b>		
Profit/(loss) after tax	19,68,97,050	6,15,00,431
Weighted average number of equity shares in calculating basic EPS	34,76,025	34,76,025
<b>Earnings per share (EPS) basic</b>	<b>56.64</b>	<b>17.69</b>

### 38. Employee benefits revised AS 15

The company operates a plan of Gratuity for its employees. Under the gratuity plan, every employee who has completed at least five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policy.

### 39. Research & Development Expenses

The company has incurred following expenditure

Particulars	Period Ended 31/03/2021	Period Ended 31/03/2020
Capital Expenditure	11,87,019	1,69,108
Other Expenses reflecting in profit and loss statement	91,41,055	74,24,482
<b>Total</b>	<b>1,03,28,074</b>	<b>75,93,590</b>

Approval from DSIR for activities related to R&D is received.

### 40. Balances of personal accounts like Unsecured Loans, Receivables, Payables and Loans & Advances are subject to their respective confirmations and reconciliations.

41. Company has received declarations from few of its suppliers that they are registered as MSME. Other suppliers did not declare their status. So the company had generated the data of dues / over due interest payable to MSME on the basis of data available.

Sr.	Particulars	Principal	Interest
1	Principal Amount and Interest thereon due, remaining unpaid at the end of the year;	-	-
2	Interest paid during the year	-	-
3	Interest due & payable (on the amount which have been paid beyond the appointed date during the year)	-	-
4	Interest remaining accrued and unpaid at the end of the year	-	-
5	Interest due of the previous year	2,586	125

### 42. Previous year figures

Figures of the previous year have been regrouped or rearranged, wherever considered necessary, to suit the current year's presentation.

## **Our Mission**



**Make the Earth Green...**