

32nd

Annual Report

2021-2022



NATURITE AGRO PRODUCTS LIMITED

(CIN : L01119TG1990PLC011554)

**32ND ANNUAL GENERAL MEETING****Thursday, 29th , September, 2022 at 12:00 PM****Sy. No. 711-713, Lalgadi Malakpet Village,****Shamirpet Mandal, R. R. District – 500078,****Telangana.**

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COMPANY INFORMATION

BOARD OF DIRECTORS

G VALLABH REDDY	: CHAIRMAN & MANAGING DIRECTOR
K PRABHAKAR REDDY	: NON EXECUTIVE DIRECTOR
G VANDANA REDDY	: DIRECTOR
G USHA REDDY	: ALTERNATE DIRECTOR
MAHAREDDY REVANTH REDDY	: INDEPENDENT DIRECTOR
SRINIVAS BACHA	: INDEPENDENT DIRECTOR
BHAGYA SRILATHA TUMMAGUNTA	: CFO
NIRALI BHARAT BHANUSHALI	: COMPANY SECRETARY

STATUTORY AUDITORS:

M/S. M N RAO & ASSOCIATES
CHARTERED ACCOUNTANTS
HYDERABAD

REGISTERED OFFICE:

Sy. No. 711-713
Lalgadi Malakpet Village
Shamirpet Mandal
R. R. District – 500078
TEL / FAX NO: 040 – 27564884
Email: naturiteinvestors@gmail.com
www.naturiteagroproducts.com
CIN: L01119TG1990PLC011554

INTERNAL AUDITORS

M/s. NSVR & Associates LLP
Chartered Accountants
Hyderabad

ADMINISTRATION OFFICE:

3-4-508/1,
Street No. 10, Barkathpura
Hyderabad – 500027

REGISTRARS & SHARE TRANSFER

AGENTS:

M/s. Venture capital and corporate
investments private limited
Bharat Nagar, Hyderabad-500018

FACTORY:

Lalgadimalakpet Village
Shamirpet Mandal
Hyderabad

LISTING AT:

BS E Limited

BOARD COMMITTEES

AUDIT COMMITTEE	REMUNERATION COMMITTEE	STAKEHOLDER RELATIONSHIP COMMITTEE
Srinivas Bacha - Chairman K Prabhakar Reddy – Member M Revanth Reddy - Member	Srinivas Bacha - Chairman K Prabhakar Reddy – Member M Revanth Reddy - Member	Srinivas Bacha - Chairman K Prabhakar Reddy – Member M Revanth Reddy - Member



NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the members of the Company will be held on **Thursday, 29th September, 2022 At 12:00 PM** at Registered Office of the Company at Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telangana - 500078 to transact the following items of business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022 and Profit & Loss Account for the financial year ended on that date together, with the report of the Board of Directors and Auditors thereof.
2. To appoint a Director in place of K Prabhakar Reddy who retires by rotation and being eligible offers himself for re-appointment as a Director in the Company.

SPECIAL BUSINESS:

3. **Re-Appointment of Dr. G Vallabh Reddy as Chairman and Managing Director of the company.**

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

“RESOLVED THAT in pursuance of the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Schedule V to the said Act and subject to such other approvals, consents as may be required, the consent of the Members of the Company be and is hereby accorded for the re-appointment of Dr. G Vallabh Reddy as Chairman and Managing Director of the Company for a period of 3 (three) years with effect from 01st April 2023 who has attained the age of 70 years with a remuneration of Rs 50,000/- per month with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Remuneration Committee constituted by the Board) to alter and vary the terms & conditions of the said appointment and / or the remuneration, subject to the same not exceeding the limits specified in Schedule V to the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force or as may hereafter be made by the Central Government in that behalf from time to time, or any amendments there to”.

“RESOLVED FURTHER THAT consent of the Members of the Company be and is hereby accorded for ratifying and continuation of holding of office of Chairman & managing Director upon attaining the age of 70 (Seventy) years, on the existing terms and conditions duly approved



in the 30th Annual General Meeting through a Special Resolution passed on 29th September, 2020.

“RESOLVED FURTHER THAT in pursuance of the provisions of Section 197(3) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed there under Dr. G Vallabh Reddy as Chairman And Managing Director, may be paid the above mentioned remuneration as minimum remuneration in the event of absence or inadequacy of profits in any financial year during his term of office as Chairman and Managing Director, in accordance with the provisions of Schedule V to the Companies Act, 2013”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to the above stated resolutions”.

By Order of the Board of Directors
FOR NATURITE AGRO PRODUCTS LIMITED

Sd/-

G VALLABH REDDY

Chairman and Managing Director

DIN: 01006373

Place: Hyderabad

Date: 01.09.2022

**Notes:**

1. An Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of special business of the Company is appended and forms part of the Notice.
2. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on poll instead of him/her and such proxy need not be a member of the Company. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Proxies in order to be effective must be delivered at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
5. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. The Register of Members and Transfer Books of the Company will be closed from Friday 23rd September 2022 to Thursday 29th September, 2022 for the purpose of ensuing 32nd Annual General Meeting of the company will be held on Thursday 29th September, 2022.
9. In case you are holding the Company's shares in dematerialized form, please contact your depository participant and give suitable instructions to update your bank details in your demat account and to notify any changes with respect to their addresses email id, ECS mandate. In case you are holding Company's shares in physical form, please inform Company's STA viz. M/s. Venture Capital and Corporate Investments Private Limited Bharat Nagar, Hyderabad-500018, by enclosing a photocopy of blank cancelled cheque of your bank account.
10. M/s. Venture capital and corporate investments private limited Bharat Nagar, Hyderabad-500018, Phones: 040-23818475 Email: info@vccilindia.com is the Registrar & Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
11. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent/Company.



12. Members holding shares in physical form are informed to furnish their bank account details to the STA to have printed the same on the dividend warrants so as to avoid any possible fraudulent encashment / misuse of dividend warrants by others.
13. Members seeking any information or clarification on the accounts are requested to send queries in writing to the Registered Office of the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.
14. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered office of the Company on all working days, between 11.00 A.M. to 1.00 P.M. up to the date of the meeting.
15. Members/Proxies are requested to bring the attendance slip filled in for attending the Meeting. Members are requested to come to the venue of the meeting well in advance for registration. No registration will be entertained after fifteen minutes from the scheduled time of the commencement of the meeting.
16. The annual report for the financial year 2021-22 is being sent through email to those members who have opted to receive electronic communication or who have registered their email addresses with the Company/depository participants. The annual report is also available on our website, i.e. www.naturiteagroproducts.com The physical copy of the annual report has been sent to those members who have either opted for the same or have not registered their email addresses with the Company/depository participant. The members will be entitled to a physical copy of the annual report for the financial year 2021-22, free of cost, upon sending a request to the Compliance officer at 3-4-508/1, Street No. 10, Barkathpura Hyderabad – 500027. Telangana.
17. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents of the Company i.e., Venture Capital and Corporate Investments Private Limited.
18. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
19. Section 108 of the Companies Act, 2013, read with rules made thereunder and Sub-regulation (1) of Regulation 44 of SEBI (LODR) Regulations, 2015, requires a listed Company to provide e-voting facility to its shareholders, in respect of all shareholders' resolutions, to be passed at General Meetings. Accordingly, the Company is pleased to offer e-voting facility as an alternate, for all its Members to enable them to cast their vote electronically.



20. In case a Member desires to exercise his/her/its vote by using e-voting facility then he/she/it has to carefully follow the instructions as given for e-Voting. He/she/it can use the facility and log in any number of times till he/she/it has voted on the Resolution or till the end of the voting period whichever is earlier. The detailed instructions for e-Voting are given as part of this Notice.
21. Since E-Voting facility is provided to the Members pursuant to Sub-regulation (1) of Regulation 44 of SEBI (LODR) Regulations, 2015 and pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, the chairman shall call for voting by poll at the meeting and upon such call being made, the voting by show of hands will not be allowed at the meeting.
22. The results of the e-voting and result of the physical voting at the meeting will be declared within 48 hours of conclusion of the meeting and the results along with the scrutinizer's report shall be placed on the website of the Company.
23. The members of the Company, holding shares either in physical form or in dematerialized form, as Thursday on, 22nd September 2022, being the cutoff date, may cast their vote (for or against) electronically.
24. The facility for voting through poll shall be made available at the meeting and the members attending the meeting who have not already cast their vote electronically through e-voting shall be able to exercise their voting right at the Meeting.
25. The members who have cast their vote by e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
26. Mr. Jineshwar Kumar Sankhala, Practising Company Secretary has been appointed by the Board as Scrutinizer for the purpose of ascertaining the requisite majority for all the businesses in a fair and transparent manner. The results declared along with the scrutinizer's report shall be placed on the website of the Company.
26. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief profile of the Directors proposed to be appointed, re-appointed, is annexed to this notice.
27. The Proxy Form and the Attendance slip are enclosed with this notice.



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

ITEM NO. 3 :

Mr. Board of Directors of the Company in its meeting held on 1st September, 2022, has appointed Dr. G Vallabh Reddy as Chairman and Managing Director of the Company for a period of three (3) years w.e.f. 01st April, 2023 subject to the approval of members in ensuing Annual General Meeting.

Dr. G Vallabh Reddy, Managing Director has attained the age of 70 years. In view of the introduction of the Companies Act, 2013 with effect from 1st April 2014 and also for an abundant precaution, the Company seeks consent of the members by way of special resolution for continuation of their holding of existing office after the age of 70 years during the currency of their term of appointment under the provisions of Section 196 (3) (a) of the Companies Act, 2013.

Further, Dr. G Vallabh Reddy was re-designated as Key Managerial Personnel of the Company as per Section 203 of the Companies Act, 2013

The present term of Dr. G Vallabh Reddy as Chairman and Managing Director of the Company will expire by efflux of time on March 31, 2026. The Board authorised the Nomination and Remuneration Committee to approve the remuneration of 6,00,000 per annum (50,000 per month) and such other revision in remuneration from time to time within the limit as approved by the Board in accordance with the provisions of Schedule V to the Companies Act, 2013

I.	General Information		
1	Nature of Industry	Manufacturers of Spice Oils Oleoresin, Natural Food color and Herbal Products.	
2	Date or expected date of commencement of commercial production	01.01.1994 (Existing Company)	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable	
4	Financial performance based on given indicators	Financial Year 2021-22 (in Lakhs)	Financial Year 2020-21 (in Lakhs)
	Total Income	1119.40	1269.66
	Profit/loss before tax	41.01	65.70
	Net Profit After Taxation	28.07	62.65



5	Export performance and net foreign exchange collaborations	Nil
6	Foreign investments or collaborations, if any	Nil
II. Information about the appointees		
1	Background details	Dr. G. Vallabh Reddy is a Medical Doctor completed his MBBS from Osmania University and he has a vast knowledge in marketing and Import & Export. He is the promoter and Managing Director of the Company having experience of more than 4 Decades in the field of Agro products, various experiments and marketing.
2	Past remuneration	50,000 /- per month
3	Recognition or awards	Nil
4	Job profile and his suitability	Managing Director and General Management of the company with Specific manufacturing of spices oils/Oleoresins Natural food color and Herbal Products with Special emphasis on quality.
5	Remuneration proposed	50,000 /- per month
6	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person.	Keeping in view the type of the industry, size of the Company, the responsibilities and profile of the appointees, one of them who is the promoter, the proposed remuneration is competitive with the remuneration paid by other companies in similar line of business to such managerial personnel.
7	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any.	Apart from drawing managerial remuneration, there are no other Pecuniary relationships directly or indirectly with the Company or relationship with the managerial personnel.
III. Other Information		
1	Reasons of loss or inadequate profits	Due to severe Recession in Economy, high inflation, slow down in industrial Growth affected the company profitability.



2	Steps taken or proposed to be taken for improvement.	The company makes efforts for proper plan and strategies to improve in their sales and profit.
3	Expected increase in productivity and profits in measurable terms.	Unlike in previous years the company tries to achieve their productivity and profit.

Save and except by Dr. G Vallabh Reddy and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the Shareholders.



Details of Directors seeking appointment / re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standards on General Meetings)

Name of the Directors	G VALLABH REDDY	K PRABHAKAR REDDY
Date of first appointment	07/08/1995	09/10/2008
Date of birth/age	06/04/1949	02/01/1950
Expertise in specific functional areas	Marketing and Import & Export	Consulting
Educational qualification	MBBS	B.E.
Chairman/member of the committees of Board of Directors of the company	Nil	Chairman of Audit Committee of Quantum Build Tech Limited & Member of Nomination and Remuneration committee of Quantum Build Tech Limited
List of Directorships (excluding private limited), Committee Chairmanship, Membership held in other companies as on date	Nil	1. Quantum Build Tech Limited
Details of Remuneration sought to be paid and the remuneration last drawn by such person	Proposed remuneration: as mentioned in the Resolution forming part of Notice Last drawn remuneration: Nil	Nil
Shareholding in the Company as on 31.03.2022	7,72,000	45,500
Relationship between Directors inter-se/ Manager and KMPs	Dr. G Vallabh Reddy - spouse of Ms. Usha Reddy, Alternate Director and Father of Ms. Vandana Reddy, Director of the Company.	No Relation
Number of Meetings of the Board attended during the year	5 of 5	5 of 5



INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING

1. Process and manner for members opting for e-voting are as under:

- (I) The voting period begins on Monday, 26th September 2022 at 9:00 AM and ends on Wednesday 28th September, 2022 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday 22nd September 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting</p>



	<p>service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL</p>



	<p>Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

- (i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) **The shareholders should log on to the e-voting website www.evotingindia.com.**
 - 2) **Click on “Shareholders” module.**
 - 3) **Now enter your User ID**
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

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

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; www.naturiteagroproducts.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, NM Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.1800 22 55 33.



DIRECTOR'S REPORT

To
The Members,

Your Directors have pleasure in presenting herewith the 32nd Annual Report of Company together with the Audited Accounts for the financial year ended 31st March, 2022.

1. FINANCIAL SUMMARY:

Your Company's performance during the year ended 31st March, 2022, as compared to the previous financial year, is summarized as below:

PARTICULARS	(Rs.in Lakhs)	
	YEAR ENDED 31.03.2022	YEAR ENDED 31.03.2021
Revenue from operations	1119.19	1269.34
Other Income	0.21	0.33
Total Income	1119.40	1269.66
Expenditure	1078.39	1203.96
Profit before Tax	41.01	65.70
Tax	12.95	5.64
Net Profit	28.07	62.65

2. TRANSFER TO RESERVES:

The Company did not transfer any amount to the General Reserve for the Financial Year ended March 31st, 2022.

3. COMPANY PERFORMANCE:

During the financial year under review our company has achieved total Revenue of Rs. 1119.40 Lakhs as against the previous year total revenue of Rs. 1269.66 Lakhs and recorded net Profit of Rs.28.07 Lakhs for financial year 2021-22 when compared to a Net Profit of Rs. 62.65 lakhs during the previous year.

4. SHARE CAPITAL

The paid up equity share capital of the Company as on 31st March, 2022, is Rs. 52,960,000/- During the year under review, the Company has not issued shares with Differential Voting Rights, Sweat Equity Shares or Employee Stock Options.



5. DIVIDEND:

Your Directors do not recommend any Dividend for the Financial Year 2021-2022 as the profits are planned to be ploughed back into the business operations.

6. FIXED DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 from the its member and public during the Financial Year.

7. MEETINGS:

During the year under review, Five board meetings were held on

24-06-2021	12-08-2021	31-08-2021
10-11-2021	08-02-2022	

8. BOARD EVALUATION

The Board of Directors evaluated the annual performance of the Board as a whole, its committee's and the directors individually in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 in the following manner:

- i. Structured evaluation forms, as recommended by the Nomination and Remuneration Committee, after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance, for evaluation of the performance of the Board, its Committee's and each director were circulated to all the members of the Board along with the Agenda Papers.
- ii. The members of the Board were requested to evaluate by filling the evaluation forms and the duly filled in evaluation forms were required to be sent to the Company Secretary in a sealed envelope or personally submitted to the Chairman at the concerned meeting.
- iii. Based on the individual evaluation of the Directors, the Board initiated a detailed discussion at the concerned meeting on the performance of the Board / Committee/Individual Director, and formulated a final collective evaluation of the Board. The Board also provided an individual feedback to the concerned director on areas of improvement, if any.

A separate meeting of Independent Directors was held on 08th February 2022 to evaluate the performance evaluation of the Chairman, the Non Independent Directors, the Board and flow of information from management.

9. VIGILMECHANISM

Pursuant to the provisions of section 177 (9) and read with all other applicable provisions of the Companies Act, 2013 and the Companies Meetings of Board and Its Powers Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) the Company has a



Whistle Blower Policy framed to deal with instance of fraud and mismanagement, if any in the Group. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company and the web link is www.naturiteagroproducts.com

10. NOMINATION & REMUNERATION POLICY

A committee of the Board named as “Nomination and Remuneration Committee” has been constituted to comply with the provisions of section 178 of Companies Act, 2013 and to recommend a policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters and to frame proper systems for identification, appointment of Directors & KMPs, Payment of Remuneration to them and Evaluation of their performance and to recommend the same to the Board from time to time. The policy is also posted in the of the company's website.

11. DIRECTORS

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. K. Prabhakar Reddy retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

- On 24th June 2021, Mr. Srinivas Bacha has been appointed as Additional Director (Independent) of the company and B. Manohar Gangaiah resigned as a director of the company.
- On 6th January 2022, Mr, Aniket Vijay Kale has resigned as Director of the company.

12. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134(3) (c) of the Companies Act, 2013, and on the basis of secretarial audit received from the practicing company secretary and subject to disclosures in the Annual Accounts, as also on the basis of the discussion with the Statutory Auditors of the Company from time to time, and to the best of their knowledge and information furnished, the Board of Directors states:

- i. That in preparation of the Annual Accounts for the year ended 31st March, 2022; all the applicable Accounting Standards prescribed by the Institute of Chartered Accountants of India have been followed along with proper explanation relating to material departures, if any.
- ii. That the Directors have adopted such Accounting Policies, as selected in consultation with Statutory Auditors, and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the financial year ended 31st March, 2022.
- iii. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.



- iv. That the Annual Accounts for the year ended 31st March, 2022, has been prepared on a going concern basis.
- v. Those proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- vi. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

13. RISK MANAGEMENT

Pursuant to the provisions of section 134 (3) (n) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per SEBI (LODR) Regulations, 2015 the Risk management is Not applicable to the Company.

14. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from all the Independent Directors under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) and in SEBI (LODR) Regulations, 2015

15. STATUTORY AUDITORS

Pursuant to the provisions of Section 139(2) of the Companies Act, 2013, the Statutory Auditors M/s. M.N. RAO & Associates, Chartered Accountants, (Registration No. 005386S), Hyderabad, appointed as the Statutory Auditors of the Company for a Period of 5 years to hold office from conclusion of 28th Annual General Meeting to till the conclusion of 33rd Annual General Meeting of the company in accordance with the Act, 2013.

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. There are no qualifications in the report of the statutory auditors for the year 2021-22.

16. INTERNAL AUDITORS:

The Board of Directors based on the recommendation of the Audit Committee has appointed M/s. NSVR & Associates LLP Chartered Accountants, Hyderabad, as the Internal Auditors of your Company. The Internal Auditors are submitting their Reports on quarterly basis pursuant to the provisions of section 138 and rule 13 of Companies (Accounts) Rules, 2014.

17. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of section 135 (1) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), corporate social responsibility is Not applicable to the Company.



18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not provided any loan to any person or body corporate or given any guarantee or provided security in connection with such loan or made any investment in the securities of anybody corporate pursuant to Section 186 of the Companies Act, 2013. The Company has given advance against salary to some employees in terms of the applicable policies of the Company.

19. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

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

A. Conservation of Energy: A. The present operation of the Company does not involve High-energy consumption. However steps being taken to minimize energy consumption Where ever possible

B. Research & Development: The Research and Development division of Spices oils And Oleoresins department continues to focus on introducing of new brands.

C. Technology Absorption - Not Applicable

D. Foreign Exchange Earnings & Outgo: (Figures in Rs.)

	2021-22	2020-21
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	Nil	Nil

21. MANAGEMENT DISCUSSION AND ANALYSIS:

Pursuant to the provision of Regulation 134(2)(e) of SEBI (LODR) Regulations, 2015 a report on Management Discussion & Analysis is set out as an **Annexure A**.

22. CORPORATE GOVERNANCE:

Since the Paid-Up Capital of the Company is less than Rs. 10 Crores and the Net Worth of the Company is less than Rs. 25 Crores, the provisions of Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation 2 of Regulation 46 and para C, D & E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company.

23. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s P.S Rao & Associates, Practicing Company Secretaries Hyderabad undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **“Annexure B”** to this report.



24. ANNUAL RETURN

The accordance with Section 134 (3) (a) of the Companies Act, 2013, a copy of Annual Return in the prescribed format i.e., Form MGT -7 is placed on the Website of the Company i.e., www.naturiteagroproducts.com

25. PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 (12) read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company is herewith annexed as “Annexure-C”. In terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company does not have any employee who is employed through out the financial year and in receipt of remuneration of 102 Lakhs or more, or employees who are employed for part of the year and in receipt of 8.5 Lakhs or more per month.

26. SUBSIDIARIES

During the financial year under review, we did not have any subsidiary or joint venture or associate company.

27. RELATED PARTY TRANSACTION

The Company has not entered into any transaction with any of its related parties falling under Section 188 of the Companies Act, 2013. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or any related party which may have a potential conflict with the interest of the Company at large.

Related Party Transactions, if any are placed before the Audit Committee and the Board for approval.

28. POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE

The Company strongly supports the rights of all its employees to work in an environment free from all forms of harassment. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action.

The Company has not received any complaint on sexual harassment during the year

**29. HUMAN RESOURCES:**

The Company considers its Human Resources as the key to achieve its objectives. Keeping this in view, your Company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of the employees is the driving force behind the Company's vision. Your Company appreciates the spirit of its dedicated employees.

30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

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

31. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

No application was made or any proceedings pending under the IBC, 2016 during the year ended on 31st March, 2022.

32. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

Not Applicable

31. ACKNOWLEDGMENTS:

Your Directors place on record, their appreciation for the co-operation and support from The Bankers, Financial Institutions, the stockiest and distributors, Supplier and Customers.

Your Directors would also like to place on record their sincere appreciation and gratitude to the Shareholders, Central and State Government agencies etc for their Support and co-operation. Your Directors express their heartfelt gratitude to the Employees for their exceptional commitment and loyalty to the Company.

By Order Of the Board of Directors
FOR NATURITE AGRO PRODUCTS LIMITED

Sd/-

G VALLABH REDDY
Chairman and Managing Director
DIN: 01006373

Sd/-

K. PRABHAKAR REDDY
Director
DIN: 00966105

Place: Hyderabad
Date : 01.09.2022



ANNEXURE - A

MANAGEMENT DISCUSSION AND ANALYSIS**INDUSTRY STRUCTURE AND DEVELOPMENTS**

The spices market in the India has witnessed a growth in recent years on account of rising demand for spices fueled by expansion in spice mixes. The surge in growth is majorly originated from growth in chilly and turmeric as a segment of spice market. The growth in this segment has been largely led by the domestic factors such as increase in the area under cultivation and increasing demand from international markets. Unorganized segment has been dominating the spices market in India for the last many years. The dominance of the unorganized segment in spices market in India can be attributed to the presence of huge number of local players selling open and unbranded products in the market.

OPPORTUNITIES AND THREATS:**Opportunities:**

1. Venture into ready to eat food segment present a huge opportunity for company
2. Company has also ventured into manufacturing and selling incense sticks, Hing, toothpowder and soya, which increases its presence and encourages more shelf space and cross selling for its products
3. Listing the company under a stock exchange will open up huge avenues of capital for the company to support its expansion plans and allows it to venture into new businesses

Threats:

1. Company may remain complacent about its dominating market share, and might lose out to its competitors
2. Intervention of Government viz-a-viz import & export of spices is causing upheavals in the market hence affecting both demand and price
3. Constant increase in costs in terms of raw material inputs, services, power and fuel. The huge surge in costs continues to be a point of concern for the Company

RISKS AND CONCERNS:

While rising disposable incomes, boom in infant population and an increase in the preferences will result in increased spending on spices products in the India, volatility in global spices product prices and quality are few of the major challenges which will affect the growth of this industry in the future”, according to the Research Associate, Ken Research.

INDUSTRY OUTLOOK:

This report contains forward looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward looking statements. These forward looking statements,



which may include statements relating to future results of operations, financial condition, business prospects, plans and objectives, are based on the current beliefs, assumptions, expectations, estimates, and projections of the Directors and Management of the Company, about the business, industry and markets in which the Company operates. These statements are not guarantees of future performance, and are subject to known and unknown risks, uncertainties, and other factors, many of which are beyond Company's control and difficult to predict, that could alter actual results, performance or achievements to differ materially from those in the forward looking statements. Such statements are not, and should not be construed, as a representation as to future performance or achievements of the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use or disposition and that all transactions are authorized recorded and reported correctly.

The Board of Directors has been entrusted with the responsibility of reviewing the findings and to investigate and take necessary actions wherever required

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company is hopeful that this fiscal the Company will achieve good turnover as the economy will witness upward trend and good business despite of huge competition in wholesale prices and doing trading with fewer margins to sustain in the market.

HUMAN RESOURCES/ INDUSTRIAL RELATIONS:

The Company's expansion into new markets has necessitated the increase in manpower during the year under review. We believe additional persons will be added to the Company's work force during 2021-22. Majority of this increase will come in the areas of brand promotions and extension services as well as at the overseas manufacturing centers

By Order Of the Board of Directors
FOR NATURITE AGRO PRODUCTS LIMITED

Sd/-
G VALLABH REDDY
Chairman and Managing Director
DIN: 01006373

Sd/-
K. PRABHAKAR REDDY
Director
DIN: 00966105

Place: Hyderabad
Date : 01.09.2022



**FORM NO, MR-3
SECRETARIAL AUDIT REPORT**

For the financial year ended 31st March, 2022

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9
of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**To,
The Members,
M/s NATURITE AGRO PRODUCTS LIMITED**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s NATURITE AGRO PRODUCTS LIMITED** (hereinafter called the company) having its registered office Survey Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R.R. District, Telengana - 500078. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under, as applicable
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not applicable during the audit period)**
- d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(not applicable during the audit period)**
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(not applicable during the audit period)**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(not applicable during the audit period)** and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable during the audit period)** and
- i) The SEBI (Listing Obligations & Disclosure Requirements) 2015, entered into by the Company with Stock Exchange; As **Applicable**.

Other specifically applicable laws to the Company:

- The Spices Board Act, 1986 –
- The Boilers Act, 1923 –
- Explosives Act, 1884 –
- Essential Commodity Act, 1955

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India.

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

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.



We further report that

- There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- There were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the Company's affairs.

For P.S. Rao & Associates
Practicing Company Secretaries

Jineshwar Kumar Sankhala
Company Secretary
M No: 21697
C P No: 18365
UDIN : A021697D000886858

Place: Hyderabad
Date: 01.09.2022

[This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.]



ANNEXURE - A

To,
The Members,
M/s NATURITE AGRO PRODUCTS LIMITED
Hyderabad

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

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

For P.S. Rao & Associates
Practicing Company Secretaries

Jineshwar Kumar Sankhala
Company Secretary
M No: 21697
C P No: 18365
UDIN : A021697D000886858

Place: Hyderabad
Date: 01.09.2022



ANNEXURE –D

**Information pursuant to Section 197 of the Act
Read with Rule 5(1) of the Companies (Appointment and Remuneration of
Managerial Personnel) Rules, 2014.**

i. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary during the financial year 2021-22 and Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2021-22:

Name of the Director/ Key Managerial Personnel	Remuneration of Director KMP for the financial year 2021-22	% increase in Remuneration in the financial year 2021-22	Ratio of the remuneration to the median remuneration of the employees
B. Bhagya Sri Latha	7,08,000	Nil	Nil
Nirali Bharat Bhanushali	2,40,000	Nil	Nil

Note: The median remuneration of employees of the Company during the financial year was Rs.15,200/-

ii. In the financial year under review, there was an decrease of 42.16% in the median remuneration of employees.

iii. The number of permanent employees on the rolls of company: 45

(iv) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

The average increase in the salaries of employees other than the managerial personnel in 2021-22 was 3.46%. The Percentage increase in the managerial remuneration for the same financial year was 3.60%.

(v) The company affirms that remuneration to the Directors and Key Managerial Personnel is as per the remuneration policy of the Company.

By Order Of the Board of Directors
FOR NATURITE AGRO PRODUCTS LIMITED

Sd/-
G VALLABH REDDY
Managing Director
DIN: 01006373

Sd/-
K. PRABHAKAR REDDY
Director
DIN: 00966105

Place: Hyderabad
Date : 01.09.2022



INDEPENDENT AUDITOR'S REPORT

To
The Members of Naturite Argo Products Limited

Report on the Audit of Ind AS Financial Statements

Opinion

We have audited the accompanying financial statements of **Naturite Argo Products Limited** (“the Company”), which comprise the Balance Sheet as on March 31, 2022 and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and 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 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report, but does not include the financial statements and our auditor's report thereon.

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



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

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

Management's Responsibility for the Financial Statements

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

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

Auditor's Responsibility 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 scepticism 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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



From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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. 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 Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) During the year, the company has no branch offices hence reporting under section 143(8) of the act is not applicable to the company.
 - d) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - e) In our opinion, the afore said financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - f) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197 of the Act, as amended:



In our opinion and based upon the audit procedures performed and the information and explanation given by the management, the provisions of section 197 read with Schedule V to the Act is complied by the company.

- I) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
 - v. During the year the company has not declared any dividend. Therefore compliance with section 123 of the act was not applicable.



2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For M N Rao & Associates
Chartered Accountants
Firm Reg.No. 005386S

Sd/-
(M V Ratnam)
Partner

Membership No.008314
UDIN: 22008314AQJKEG3084

Place: Hyderabad
Date: 30-05-2022



Annexure-A to the Auditors' Report (referred to in paragraph 1 of our Report of even date to the Members of "Naturite Agro Products Limited" for the year ended 31st March, 2022)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that;

- I. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets,
- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and the company has no Intangible Assets.
- (b) The Company has a program of physical verification to cover all the items of Property, Plant and Equipment in a phased manner over a period of every three years which, in our opinion is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (c) Title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including right-of-use assets) and intangible assets during the year ended 31 March 2022.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.
- ii. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
 - (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. There were no material discrepancies noticed on such physical verification.
 - (b) Based on the records examined by us in the normal course of audit of the financial statements, the Company has been sanctioned working capital limits, which is not in excess of Rs. five crores, Accordingly, the requirement to report on clause 3(ii) (b) of the Order are not applicable to the Company.
- iii. (a) During the year, the company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order are not applicable to the Company.



- (b) During the year, the Company has not made any investments, accordingly the requirement to report on clause (iii)(b) of the order are not applicable to the company.
 - (c) The Company has not granted loans and advances in the nature of loans to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.
 - (d) The Company has not granted loans and advances in the nature of loans to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.
 - (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.
 - (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. Based on the records examined by us in the normal course of audit, the company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013. Therefore the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v. Based on the records examined by us in the normal course of audit, the Company has not accepted any deposits from the public or accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for any of the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. (a) Based on the records examined by us in the normal course of audit, the Company is irregular in depositing with appropriate authorities undisputed statutory dues including Goods and Services tax, Provident Fund, Employees 'State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (b) Based on the records examined by us in the normal course of audit, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, Goods and Service Tax outstanding on account of disputes.



- viii. Based on the records examined by us in the normal course of audit, Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.
- (c) Based on the records examined by us in the normal course of audit, the Company has taken term loans during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix) (c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Hence, the requirement to report on clause 3(ix) (f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable
- (b) According to the information and explanations given to us and on the basis of 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. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.



- xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the notes to the financial statements as required by the applicable accounting standards.
- xiv. (a) Based on the information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence, Provisions of section 192 of the Act, are not applicable and accordingly, requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India (RBI). Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the group. Accordingly, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and



when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. In our opinion and according to the information and explanations given to us, the company was not mandatory to made contributions towards corporate social responsibility and also the company was not made any contributions towards Corporate Social Responsibility voluntarily. Therefore requirement to report on clause 3(xx) of the Order is not applicable to the Company.

For **M N Rao & Associates**
Chartered Accountants
Firm Reg.No. 005386S

Sd/-
(M V Ratnam)
Partner

Membership No.008314
UDIN: 22008314AQJEKG3084

Place: Hyderabad
Date: 30-05-2022



Annexure B To The Independent Auditor's Report Of Even Date On The Financial Statements Of Naturite Argo Products Limited

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

To the Members of **Naturite Argo Products Limited**

We have audited the internal financial controls over financial reporting of **Naturite Argo Products Limited** (“the Company”) as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M N Rao & Associates**
Chartered Accountants
Firm Reg.No. 005386S

Sd/-
(M V Ratnam)
Partner

Membership No.008314
UDIN: 22008314AQJKEG3084

Place: Hyderabad
Date: 30-05-2022



Balance Sheet as at March 31, 2022

Amount in ₹

Particulars	Notes	March 31, 2022	March 31, 2021
Assets			
Non current assets			
Property, plant and equipment	2	10,65,39,056	10,55,78,299
Financial assets			
Others	3	2,69,592	2,44,591
		10,68,08,648	10,58,22,890
Current assets			
Inventories	4	8,36,26,875	56,01,025
Financial assets			
Trade receivables	5	2,94,00,071	3,50,95,809
Cash and cash equivalents	6	1,35,66,353	1,97,71,237
Loan and advances	3	-	-
Others	7	-	-
Other current assets	8	98,73,604	63,41,247
		13,64,66,904	6,68,09,318
TOTAL		24,32,75,551	17,26,32,208
Equity and liabilities			
Equity			
Equity share capital	9	5,29,60,000	5,29,60,000
Other equity	10	8,10,59,434	7,82,52,711
		13,40,19,434	13,12,12,711
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	11	3,95,33,673	6,45,631
Deferred tax liabilities (net)		2,03,24,670	2,00,94,771
		20,740,402	20,051,496
Current liabilities			
Financial liabilities			
Borrowings	11	1,28,76,599	1,69,34,741
Trade Payables	12	3,42,18,211	20,61,460
Other financial liabilities	13	9,47,394	9,12,278
Current Tax Liabilities	14	10,64,849	5,20,698
Other current liabilities	15	2,90,721	2,49,919
		4,93,97,775	2,06,79,095
TOTAL		24,32,75,551	17,26,32,208
Summary of significant accounting policies	1-26		
The accompanying notes are an integral part of the financial statements			

As per our report of even date

For **M N Rao & Associates**

Chartered Accountants

Firm Reg.No. 005386S

Sd/-

M V Ratnam

Partner

Membership No. 008314

UDIN: 22008314AQJEKG3084

Place: Hyderabad

Date: 30-05-2022

For and on behalf of the Board of Directors

Naturite Argo Products Limited

Sd/-

Vallabh Reddy Gaddam

Managing Director

DIN: 01006373

Sd/-

Kyatham Reddy Prabhakar

Director

DIN: 00966105

Bhagya Srilatha Tummagunta

Chief Financial Officer

Nirali Bharat Bhanushali

Company Secretary



Statement of Profit and Loss for the year ended March 31, 2022

Amount in ₹

Particulars	Notes	For the year ended March 31 2022	For the year ended March 31 2021
Revenue			
Revenue from operations	16	11,19,18,985	12,69,33,551
Other income	17	21,173	32,725
Total Revenue (I)		11,19,40,158	12,69,66,276
Expenses			
Cost of Materials Consumed	18	16,35,71,084	9,28,92,836
Changes in Inventories of Finished Goods and Work-in-Progress	19	-8,01,64,785	35,92,060
Employee benefits expenses	20	65,69,601	62,39,139
Manufacturing Expenses	21	1,29,28,929	1,37,13,871
Finance costs	22	15,53,563	2,63,794
Depreciation and amortization expenses	2	11,51,915	10,47,100
Other Expenses	23	22,28,380	26,47,601
Total Expenditure		10,78,38,686	12,03,96,400
Profit before tax		41,01,471	65,69,876
Tax expense			
Current tax		10,64,849	5,20,698
Excess Tax Provision Written off		-	-2,59,749
MAT credit		-	-
Deferred tax (credit)		2,29,899	43,275
Total tax expense		12,94,748	3,04,224
Net profit after tax		28,06,723	62,65,651
Items of other comprehensive income			
Other comprehensive income/(expense)			
Items that will not be reclassified to profit or loss			
Re-measurement gains on Fixed Assets		-	-
Income tax effect on gain on Fixed assets		-	-
Net (loss)/gain on FVTOCI equity securities		-	-
Income tax effect		-	-
Total other comprehensive income		-	-
Total comprehensive income for the year		28,06,723	62,65,651
Earnings per share (EPS) (of Rs.10/each) (amount in Rs.)			
Basic		0.53	1.18
Diluted		0.53	1.18
Summary of significant accounting policies	1-26		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For **M N Rao & Associates**

Chartered Accountants

Firm Reg.No. 005386S

Sd/-

M V Ratnam

Partner

Membership No. 008314

UDIN: 22008314AQJEKG3084

Place: Hyderabad

Date: 30-05-2022

For and on behalf of the Board of Directors

Naturite Argo Products Limited

Sd/-

Vallabh Reddy Gaddam

Managing Director

DIN: 01006373

Sd/-

Kyatham Reddy Prabhakar

Director

DIN: 00966105

Bhagya Srilatha Tummagunta

Chief Financial Officer

Nirali Bharat Bhanushali

Company Secretary



Cash Flow Statement for the year ended March 31, 2022

Amount in ₹

Particulars	For the year ended March 31 2022	For the year ended March 31 2021
Cash flow from operating activities		
Profit before taxation	41,01,471	65,69,876
Non-cash adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation	11,51,915	10,47,100
Interest income	-19,075	(28,866)
Interest Expense	10,53,907	94,588
Provision no longer required written back	-	-
Operating profit before working capital changes	62,88,218	76,82,698
Movements in working capital:		
(Increase)/decrease in Inventories	-7,80,25,850	19,48,785
(Increase)/decrease in trade receivables	56,95,738	1,24,08,064
(Increase)/decrease in Other non-current financial assets	-25,001	-
(Increase)/ decrease in other current financial assets	-	-
(Increase)/ decrease in other Current Assets	-35,32,358	(22,00,349)
Increase/(decrease) in other Financial Liabilities	35,116	(2,12,910)
Increase/(decrease) in other current liabilities	40,803	(31,18,301)
Increase/(decrease) in Trade Payables	3,21,56,751	(1,37,30,831)
Cash generated from operations	-3,73,66,583	27,77,156
Direct taxes paid (net of refunds)	-5,20,698	-
Net cash generated from operating activities (A)	-3,78,87,281	27,77,156
Cash flows from investing activities		
Interest Received	19,075	28,866
Purchase of fixed assets	-21,12,672	(24,58,444)
Net cash used in investing activities (B)	-20,93,597	(24,29,578)
Cash flows from financing activities		
Interest Paid	-10,53,907	(94,588)
Borrowings Increase/Decrease	3,48,29,901	1,59,58,246
Net cash generated from/used in financing activities (C)	3,37,75,994	1,58,63,658
Net decrease in cash and cash equivalents (A+B+C)	-62,04,885	1,62,11,236
Cash and cash equivalents at the beginning of the year	1,97,71,236	35,60,000
Cash and cash equivalents at the end of the year	1,35,66,352	1,97,71,236
Components of cash and cash equivalents		
Cash on hand	59,441	50,141
Balances with scheduled banks		
Current accounts	1,35,06,912	1,97,21,096
Fixed deposits	-	-
Remittance in transit	-	-
Total cash and cash equivalents (refer note 6)	1,35,66,353	1,97,71,237

As per our report of even date

For **M N Rao & Associates**

Chartered Accountants

Firm Reg.No. 005386S

Sd/-

M V Ratnam

Partner

Membership No. 008314

UDIN: 22008314AQJEKG3084

Place: Hyderabad

Date: 30-05-2022

For and on behalf of the Board of Directors

Naturite Argo Products Limited

Sd/-

Vallabh Reddy Gaddam

Managing Director

DIN: 01006373

Bhagya Srilatha Tummagunta

Chief Financial Officer

Sd/-

Kyatham Reddy Prabhakar

Director

DIN: 00966105

Nirali Bharat Bhanushali

Company Secretary

**(a) Equity share capital**

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Equity shares of Rs. 10 each issued, subscribed and fully paid As at April 1, 2021	52,96,000	5,29,60,000
Issue of shares		
As at March 31, 2022	52,96,000	5,29,60,000

(b) Other equity

Particulars	31st March, 2022	31st March, 2021
Retained earnings		
Balance, at the beginning of the year	7,67,52,711	7,04,87,059
Profit for the year	28,06,723	62,65,651
Items recognized directly in Other Comprehensive Income	-	-
Re-measurement of post-employment benefits obligations	-	-
Balance, at the end of the year	7,95,59,434	7,67,52,711
Capital Reserve	15,00,000	15,00,000
	8,10,59,434	7,82,52,711

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For **M N Rao & Associates**
Chartered Accountants
Firm Reg.No. 005386S

For and on behalf of the Board of Directors
Naturite Argo Products Limited

Sd/-
M V Ratnam
Partner
Membership No. 008314
UDIN: 22008314AQJEKG3084

Sd/-
Vallabh Reddy Gaddam
Managing Director
DIN: 01006373

Sd/-
Kyatham Reddy Prabhakar
Director
DIN: 00966105

Bhagya Srilatha Tummagunta
Chief Financial Officer

Nirali Bharat Bhanushali
Company Secretary

Place: Hyderabad
Date: 30-05-2022



Corporate information

Naturite Argo Products Limited is a Public Company incorporated on 06th August, 1990 under the provisions of the Companies Act, 1956 having Registered Office: Sy.No. 711-713, Lalgadi Malakpet (V), Shamirpet, Telangana - 500078. The Equity Shares of the Company are listed on Bombay Stock Exchange Ltd (BSE) in India on 05th February 2015. The company is principally engaged in the trading of Agro Products. The company caters to both domestic and international market.

The financial statements for the year ended 31 March 2022, are approved by the Board of Directors and authorised for issue on 30 May 2022.

1. Significant accounting policies

1.1. Basis of preparation

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

The financial statements have been prepared on the historical cost basis, except for certain financial instruments (refer accounting policy regarding financial instruments), which are measured at fair values at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services as at the date of respective transactions.

The financial statements are presented in INR (₹) and all the values are rounded off to the nearest Rupee except when otherwise indicated.

1.2. Current versus non-current classification

The Company presents assets and liabilities in balance sheet based on current/non-current classification.

1. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

2. A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.



3. **Deferred tax assets and liabilities are classified as non-current assets and liabilities.**

- Deferred tax assets and liabilities are classified as non-current assets and liabilities.
- Advance tax paid is classified as non-current assets
- The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

1.3. **Use of Accounting Estimates**

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of consolidated financial Statements, the reported amount of revenues and expenses during the reported period and disclosure of contingent liabilities. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

1.4. **Revenue recognition**

Sale of goods:

Revenue is recognized when the company satisfies a performance obligation by transferring a promised good or service to its customers. The company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives / discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method

Interest Income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis.

1.5. **Taxes**

Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Deferred income tax

Deferred tax arising on account of timing differences and which are capable of reversal in one or



more subsequent period(s) is recognized using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are not recognized unless there is virtual certainty with respect to the reversal of the same in future years.

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

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

1.6. Property, plant and equipment

On transition to Ind-AS, the Company has elected to revalue the Freehold Land of the company to its fair value.

Property, plant and equipment are recognized at cost of acquisition and installation less accumulated depreciation.

1.7. Depreciation

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

1.8. Borrowing costs

All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

1.9. Inventories

Inventories are valued at the lower of cost and net realisable value.

Cost is arrived at by using FIFO method and includes all costs of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition

1.10. Provisions and contingent liability

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

A contingent liability is a possible obligation that arises from past events 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 where 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.

1.11. Financial instruments

A financial instrument is any contract that give rise to a financial asset of one entity and a financial liability or equity of another entity.



Initial Recognition

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

Subsequent Measurement

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (nothing has been modified so can be removed)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (nothing has been modified so can be removed)

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are immediately recognised in statement of profit and loss.

Financial liabilities (nothing has been modified so can be removed)

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

1.12. Cash and cash equivalents

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



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

Note 2. Property, plant and equipment and Intangible assets

Deemed Cost	Amount in ₹						Total
	Leasehold Land	Buildings	Furniture and Fixtures	Office Equipment	Vehicles	Plant & Machinery	
As at March 31, 2021	9,75,74,033	36,27,950	3,44,445	2,37,180	36,69,802	46,89,748	11,01,43,158
Additions	-	-	-	-	-	21,12,672	21,12,672
Disposals	-	-	-	-	-	-	-
As at March 31, 2022	9,75,74,033	36,27,950	3,44,445	2,37,180	36,69,802	68,02,420	11,22,55,830
Depreciation							
As at March 31, 2021	-	14,06,578	2,02,282	2,39,102	22,43,914	4,72,983	45,64,859
Charge for the year		3,66,607	50,130	14,590	3,19,575	4,01,011	11,51,915
Disposals	-	-	-	-	-	-	-
As at March 31, 2022	-	17,73,185	2,52,413	2,53,693	25,63,490	8,73,994	57,16,774
Net block							
As at March 31, 2022	9,75,74,033	18,54,765	92,033	-16,513	11,06,313	59,28,425	10,65,39,056
As at March 31, 2021	9,75,74,033	22,21,373	1,42,163	-1,922	14,25,888	42,16,765	10,55,78,299



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

3. Financial assets

Amount in ₹

Particulars	Non Current		Current	
	31st March, 2022	31st March, 2021	31st March, 2022	31st March, 2021
Loan and advances				
From Related party				
Unsecured, considered good	-	-	-	-
Unsecured, considered doubtful	-	-	-	-
Less: Provision for doubtful advances	-	-	-	-
	-	-	-	-
Security deposits				
Unsecured, considered good	2,69,592	2,44,591	-	-
Unsecured, considered doubtful	-	-	-	-
Total - Security Deposits	2,69,592	2,44,591	-	-
Less: Provision for doubtful advance	-	-	-	-
	2,69,592	2,44,591	-	-
Total	2,69,592	2,44,591	-	-

4. Inventories (at lower of cost or net realisable value)

Amount in ₹

Particulars	31st March, 2022	31st March, 2021
Raw materials	3,12,000	24,50,935
Finished Goods	5,62,37,000	-
Finished Goods	2,70,77,875	31,50,090
Total	8,36,26,875	56,01,025

5. Trade receivables

Amount in ₹

Particulars	31st March, 2022	31st March, 2021
Considered good	2,94,00,071	3,50,95,809
Less:		
Allowances for doubtful debts	-	-
Total	2,94,00,071	3,50,95,809

**5A. Ageing Schedule of Trade receivables:**

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
A) Undisputed Receivables considered good	2,94,04,398	3,50,95,809
Less than 6 months	1,94,81,402	3,50,95,809
6 months to 1 Year	-	-
1 Year to 2 Years	99,22,996	-
2 Year to 3 Years	-	-
More than 3 years	-	-
B) Undisputed Receivables considered doubtful	-	-
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	-	-
Less : Provision for doubtful Debts	-	-
C) Disputed Receivables considered good	-	-
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Year	-	-
More than 3 years	-	-
D) Disputed Receivables considered doubtful	-	-
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	-	-
E) Unbilled dues	-	-
Total	2,94,04,398	3,50,95,809

**6. Cash and cash equivalents**

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Balance with banks		
- In bank accounts	1,35,06,912	1,97,21,096
- Deposit with original maturity of less than three months	-	-
Cash on hand	59,441	50,141
Total	1,35,66,353	1,97,71,237

7. Other financial assets

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Unsecured - Considered good		
Interest accrued on Deposits	-	-
	-	-
Provision for doubtful receivables	-	-
Total	-	-

8. Other Current assets

Particulars	Non Current		Current	
	31st March, 2022	31st March, 2021	31st March, 2022	31st March, 2021
Advance recoverable in cash or kind	-	-	36,65,960	37,42,960
MAT Credit	-	-	16,43,953	16,43,953
GST Input Tax Credit	-	-	44,93,584	9,37,039
Balance with Statutory/ Government authorities				
Unsecured - Considered good	-	-	70,108	17,296
Unsecured - Considered Doubtful	-	-	-	-
Provision for doubtful receivables	-	-	-	-
Total	-	-	98,73,604	63,41,247



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

9. Equity Share Capital

Particulars	31st March, 2022	31st March, 2021
Authorised Shares (No.'s)		
I) Equity share capital		
60,00,000 equity shares with voting rights of Rs. 10/- each	60,00,00,000.00	60,00,00,000.00
	60,00,00,000.00	60,00,00,000.00
Issued, subscribed and paid up capital		
52,96,000 equity shares with voting rights of Rs.10/- each	5,29,60,000.00	5,29,60,000.00
	5,29,60,000.00	5,29,60,000.00

a) Reconciliation of number of equity shares outstanding and the amount of share capital

Particulars	31st March, 2022		31st March, 2021	
	Number of shares	Amount	Number of shares	Amount
Equity shares outstanding at the beginning of the year	52,96,000	5,29,60,000.00	52,96,000	5,29,60,000.00
Issued during the year				
Outstanding at the end of the year	52,96,000	5,29,60,000.00	52,96,000	5,29,60,000.00

b) Terms/Rights attached to the equity shares

The Company has only one class of Issued, subscribed and paid up equity shares having a par value of Rs. 10/- each per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting. The Company has not declared any dividend in the current and previous year. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

c) Details of the shareholders holding more than 5% share in the Company

Name of the Shareholder	31st March, 2022		31st March, 2021	
	Number of shares held	% of holding	Number of shares held	% of holding
Equity shares of Rs. 10/- each fully paid up				
C.Srikanth Reddy	15,79,100	29.82%	15,79,100	29.82%
C.Vandana Reddy	7,82,400	14.77%	7,82,400	14.77%
Dr.G.V.Reddy	7,72,000	14.58%	7,72,000	14.58%
G.Usha	2,72,500	5.15%	2,72,500	5.15%

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



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

10. Other equity

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Security premium	15,00,000	15,00,000
Retained earnings	7,95,59,434	7,67,52,711
Total	8,10,59,434	7,82,52,711

10.1 Security Premium

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Opening balance	15,00,000	15,00,000
Add: Premium on equity shares issued during the year	-	-
Closing balance	15,00,000	15,00,000

Amount received on issue of shares in excess of the face value has been classified as securities premium. This reserve will be utilised in accordance with provisions of Section 52 of the Companies Act, 2013.

10.2 Retained earnings

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
Opening balance	7,67,52,711	7,04,87,059
Adjustment		
Add: Net profit after tax transferred from statement of profit and loss	28,06,723	62,65,651
Items of other comprehensive income directly recognised in retained earnings	-	-
-Remeasurement of post employment benefit obligations, net of tax	-	-
Amount available for appropriations	76,752,711	70,487,059
Total	78,252,711	71,987,059

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

**11. Financial liabilities - borrowings**

Amount in ₹

Particulars	Non Current		Current	
	31st March, 2022	31st March, 2021	31st March, 2022	31st March, 2021
Secured Loan				
Term Loans From Banks*	3,95,33,673	6,45,631	-	-
Term Loans from Others	-	-	-	-
Cash Credit account**	-	-	1,11,62,156	1,48,38,537
	3,95,33,673	6,45,631	1,11,62,156	1,48,38,537
Unsecured Loan				
Loans From Related Parties				
From Directors	-	-	3,64,443	7,46,203
Inter Corporate Deposits				
Unsecured, Considered Good	-	-	13,50,000	13,50,000
	-	-	17,14,443	20,96,203
Total	3,95,33,673	6,45,631	1,28,76,599	1,69,34,741

* During the financial year the company had sanctioned term loan from Axis Bank of Rs. 4 Crores at Floating Interest rate i.e., Repo rate+4%, of against personal guarantee of directors

** The company had overall Cash Credit limit of Rs.2.00 Crores from bank of baroda and out of that the company has utilised and payable as on 31.03.2022 was disclosed as above. The rate of Interest 8.5%

12. Financial liabilities - Trade payables

Amount in ₹

Particulars	31st March, 2022	31st March, 2021
Trade Payable		
- Dues to Micro and Small Enterprises	-	-
- Dues to creditors other than micro and small enterprises	3,42,18,211	20,61,460
Total	3,42,18,211	20,61,460



13. Other Financial Liabilities

Particulars	Non Current		Current	
	31st March, 2022	31st March, 2021	31st March, 2022	31st March, 2021
Financial liabilities at carried value				
Current maturities of long term borrowings	-	-	-	-
Other payables	-	-	9,47,394	9,12,278
Advance from suppliers	-	-	-	-
Total	-	-	9,47,394	9,12,278

Note: The Other Financial Liabilities are measured at carried cost.

14. Provisions

Particulars	31st March, 2022	31st March, 2021
Provision For Income Tax		
	10,64,849.21	5,20,697.96
	10,64,849.21	5,20,697.96

15. Other current liabilities

Particulars	31st March, 2022	31st March, 2021
GST Payable	-	-
Statutory payables	2,90,721	2,49,919
	2,90,721	2,49,919



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

16. Revenue from Operations

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Sale of Products		
Domestic	9,96,22,081	11,73,34,652
Overseas	1,22,96,904	95,98,899
	11,19,18,985	12,69,33,551
Revenue from Operations (A+B)	11,19,18,985	12,69,33,551

17. Other Income

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Interest Income	19,075	28,866
Receivable written off	2,098	-
Foreign Exchange Fluctuations	-	3,859
Total	21,173	32,725

18. Cost of Materials Consumed

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Raw Materials Consumed		
Opening stock at the beginning of the period	24,50,935	8,07,660
Add : Purchases	16,12,44,215	9,38,28,652
Add: Carriage Inward	1,87,934	7,07,459
	16,38,83,084	9,53,43,771
Less : Closing stock at the end of the year	3,12,000	24,50,935
	16,35,71,084	9,28,92,836

**19. Change in Inventories of Finished Goods**

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Opening stock of inventories		
Finished goods	31,50,090	67,42,150
	31,50,090	67,42,150
Closing stock of inventories		
Finished goods	2,70,77,875	31,50,090
Stock in process	5,62,37,000	-
	8,33,14,875	31,50,090
Change in inventories	-8,01,64,785	35,92,060

20. Employee Benefits Expenses

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Salaries, allowances and wages	57,01,879	52,69,272
Contribution to Provident Fund	2,29,878	2,08,816
Contribution to ESI	86,680	91,856
Bonus	3,71,800	5,04,506
Staff welfare expenses	1,79,364	1,64,689
Total	65,69,601	62,39,139



21. Manufacturing and Other Expenses

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Manufacturing Expenses		
Boiler Maintenance	83,240	21,960
Civil Works	3,17,630	1,75,550
Coal	34,05,904	10,03,252
Electricity Charges	31,77,102	29,78,879
Factory maintenance	5,04,068	5,60,916
Fuel Charges	18,08,036	50,55,338
Grinding Charges	2,99,414	3,50,299
Insurance	2,23,694	1,74,982
Loading and Unloading Expenses	3,58,497	2,91,985
Packing Material	6,66,061	8,55,896
Repairs & maintenance		
Plant and machinery	1,87,585	98,599
Electrical Maintenance	4,07,586	3,17,359
Stores and Spares	14,90,112	18,28,856
TOTAL	1,29,28,929	1,37,13,871

22. Finance Cost

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Interest		
- on CC Loan	5,73,332	72,721
- on Term Loan	4,80,575	21,867
- on Vehicle loans	-	-
Loan Processing Charges	2,36,000	1,48,680
Bank charges	2,63,656	20,526
Total	15,53,563	2,63,794

**23. Other Expenses**

Particulars	For the year ended 31st March, 2022	For the year ended 31st March, 2021
Advertisement expenses	1,764	34,665
Listing and its related Expenses	5,46,340	4,04,557
Certification charges	11,000	20,000
Computer Maintenance	21,825	11,700
Conveyance Expenses	70,585	53,155
General Expenses	56,603	47,798
Interest on Income Tax and TDS	1,10,514	13,771
Misc Expenses	62,969	19,879
Office and General Expenses	1,19,284	2,59,114
Office Rent	2,40,000	3,10,000
Postage expenses	31,795	23,544
Printing and Stationary	19,970	17,664
Professional and Consultancy Charges	3,14,500	2,10,500
Rates and Taxes	1,44,517	1,62,582
Telephone Charges	42,425	81,625
Travelling Expenses	2,58,850	5,46,700
Other Receivable Written off	-	1,87,035
Vat Paid	45,415	1,22,557
Vehicle Maintenance	30,024	20,755
Payment to Auditor:		
Audit Fee	1,00,000	1,00,000
TOTAL	22,28,380	26,47,601

**23A. Ageing Schedule of Trade Payables:**

Particulars	Amount in ₹	
	31st March, 2022	31st March, 2021
(I) MSME	-	-
Less than 1 Year	-	-
1 to 2 Years	-	-
2 to 3 Years	-	-
More than 3 Years	-	-
(ii) Others	3,42,18,211	20,61,460
Less than 1 Year	3,42,18,211	20,61,460
1 to 2 Years	-	-
2 to 3 Years	-	-
More than 3 Years	-	-
(iii) Disputed dues - MSME	-	-
Less than 1 Year	-	-
1 to 2 Year	-	-
2 to 3 Years	-	-
More than 3 Years	-	-
(iv) Disputed dues - Others	-	-
Less than 1 Year	-	-
1 to 2 Years	-	-
2 to 3 Years	-	-
More than 3 Years	-	-
Total	3,42,18,211	20,61,460

Terms and conditions of the above financial liabilities:

- I) Trade payables are non-interest bearing and are normally settled on 30-45 days terms.
- ii) The dues to related party are unsecured and are normally payable within 30 days from the date of receipt of demand.

**Note No. 24 : Related party transactions****(a) Directors/Key Managerial Personnel:**

Sr. No.	Name of the Related Party	Relationship
1	Vallabh Reddy Gaddam	Managing Director (Key Managerial Person)
2	Usha Gaddam	Director
3	Prabhakar Reddy Kyatham	Director
4	Vandana Reddy Gaddam	Director
5	BhagyaSrilathaTummagunta	Chief Financial Officer (Key Managerial Personnel)
6	Srinivas Bacha	Independent Director
7	MahareddyRevanth Reddy	Independent Director
8	Nirali Bharat Bhanushali	Company Secretary (Key Managerial Person)

(b) Entities having relationship with the company:

Sr. No.	Name of the Related Party	Relationship
1	Naturite Agro Products LLC	Entity in which Director is related
2	KSA Consultants Pvt Ltd	Common Directors

B) Following are the transactions with related parties during the year:

Particulars	Nature	For the year ended March 31, 2022	For the year ended March 31, 2021
Bhagya Srilatha Tummagunta	Remuneration	7,08,000	5,76,000
Nirali Bharat Bhanushali	Remuneration	2,40,000	90,000
Divya Agrawal	Remuneration	-	40,000
Vallabh Reddy Gaddam	Receipt of Loans and Advances	68,240	40,000
Vandana Reddy Gaddam	Repayment of Loans and Advances	4,50,000	4,34,078



C) Balances with the related parties are summarised below:

Amount in ₹

Particulars	As at 31st March, 2022	As at 31st March, 2021
i) Related party receivables grouped under		
a) Sundry Debtors		
Naturite Agro Products LLC	4,00,822	4,00,822
ii) Related party payables grouped under:		
a) Unsecured Loans		
Vallabh Reddy Gaddam	1,75,426	1,07,185
Vandana Reddy Gaddam	1,89,018	6,39,017
KSA Consultants Pvt Ltd	13,50,000	13,50,000
b) Other Current Liabilities		
Bhagya Srilatha Tummagunta	59,000	-



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

Note No. 25 : Ratio Analysis and its elements

Ratio	Numerator	Denominator	31 March 2022	31 March 2021	% change	Reason for variance
Current ratio	Current Assets	Current Liabilities	2.76	3.23	-14.49%	
Debt- Equity Ratio	Total Debt	Shareholder's Equity	0.39	0.13	191.87%	Note A
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	2.55	80.10	-96.82%	
Return on Equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	0.02	0.06	-65.68%	
Inventory Turnover ratio	Cost of goods sold	Average Inventory	1.87	14.67	-87.26%	
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.47	3.07	12.92%	
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	9.72	12.34	-21.22%	
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	1.29	2.75	-53.29%	
Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.03	0.05	-49.20%	



Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.03	0.04	-32.40%	
Return on Investment	Interest (Finance Income)	Interest (Finance Income)	NA	NA	NA	

Note A: Due to debt component of additional term loan raised during the FY 2021-22, there is an increase the Debt Equity Ratio and decrease in Debt service coverage ratio.

Note No. 26 : Earning per share

Amount in ₹

Particulars	FY 2021-22	FY 2020-21
Profit (Loss) for the year	28,06,723	62,65,651
Weighted average no.of Equity shares	52,96,000	52,96,000
Basic earning per share	0.53	1.18
Diluted earning per share	0.53	1.18

Note No. 27

Previous year figures have been regrouped and rearranged wherever considered necessary in order to make them comparable with those of the current year.

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For **M N Rao & Associates**
Chartered Accountants
Firm Reg.No. 005386S

For and on behalf of the Board of Directors
Naturite Argo Products Limited

Sd/-
M V Ratnam
Partner
Membership No. 008314
UDIN: 22008314AQJEKG3084

Sd/-
Vallabh Reddy Gaddam
Managing Director
DIN: 01006373

Sd/-
Kyatham Reddy Prabhakar
Director
DIN: 00966105

Sd/-
Bhagya Srilatha Tummagunta
Chief Financial Officer

Sd/-
Nirali Bharat Bhanushali
Company Secretary

Place: Hyderabad
Date: 30-05-2022



ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING
(To be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Naturite Agro Products Limited.

I hereby record my presence at the 32nd Annual General Meeting of the shareholders of Naturite Agro Products Limited on Thursday, 29th September, 2022 At 12:00 PM at Registered Office of the Company at Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R.R.District, Telengana-500078.

DP ID*	REG.FOLIO NO.
CLIENT ID*	NO OF SHARES

*Applicable if shares are held in electronic form

Name and Address of Member

Signature of Shareholder

Representative (Please Specify)



**FORM NO. MGT-11
PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L01119TG1990PLC011554		
Name of the Company	NATURITE AGRO PRODUCTS LIMITED		
Registered Office	Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telangana - 500078		
Name of the Member			
Registered Address			
Email ID			
Folio No/ Client ID		DP ID.:	

I/We, being the member(s) of _____ shares of the above named company, hereby appoint

1.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		
2.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		
3.	Name:		
	Address		
	Email ID	Signature	
	Or failing him		

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual general meeting of the company, to be held on the Thursday 29th day of September 2022, At 12:00 PM. at Registered office situated at Sy. No. 711-713, Lalgadi Malakpet Village, Shamirpet Mandal, R. R. District, Telangana – 500078 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.No.	Resolutions	For	Against
1.	Consider and adopt audited financial statements as at 31.03.2022 and profit and loss accounts for the year ended and the reports of the board of Directors and Auditors		
2.	Re-appointment of K. Prabhakar Reddy Director who retires by rotation		
3.	Re-Appointment of Dr. G Vallabh Reddy as Chairman and Managing Director of the company.		

Signed this day of 2022.

Signature of shareholder:



Signature of Proxy holder(s):

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Form No. MGT-12

POLLING PAPER

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

NATURITE AGRO PRODUCTS LIMITED**(CIN: L01119TG1990PLC011554)**

Registered Office: Sy. No. 711-713, LalgadiMalakpet Village, Shamirpet Mandal,
R. R. District, Telengana - 500078

BALLOT PAPER

1. Name of the First Named Shareholder (in block letters)
2. Postal address:
3. Registered Folio No./ *Client ID No.
(*Applicable to investors holding shares in dematerialized form)
4. Class of Share(s)

I hereby exercise my vote in respect of Ordinary/Special Resolution enumerated below by recording my assent or dissent to the said Resolution in the following manner:

Sl. No	Resolutions	No of Shares Held	For	Against
1.	Consider and adopt audited financial statements as at 31.03.2022 and profit and loss accounts for the year ended and the reports of the board of Directors and Auditors.			
2.	Re-appointment of Mr. K. Prabhakar Reddy Director who retires by rotation.			
3.	Re-Appointment of Dr. G Vallabh Reddy as Chairman and Managing Director of the company.			

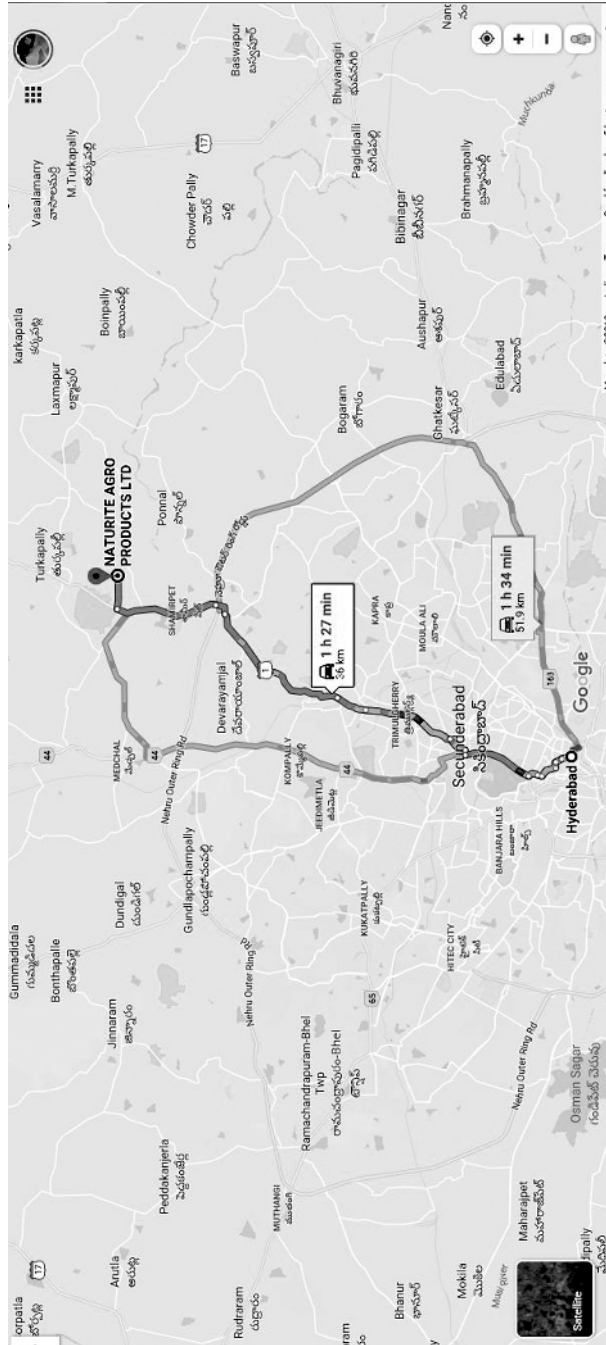
Place:

Date:

(Signature of the Shareholder)

NOTE

ROUTE MAP



If undelivered please return to:

NATURITE AGRO PRODUCTS LIMITED

Sy.No.711-713, Lalgadi Malakpet Village

Shamirpet Mandal, Medchal District - 500014.