



18th

ANNUAL REPORT

2021-22

SARVESHWAR FOODS LIMITED

2021-22

With over 100 years of experience, Sarveshwar Foods is an amalgam of centuries-old values and traditional farming, modern manufacturing processes, and state-of-the-art quality systems. It produces the highest quality products from the lap of the Himalayas grown in the mineral-rich soils of the J&K region, nurtured by the snow-melted waters of the River Chenab.



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360° GOOD KARMA

At Sarveshwar, the Himalayas are at the centre of our philosophy and our work. The tenets of karma and a satvic lifestyle drive all our efforts.

The concept of karma says that all our actions have their consequences – what goes around comes around. When we mean well and do good, we are rewarded with happiness, peace and contentment. And so, we try our best to be conscious of our thoughts and actions towards everyone we connect with – our farmers, employees, consumers, guests and their families. This is our philosophy of 360 degree Good Karma – the best intentions in every direction



COMPANY'S CORE INFORMATION

SARVESHWAR FOODS LIMITED

CIN: L15312JK2004PLC002444

Registered Office: Sarveshwar House,
Below Gummat, Jammu-J&K (180001)

Email Id: investorrelations@sarveshwarrice.com

Website: www.sarveshwarfoods.com

BOARD OF SIGNATORIES INFORMATION DIRECTORS

1. Mr. Rohit Gupta, Chairman
2. Mr. Anil Kumar, Managing Director
3. Ms. Seema Rani, Whole Time Director
4. Dr. Tej Partap, Additional Independent Director
5. Dr. Uttar Kumar Padha, Independent Director
6. Mr. Adarsh Kumar Gupta, Independent Director
7. Mr. Ashu Gupta, Executive Director
8. Mr. Harbans Lal, Executive Director
9. Mr. Mahadeep Singh Jamwal, Executive Director-Corporate Affairs
10. Dr. Pardeep Kumar Sharma, Additional Independent Director
11. Mr. Surjit Singh Bhatoa, Additional Independent Director

CHIEF FINANCIAL OFFICER

Mr. Mohit Garg, Chief Financial Officer

COMPANY SECRETARY & COMPLAINEE OFFICER

Ms. Sadhvi Sharma, Company Secretary & Compliance Officer

AUDITORS OF COMPANY

Name of Firm: K R A & Co, Chartered Accountants

Office: H-1/208, Garg Tower, Netaji Subhash Place, Pitampura, New Delhi-110034

Email Id: rajat@kra.co.in

FRN No: 020266N

SECRETARIAL AUDITORS

Name of Firm: Yamina Almas & Associates, Practicing Company Secretary

Office: Top Floor, Haroon Complex, Exchange Road, Lal Chowk, Srinagar,
Kashmir- 190001

Membership No: 49686

CP No: 18068

BANKERS TO THE COMPANY

The Jammu & Kashmir Bank Limited

I/C Bari Brahamana, Samba J&K -181133.

The HDFC Bank.

Site No 1, Transport Nagar

Narwal, Jammu - 180005



ABOUT YOUR COMPANY

At SARVESHWAR, the Himalayas are at the centre of our philosophy and our work. We believe in what goes around comes around. So, we try our best to be conscious of our thoughts and actions towards everyone we connect with- our farmers, employees, customers, guests, and their families. This is our philosophy of 360° good karma- the best intentions in every direction. SARVESHWAR markets its rice products under the brand name of 'SARVESHWAR', which offers the highest quality Traditional Basmati and Non-Basmati rice and markets its organic products under the brand of 'NIMBARK'. The company products are also exported to large institutional customers in more than 8 countries including key export destinations such as USA, Europe and Middle East. SARVESHWAR FOODS Ltd is one of the companies in India with a presence across the entire rice value chain, right from procurement, storage, milling, and sorting to packaging, branding and distribution. SARVESHWAR has a strong procurement capabilities for conventional Basmati and Non Basmati Paddy. We use modern Equipments and Technology. The company operates through two USDA approved plants using imported equipments. The company also operates out of J&K, which has diverse physiological features, agro- climatic variations and existence of cold arid temperature, inter- mediate and sub-tropical zones that are naturally conducive for cultivating Basmati and Non- Basmati rice. When you consume SARVESHWAR FOODS, you consume satvic produce. The food that has been grown as nature intended it, using the best traditions of centuries old farming, with the utmost respect for the grain.



Dear shareholders,

It is a great privilege to be able to share my thoughts with you as the Chairman of SARVESHWAR FOODS LIMITED. Being a Chairman with a great sense of responsibility and humanity I look forward to leading SARVESHWAR FOODS LIMITED. Into the future with an outstanding team at my side. We prepare to shape our future growth journey based on a powerful combination of experience and energy. SARVESHWAR FOODS LIMITED products touch millions of lives every day and we work hard to remain same as current to the customers we serve and respond appropriately to changes taking place in our environment.

We would like to emphasize at this point that our passionate workforce is our core business asset. I want to thank the employees of SARVESHWAR FOODS LIMITED for their hard work dedication and resilience in scripting our success story.

SARVESHWAR FOODS limited is burgeoning from an established rice company to a global food company, with new strategic upgradation and product developments. We've grown our business from Jammu and Kashmir to overseas, maintaining the quality of our products. SARVESHWAR FOODS Ltd. has received 'The Best Export Performance Award' in J&K UT for the year 2021-22 from Anupriya Patel, Union Minister of State for Commerce and Industry.

CHAIRMAN MESSAGE

“ We prepare to
shape our future
growth journey based
on a powerful
combination of
experience & energy.”

The SARVESHWAR family is serving its customers since the last more than 130 years and now the fourth generation is serving healthy and tasty rice to customers.

A grateful “Thank You” is due to all our employees and management teams, for once again proving their dedication and support. It was through their immense commitment and hard work that the company achieved our main targets. We continually review our efforts to provide customers and employees with safe shopping and working environments.

Giving back to the society has never been more important, and I'd like to thank each member of the Persistent family for their active support and unshakable trust in our abilities to deliver on our promise. You have motivated us to unleash our potential for the next phase of our growth.

Mr Rohit Gupta
Chairman



MANAGING DIRECTOR'S MESSAGE

“ The pandemic has clearly reinforced the message that **HEALTH IS WEALTH.** ”

Dear shareholders,

Let me start by wishing all of you a healthy and happy future. The pandemic has clearly reinforced the message that HEALTH IS WEALTH. I am delighted to share with you, my message, through this annual report, summarizing SARVESHWAR FOODS Ltd. performance, our preparedness and handling of the pandemic as well as customer accolades.

If FY21 saw the darkest period of the pandemic, then the last financial year was the year of hope. When confronted with unprecedented challenges, great companies find a way to persevere through. They do it by constantly challenging the status quo and striving for even greater levels of excellence. They never stop learning, instead asking the hard questions and adapting. They are constantly in motion, anticipating the next challenge or opportunity, staying nimble even as they scale.

Even before the pandemic crisis, SARVESHWAR FOODS Ltd. applied principles to strategically position itself for long-term, sustainable growth. We engaged with customers to develop technologies and solutions that elevate the customer experience and address the challenges of scale.

An organisation's success is not mapped by its performance alone. In a difficult business environment, it is also a measure of a company's ability to adapt to the transforming eco-system. It is defined by the speed and agility with which an organisation aligns itself to the new systems and processes.

On a consolidated basis, the total revenue from operations has grown by 17 % to INR 604.72 Cr from INR 514.52 Cr in FY 21. Profit before tax has increased year on year by 9.13 % to INR 8.72 Cr from INR 7.99 Cr. Profit after taxes have grown considerably by 14.12% from INR 5.98 Cr in FY 22 to INR 5.24 Cr in FY21.

The prospects for the coming quarters are strong. I would like to thank the management team, staff and business associates for their support and hard work that has enabled us to come this far. I would also like to extend my gratitude to my fellow directors for their contributions to the Group and counsel. Last but not least, I would like to show appreciation to our shareholders for their constant support. We would like to reiterate that our focus is on delivering sustainable growth and creating value for all our partners. We've built a great company with purpose and with your support we will continue to soar to greater heights and build a sustainable future for all.

Sincerely
Anil Kumar Sharma
Managing Director

OUR MANUFACTURING CAPACITY

Location	Capacity & Area	Facility	Products Manufactured	Year of establishment
Seora, Jammu & Kahmir	6TPH	Rice Milling & Processing Facility	<ul style="list-style-type: none"> • Basmati & non Basmati Rice • Brown Rice • Steamed & Sella Rice 	2007
SIDCO, Jammu & Kashmir	8 TPH	Rice Milling & Processing Facility	<ul style="list-style-type: none"> • Basmati & non Basmati Rice • Brown Rice • Steamed & Sella Rice 	2012
Gandhi dham	8TPH	Grading & Sortex facility	<ul style="list-style-type: none"> • Basmati & non Basmati Rice • Brown Rice • White Rice (in the form of raw, steamed & parboiled Rice) 	2021





PARTICIPATION AT INTERNATIONAL FOOD SHOWS AND EXHIBITION

INDO ASIA CANADIAN DELEGATION :

A delegation of Indo Canada Chamber of Commerce (ICCC) on 4th April 2022 visited Jammu and discussed investment and trade opportunities with thrust on exports from Jammu and Kashmir to Canada, an official spokesman said.

Sarveshwar Foods Ltd. participated in the discussion actively and got many new opportunities for the business overseas .

The event focused on promotion of investment and exports along with facilitating business linkages and direct dialogue between the Indo-Canadian delegation and their extended network with industrial representatives from J&K, the spokesman said.



On the occasion, women entrepreneurs, start-ups and exporters presented their products and services from sectors like education, handloom and handicrafts, agro-based and horticulture products before the delegation which received overwhelming response.



AAHAR:

Jammu and Kashmir Trade Promotion Organization (JKTPO) participated in AAHAR 2022- International Food and Hospitality fair, a flagship B2B event organized by India Trade Promotion Organisation (ITPO) in conjunction with Agricultural and Processed Food Products Export Development Authority (APEDA).

Sarveshwar Group being one of the Major Exhibitors in Jammu & Kashmir participated in the Event:





BUYER SELLER MEET WITH UAE DELEGATION:

J&K's Lieutenant Governor Manoj Sinha today addressed the Gulf Countries' Investment Summit at SKICC, Srinagar which is aimed at providing a platform for the foreign business delegates to explore a host of investment opportunities in Jammu & Kashmir.



CEOs of top companies in Srinagar India's relations with Gulf nations undergone massive evolution: LG

Excelsior Correspondent

Srinagar, Mar 22: Lieutenant Governor Manoj Sinha today addressed the Gulf Countries' Investment Summit at SKICC, Srinagar which is aimed at providing a platform for the foreign business delegates to explore a host

*"Watch video on
www.excelsiornews.com"*

of investment opportunities in the UT of Jammu & Kashmir.

Speaking on the occasion, Sinha highlighted the scope for J&K and GCC companies' economic cooperation to make J&K UT, paradise on earth, as the most beautiful investment destination in the world.

He said that the visit of CEOs of top companies, entre-



Lieutenant Governor Manoj Sinha during Gulf Countries Investment Summit in Srinagar on Tuesday.

preneurs, start-up representatives and exporters in J&K is an expression of confidence of the industry leaders in the potential for business cooperation between J&K and Gulf countries.

Since 2014, India's relationship with Gulf countries has

undergone a massive evolution which is being translated into a vibrant, revitalized economic partnership with J&K that will not only diversify our export basket but will also create a conducive environment for the

(Contd on page 4 Col 3)





GERMANY:

Sarveshwar Group participated in expo at Germany during July 2022 through its subsidiary Company Himalayan Bio Organic Foods Private Limited under its Brand name Nimbark. Sarveshwar was the only Group to participate in the expo representing Jammu and Kashmir Rice and organic market. We got many new leads and new business opportunities during the expo.



DIGITAL PRESENCE



AWARDS & CERTIFICATIONS

AWARDS

- Best industry Award from Mr Omar Abdullah, Former Chief Minister
- ET NOW: North India best Industry Achievers Award.
- The Best Export Performance Award in J & K UT for 2021-22

CERTIFICATIONS

Sarveshwar is committed to provide the best Basmati rice to connoisseurs around the world. We adhere to the guidelines of ISO 22000:2018. We are also registered with the United States Food and Drug Administration (USFDA), NPPO USA and are BRC, Kosher and NOP-USA Organic certified.



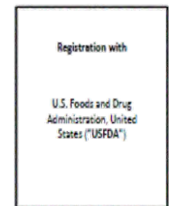
Registration with
APEDA



BRC & UKAS
Certification



ISO 22000:2005

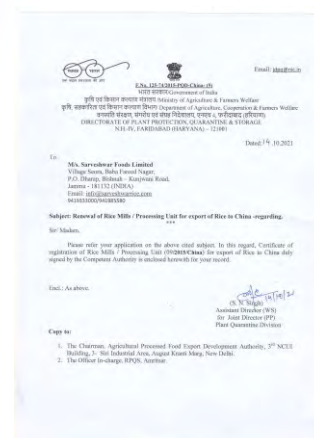


USFDA



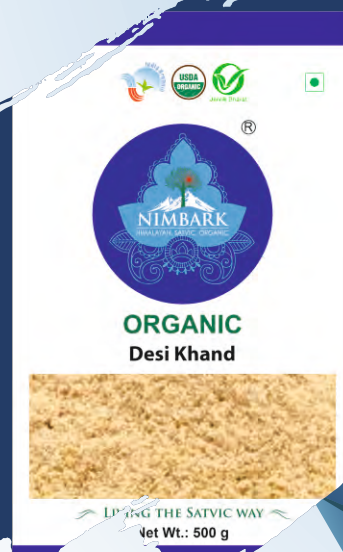
NEW CERTIFICATION :

NPPO CHINA: Sarveshwar Foods Limited has been verified and granted registration by the Government of India for Exporting Rice to China which is revalidated upto October, 2023.



NEW LAUNCHES:

New Products launch under Brand “Nimbark” of Sarveshwar Group



NEW ACCRETION TO SARVESHWAR FOODS LIMITED.

Sarveshwar laid the foundations of a repackaging & processing centre in Delhi, India on June, 2022.

We set in motion a rice store constituting our different variety of rice in Kanakmandi, Jammu & Kashmir.

We believe that every little victory counts. Success is rarely the result of one swell swoop, but more often the culmination of many, many small victories. A little progress adds up to big results. We are overwhelmed with our new projects inclusion to SARVESHWAR FOODS LIMITED.



OUR PROJECTS

Mission Organic Value Chain Development-NER Phase-III, Manipur”

Mission Organic Value Chain Development for North East Region (MOVCD-NER) is a Central Sector Scheme, a sub-mission under National Mission for Sustainable Agriculture (NMSA), launched by the Ministry of Agriculture and Farmers Welfare for implementation in the states of Arunachal Pradesh, Assam, Manipur, Meghalaya, Mizoram, Nagaland, Sikkim and Tripura, during the 12th plan period. The scheme aims to development of certified organic production in a value chain mode to link growers with consumers and to support the development of entire value chain starting from inputs, seeds, certification, to the creation of facilities for collection, aggregation, processing, marketing and brand building initiative.

Under the above scheme, a total of 5 FPC covering 2700 Ha area from three districts of Manipur i.e., kangpokpi, Churachandpur, and Chandel have been allotted to Sarveshwar Foods Ltd. (SFL) to undertake the organic farming practices and formation of Farmers Producers Company (FPC) in the state of Manipur.

Establishment of Regional Office:

A project office has been established at Imphal City to run the project activities smoothly and on-time. The regional office is equipped with necessary facilities, internet, and other modern facilities for monitoring and coordination of day to day office work. This also helps the farmer to have closer supports and recommendations from our technical staffs within the project area.

Mobilization and Awareness Programme



Activities undertaken:

Trainers Training :

Trainer's training was imparted to all the field staffs to enhance their knowledge and to be acquainted with the latest technology on every aspect of organic farming and certification process. In this month a trainers training was organized at Imphal office. The entire training sessions were focused on major topic regarding project implementation and MOVCD-NER.



EXPORT AWARD

Sarveshwar Foods Limited (NSE: SARVESHWAR) today announced winning the The Best Export Performance Award Jammu & Kashmir 2022 by the Mrs. Anupriya Patel, Honourable Minister of State for Commerce



and Industry, Government of India in the presence of Mr. Manoj Sinha (Honourable LG Jammu & Kashmir), Dr. Devansh Yadav (IAS MD JKTPO), Mr. Santosh Sarangi (IAS DGFT), Mr. Vivek Bhardwaj (IAS Additional Chief Secretary to the Government J&K), Mr. Arun Kumar Mehta (Chief Secretary J & K) and other dignitaries for the financial year 2021-22.

'Best Export Performance Award' is given by the Government of India (Central as well as State) to the exporter to encourage them in

export trade. Export Promotion Council and other government agencies declares award for excellence on export performance annually to encourage exporters in earning foreign exchange.

Commenting on the occasion Mr. Rohit Gupta, Managing Director of the Company commented that "this award is another feather in company's century old glorious tradition of selling world class quality products at affordable prices for the national and international customers and not only validates company's efforts towards 'Vocal for Local' business philosophy but also inspire all the SFL Team to achieve new heights in days to come".

Sarveshwar Group receives Best Export Performance Award in J&K UT

■ STATE TIMES NEWS

JAMMU: Chairman Sarveshwar Group, Rohit Gupta received the Best Export Performance Award in J&K UT for 2021-22 by Anupriya Patel, Minister of State for Commerce and Industry in the presence of Manoj Sinha, Lt Governor J&K, Vivek Bhardwaj Additional Chief Secretary to the Government J&K, Santosh Sarangi DGFT, Dr. Devansh Yadav MD JKTPO and other dignitaries. Sarveshwar Foods Limited is the first private sector NSE listed food company in J&K. Rohit said adding that it's prime focus is 'Vocal for Local' products with world class quality at affordable prices for the national and international customers. The products are made by keeping in mind the compliance of international standards, at the same time Sarveshwar group is coming up with other FMCG products, he added.



Sarveshwar Smiles Foundation:

Launch of 'Farmers App' and monthly Magazine
 'Sarveshwar Smiles Foundation' conceived by the promoters of 'Sarveshwar Group' (130 years in the service) and established by Sh. Suraj Prakash Gupta (Papa Je) as settler and Madam Navnidhi Sharma and Mdm Pooja Gupta as trustees was launched today by Sh. JP Sharma, Vice-Chancellor SKUAST and Sh. K K Sharma Director Agriculture Jammu in presence of dignitaries including Dr. SK Gupta, Director Extension, Dr. Pardeep Wali Director Research. On the occasion 'Farmer App' specially devised to connect the farmers with foundation and monthly magazine of the Foundation was also launched. These will provide valuable and most required information to the farmer community. While elaborating the activities of the Foundation Mdm. Pooja Gupta trustee of the foundation revealed that Sarveshwar Smiles Foundation will provide one stop platform for all farmers related problems and information to enhance their income and to transform from 'Traditional Farming' to 'Organic Farming' that best suits to the eco-friendly environment, to train youth in different streams that could make them 'Employment providers' than as 'Employment seekers' and to make women self reliant through expert advice and training in the profit earning skills that best suits to them. The Foundation has come up with the dream of bringing smiles on every face in the society. Thousands of farmers who have already connected with the Foundation through 'Farmers App' are taken care of the

SSF launches Farmers App, Magazine at SKUAST-J

NL CORRESPONDENT
 JAMMU TAWI, AUG 24 Prof. J.P. Sharma, Vice-Chancellor SKUAST-Jammu and K. K. Sharma, Director Agriculture, Jammu today launched Sarveshwar Smiles Foundation which was conceived by the promoters of Sarveshwar Group, established by Suraj Prakash Gupta, Navnidhi Sharma and Pooja Gupta. In his address, Prof. J.P. Sharma, who was chief guest on the occasion, lauded the efforts of the Smiles Foundation to uplift the farmers, youth and empowering the women towards self dependency. He said by organizing the programme in the premise of SKUAST-Jammu is a message to the farmers that foundation is a bridge to bring them closer to the programs organized by university for educating the farmers in doubling their income. Guest of honour, K. K. Sharma, Director Agriculture appreciated the consistent efforts of Sarveshwar group aiming at bringing socio-economic transformation of farmers.

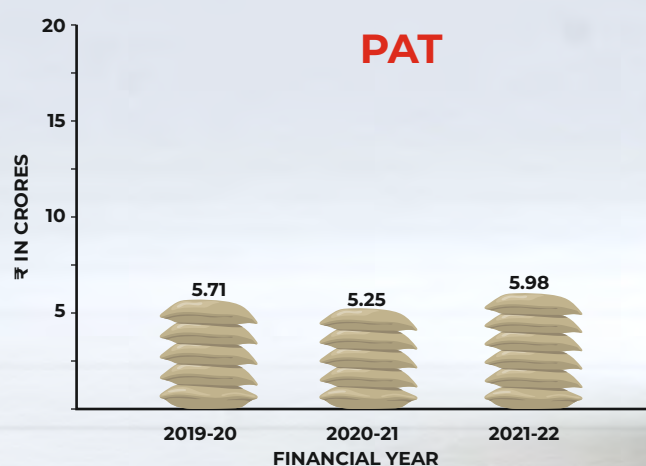
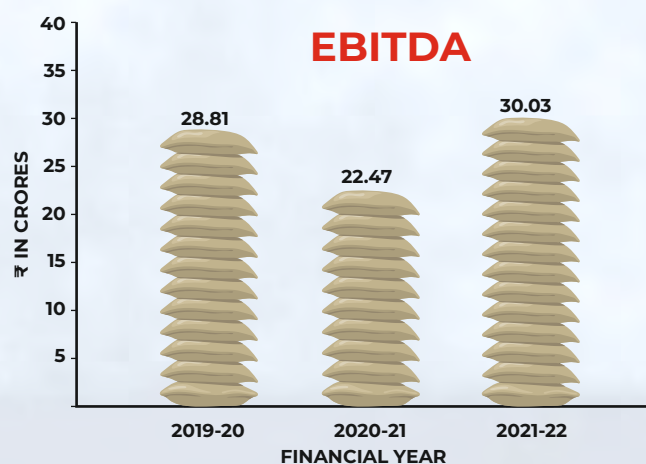
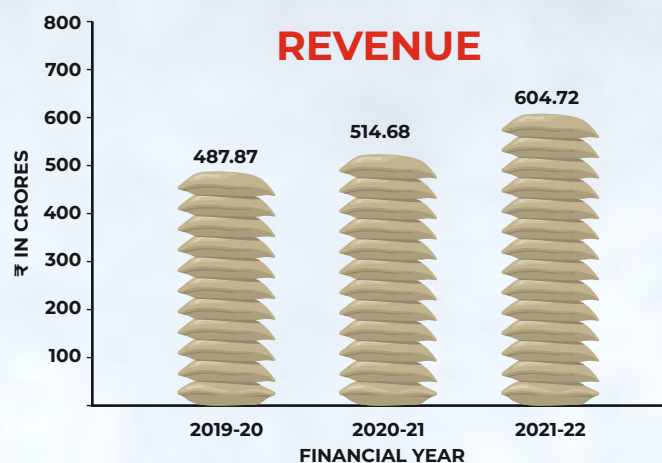


On the occasion, 'Farmer App' specially devised to connect the farmers with foundation and monthly magazine of the Foundation was also launched. These will provide valuable and most required information to the farmer community. While elaborating the activities of the Foundation, Pooja Gupta revealed that Sarveshwar Smiles Foundation will provide one stop platform for all farmers related problems and information to enhance their income and to transform from 'Traditional Farming' to 'Organic Farming' that best suits to the eco-friendly environment, to train youth in different streams that could make them 'employment providers' than as 'employment seekers' and to make women self reliant through expert advice and training in the profit earning skills that best suits to them. Rohit Gupta, Chairman 'Sarveshwar Foods Limited' while speaking on the occasion lauded the role of foundation especially during Corona in reaching to the most needed segment of society by way of distribution of essential commodities, cash relief and by organizing special medical camps.

required advice and training through special camps and more than 100 farmers representing their area drawn from District Jammu and Samba were part of the inauguration ceremony and were honored by the Foundation. Mr. Rohit Gupta Chairman 'Sarveshwar Foods Limited' while speaking on the occasion lauded the role of foundation especially during Corona in reaching to the most needed segment of society by way of distribution of essential commodities, cash relief and by organizing special medical camps. Chief guest Sh. JP Sharma while speaking on the occasion lauded the efforts of the Smiles Foundation to uplift the farmers, youth and empowering the women towards self dependency. By organizing the program in the premise of SKUAST is a message to the farmers that foundation is a bridge to bring them closer to the programs organized by SKUAST for educating the farmers for doubling their income.



FINANCIAL HIGHLIGHTS



BOARD OF DIRECTORS



Mr. Rohit Gupta
CHAIRMAN & NON EXECUTIVE DIRECTOR



Mr. Anil Kumar
MANAGING DIRECTOR



Mr. Mahadeep Singh Jamwal,
EXECUTIVE DIRECTOR



Dr. Tej Partap
INDEPENDENT DIRECTOR

BOARD OF DIRECTORS



Dr Pradeep K. Sharma
NON EXECUTIVE DIRECTOR



Dr. Uttar Kumar Padha
INDEPENDENT DIRECTOR



Ms. Seema Rani
WHOLE TIME DIRECTOR



Mr. Adarsh Kumar Gupta
INDEPENDENT DIRECTOR

BOARD OF DIRECTORS



Mr. Ashu Gupta
EXECUTIVE DIRECTOR



Mr. Harbans Lal
EXECUTIVE DIRECTOR



Mr. Surjit Singh Bhatia
ADDITIONAL INDEPENDENT DIRECTOR

STATUTORY SECTION



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

OVERVIEW OF ECONOMY



RICE CONTRIBUTION IN GLOBAL ECONOMY

The global rice market size is estimated at **USD 287.45 billion in 2021** and is expected to reach USD 292.39 billion in 2022.

Across the U.S., **more than 5,000 rice farmers directly support nearly 15,000 jobs, generating \$1.56 billion in direct labor income.** Rice mills provide an additional \$245 million in wages and support an annual average employment of nearly 5,000. Rice production and trade contributes roughly **6.2 percent of the BIN GDP.** India is one of the largest exporters of rice to the world, exporting nearly 10 million metric tons every year. In 2018, 23 percent of this total went to Bangladesh and 7 percent to Nepal, due to their low self-sufficiency in domestic production people.



CONTRIBUTION OF INDIA IN RICE PRODUCTION AND ECONOMY

Rice production in India is an important part of the national economy. India is **the world's second-largest producer of rice, and the largest exporter of rice in the world.** Production increased from 53.6 million tons in FY 1980 to 120 million tons in FY2020-21. Rice is undoubtedly the most important crop in the world, and particularly in Asia where food security is considered as having stable prices for rice in the major urban areas of the nation. India accounts for 20% of rice production worldwide and is the largest producer after

China. The productivity in India increased from 80 million tonnes in 1980 to around 157 million tonnes (as of 2014)

India's rice production is likely to surge to a record high as farmers are expanding the area under paddy because of good monsoon rains and after the government raised the price at which it will buy the new-season crop.

- The good monsoon rain and rising exports due to a rally in global prices have been encouraging Indian farmers to plant more rice
- The government raised the price at which it will buy new-season rice from farmers by 2.9%



OVERVIEW OF OUR RICE INDUSTRY

Sarveshwar Foods Limited processes and markets rice. The Company offers white raw, steam, broken, brown, and parboiled rice. Sarveshwar Foods provides procurement, storage, milling, sorting, packaging, branding, and distribution of rice. Sarveshwar Foods markets its products worldwide. Sarveshwar Foods Limited is primarily engaged in the business of processing and marketing of branded and un-branded basmati and non-basmati rice in the domestic and region in the State of Jammu and Kashmir. Company's product portfolio comprises of basmati and non-basmati rice of various kinds including white raw rice, steam rice, brown rice and parboiled rice.



ORGANIC FARMING

Organic farming is in a nascent stage in India. About 2.78 million hectare of farmland was under organic cultivation as of March 2020, according to the Union Ministry of Agriculture and Farmers' Welfare. This is two per cent of the 140.1 million ha net sown area in the country.

A few states have taken the lead in improving organic farming coverage, as a major part of this area is concentrated only in a handful of states. Madhya Pradesh tops the list with 0.76 million ha of area under organic cultivation- that is over 27 per cent of India's total organic cultivation area.

OUR DRIVE TOWARDS ORGANIC FARMING

The Organic value chain begins with the farmers who takes up Organic Cultivation. We enroll the willing farmers, organize them to form clusters (from small holders group certification), testing of water and oil samples, providing organic inputs to the farmers, training for nutrient and disease management and documentation, facilitation for certification and establishment of marketing channels for better returns to the products. This way we ensure highest levels of guarantee for organic claim.



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **18th Annual General Meeting** of the members of **SARVESHWAR FOODS LIMITED (CIN: L15312JK2004PLC002444)** will be held on Thursday, 29 September, 2022 at 12:00 Noon at Country Inn & Suites, by Radisson, Opposite Bahu Plaza Complex, Gandhi Nagar Extension, Jammu J&K -180004 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st of March, 2022 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon and the audited consolidated financial statements of the company for the financial year ended 31st March, 2022.
2. To appoint Director in place of Mr. Anil Kumar (Din: 07417538), and Ms. Seema Rani (DIN:08385581), who retire by rotation and being eligible to offer themselves for re-appointment.
3. Re- appointment the Statutory Auditors for a consecutive Term of 5 years and fix their remuneration and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to provision of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification thereof for the time being in force and as may be enacted from time to time), approval of the members of the Company be and is hereby accorded for reappointment of **M/s K R A & Co**, Chartered Accountants, New Delhi, having Firm Registration No. 020266N as Statutory Auditors of the Company to hold office for further consecutive term of five years from the conclusion of 18th Annual General Meeting until the conclusion of 23rd Annual General Meeting of the Company on a remuneration as may be agreed upon by the Board of Directors be and is hereby ratified.”

SPECIAL BUSINESS:

1. TO APPOINT DR. TEJ PARTAP AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

To consider and if thought fit, to pass with or without

modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT in accordance with applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof), and the Articles of Association of the Company, Dr. Tej Partap , who was appointed as an Additional Independent Director of the Company by the Board of Directors at its meeting held on 3rd September, 2022, pursuant to the Articles of Association of the Company and Section 161(1) of the Companies Act, 2013, and who holds office up to the date of ensuing Annual General Meeting pursuant to Section 161(1) of the Companies Act, 2013, and Articles of Association of the Company, and in respect of whom a written Notice pursuant to Section 160 of the Companies Act, 2013, has been received from a member signifying his intention to propose Mr. Tej Partap as a candidate for the office of Independent Director of the Company, whose office shall not be liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company with the Consent of the shareholders to hold office for a term of 5 years upto 2nd September, 2027,”

RESOLVED FURTHER THAT Dr. Tej Partap may receive sitting fees or reimbursement of expenses for participation in the Board, Committee and other meetings as decided.

RESOLVED FURTHER THAT the Board of Director and/or Company Secretary of the Company be and is hereby authorized to do all the acts, deeds, things and to take necessary steps in relation to the above and file necessary e-form and other documents as may be required for the aforesaid purpose .

2. TO APPOINT DR. PARDEEP KUMAR SHARMA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Pardeep Kumar Sharma has been appointed as an Additional Non-Executive Independent Director by the Board in their meeting

held on 3rd September, 2022 and accordingly the consent of the shareholders be and is hereby accorded for appointment of Dr. Pardeep Kumar Sharma as Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 03.09.2022 to 02.09.2027, who has included his name in the data bank of the "Indian Institute of Corporate Affairs" (IICA) on dated 09.07.2021 for the period of five years and submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and a declaration under rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and eligible for appointment as an Independent Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and his term shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Dr. Pardeep Kumar Sharma may receive sitting fees or reimbursement of expenses for participation in the Board, Committee and other meetings as decided.

RESOLVED FURTHER THAT the Board of Director and/or Company Secretary of the Company be and is hereby authorized to do all the acts, deeds, things and to take necessary steps in relation to the above and file necessary e-form and other documents as may be required for the aforesaid purpose.

3. TO APPOINT MR. SURJIT SINGH BHATOA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Surjit Singh Bhattoa has

been appointed as an Additional Non-Executive Independent Director by the Board in their meeting held on 3rd September, 2022 and accordingly the consent of the shareholders be and is hereby accorded for appointment of Mr. Surjit Singh Bhattoa as Non-Executive Independent Director of the Company for a term of 5 (Five) consecutive years with effect from 03.09.2022 to 02.09.2027, who has included his name in the data bank of the "Indian Institute of Corporate Affairs" (IICA) on dated 03.09.2022 for the period of five years and submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and a declaration under rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and eligible for appointment as an Independent Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and his term shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Surjit Singh Bhattoa may receive sitting fees or reimbursement of expenses for participation in the Board, Committee and other meetings as decided.

RESOLVED FURTHER THAT the Board of Director and/or Company Secretary of the Company be and is hereby authorized to do all the acts, deeds, things and to take necessary steps in relation to the above and file necessary e-form and other documents as may be required for the aforesaid purpose.

***For and on behalf of the Board
For Sarveshwar Foods Limited***

**ANIL KUMAR
MANAGING DIRECTOR
DIN : 07417538**

Place : Jammu
Date : 03/09/2022

NOTES:

- 1) An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Businesses to be transacted at the Annual General Meeting (AGM) is annexed hereto. Additional information, pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), in respect of the directors seeking appointment/ re-appointment at the AGM, is furnished as annexure to the Notice. The Directors have furnished consent/declaration for their appointment/ re-appointment as required under the Companies Act, 2013 and the Rules there under.
- 2) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 [FORTY-EIGHT] HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A person can act as 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 10 [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.
- 3) Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
- 4) Members/proxies/authorised representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- 5) The Register of Members and Share Transfer Book of the Company shall remain closed from Thursday, 22nd September, 2022 to Thursday 29th September, 2022 (both days inclusive).
- 6) The practice of distributing copies of Annual Reports at the Annual General Meeting has been discontinued as a measure to save the environment and be eco friendly.
- 7) All documents referred in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days except Saturday & Sunday between 11.00 a.m. and 1.00 p.m. upto the date of Annual General Meeting.
- 8) Members are requested to:
 - i. Intimate changes, if any, in their registered address at the earliest.
 - ii. Furnish PAN with Income Tax Ward/Range/District to the Company.
 - iii. Quote ledger folio nos. in all the correspondence with the Company and the Transfer Agent. In case shares are held in dematerialized mode, please quote the DP ID No. and client ID in all the correspondence.
 - iv. Bring the copy of the Annual Report and the Attendance Slip with them at the Annual General Meeting.
 - v. Send the queries, if any, **at least 7 (Seven) days in advance** of the meeting so that the information can be made available at the meeting.
- 9) Ministry of Corporate Affairs, Government of India, vide Circular No. 17/2011 dated 21st April, 2011 and Circular No.18/2011 dated 29th April, 2011 allowed service of documents by e-mode as a Green initiative in the Corporate Governance. Members are requested to register their e-mail addresses with the Company's Registrar and Share Transfer Agents, **M/s Bigshare Services Private Limited, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093** for the purpose of service of documents under Section 20 of the Companies Act, 2013. The members are also requested to update their e-mail address in the Depository Account holding shares of the Company in dematerialized mode enabling the Registrar to consider the same. The form

for sending the response is annexed at the end of the Annual Report.

10) **Voting through electronic means**

In compliance with provisions of Section 108 of Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Listing Regulations, the Company is pleased to provide members the facility to exercise their right to vote at the 18th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by **National Securities Depository Limited** (NSDL). The Company has entered into an arrangement with **National Securities Depository Limited** (NSDL) for facilitating e-voting for AGM.

The E-voting period for all items of business contained in this Notice shall commence from Monday, 26th September, 2022 (09.00 A.M. IST) and will end on Wednesday, 28th September, 2022 (5.00 p.m. IST) During this period, Equity Shareholders of the Company holding shares either in physical form or in dematerialized form, as on 22nd September, 2022 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently or cast vote again. The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity

share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting as well as voting at the meeting through ballot. Any person, who acquires shares of the Company, becomes a member of the company after dispatch of the Notice and holding shares as of the cut-off date may follow the same procedure as mentioned for e-Voting.

The Company has appointed an Independent Professional **Mohd Shakeel Kayamkhani, Practicing Company Secretary of M/s. M.S. KAYAMKHANI AND ASSOCIATES** as Scrutinizer to conduct the E-voting in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or person authorized by him in writing who shall countersign the same.

The results along with Scrutinizer's report shall be placed on the website (i.e. www.sarveshwarfoods.com) of the Company and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Monday, 26th September, 2022 at (09.00 A.M. IST) and ends on Wednesday, 28th September, 2022 (5.00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22nd September, 2022 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2022.

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

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



Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</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. NSDL and CDSL.

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits

- of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@sarveshwarrice.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@sarveshwarrice.com .If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

More details about Mr. Anil Kumar and Ms Seema Rani seeking re-appointment at the forthcoming Annual General Meeting are as under:-

1.

Name of Director	Mr. Anil Kumar
Date of Birth	10/07/1977
Expertise in specific functional areas	He has over a decade of experience in purchase and sale of paddy and rice. With excellent strategic Leadership skills, he is associated with the Company for quite long and has invested constant efforts in stirring all company's operations, people and ventures in order to maintain and grow business
No. of Equity Shares held in the company	200
List of Directorship in other companies	Sarveshwar Overseas Limited Himalayan Ancient Foods Private Limited Himalayan Bio Organic Foods Private Limited
Chairman/ Member of the Committee of Board of Directors of the company	3
Chairman/ Member of the Committee of Board of Directors of other companies	NIL

2.

Name of Director	Ms. Seema Rani
Date of Birth	29/09/1983
Expertise in specific functional areas	She has over 15 years experience in international marketing and sales and is associated with the Company from past 2 decades. She handles the exports of the Company and has attain excellence in her field.
No. of Equity Shares held in the company	NIL
List of Directorship in other companies	Sarveshwar Overseas Limited
Chairman/ Member of the Committee of Board of Directors of the company	NIL
Chairman/ Member of the Committee of Board of Directors of other companies	NIL

SPECIAL BUSINESS

ITEM NO. 1

On recommendation of the Nomination and Remuneration Committee, Dr. Tej Partap has been appointed by the Board as an additional director in the category of Non- Executive Independent Director of the Company in their meeting held on 3rd September, 2022 subject to the approval of shareholder in the Annual General Meeting.

Dr. Tej Partap is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given their consent in writing to act as Director in Form DIR-2. The Company has also received a declaration to the effect that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013.

Further Dr. Tej Partap falling under the Exemption as per Rules rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014. Hence is not required to Give exams of IICA.

In the opinion of the Board, Dr. Tej Partap fulfil the conditions specified in the Companies Act, 2013 and rules made thereunder for their appointment as an Independent Directors of the Company and are independent of the management.

Dr. Tej Partap may receive sitting fees or reimbursement of expenses for participation in the Board, Committee and other meetings as decided.

The Board recommend for appointment of Dr. Tej Partap as an Independent Director of the Company for the period of 5 (Five) consecutive years with effect from 03.09.2022 to 02.09.2027 and in respect of

whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and his term shall not be liable to retire by rotation.

Dr. Tej Partap being appointee is interested in the resolution set out in the notice, to the extent of their shareholding interest, if any, in the Company.

None of the other Directors and Key Managerial Personnel of the Company are in any way, concerned or interested, financially or otherwise, in the resolution set out in item no. 1.

The Board recommends passing of the resolution set out in Item No.1 as an ordinary resolution

ITEM NO.2

On recommendation of the Nomination and Remuneration Committee, Dr. Pardeep Kumar Sharma has been appointed by the Board as an additional director in the category of Non- Executive Independent Director of the Company in their meeting held on 3rd September, 2022 subject to the approval of shareholder in the Annual General Meeting.

Dr. Pardeep Kumar Sharma is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given their consent in writing to act as Director in Form DIR-2. The Company has also received a declaration to the effect that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013.

Further Dr. Pardeep Kumar Sharma has provided a declaration under rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 that he has included his name in the data bank of the "Indian Institute of Corporate Affairs" (IICA) on dated 09.07.2021 for the period of five years and is eligible for being appointed as Independent Director.

In the opinion of the Board, Dr. Pardeep Kumar Sharma fulfil the conditions specified in the Companies Act, 2013 and rules made thereunder for their appointment as an Independent Directors of the Company and are independent of the management.

Dr. Pardeep Kumar Sharma may receive sitting fees or reimbursement of expenses for participation in the Board, Committee and other meetings as decided.

The Board recommend for appointment of Dr. Pardeep Kumar Sharma as an Independent Director

of the Company for the period of 5 (Five) consecutive years with effect from 03.09.2022 to 02.09.2027 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and his term shall not be liable to retire by rotation.

Dr. Pardeep Kumar Sharma being appointee is interested in the resolution set out in the notice, to the extent of their shareholding interest, if any, in the Company.

None of the other Directors and Key Managerial Personnel of the Company are in any way, concerned or interested, financially or otherwise, in the resolution set out in item no. 2.

The Board recommends passing of the resolution set out in Item No.2 as an ordinary resolution.

ITEM NO.3

On recommendation of the Nomination and Remuneration Committee, Mr. Surjit Singh Bhatoa has been appointed by the Board as an additional director in the category of Non- Executive Independent Director of the Company in their meeting held on 3rd September, 2022 subject to the approval of shareholder in the Annual General Meeting.

Mr. Surjit Singh Bhatoa is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given their consent in writing to act as Director in Form DIR-2. The Company has also received a declaration to the effect that they meet the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013.

Further Mr. Surjit Singh Bhatoa has provided a declaration under rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 that he has included his name in the data bank of the "Indian Institute of Corporate Affairs" (IICA) on dated 3rd September, 2022 for the period of five years and is eligible for being appointed as Independent Director.

In the opinion of the Board, Mr. Surjit Singh Bhatoa fulfil the conditions specified in the Companies Act, 2013 and rules made thereunder for their appointment as an Independent Directors of the Company and are independent of the management. Mr. Surjit Singh Bhatoa may receive sitting fees or reimbursement of expenses for participation in the

Board, Committee and other meetings as decided.

The Board recommend for appointment of Mr. Surjit Singh Bhatia as an Independent Director of the Company for the period of 5 (Five) consecutive years with effect from 03.09.2022 to 02.09.2027 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and his term shall not be liable to retire by rotation.

Mr. Surjit Singh Bhatia being appointee is interested

in the resolution set out in the notice, to the extent of their shareholding interest, if any, in the Company.

None of the other Directors and Key Managerial Personnel of the Company are in any way, concerned or interested, financially or otherwise, in the resolution set out in item no. 3.

The Board recommends passing of the resolution set out in Item No.3 as an ordinary resolution.

ANNEXURE TO NOTICE

More details about Mr. Anil Kumar and Ms Seema Rani seeking re-appointment at the forthcoming Annual General Meeting are as under:-

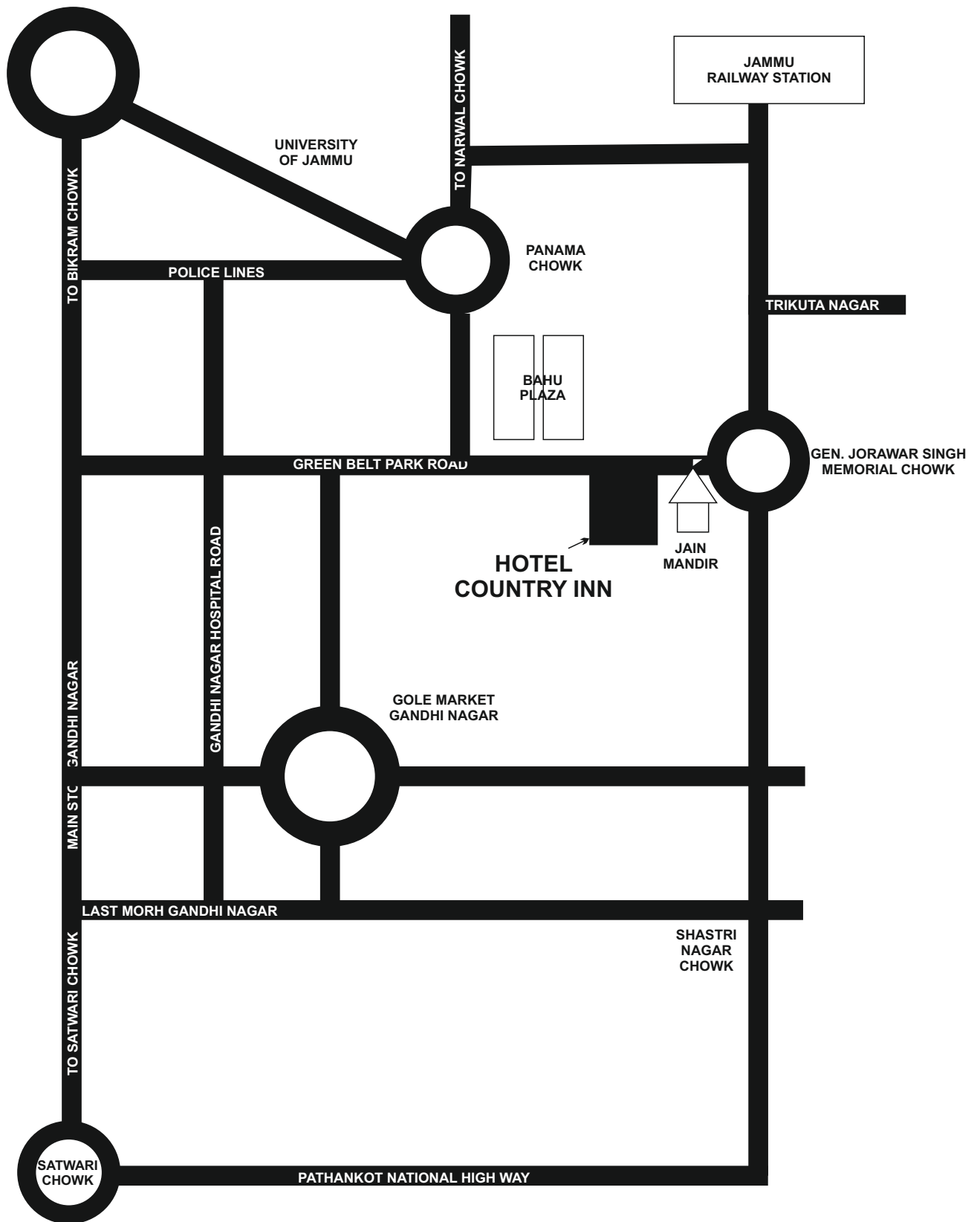
1.

Name of Director	Mr. Anil Kumar
Date of Birth	10/07/1977
Expertise in specific functional areas	He has over a decade of experience in purchase and sale of paddy and rice. With excellent strategic Leadership skills, he is associated with the Company for quite long and has invested constant efforts in stirring all company's operations, people and ventures in order to maintain and grow business
No. of Equity Shares held in the company	200
List of Directorship in other companies	Sarveshwar Overseas Limited Himalayan Ancient Foods Private Limited Himalayan Bio Organic Foods Private Limited
Chairman/ Member of the Committee of Board of Directors of the company	3
Chairman/ Member of the Committee of Board of Directors of other companies	NIL

2.

Name of Director	Ms. Seema Rani
Date of Birth	29/09/1983
Expertise in specific functional areas	She has over 15 years experience in international marketing and sales and is associated with the Company from past 2 decades .She handles the exports of the Company and has attain excellence in her field.
No. of Equity Shares held in the company	NIL
List of Directorship in other companies	Sarveshwar Overseas Limited
Chairman/ Member of the Committee of Board of Directors of the company	NIL
Chairman/ Member of the Committee of Board of Directors of other companies	NIL

ROUTE MAP OF AGM VENUE (TO BE INCLUDED ON THIS PAGE)



DIRECTOR'S REPORT

TO

THE MEMBERS,

SARVESHWAR FOODS LIMITED

**REGISTERED OFFICE: SARVESHWAR HOUSE, BELOW GUMMAT,
JAMMU-J&K**

Dear Members,

Your Directors have pleasure in presenting their **18th Annual Report** on the business and operations of the Company and the accounts for the Financial Year ended 31st March, 2022.

FINANCIAL RESULTS

Key aspects of Consolidated and Standalone Financial Performance of Sarveshwar Foods Limited for the current Financial Year 2020-2021 along with the previous Financial Year 2019-2020 are tabulated below:

(Rs. In Lakhs)

PARTICULARS	CONSOLIDATED		STANDALONE	
	Year Ended 31 March, 2022	Year Ended 31 March, 2021	Year Ended 31 March, 2022	Year Ended 31 March, 2021
Revenue from operations	60,472.11	51,468.07	27,290.80	22,857.93
Other Income	179.68	227.86	145.55	257.24
Total Income	60,651.79	51,695.93	27,436.34	23,115.17
Expenses	57,649.06	49,449.12	26,040.98	21,991.27
Earnings before Interest, Tax, Depreciation and Amortization (EBITDA)	3,002.73	2,246.81	1,395.36	1,123.9
Depreciation and Amortization Expenses	164.21	191.83	62.39	72.37
Finance Costs	1,966.47	1,255.85	867.38	598.78
Profit before Exceptional Items and Tax	872.05	799.13	465.59	452.75
Exceptional Items	NIL	NIL	NIL	NIL
Profit before Tax (PBT)	872.05	799.13	465.59	452.75
Tax expense:				
Current Year	244.46	230.44	130.18	127.41
Previous Year Tax	27.11	20.03	13.88	9.89
Deferred Tax	1.99	24.14	1.07	8.22
Profit After Tax (PAT)	598.50	524.53	320.46	307.22
Share of profit/(loss) of associate	(283.78)	(1.66)	NIL	NIL
Minority Interest	0.76	0.39	N.A	N.A
Profit after Taxes and Minority Interest	313.96	522.48	320.46	307.22
Appropriations	-	-	-	-
Earning Per Share (Face Value of Rs. 10/- each)	1.28	2.13	1.30	1.25

FINANCIAL REVIEW:

The Highlights of Company's performance for Financial Year 2021-2022 on consolidated basis are as under:

- Company's Revenue from Operations is Rs 60,472.11Lacs
- Company's Earnings before Interest, Tax, Depreciation and Amortization (EBITDA) is 3002.73 Lacs
- Company's Profit before Tax is 872.05 Lacs
- Net Worth of the Company is 16355.18 Lacs.

DIVIDEND:

The Board wishes to retain all its earnings to further improve the performance of the Company and thus do not recommend any distribution of dividend for the Financial Year ended on 31st March, 2022.

TRANSFER OF RESERVES:

In view of the robust financial strength of the Company, a sum of Rs. 16.02 Lacs has been transferred to General Reserves out of the amount available for appropriations.

SHARE CAPITAL:

There is no change in the Authorised Share Capital of the company during the financial year 2021-2022 and the authorized share capital of the company remains same as on 31st March, 2022 i.e Rs. 30,00,00,000 (INR Rs Thirty Crores)

The paid up equity share capital of the Company as on March 31, 2021 is **Rs. 245672000 (INR Rs. Twenty Four Crores Fifty Six Lakhs Seventy two Thousand)** The Company has no other type of securities except equity shares forming part of paid up capital.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the company occurred between the end of financial year to which this financial statements relates and till the date of this report except the following:

Mr Rohit Gupta, Promoter of the Company sells 13,44,000 Equity Shares representing 5.47% of the outstanding Share Capital of the Sarveshwar Foods Limited ('the Company') through open market transactions.

Post these transactions, the Promoter and Promoter group will continue to hold 68.20% in the company and promoters remains fully committed and invested

in the future of Sarveshwar Foods Limited.

Today the Company is being led by the fourth generation of the founding family and as a promoters will continue to carry forward the century old Sarveshwar legacy and drive the company into the future – to achieve new goals and scale new heights.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There is no change in the nature of business of the Company during the financial year 2021-2022.

SEGMENT REPORTING:

A separate reportable segment forms part of Notes to the Accounts.

SUBSIDIARY COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS:

Your Company has two subsidiaries viz., **Sarveshwar Overseas Limited, Himalayan Bio Organic Foods Private Limited.**

Further there has been no material change in the nature of business of the subsidiaries during the financial year 2021-2022. The Consolidated Financial Statements of your Company for the financial year 2021-2022 are prepared in compliance with applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "SEBI Listing Regulations"). The consolidated financial statements have been prepared by consolidating audited financial statements of your Company and its subsidiaries, as approved by the respective Board of Directors. Further, pursuant to the proviso of sub section (3) of section 129 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 a separate statement containing the salient features of the financial statements of Subsidiaries of the company in the prescribed Form AOC-1 is given in the Consolidated Financial Statements, forming part of this Annual report. Consolidated Turnover is Rs. 60,472.11 Lacs in current year as compared to Rs. 51,4252.56 Lacs in the previous year. Consolidated Net Profit after Tax is Rs. 598.50 Lacs as compared to Rs. 524.53 Lacs in the previous year. The financial statements of the subsidiary companies and related information are available for inspection by the members at the Registered Office of your Company during business hours on all days except Sunday and holiday upto the date of the Annual General Meeting ('AGM') as required under Section 136 of the Companies Act, 2013. Any member desirous of obtaining a copy of the said financial statements may write to the Compliance Officer at the Registered Office / Corporate Office of your Company. The financial statements including the consolidated financial statements, Statement containing salient features of

the financial statement of Subsidiaries and all other documents shall also be available on Company's website www.sarveshwarfoods.com downloadable format.

BOARD OF DIRECTORS:

As on March 31, 2022 your Company's Board has a strength of 11 (Eleven) Directors including 1 (One) Woman Director. The Chairman of the Board is a Honorary Chairman. The composition of the Board is as below:

Category	Number of Directors	% to Total Number of Directors
Executive Directors (Including Woman Director)	5	45.45
Independent Non-Executive	4	36.36
Non Executive Directors	2	18.18

The detailed section on '**Board of Directors**' is given in the '**Report on Corporate Governance**' forming part of this Annual Report. .

Pursuant to the provisions of Section 149(13) of the Companies Act, 2013 and Articles of Association of the Company all directors except Independent Directors are liable to retire by rotation. The Independent Directors of your Company will hold office for 5 (Five) consecutive years from the date of their respective appointments. No Independent Directors are liable to retire by rotation. However, they can resign from directorship any time before their respective tenure.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Anil Kumar, Managing Director and Ms. Seema Rani, Director retire by rotation at the ensuing Annual General Meeting, are eligible for re-appointment. The brief resume of the Directors being re-appointed, the nature of their expertise in specific functional areas, names of companies in which they have held Directorships, Committee Memberships, their shareholding etc., are furnished in the explanatory statement to the notice of the ensuing Annual General Meeting and also forming part of Corporate Governance Report. The Board recommends their re-appointment at the ensuing Annual General Meeting.

AUDIT COMMITTEE:

As on March 31, 2022, the Audit Committee of Sarveshwar Foods Limited comprises of following 3 (Three) Members, with majority of Independent Non-Executive Directors:

Name	Nature of Directorship	Designation in Committee
Mr. Adarsh Gupta	Non-Executive Independent Director	Chairman
Dr. Uttar Kumar Padha	Non-Executive Independent Director	Member
Mr. Anil Kumar	Executive Director	Member

All the recommendation made by the Audit Committee was accepted by the Board of Directors. The Powers and role of the Audit Committee are included in report on Corporate Governance forming part of this Annual Report.

KEY MANAGERIAL PERSONNELS:

The Key Managerial Personnels (KMPs) of the Company in accordance with the provisions of Sections 2(51) and Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) are as follows:

S.NO	Name of KMP's	Designation
01.	Mr. Anil Kumar	Managing Director
02.	Mr. Mohit Garg	Chief Financial Officer
03.	Ms. Sadhvi Sharma	Company Secretary & Compliance Officer
04.	Ms. Seema Rani	Whole time Director

- Mr. Anil Kumar has been appointed as Managing Director of the Company from Joint Managing Director of the Company w.e.f 21st June, 2021.
- Resignation of Mr Atul Garg from post of Chief Financial Officer w.e.f 16th April, 2021.
- Appointment of Mr. Sourabh Mehta as the Chief Financial Officer of the Company w.e.f 22nd April, 2021.

- Ms Mansi Gupta has been appointed as Company Secretary and compliance Officer of the Company w.e.f.20 March,2021.
- Resignation of Ms Mansi Gupta from post of Company Secretary and compliance Officer w.e.f 06th May,2022.
- Appointment of Ms Sadhvi Sharma as Company

Secretary and compliance Officer w.e.f 06th May,2022.

- Resignation of Mr. Sourabh Mehta from post of Chief Financial Officer w.e.f 20th December,2021.
- Appointment of Mr. Mohit Garg as the Chief Financial Officer of the Company w.e.f 26th May,2022.

DETAILS OF DIRECTORS APPOINTED AND RESIGNED DURING THE YEAR:

The following Directors has been appointed and resigned during the year:-

S. no	Name of Persons	Designation	Appointment/ Resignation	Date of Appointment/ Resignation
1.	Mr. Ambedkar Gupta	Additional Executive Director	Appointment	22/04/2021
2.	Mr.Ambedkar Gupta	Executive Director	Change in Designation	29/09/2021
3.	Mr. Ambedkar Gupta	Executive Director	Resignation	29/12/2021
3.	Mr. Surendar Jasrotia	Executive Director	Appointment (Change in Designation)	21/06/2021
4.	Mr. Surendar Jasrotia	Executive Director	Resignation	08/10/2021
5.	Mr. Shailesh kumar Vora	Additional Executive Director	Appointment	02/09/2021
6.	Mr. Shailesh kumar Vora	Additional Executive Director	Resignation	24/09/2021
7.	Mr. Ashu Gupta	Executive Director	Appointment (Change in Designation)	29/09/2021
8.	Mr. Harbans Lal	Executive Director	Appointment (Change in Designation)	29/09/2021
9.	Mr. Anil Kumar	Managing Director	Appointment (Change in Designation)	21/06/2021
10	Mr. Pradeep Kumar Sharma	Additional Non-Executive Director	Appointment	20/07/2021
11.	Mr. Pradeep Kumar Sharma	Non-Executive Director	Appointment (Change in Designation)	29/09/2021

POLICY ON REMUNERATION OF DIRECTORS, KMPs, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES:

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy of Sarveshwar Foods Limited formulated in accordance with Section 134(3)(e) and Section

178(3) of the Companies Act, 2013 read with Regulation 19 of SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force. The salient aspects covered in the Nomination and Remuneration Policy have been outlined below:

- To identify the persons who are qualified to become

directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

- ii) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees of Sarveshwar Foods Limited.
- iii) To formulate the criteria for evaluation of Independent Director and the Board.
- iv) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board and to determining whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- v) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- vi) To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- vii) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- viii) To develop a succession plan for the Board and to regularly review the plan.
- ix) To assist the Board in fulfilling responsibilities.
- x) To implement and monitor policies and processes regarding principles of corporate governance.

The Nomination and Remuneration Policy of the Company is available at the website of the Company www.sarveshwarfoods.com

NUMBER OF MEETINGS OF THE BOARD:

During the Financial Year 2021-2022, Twelve Board meetings were held. For details thereof kindly refer to the section 'Board Meeting and Procedures - Details of Board Meetings held and attended by the directors during the financial year 2021-2022, in the report of Corporate Governance forming part of this Annual Report.

BOARD EVALUATION:

In pursuance of Section 178 of the Companies Act, 2013 read with Regulation 4(2), 17(10) and 19(4) read with Schedule II Part D of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standards-I, the Nomination and Remuneration Committee has framed the evaluation process and the performance evaluation of Independent Directors, Executive Directors and

Board as a whole as well as working of its Audit, Nomination & Remuneration and other Committees has been carried out during the financial year 2021-2022.

STATEMENT OF DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY:

All the Independent Directors have given their Independency declaration as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

REMUNERATION POLICY:

The Company has framed Remuneration Policy in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and remuneration policy of the Company in compliance of Section 178 (4) of the Companies Act, 2013. The Policy is available at Company website www.sarveshwarfoods.com

EXTRACT OF ANNUAL RETURN:

As required pursuant to Section 92(3) and Section 134 (3) (a) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 the Company has placed the copy of Annual Return as at 31st March, 2022 on its website <https://sarveshwarfoods.com/images/recordupload/Copy%20of%20Annual%20Return%202022.pdf>

AUDITORS:

The Auditors, M/S K R A & CO, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment and have confirmed that they are not disqualified under any provisions of Section 141(3) of the Companies Act, 2013 and have shown their willingness to accept the office of Statutory Auditors. The Company has received a letter from them to the effect that their re-appointment, if made, would be within the prescribed limits u/s 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

Further the Auditors, M/S KRA & CO., Chartered Accountants, Statutory Auditors of the Company whose tenure of 5 years are coming to an end in this Annual general meeting are to be considered for Re-Appointment for a further consecutive term of 5 years.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of every contract or arrangements entered into by the company with related parties

referred to in subsection (1) of Section 188 of the Companies Act, 2013 are disclosed in Form No. AOC-2 (Annexure III). With reference to Section 134(3)(h) of Companies Act, 2013, all contracts and arrangement with related parties under Section 188(1) entered by the Company during the financial year were in ordinary course of business and on arms length basis.

AUDITORS' REPORT:

The Auditors' Report does not contain any qualification, Notes to Accounts and Auditors remarks as their report are self-explanatory and do not call for any further comments.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

Pursuant to sub-section (3) of Section 129 of the Act, the statement containing the salient feature of the financial statement of a Company's subsidiaries and associate is given as Annexure-IV [Performance and financial position of each of the subsidiaries companies and associate included in the consolidated financial statement. Whereas, Company does not have any Joint Venture.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 related to CSR activities is detailed in (Annexure II).

AUDIT COMMITTEE:

In pursuance of Section 177 of the Companies Act, 2013 read with Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted the Audit Committee and the details in pursuance of Section 177 (8) of the Companies Act, 2013 in respect of composition of Audit Committee of the Company is given in Corporate Governance Report of the Company.

SECRETARIAL AUDIT REPORT:

In terms of Section 204 of the Act and Rules made there under, M/s. Yamina Almas & Associates, Practicing Company Secretary have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure V to this report.

INTERNAL AUDIT & CONTROLS:

In terms of Compliance of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) rules, 2014, the Company has appointed **T Mal & Co., Chartered Accountants, FRN-019943N** as its Internal Auditors. During the year, the Company continued to implement their suggestions and recommendations to improve the control

environment. Their scope of work includes review of processes for safeguarding the assets of the company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

RISK MANAGEMENT POLICY:

Sarveshwar Foods Limited has in place comprehensive risk assessment and minimization procedures, which are reviewed by the top management. For comprehensive risk assessment and minimization procedures, the Company has "Risk Management Committee" which plans risk management, reviews, monitors and identify the risk on regular basis.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

The Company has not received any significant or material orders passed by any regulatory authority, Court or Tribunal which shall impact the going concern status & Company's operations in future.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

According to Section 134 (5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Company has a well placed internal financial control system which ensures all the assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. The Company's internal financial control system also comprises due compliances with Company's policies and Standard Operating Procedures (SOPs) and audit and compliance by Internal Auditors.

DEPOSITS:

The Company has neither accepted nor renewed any deposits falling under Chapter V of Companies Act, 2013.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

CORPORATE GOVERNANCE CERTIFICATE:

The report on Corporate Governance as Stipulated under Regulation 34(3) read with Para C of Schedule V of the Listing Regulations is presented in separate section forming part of this Annual Report.

A Certificate from the Practicing Company Secretary regarding compliance of conditions of corporate governance as stipulated in Regulation 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 is annexed with the report.

MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report prepared in accordance of Regulation 34(2)(e) of Listing Regulations forms part of this Annual Report for the year ended 31st March, 2022.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee. The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year, the Company has not received any complaint of harassment.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

Conservation of energy:

The company continued to give major emphasis for Conservation of Energy, and the measures taken previous year were continued. The efficiency of Energy utilization is being monitored at every Quarter, in order to achieve effective Conservation of Energy. The significant energy conservation during the year were:

Power & Fuel Consumption:

(Rs. In Lakhs)

Particulars	2021-2022	2020-2021
Through Electricity Purchases		
Units	648842	838842
Total Amount (Rs.)	22.14	27.10
Through Diesel		
Total Amount (Rs.)	1.45	2.26

Lighting:

To conserve energy from Lighting, replacement of Convectional Lamps, Street Lighting Halogen, HPSV WITH LED Light Fixtures were undertaken at various stations during the year. As LEDs are extremely energy efficient and consume up to 60% less power than incandescent bulbs, this helped in reducing the Power consumption and decreasing the maintenance cost due to its long lifespan.

(b) Technology, Absorption, Adaption and Innovation:

Technology is changing day by day. During the years, the Company has taken significant steps in adoption of new technologies thus improving overall efficiency of Plants. Similar steps were taken in the current year as well by replacing the lower capacity machines with the New Higher capacity Machines. Some such machines includes the Color Sorters which is one of the critical machine involved in the Rice processing industry. Some of the old lower capacity color sorters were replaced with new upgraded and high capacity machines resulting in reduction of rejection percentage, improvement in final output and increasing overall throughput. The Company has realised and agrees that the continuous improvement can be achieved only if the employees involved in the process directly or indirectly are highly trained on modern techniques and are aware of Global Standards. One such step taken by the Company in that direction is to start Manufacturing Excellence and Improvement Program. The key highlights of this improvement drive were – 5S, Maintenance Improvement Techniques, Reliability Matrix, MTTR & MTBF etc., which are highly beneficial and globally accepted programs for process improvement.

© Foreign exchange earnings and Outgo:

During the year, the total foreign exchange earnings and foreign exchange outgo are as mentioned below:

Particulars	2021-2022 (Rs. In Lakhs)	2020-2021 (Rs. In Lakhs)
Foreign Exchange earnings	13967.01	1483.10
Foreign Exchange outgo	14.08	28.59

Human Resources:

Your Company treats its "Human Resources" as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement. The Company maintains healthy, cordial and harmonious industrial relation at all levels. The enthusiasm amongst employees has enabled the Company to remain at a leadership position in the industry.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)© of the Companies Act, 2013, the Director's based on the representations received from the operating management and after due inquiry confirm that:-

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

In accordance with the applicable provisions of the Companies Act, 2013, the company has no dividend which remains unpaid/unclaimed for a period of seven years from the date of transfer to unpaid dividend account which is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

LISTING WITH STOCK EXCHANGE:

The Company confirms that it has paid the Annual Listing Fees for the year 2021-2022 to NSE where the Company's Shares are listed.

ACKNOWLEDGEMENTS:

Your Director place on record their gratitude to all stakeholder for their assistance, cooperation and encouragement. Your Director also wish to place on record their sincere thanks to all investor, vendor, employees for their outstanding performance.

For and on behalf of Board of Directors

ANIL KUMAR
MANAGING DIRECTOR
DIN: 07417538

SEEMA RANI
DIRECTOR
DIN: 08385581

Date: 03/09/2022
Place: Jammu

ANNEXURE INDEX

ANNEXURE	CONTENT
I.	Report on Corporate Social Responsibility
II.	Form AOC 2 – Related Party Transactions disclosure
III.	Information relating to Remuneration to Directors/ Key Managerial Personal as required under section 197 of Companies Act,2013 read with Rule 5 of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014
IV.	Details of subsidiaries and Joint Venture in Form AOC-1
V.	Form MR-3 Secretarial Audit Report

ANNEXURE -I TO DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH, 2022.

REPORT ON CORPORATE SOCIAL RESPONSIBILITY

At Sarveshwar Foods Limited, the CSR approach is strategic in nature and embedded in our business processes across the entire value chain of the company, with a strive to operate and conduct itself in an ethical manner. Various initiatives taken under CSR are includes activities like spreading awareness about organic agriculture, farm inputs preparation, strengthening the farming community , women empowerment programs, training on various aspects of farming and related activities spread across many villages in states of Jammu and Kashmir, Himachal Pradesh, Rajasthan, Madhya Pradesh and Uttar Pradesh. Additionally, Rehabilitation of Children suffered in Pandemic during Covid-19, to provide health support to malnourished children etc.

KEY POINTS OF OUR CSR POLICY

OBJECTIVE

- I. To set up the guiding principles for carrying out CSR activities.
- II. To set up processes for promoting, investing, engaging, collaborating, implementing and monitoring of the CSR activities to be undertaken by the Company.
- III. To conduct its business in line with the Responsible Business framework.
- IV. To create superior value for our stakeholders.
- V. Implementation of the CSR activities in Projects/ Programme mode through a focused approach for generating maximum approach.

FOCUS AREAS

- I. Livelihood security and enhanced income for farmers/producers.
- II. Skill development and training
- III. Environmental sustainability
- IV. Access to drinking water

CSR BUDGET:

- I. The Board of Directors will ensure that the Company spends, in every financial year, at least 2% of the average net profit (to be calculated in accordance with the provision of section 198) of the company made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility policy.

- II. Any surplus or profit generated from CSR projects undertaken by us will be tracked and channelized into our CSR corpus or as a supplement to the CSR budget. These funds will be further used in development of the CSR projects and will not be added to the normal business profit.
- III. Any amount remain unspent at the end of the financial year, except in case of an ongoing project, shall be transferred to a Fund specified under Schedule VII for this purpose, within a period of six months of the expiry of the relevant financial year
- IV. The company will claim CSR expenditure only for the funds that are provided from its own resources and not for the contribution received from the other sources.
- V. The CSR budget will be used as per the activities mentioned in the schedule VII in project / Programme mode with a process of monitoring, evaluation and clear outlining of desired outcomes.

One of event such as marathons/ awards/ charitable contribution/advertisement/ sponsorship of TV programmes and the like would not qualify as part of CSR expenditure.

- Salaries paid by the Company to regular CSR staff as well as volunteers of the Company can be counted as CSR project cost/ expenditure.
- Contribution to corpus of a trust, society, Section-8 Company etc can qualify as CSR expenditure.

PLANNING AND IMPLEMENTATION:

All CSR activities will be in the form of Projects/Programmes, which will, as far as possible, entail the following components:

- Details of annual financial allocation.
- Baseline Survey/Need Assessment where considered necessary/feasible.
- Identification of Beneficiaries.
- Signing of agreement with implementing agency.
- Formulation of detailed Project Report with clear deadlines.
- Preparation and Implementation of a comprehensive and concurrent documentation procedure.
- Regular Monitoring & Periodic review of the projects.
- Evaluation & Assessment by a third party.
- Mandatory Reporting

Mode of carrying CSR activities

- Collaborating with other corporate,

Government, International organization participating in projects/programmes where more than one corporate or International agency is involved.

- Through a trust/ society, Section-8 Company set up by the Company or its holding, subsidiary or associate Company.
- If executed through an independent entity, the entity should have three years track record In

order to ensure the long term outcomes and impacts, company will lay emphasis on the sustainability of its Projects/Programmes so that they remain sustainable and viable even after the company's withdrawal from the project on completion. Such an entity would have to adhere to modalities of utilizing funds as well as monitoring and reporting requirements.

➤ **The CSR Committee consisting of the following members as on 31st of March, 2022:**

S.No.	Name	Nature of Directorship	Designation in Committee
01.	Dr. Uttar Kumar Padhs	Non-Executive Independent Director	Chairman
02.	Mr. Tej Partap	Non-Executive Independent Director	Member
03.	Mr. Anil Kumar	Executive Director	Member

• **Average net profit of the company for last three financial years:**

Financial Year

Net Profit Before Tax (Rs. In Lakhs)

2018-2019	1288.89
2019-2020	225.45
2020-2021	452.75
Gross Total	1967.09

Average Net Profit of Three preceding years **Rs. 655.69 Lacs**

Provision of CSR Expenditure @ 2% of average net profits **Rs.13.11 Lacs**

• **Prescribed CSR Expenditure (two per cent. of the amount as in above item)** **Rs. 13.11 Lacs**

• **Details of CSR spent during the financial year.** **Rs. NIL**
As per the table below

• **Total amount to be spent for the financial year;** **Rs. 79.19 Lacs**
• **(Last year – FY 2020-2021 unspent amount of Rs. 18.76 lacs included)**

• **Amount unspent of this Financial year, if any; - Nil**

Manner in which the amount spent is detailed below.

(1)	(2)	(3)	(4)	(5)	(6)
S. No	CSR project or activity Identified.	Projects or programs (1)Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise (in Rs)	Amount spent on the projects or Programs	Amount spent: Direct or through implementing agency *
	Rehabilitation of the children suffered in pandemic during Covid -19 outbreak and lost their Guardian	Delhi ,NCR	Rs.13.13	Rs.13.13	Manav Kalyan Foundation (Charitable Trust)
	Medicinal and Health Support to Children who lost their earning hands in their pandemic	Delhi ,NCR	Rs.5.63	Rs.5.63	Manav Kalyan Foundation (Charitable Trust)
	Purchase of furniture and fixtures for school infrastructure	Delhi ,NCR	10.49	10.49	Manav Kalyan Foundation (Charitable Trust)
	Health support to malnourished children.	Delhi ,NCR	2.62	2.62	Manav Kalyan Foundation (Charitable Trust)
			Rs.31.87	Rs.31.87	

As per provision of Section 135 of the Companies Act, 2013, the eligible amount required to be spent by the Company is Rs. 13.11 Lacs during the financial year, 2021-2022. The Company has spent the Complete amount towards the activities as mentioned in the table above.

Now the amount that is remained unspent is 47.32 lacs for FY 2019-2020 which shall be spent in the current Financial Year.

The Reason for the amount Remaining unspent of FY 2019-2020 is Covid -19 Outbreak in Year 2020. Despite of its Best efforts , Company was unable to find the activities in which Company could spent its unspent amount. Your Company shall spent this amount in current Financial Year.

Date: 03/09/2022

Place: Jammu

For and on behalf Board of Directors

**ANIL KUMAR
MANAGING DIRECTOR
DIN: 07417538**

**SEEMA RANI
DIRECTOR
DIN: 08385581**

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ANNEXURE -IITO DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH,2022**FORM NO. AOC -2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

S.No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Not Applicable
b)	Nature of contracts/arrangements/transaction	Not Applicable
c)	Duration of the contracts/arrangements/transaction	Not Applicable
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
e)	Justification for entering into such contracts or arrangements or transactions	Not Applicable
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Not Applicable
h)	Date on which the special resolution was passed in General meeting as required under first proviso to Section 188	Not Applicable

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Detail6426s
1	Name (s) of the related party & nature of relationship	Rohit Gupta, Chairman
	Nature of contracts/arrangements/transaction	Rent Agreement
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 36 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
2	Name (s) of the related party & nature of relationship	Radhika Overseas, Proprietorship Firm
	Nature of contracts/arrangements/transaction	Purchases
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 200.45Lacs
	Date of approval by the Board	20/07/2021

SL. No.	Particulars	Details
3	Name (s) of the related party & nature of relationship	Radhika Overseas, Proprietorship Firm
	Nature of contracts/arrangements/transaction	Sales
	Duration of the contracts/arrangements/transaction	F.Y 2021-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 43.04 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
4	Name (s) of the related party & nature of relationship	Anil Sharma, Managing Director
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 9.81 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
5	Name (s) of the related party & nature of relationship	Surendar Singh Jasrotia, Executive Director
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 10.52 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
6	Name (s) of the related party & nature of relationship	Harbans Lal, Director
	Nature of contracts/ arrangements/ transaction	Salary
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 8.60 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
7	Name (s) of the related party & nature of relationship	Mahadeep Singh Jamwal, Director
	Nature of contracts/arrangements/transaction	Salary
	Duration of the contracts /arrangements/ transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 5.58 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
8	Name (s) of the related party & nature of relationship	Seema Rani, Whole Time Director
	Nature of contracts/ arrangements/ transaction	Salary
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 7.44Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
9	Name (s) of the related party & nature of relationship	Adarsh Kumar Gupta, Independent Director
	Nature of contracts/ arrangements/ transaction	Sitting Fees
	Duration of the contracts/arrangements/ transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 0.45 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
10	Name (s) of the related party & nature of relationship	Uttar Kumar Padha, Independent Director
	Nature of contracts/ arrangements /transaction	Salary
	Duration of the contracts /arrangements /transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 0.11 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
11	Name (s) of the related party & nature of relationship	Sarveshwar Logistics, Partnership Firm
	Nature of contracts/ arrangements/ transaction	Freight
	Duration of the contracts/ arrangements/ transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 24.00 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
12	Name (s) of the related party & nature of relationship	Himalayan Bio Organic Foods Private Limited, Wholly Owned Subsidiary Company
	Nature of contracts/arrangements/transaction	Purchase
	Duration of the contracts /arrangements /transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 7.21 lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
13	Name (s) of the related party & nature of relationship	Himalayan Bio Organic Foods Private Limited, Wholly Owned Subsidiary Company
	Nature of contracts/ arrangements /transaction	Sales
	Duration of the contracts/ arrangements /transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 283.03 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
14	Name (s) of the related party & nature of relationship	Sarveshwar Overseas Limited, Subsidiary Company
	Nature of contracts/ arrangements/ transaction	Purchases
	Duration of the contracts/arrangements /transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 154.63 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
15	Name (s) of the related party & nature of relationship	Sarveshwar Overseas Limited, Subsidiary Company
	Nature of contracts/arrangements/transaction	Unsecured Loan Given
	Duration of the contracts/arrangements/ transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 2292.36 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
16	Name (s) of the related party & nature of relationship	Sarveshwar Overseas Limited, Subsidiary Company
	Nature of contracts/ arrangements/ transaction	Unsecured Loan Repayment Received
	Duration of the contracts/ arrangements/ transaction	F.Y20-21
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 2149.45 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
17	Name (s) of the related party & nature of relationship	Sarveshwar Overseas Limited, Subsidiary Company
	Nature of contracts/arrangements/transaction	Sales
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 426.03 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
18	Name (s) of the related party & nature of relationship	Sarveshwar International, Partnership Firm
	Nature of contracts/arrangements/transaction	Sales
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 426.03 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

SL. No.	Particulars	Details
18	Name (s) of the related party & nature of relationship	Sarveshwar International, Partnership Firm
	Nature of contracts/arrangements/transaction	Sales
	Duration of the contracts/arrangements/transaction	F.Y 21-22
	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 426.03 Lacs
	Date of approval by the Board	20/07/2021
	Amount paid as advances, if any	NIL

For and on behalf Board of Directors

ANIL KUMAR
MANAGING DIRECTOR
DIN: 07417538

SEEMA RANI
DIRECTOR
DIN: 08385581
DIN: 08385581

Date: 03/09/2022
Place: Jammu

ANNEXURE -III TO DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH, 2022
Information relating to Remuneration to Directors/ Key Managerial Personnel as required under section 197 of Companies Act,2013 read with Rule 5 of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

Remuneration of each Director and Key Managerial Personnel (KMP) along with Particulars of increase in remuneration during the Financial Year 2021-2022, ratio of remuneration of Directors to the Median Remuneration of employees:

Note: Non –executive Directors Remuneration represents only sitting fees.

1.The remuneration paid to those who was appointed and resigned as Director/KMP during the Financial year and paid remuneration only for part of the year is not Comparable and hence

(in lacs)

Name of Director/KMP	Remuneration (In lacs)	%Increase In Remuneration	Ratio of Director's Remuneration to Median Remuneration
Non –Executive Directors			
Mr. Uttar Kumar Padha	0	0	0
Mr. Adarsh Kumar Gupta	0	0	0
Mr. Thayagranjan Kumaran	0	0	0
Mr. Tej Partap	0	0	0
Mr. Rohit Gupta	0	0	0
Executive Directors			
Mr. Anil Kumar	9.81	0	0
Mr. Mahadeep Singh Jamwal	5.58	0	0
Ms Seema Rani	7.44	28.7%	0
Mr. Harbans Lal	8.60	-	0
Key Managerial Personnel			
Ms. Mansi Gupta	2.64	0	0

Note:Non –executive Directors Remuneration represents only sitting fees.

1.The remuneration paid to those who was appointed and resigned as Director/KMP during the Financial year and paid remuneration only for part of the year is not Comparable and hence , not stated.

The median Remuneration has been worked out on the basis of CTC of the employees who were in the payroll for the entire Financial Year which comes to Rs 4.54 Lacs

Requirements	Disclosure
The percentage Increase in the median remuneration of employees in the Financial Year.	The percentage increase in the median remuneration of employees in the financial year is not comparable owing to the inter -company transfers of considerable numbers of employees for operational activities.
The number of permanent employees on the rolls of the Company.	35 employees as at 31 st March 2022.

**ANNEXURE -IV TO DIRECTORS REPORT
FOR THE YEAR ENDED 31ST MARCH, 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,
Sarveshwar Foods Limited**

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

Based on my verification of the “**M/s Sarveshwar Foods Limited**” books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my 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:

PARA ONE

I have examined the books, papers, minute books, forms and returns filed and other records maintained by “**M/s Sarveshwar Foods Limited**” (“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 thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(Not Applicable to the company during Audit Period)
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (No fresh FDI and ECB was taken by the company during the Audit Period)

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
(Not Applicable to the company during Audit Period)
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
(Not Applicable to the company during Audit Period)
- (vi) Other laws specifically applicable to the company as identified by the management:
 - Foods Safety & Standards Act, 2006 & Foods Safety & Standards (Licensing & Registration of Food Business), Regulations, 2011;
 - The Boilers Act, 1923 and rules made thereunder;
 - Legal Metrology Act, 2009 and Rules & Regulations made there under;
 - The Petroleum Act, 1934 and rules made thereunder.
 - Electricity Act, 2003 and the respective State Government Policy/ Guidelines for the Wind and Solar Power Projects.
 - The Employee's Provident fund & Miscellaneous Provisions Act, 1952
 - The Equal Remuneration Act, 1976
 - The Maternity Benefit Act, 1961
 - The Minimum wages Act, 1948
 - The Water (Prevention and Control of Pollution) Act, 1974
 - The Air (Prevention and Control of Pollution) Act, 1981
 - The Environment (Protection) Act, 1986
 - The Employee's State Insurance Act, 1948
 - The Factories Act, 1948
 - Payment of Gratuity Act, 1972
 - The Payment of Wages Act, 1956
 - The Industrial Dispute Act, 1947

- The Payment of Bonus Act, 1965

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- b) The Listing Agreements entered into by the company with National Stock Exchange of India Limited;
- c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the company has generally complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. mentioned above subject to following:

- 1) As per provision of Section 135 of the Companies Act, 2013, CSR Provision for the financial year, 2021-22 is Rs 13.11 lacs and the expenditure (Spent) for the same amounts to Rs 13.11 Lacs.
The complete amount has been spent and nothing is left unspent for the FY 2021-2022.

Observations in Clause (i) Para One of Our Report:

1. According to information and Explanation and verification of forms and returns maintained by Company, the Company as required under Section 403 pays the prescribed additional fees in case of delayed filing.

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive, Women and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda 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 was held in compliance of the Act. During the year the company held two board meetings at short period of notice on 22.04.2021, 21.06.2021 and 07.02.2022 which were duly approved by board.

3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings. Based on the compliance mechanism established by the company and on the basis of the Compliance Certificate (s) issued by the Director of the Company, and taken on record by the Board of Directors at their meeting (s),

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.

We further report that during the audit period the company has not incurred any specific event/ action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc. except as follows:

1. Change in designation of Mr. Anil Kumar from Joint Managing Director to Managing Director of the company w.e.f 21st June 2021
2. Appointment of Ms. Seema Rani as Whole time Director of Company
3. Resignation of Mr Atul Garg from post of Chief Financial Officer w.e.f 16th April, 2021
4. Appointment of Mr. Sourabh Mehta as the Chief Financial Officer of the Company w.e.f 22nd April, 2021.
5. Resignation of Mr. Sourabh Mehta from post of Chief Financial Officer w.e.f 20th December, 2021.

For Yamina Almas & Associates

Company Secretaries

CS Aamir Aslam

Partner

M.No: 11759
CP No: 18068

Place: Srinagar
Date: 03-09-2022

ANNEXURE-1 TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
M/s. Sarveshwar Foods Limited
Sarveshwar House, Below Gummat, Jammu
J&K -180001

Sub: Our Secretarial Audit for the Financial Year ended March 31, 2022 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. We believe that the processes and practices, we followed provide a reasonable basis 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 the management. Our examination was limited to the verification of the 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 Yamina Almas & Associates
Company Secretaries

CS Aamir Aslam
Partner
M.No: 11759
CP No: 18068

Place: Srinagar
Date:03.09.2022

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

To,

**The Members,
SARVESHWAR FOODS LIMITED
SARVESHWAR HOUSEBELOW GUMAT
JAMMU AND KASHMIR JK 180001 IN**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Sarveshwar Foods Limited** having **CIN L15312JK2004PLC002444** and having registered office at **SARVESHWAR HOUSEBELOW GUMAT JK** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority

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

For Yamina Almas & Associates

Practicing Company Secretaries

Aamir Aslam

M.No: 11759

CP No: 18068

Place: Srinagar

Date: 03.09.2022

ANNEXURE -V TO DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH,2022
Statement Containing certain financial information of subsidiaries, associate Companies and Joint Ventures of Sarveshwar Foods Limited as at 31st March 2022
Statement pursuant to first proviso to Sub-Section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014

PART-A “SUBSIDIARIES/ASSOCIATES”

(Rs. In Lakhs)

Sl. No.	Particulars	Details of Subsidiaries	
		Sarveshwar Overseas Limited	Himalayan Bio Organic Foods Private Limited
1.	Name of the subsidiary/Associate		
2.	Date since when subsidiary/Associate was acquired	28/04/2015	22/06/2017
3.	Reporting period for the subsidiary/associate concerned, if different from the holding company's reporting period	N/A	N/A
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N/A	N/A
5.	Share capital:		
	Equity Share Capital	1500.00	280.23
	Preference Share Capital	2200.00	NIL
6.	Reserves & Surplus	736.38	2272.09
7.	Total assets	21071.16	5156.65
8.	Total Liabilities	21071.16	5156.65
9.	Investments	NIL	NIL
10.	Turnover	23202.77	10945.45
11.	Profit/Loss before taxation	105.42	301.04
12.	Provision for taxation	29.76	98.67
13.	Profit/loss after taxation	75.66	202.38
14.	Proposed Dividend	NIL	NIL
15.	% of shareholding	99.00%	100.00%

**AED: Exchange Rate as on 31/03/2022 is Rs. 20.684 per AED.

PART –B-ASSOCIATES

(Rs. In Lakhs)

Sl. No.	Particulars	Details of Associates	
		Natural Global Foods DMCC	
1.	Name of the Associate		
2.	Date since when Associate was acquired		03/03/2021
3.	Reporting period for the associate concerned, if different from the holding company's reporting period		N/A
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign Associate		AED
5.	Total assets		197.73
6.	Total Liabilities		197.73
7.	Current Liabilities		49.55
8.	Net Assets		148.18
9.	Profit/loss after taxation		(289.19)
10.	% of shareholding		45.00%

**AED: Exchange Rate as on 31/03/2021 is Rs. 20.684 per AED.

CORPORATE GOVERNANCE REPORT
According to the Regulation 27(2) of SEBI
(Listing Obligation and Disclosure
Requirements) Regulations, 2015, the
Corporate Governance report generated by
Sarveshwar Foods Limited

“Sarveshwar Foods Limited” ('the Company') believe that good corporate governance is about ensuring that companies are managed as efficiently as possible in the interests of the stakeholders. Efficient corporate governance requires a clear understanding of the respective roles of the Board and of senior management and their relationships with others in the corporate structure. The relationship of the Board and management shall be characterized by sincerity, their relationship with employees shall be characterized by fairness, their relationship with the communities in which they operate shall be characterized by good citizenship, and their relationship with government shall be characterized by a commitment to compliance.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

In **Sarveshwar Foods Limited**, Corporate Governance philosophy stems from our belief that corporate governance is an integral element in improving efficiency and growth as well as enhancing investor confidence level. The Board of Directors has the important role of overseeing management performance on behalf of Stakeholders. Stakeholders necessarily have little voice in the day to day management of corporate operations, but have the right to elect representatives (Directors) to look out for their interests and to receive the information they need to make investment and voting decisions. Over the last few years, the Board of Directors of your Company has from time to time developed corporate governance practices to enable the Directors to effectively and efficiently discharge their responsibilities individually and collectively to the shareholders of the Company in the areas of - fiduciary duties - oversight of the Management – evaluation of the Management performance – support and guidance in shaping company policies and business strategies. Corporate Governance has been a high priority both in letter as well as in spirit. The Company's Board of Directors represents the Stakeholders interest in perpetuating a successful business and optimizing long term financial returns in a manner consistent with applicable legal requirements and ethical considerations. The Board is responsible for identifying and taking reasonable actions to help and assure that the Company is

managed in a way designed to achieve this result. The Company is fully compliant with the mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the “SEBI Listing Regulations”) formulated by the Securities and Exchange Board of India

2. BOARD OF DIRECTORS:

A. SIZE AND COMPOSITION OF BOARD

The present policy of Sarveshwar Foods Limited regarding size and composition of the Board is to have an optimum combination of Executive and Non-Executive Directors along with a Woman Director which clearly demarcate the functions of governance and management. As on March 31, 2022, your Company's Board has a strength of 11 (Eleven) Directors including 1 (One) Women Director and one (1) Honorary Chairman. The composition of the Board is given below:

Category	Number of Directors	% to Total No. of Directors
Executive Directors (Including Woman Director)	5	45.45
Independent Non-Executive Directors	4	36.36
Non Executive Director	2	18.18

As on 31st March, 2022, there are 4 (Four) Independent Non- Executive Directors on the Board of Sarveshwar Foods Limited which is in compliance with the provisions of Composition of Board as per SEBI Listing Regulations. All Independent Directors are drawn from amongst eminent professionals with expertise in Business/Finance/Law/Public Enterprises and other allied field. All Independent Directors adhere to the criteria defined under Regulation 16 of SEBI Listing Regulations read with the provisions of Section 152, 149 and other applicable provisions of the Companies Act, 2013.

B. ROTATION OF DIRECTORS:

The Independent Directors of your Company will hold office for 5 (Five) consecutive years from the date of appointment in the General Meeting. No Independent Directors are liable to retire by rotation. However, they can resign from directorship any time before their respective tenure.

Pursuant to the provision of Section 149(13) of the Companies Act, 2013, and as per Amended Articles of Association of the Company, all directors except Independent Directors are liable to retire by rotation.

In accordance with the provisions of Section 152 of the Companies Act, 2013, and as per Amended Articles of Association of the Company, Mr Anil Kumar, Managing Director and Ms. Seema Rani, Executive Director, will retire by rotation at the ensuing Annual General Meeting and are eligible for re-appointment. This shall not constitute a break in office of Mr Anil Kumar, Managing Director and Ms. Seema Rani, Executive Director in the Company. All the Directors of the Company are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company

and has been vested with the requisite powers, authorities and duties.

C. DIRECTORS ATTENDANCE RECORD AND THEIR OTHER DIRECTORSHIP(S) AND COMMITTEE MEMBERSHIP(S):

As mandated by Regulation 26 of the SEBI Listing Regulations, none of the Director is a member of more than 10 (Ten) Board level Committees or Chairman of more than 5 (Five) Committees across all listed companies in which he/she is a Director. Directors' attendance at the Board Meetings during the financial year and the last Annual General Meeting (AGM) and also their Directorships and Memberships in other committees are given below:

Composition of the Board, Attendance Record, Directorships and Committee Membership for the Financial Year 2021-2022:

Brief Information about Directors		Attendance Record during financial year 2021-2022			Directorship/Membership/ Chairmanship as on March 31, 2022		
Name of Directors	Directors Identification Number	Number of Board Meeting held and Attended		Attendance at the last AGM	Number of Directorships in all Companies* as on March 31, 2022	Number of Committee Positions held in all Companies* as on March 31, 2022	
		Held	Attended			Chairman	Member
Executive Directors:							
Mr. Anil Kumar	07417538	12	12	Yes	04	Nil	03
Ms Seema Rani	08385581	12	11	Yes	02	Nil	Nil
Mr. Ashu Gupta	08936265	12	12	No	02	Nil	Nil
Mr. Harbans Lal	08571117	12	12	No	03	Nil	Nil
Mr. Mahadeep Singh Jamwal	09106268	12	04	No	01	Nil	Nil
Independent Non-Executive Director:							
Mr. Thyagarajan Kumaran	07465316	12	Nil	No	02	Nil	Nil
Dr. Tej Partap	07818713	12	01	No	01	Nil	04
Dr. Uttar Kumar Padha	07242286	12	03	Yes	02	02	03
Mr. Adarsh Kumar Gupta	08135776	12	02	Yes	01	03	Nil
Non –Executive Director							
Mr. Rohit Gupta	02715232	12	09	Yes	03	Nil	Nil
Dr. Pardeep Kumar Sharma	06524014	12	03	Yes	02	Nil	Nil

D. LIMIT ON THE NUMBER OF DIRECTORSHIPS:

In compliance with Regulation 25 of the SEBI Listing Regulations, the Independent Directors on the Board of the company does not serve as an Independent Directors in more than 7 (Seven) Listed Companies and in case he/she is serving as a Whole Time Director in any Listed Company, does not hold position of Independent Director in more than 3 (Three) Listed Companies.

E. MAXIMUM TENURE OF INDEPENDENT DIRECTORS:

In accordance with the provisions of Section 149(11) of the Companies Act, 2013, the current tenure of Independent Directors of the Company has been fixed for a period of 5 (Five) consecutive years from the date of their Appointment/change in designation.

F. FORMAL LETTER OF APPOINTMENT TO INDEPENDENT DIRECTORS:

- i) In accordance with the provisions of SEBI Listing Regulations read with Schedule IV of the Companies Act, 2013, the Company has issued formal letters of appointment along with the terms and conditions of appointment to all the Independent Directors.

G. PERFORMANCE EVALUATION OF INDEPENDENT DIRECTORS:

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of Board of the Company, its Committees and the individual Board members, including Independent Directors. The performance evaluation of Independent Directors was done by the entire Board of Directors excluding the directors being evaluated.

H. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

- i) In compliance with the provisions of Regulation 25 of the SEBI Listing Regulations, all Independent Directors are familiarized about the company, through various programs from time to time, including the following:
- (a) nature of the industry in which the company operates;
 - (b) business model of the company;
 - © roles, rights and responsibilities of Independent Directors; and
 - (d) any other relevant information.
- ii) The policy on the familiarization programs for Independent Directors has been uploaded on the Company's website at www.sarveshwarfoods.com

I. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTOR:

S.No	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative Shareholding during the year (01-04-2021 to 31-03-2022)	
	For each of the Non – Executive Directors	No. of Shares at the beginning	% of Total Shares of the company				No. of Shares	% of Total Shares of the company
DIRECTORS:								
01.	Rohit Gupta	1,80,88,800	73.629	March, 2022	Nil	Nil	1,80,88,800	73.629
02.	Thyagarajan Kumaran	NIL	NIL	March, 2022	NIL	NIL	NIL	NIL
03.	Dr. Tej Partap	NIL	NIL	March, 2022	NIL	NIL	NIL	NIL
04.	Adarsh Kumar Gupta	NIL	NIL	March, 2022	NIL	NIL	NIL	NIL
05.	Dr. Uttar Kumar Padha	NIL	NIL	March, 2022	NIL	NIL	NIL	NIL
06.	Dr. Pardeep Kumar Sharma	NIL	NIL	March, 2022	NIL	NIL	NIL	NIL

J. ROLES AND RESPONSIBILITIES OF THE BOARD:

The primary role of the Board is that of trusteeship to protect and enhance shareholders value through strategic direction to the company. As trustee, the Board of Directors has fiduciary responsibility to ensure that the company has clear goals aligned to shareholder value and its growth. The Board exercises its duties with care, skill and diligence and exercises independent judgment. The Board sets strategic goals and seeks accountability for their fulfillment. The Board also directs and exercises appropriate control to ensure that the Company is managed in a manner that fulfills stakeholders' aspirations and societal expectations.

Disclosure of Information:

- Members of Board of Directors and key managerial personnel shall disclose to the Board of Directors whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting the company.
- The Board of Directors and senior management shall conduct themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision-making.

Key functions of the Board:

- The Board reviews and guides Corporate Strategy, Major Plans of Action, Risk Policy, Annual Budgets and Business Plans; Setting Performance Objectives; Monitoring Implementation and Corporate Performance; and Overseeing Major Capital Expenditures.
- Board monitors the effectiveness of the Company's governance practices and making changes as needed.
- Selects, Compensates, Monitors and, when necessary, replaces key executives and overseeing succession planning.
- Ensures a transparent board nomination process with the diversity of thought, experience, knowledge, perspective and gender in the Board.
- Monitors and manages potential conflicts of interest of management, board members and shareholders, including misuse of corporate assets and abuse in related party transactions.
- Ensures the integrity of the Company's Accounting and Financial Reporting Systems, including the Independent Audit, and that appropriate systems of control are in place, in particular, systems for Risk Management, Financial and Operational Control, and

Compliance with the law and relevant standards.

- Oversees the process of disclosure and communications.
- Monitors and reviews Board Evaluation Framework.
- Aligned key managerial personnel and remuneration of Board of Directors with the longer term interests of the company and its shareholders.
- Company has well established committees of the Board of Directors, and their mandate, composition and working procedures have been well defined and disclosed by the Board of Directors.

Other responsibilities:

- The Board provides the strategic guidance to the company, ensure effective monitoring of the management and should be accountable to the company and the shareholders.
- The Board sets corporate culture and the values by which executives throughout a group will behave.
- Board members acts on a fully informed basis, in good faith, with Due Diligence and Care, and in the best interest of the Company and the shareholders.
- The Board encourages continuing directors training to ensure that the Board members are kept up to date.
- Where Board decisions affect different shareholder groups differently, the Board treats all shareholders fairly.
- The Board applies high ethical standards. It takes into account the interests of stakeholders.
- The Board is able to exercise objective Independent Judgement on Corporate Affairs.
- Board considers assigning a sufficient number of Non-Executive Board Members capable of exercising Independent Judgement to tasks where there is a potential for conflict of interest.
- The Board ensures that, while rightly encouraging positive thinking, these do not result in over optimism that either leads to significant risks not being recognized or exposes the company to excessive risk.
- In order to fulfill their responsibilities, board members have access to accurate, relevant and timely information.
- The Board and Senior Management facilitate the Independent Directors to perform their role effectively as a Board member and also a member of a committee.

Role of Independent Directors:

Independent Directors have emerged as the cornerstones of the worldwide Corporate Governance movement. Their increased presence in the boardroom has been hailed as an effective deterrent to fraud and mismanagement, inefficient use of resources, inequality and unaccountability of decisions and as a harbinger for striking the right balance between individual, economic and social interests.

Independent Directors plays a key role in the decision making process of the Board. The Independent Directors are committed to act in what they believe to be in the best interest of the Company and its Shareholders. The Independent Directors are professionals, with expertise and experience in general corporate management, Public Policy, Finance, Financial Services and Other allied fields. This wide knowledge of their respective fields of expertise and best-in-class boardroom practices helps foster varied, unbiased, Independent and experienced perspective. The company benefits immensely from their inputs in achieving its strategic direction.

K. INTER-SE RELATIONSHIP AMONGST DIRECTORS:

There is no inter-se relationship amongst Directors of the company.

3. BOARD MEETINGS AND PROCEDURES:**A. BOARD MEETINGS**

Company's Corporate Governance Policy requires the Board to meet at regular intervals to review and monitor the progress of various projects/activities undertaken. The maximum gap between two board meetings should not be more than 120 (One hundred and twenty) days as prescribed under Regulation 17 of the SEBI Listing Regulations. Additional board meetings may be convened to address the specific needs of the Company. In case of business exigencies or matters of urgency, the board may also approve resolution by circulation as permitted by the Companies Act, 2013.

B. BOARD PROCEDURE

Board Meetings are governed by a structured agenda. The Agenda is prepared in consultation with the Chairman of the Board of Directors and all other Board Members. The agenda for the meetings of the board together with the appropriate supporting documents are circulated well in advance to all the Board members. Detailed presentations are also

made to the Board covering operations, Business Performance, Finance, Sales, Marketing, Global and Domestic Business Environment and related details. All necessary information including but not limited to those as mentioned in Part-A Schedule II of the SEBI Listing Regulations are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company. The Board also reviews periodical compliances of all laws, rules and regulations. At the Board Meeting, members have full freedom to express their opinion and decisions are taken after detailed deliberations. Members of the senior management team are invited to attend the Board Meetings as and when required, which provides additional inputs to the items being discussed by the Board.

C. SHAREHOLDING OF DIRECTORS

The Shareholding of Directors as on March 31, 2022 given below:

Name	Number of Shares Held
Mr. Rohit Gupta	1,80,88,800
Mr. Anil Kumar	200
Mr. Thyagarajan Kumaran	Nil
Dr. Tej Partap	Nil
Mr. Adarsh Kumar Gupta	Nil
Dr. Uttar Kumar Padha	Nil
Mr. Mahadeep Singh Jamwal	Nil
Ms. Seema Rani	Nil
Mr. Harbans Lal	Nil
Mr. Ashu Gupta	Nil
Dr. Pardeep Kumar Sharma	Nil

D. DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI LISTING REGULATIONS REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTORS AT THE FORTHCOMING AGM:

- Mr. Anil Kumar, aged 45 years, is the Managing Director of your Company.

He has over a decade of experience in purchase and sale of paddy and rice. With excellent strategic Leadership skills, he is associated with the Company for quite long and has invested constant efforts in stirring all company's operations, people and ventures in order to maintain and grow business

Disclosure of relationship between directors inter-se:

There is no inter-se relationship between the Directors and Mr. Anil Kumar

Listed Entities (other than Sarveshwar Foods Limited) in which Mr. . Anil Kumar holds directorship

and membership in committees are as follows:

1. Sarveshwar Overseas Limited
2. Himalayan Bio Organic Foods Private Limited
3. Himalayan Ancient Foods Private Limited

Chairperson of Board Committees: Nil

Member of Board Committees: 3

1. Audit Committee, ,
2. Corporate Social Responsibility (CSR) Committee
3. Risk Management Committee

Shareholding in the Company: 200 Equity Shares

- Ms. Seema Rani, aged 38 years, is the Whole Time Director of your Company.

She has over 15 years experience in international marketing and sales and is associated with the Company from past 2 decades. She handles the exports of the Company and has attained excellence in her field.

Disclosure of relationship between directors inter-se:

There is no inter-se relationship between the Directors and Ms. Seema Rani.

Listed Entities (other than Sarveshwar Foods Limited) in which Ms. Seema Rani holds directorship and membership in committees are as follows: Sarveshwar Overseas Limited

Chairperson of Board Committees: Nil

Member of Board Committees: Nil

Shareholding in the Company: NIL

4. COMMITTEES OF THE BOARD:

Sarveshwar Foods Limited has 5 (Five) Board level Committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Corporate Social Responsibility (CSR) Committee
- Risk Management Committee

I) AUDIT COMMITTEE:

A. Composition of the Committee

The audit committee presently consists of the following Directors of the Board:

- i) Mr. Adarsh Gupta, Chairman;
- ii) Dr. Uttar Kumar Padha, Member;
- iii) Mr. Anil Kumar, Member

All the members of the Committee have good knowledge of Finance, Accounts and Business Management. The Chairman of the Committee, Mr. Adarsh Kumar Gupta, has more than Thirty six (36) years of experience in the banking sector. He worked with J&K Bank for a period of 36 years at various positions. The Statutory Auditors of the Company attend the meetings of the Committee on the invitation of the Chairman.

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The audit committee oversees the work carried out in the financial reporting process by the management, the internal auditors and the independent auditors, and notes the process and safeguards employed by each of them.

B. Terms of Reference

The roles, powers and functions of the Audit Committee of Sarveshwar Foods Limited are in accordance with the provisions of Section 177 of the Companies Act, 2013, read with Regulation 18 and Part-C of Schedule II of the SEBI Listing Regulations.

The scope of the Audit Committee shall include the following:

1. Oversight of our Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, re-appointment and replacement, remuneration and terms of appointment of auditors of our Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial

- statements arising out of audit findings;
- e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions; and
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing, the quarterly financial statements with the management before submission to the Board for approval;
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of our Company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of our Company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Monitoring the end use of funds raised through public offers and related matters;
 13. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 14. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 15. Discussion with internal auditors of any significant findings and follow up there on;
 16. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 17. Discussion with statutory auditors before the commencement of the audit, about the nature and scope of audit as well as post-audit

- discussion to ascertain any area of concern;
18. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 19. To establish and review the functioning of the whistle blower mechanism;
 20. Approval of appointment of the chief financial officer (i.e., the whole-time finance director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 21. Carrying out any other terms of reference as may be decided by the Board or specified/ provided under the Companies Act, 2013 or the SEBI Listing Regulations or by any other regulatory authority; and
 22. Review of (1) management discussion and analysis of financial condition and results of operations; (2) statement of significant related party transactions (as defined by the audit committee), submitted by management; (3) management letters / letters of internal control weaknesses issued by the statutory auditors; (4) internal audit reports relating to internal control weaknesses; (5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee; (6) statement of deviations including (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the SEBI Listing Regulations; (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of the SEBI Listing Regulations.

C. Meetings and Attendance

During the financial year 2020-2021, 5 (Five) meetings of Audit Committee were held. Details of Audit Committee Meetings held and attended by members during the financial year 2021-2022 are as follows:

S No.	Date of Committee Meetings	Committee Strength	Number of Members Present	% of Attendance
01.	22/04/2021	3	3	100
02.	20/07/2021	3	3	100
03.	02/09/2021	3	2	66.66
04.	14/11/2021	3	2	66.66
05.	22/02/2022	3	2	66.66

II) NOMINATION AND REMUNERATION COMMITTEE:

A. Composition of the Committee

The Nomination and Remuneration Committee presently consists of the following Directors of the Board:

- i) Mr. Adarsh Gupta, Chairman;
- ii) Mr. Tej Partap, Member;
- iii) Dr. Uttar Kumar Padha, Member

The purpose of the committee is to screen and to review individuals qualified to serve as executive Directors, Non-Executive Directors and Independent Directors, consistent with criteria approved by the Board.

B. Terms of Reference

The role of the Nomination and Remuneration Committee of Sarveshwar Foods Limited also covers such functions and scope as prescribed under Section 178 of the Companies Act, 2013 read with allied Rules framed thereunder and Regulation 19 and Part-D of Schedule II of the SEBI Listing Regulations.

The terms of reference of Nomination and Remuneration Committee are set out below:

1. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees and while formulating this policy ensure that:
 - a) Level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;
 - b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of our Company and its goals and ensure that the policy is disclosed in the Board's report.
3. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance;
4. Whether to extend or continue the term of appointment of the independent director, on the

basis of the report of performance evaluation of independent directors; and

5. Devising a policy on diversity of the Board of Directors.

C. Meetings and Attendance

During the financial year 2020-2021, 4 (Four) meetings of Nomination and Remuneration Committee were held. Details of Nomination and Remuneration Committee Meetings held and attended by members during the financial year 2021-2022 are as follows:

S No.	Date of Committee Meetings	Committee Strength	Number of Members Present	% of Attendance
01.	22/04/2021	3	2	66.66
02.	21/06/2021	3	2	66.66
03.	20/07/2021	3	2	66.66
04.	02/09/2021	3	2	66.66

D. Remuneration Policy

The Remuneration policy of the Company is to lay down a framework in relation to remuneration of Directors, KMP, Senior Management Personnel and other Employees and directed towards rewarding performance, based on review of achievements on periodic basis. The remuneration paid to Directors, Key Managerial Personnel (KMP) and Senior Management is recommended by the Remuneration Committee and approved by the Board of Directors in the Board Meeting, subject to the subsequent approval by the shareholders (for Directors only) at the General Meeting and such other authorities, as the case may be. The Non-Executive Directors will be paid with the sitting fee, if any, subject to the approval of Board of Directors/including any sub-committee thereof, upto the limit as specified under the Companies Act, 2013 and also in Compliance with the SEBI Listing Regulations. The Nomination and Remuneration policy is available on the website of the company at www.sarveshwarfoods.com.

E. Remuneration of Directors

Details of Remuneration and Sitting Fees paid to the Directors during the Financial Year 2021-2022 are as follows:

Name of Directors	Salaries	Perquisites	Sitting Fees*	Total
Mr. Anil Kumar	Rs.9,80656/-	-	-	Rs.9,80656/-
Mr. Surender Singh Jasrotia	Rs.1051758/-	-	-	Rs.1051758/-
Ms. Seema Rani	Rs.744212/-	-	-	Rs.744212/-
Mr. Harbans Lal	Rs.589541/-	-	-	Rs.589541/-
Dr. Uttar Kumar Padha	Rs.11000/-	-	-	Rs.11000/-
Mr. Adarsh Kumar Gupta	Rs . 45000/-	-	-	Rs . 45000/-
Mr Mahadeep Singh Jamwal	Rs.5,57500/-	-	-	Rs.5,57500/-

III) Stakeholders Relationship Committee:

A. Composition of the Committee

The Stakeholders Relationship Committee presently consists of the following Directors of the Board:

- i) Mr. Adarsh Gupta, Chairman;
- ii) Dr. Tej Partap, Member;
- iii) Dr. Uttar Kumar Padha, Member

B. Terms of Reference

The scope of the Stakeholders Relationship Committee is set out below:

- 1. Resolving the grievances of the shareholders of our Company including complaints related to transfer of shares, non- receipt of annual report and non-receipt of declared dividends;
- 2. Investor relations and redressal of grievances of security holders of our Company in general and relating to non-receipt of dividends, interest, non-receipt of balance sheet, etc.;
- 3. Approve requests for security transfers and transmission and those pertaining to rematerialisation of securities /subdivision/ consolidation/ of shares, issue of renewed and duplicate share/debenture certificates, etc.; and
- 4. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

C. Meetings and Attendance

During the financial year 2021-2022 ,1(One) meeting of Stakeholders Relationship Committee were held. Details of Stakeholders Relationship Committee Meetings held and attended by members during the financial year 2020-2021 are as follows:

S No.	Date of Committee Meetings	Committee Strength	Number of Members Present	% of Attendance
01.	30/03/2022	3	2	66.66

IV) Corporate Social Responsibility (CSR) Committee:

A. Composition of the Committee

The CSR Committee presently consists of the following Directors of the Board:

- i) Dr. Uttar Kumar Padha, Chairman;
- ii) Dr. Tej Partap, Member;
- iii) Mr. Anil Kumar, Member

B. Terms of Reference

The scope of the CSR Committee is set out below:

The Board recommends that the Company's CSR activities be focused on a few specific areas to create maximum impact and greater visibility. The Board recommends that the Company may consider initiatives in the following areas: The CSR Policy will

cover the following focus area which the Company will undertake through its various initiatives:

- 1. Health
- 2. Education
- 3. Community Development
- 4. Natural Calamities

Role of CSR Committee:

- 1. To formulate, modify and recommend to the Board the CSR Policy along with the Annual Action Plan as per the requirements under the Act, which shall include the following:
 - a. To identify the list of CSR projects/ programme or activities, that are approved to be undertaken as specified under Schedule VII of the Act;
 - b. The manner of execution of CSR projects or programme;
 - c. The modalities of utilization of funds and implementation schedules for the CSR projects or programme;
 - d. To monitor the execution of CSR projects or programme and adherence to the CSR Policy from time to time;
 - e. To determine if the Company falls under the prescribed criteria to conduct impact assessment for the earlier projects undertaken by it- In the event of average CSR obligation of Rs. 10 crores or more in the three immediately preceding financial years, the Company shall ensure that impact assessment through an independent agency is carried out for CSR projects having an outlay of Rs. 1 crore or more. Expenditure incurred for such assessment shall not exceed 5% of the total CSR expenditure for the financial year or rupees fifty lakh, whichever is less.
 - f. To specify the reasons, if the company fails to spend such amount, the Board shall, in its report made under clause (o) of sub-section (3) of section 134 of the Companies Act, 2013, for not spending the amount 8[and, unless the unspent amount relates to any ongoing project transfer such unspent amount to a Fund specified in Schedule VII of the Companies Act, 2013, within a period of six months of the expiry of the financial year]
- 2. To hold meetings at regular intervals to review and monitor the progress of the various projects/ activates undertaken.
- 3. Undertake Impact assessment through third parties for CSR projects whenever applicable;
- 4. To recommend to Board, the projects that are in line with the CSR Policy.
- 5. To recommend to the Board the amount of expenditure to be incurred on CSR projects or programme.

6. To ensure that any surplus arising out of the CSR projects/ programme or activities will not form part of the business profit of the Company and will be dealt with in accordance with the Act.
7. To regularly monitor the implementation of the CSR projects/ programme or activities undertaken by the Company.
8. To perform any other functions and ensure due compliance of the provisions of the Act, its Rules, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other laws or regulations from time to time.

The Detailed CSR Policy of the Company is available at its website www.sarveshwarfoods.com

C. Meetings and Attendance

During the financial year 2021-2022, 2(Two) meeting of Corporate Social Responsibility (CSR) Committee were held. Details of Corporate Social Responsibility (CSR) Committee held and attended by members during the financial year 2021-2022 are as follows:

S No.	Date of Committee Meetings	Committee Strength	Number of Members Present	% of Attendance
01.	22/04/2021	3	2	66.66
02.	22/02/2022	3	2	66.66

V) Risk Management Committee:

A. Composition of the Committee

The Risk Management Committee presently consists of the following Directors of the Board:

- i) Dr. Uttar Kumar Padha, Chairman;
- ii) Dr. Tej Partap, Member;
- iii) Mr. Anil Kumar, Member

The purpose of Risk Management Committee of the Board of Directors is to assist the Board in fulfilling its corporate governance oversight responsibilities with regard to the Identification, Evaluation and Mitigation of Operational, Strategic and External Environment Risks.

B. Terms of Reference

The role of the Risk Management Committee of Sarveshwar Foods Limited is to identify the risks impacting Company's business and formulate and administer Policies/ Strategies aimed at Risk Minimization and risk mitigation as part of risk management.

The scope of the Risk Management Committee is set out below:

- review of strategic risks arising out of adverse business decisions and lack of responsiveness

to changes;

- review of operational risks;
- review of financial and reporting risks.
- review of compliance risks
- review or discuss the Company's risk philosophy and the quantum of risk, on a broad level that the Company, as an organization, is willing to accept in pursuit of stakeholder value;
- review the extent to which management has established effective enterprise risk management at the Company;
- inquiring about existing risk management processes and review the effectiveness of those processes in identifying, assessing and managing the Company's most significant enterprise-wide risk exposures;
- review the Company's portfolio of risk and consider it against its risk appetite by reviewing integration of strategy and operational initiatives with enterprise-wide risk exposures to ensure risk exposures are consistent with overall appetite for risk; and
- review periodically key risk indicators and management response thereto.

C. Meetings and Attendance

During the financial year 2021-2022, (Two) meeting of Risk Management Committee were held. Details of Risk Management Committee Meetings held and attended by members during the financial year - 2021-2022 are as follows:

S No.	Date of Committee Meetings	Committee Strength	Number of Members Present	% of Attendance
01.	21/06/2021	3	2	66.66
02.	07/02/2022	3	2	66.66

5. MATERIAL SUBSIDIARY COMPANIES:

Sarveshwar Foods Limited has two material subsidiaries i.e. Sarveshwar Overseas Limited, Himalayan Bio Organic Foods Private Limited as defined under Regulation 16(1)(c) of the SEBI Listing Regulations.

The Company has formulated a policy for determining its Material Subsidiaries and the same is available on the website of the Company at www.sarveshwarfoods.com

6. DETAILS OF ANNUAL GENERAL MEETINGS:

A. GENERAL BODY MEETING HELD DURING LAST 3 YEARS

Financial Year	General Meeting	Location	Date	Time
2020-2021	17 th AGM	SFL Meeting Hall, Village Seora, Baba Fareed Nagar, Bisnah –Kunjwani Road, Jammu, J& K -181132	29 th September, 2021	11:00 AM.
2019-2020	16 th AGM	SFL Meeting Hall, Village Seora, Baba Fareed Nagar, Bisnah –Kunjwani Road, Jammu, J& K -181132	29 th September, 2020	11:00 AM.
2018-2019	15 th AGM	Raddison Blu Hotel, Raddison Square, Narwal Bala, Bypass Road, Jammu, Jammu & Kashmir- 180006	27 th September, 2019	11:00 A.M.

During the last three Annual General Meetings, two special resolutions was passed by the Shareholders of the Company.

Special Resolutions was passed in Annual General Meeting held for FY 2018-2019 for following special business:

1. Approval of Sarveshwar foods Limited Employee Stock Option Scheme 2019 (SFL ESOS 2019).

2. Approval of SFL ESOS Trust for the eligible employees of the Company.

Extra Ordinary General Meetings held during the financial year 2021-2022:

No Extra Ordinary General Meeting was conducted during the Financial Year 2021-2022.

B. SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT

During the financial year 2021-2022

One Special resolution was passed by Postal Ballot.. Following Special Resolution was passed:

Migration of equity shares of the Company from NSE Emerge (SME platform of NSE) to the Main Board of NSE.

In order to Obtain Members Approval on Migration of equity shares of the Company from NSE Emerge to Main board of NSE, the Postal Ballot was notice was issued on 22nd February, 2022. The Company has received requisite approval from its members vide special Resolution passed by requisite Majority.

7. DISCLOSURES:

A. MANAGEMENT DISCUSSION AND ANALYSIS

The Annual Report has a detailed chapter on Management Discussion and Analysis, which forms part of this report.

B. MATERIALY SIGNIFICANT RELATED PARTY TRANSACTIONS

Related party transactions as required by the Indian Accounting Standard Ind AS-24 on “Related Party Disclosures” issued by the Institute of Chartered Accountants of India (ICAI) disclosed in Notes to the Annual Accounts. Members may refer to the notes to accounts for details of Related Party Transactions. However these are not having potential conflict with the interest of the Company at large.

The Company has formulated a Policy on Related Party Transactions and on dealing with Related Party Transactions, in accordance with relevant provisions of the Companies Act, 2013 read with the provisions of Regulation 23 of the SEBI Listing Regulations. The policy is available at Company website www.sarveshwarfoods.com

C. DISCLOSURE OF ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS

The Company has followed prescribed Indian Accounting Standards as laid down by the Institute of Chartered Accountants of India (ICAI) and notified by the Ministry of Corporate Affairs in preparation of its financial statements. Kindly refer to Note No. 2 of the financial statements (standalone and consolidated) for significant accounting policies adopted by the Company.

D. STATUTORY COMPLIANCE, PENALTIES AND STRICTURES

The Company has paid penalty of Rs 105000 for delay in publishing Financial Results for the Financial Year ended on 31 March, 2021 in accordance with Regulation 33 of Sebi (LODR) Regulation, 2015. The penalty was imposed in terms of provisions of System Operating process. The reasons for delay was ill health of CFO of the Company and his unavailability to attend and

present the Financials in the Board Meeting. Meeting was postponed due to this reason and was held when his condition stabilized and he resumed the Office.

Further, Company also paid fine of Rs 78000 to National Stock Exchange of India Limited for delay in appointment of Company Secretary in accordance with Regulation 34 of Sebi (LODR) Regulations, 2015. The detailed reason for delay for appointment of Company Secretary was filed with the exchange.

Furthermore, Company has received a Notice for non compliance of Regulation 29 relation to prior intimation of Board Meeting for considering agenda for which prior intimation must be given. The Company has applied for waiver of Fine of Rs 11800 and response from Exchange is awaited.

Except above mentioned delay compliance, there was no other case of non-compliance and no other penalties were imposed by stock exchange or SEBI or any other statutory Authorities for any violation during the Financial year 2021-2022.

E. VIGIL MECHANISM POLICY

The Company promoted ethical behavior in all its business activities and in line with the best governance practices, Sarveshwar Foods Limited has established a system through which Directors, employees, business associates may report unethical behavior, malpractices, wrongful conduct, fraud, violation of Company's code of conduct without fear of reprisal. The Company has a policy, under which all Directors, Employees, Business Associates have direct access to the Chairman of the Audit Committee. The Policy has been disclosed on the website of the company at www.sarveshwarfoods.com

F. PECUNIARY RELATIONSHIP OR TRANSACTIONS WITH NON-EXECUTIVE DIRECTORS

There is no pecuniary relationship or transactions with Non- Executive Directors except payment of sitting fee to Non- Executive Directors, if any.

G. DISCLOSURE REGARDING APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

Disclosure regarding Directors appointed/re-appointed is given under the head Directors. Further, the relevant details also forming part of the Notice of 18th Annual General Meeting of the Company.

H. RISK MANAGEMENT

As required under Regulation 21 of the SEBI Listing Regulations, the Company has a review procedure to apprise the Board of Directors of the Company on the Key Risk Assessment areas and suggest Risk

Mitigation Mechanism.

I. CORPORATE SOCIAL RESPONSIBILITY

The detailed Annual Report on Corporate Social Responsibility have also been disclosed as Annexure-1 in the separate section titled Directors' Report forming part of the Annual Report.

J. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has a formulated policy for prevention of sexual harassment of its women employees.

K. CEO/ CFO CERTIFICATION

CFO certification on the Financial Statements and the cash flow statement for the year is given at the end of the report on Corporate Governance.

8. MEANS OF COMMUNICATION FINANCIAL RESULTS AND ANNUAL REPORTS ETC.

The Half Yearly and the Annual Audited Financial Results as approved and taken on record by the Board of Directors of the Company are sent immediately to the NSE with which the Shares of the Company are listed.

The Half Yearly and Annual Financial Statements, the Annual Report of the Company and other information can also be retrieved by Investors from the website of the Company at www.sarveshwarfoods.com

9. GENERAL SHAREHOLDER INFORMATION ANNUAL GENERAL MEETING

Day, Date & Time	Thursday September 29, 2022 12:00 Noon
Venue	Country Inn & Suites, by Radisson ,Opposite Bahu Plaza Complex, Gandhi Nagar Extension, Jammu J&K -180004.
Financial Calendar	The Financial year of the Company start from 1st April of a year and ends on March 31 of the following year.
Tentative Schedule for declaration of results during the financial year 2021-2022	
• 1st Half Year (September, 2021)	Second week of November, 2021
• 2 nd Half Year (March, 2022) and Audited : Financial Results for the year ended 31st March, 2022	Third week of July, 2022
Date of Book Closure	From Thursday 22 th September, 2022 to Thursday, 29 th September, 2022(both days inclusive) for the purpose of Annual General Meeting
Listing on Stock Exchange and Stock Code	Equity Shares of the Company are listed at National Stock Exchange of India Limited (NSE- EMERGE), (Symbol: SARVESHWAR)
Face Value of Equity Shares	Rs. 10/- each.

10. MARKET PRICE DATA

Monthly High/Low price of Equity Shares of the Company during the financial year 2021-2022 on National Stock Exchange of India Limited.

Date	Open	High	Low	Close
Mar-22	47.05	48.15	33.95	42.9
Feb-22	43.8	67.65	43.8	49.2
Jan-22	42.45	48.65	36.15	41.75
Dec-21	25.95	40.45	22.6	40.45
Nov-21	23.55	30.8	22.35	24.75
Oct-21	24.45	27	19.35	23.5
Sep-21	21.25	28	19.2	23.3
Aug-21	22.05	22.35	17.1	21.25
Jul-21	26	26.4	20	21
Jun-21	30.45	30.45	25.1	26
May-21	36	36.5	26.55	30.45
Apr-21	21.15	37.85	21.15	36.55

11. REGISTRAR AND SHARE TRANSFER AGENT

The Company has appointed **M/s. Bigshare Services Private Limited, Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093, Maharashtra** as its Registrar and Transfer Agent (RTA) for electronic mode of Transfer of Share of both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

12. SHARE TRANSFER SYSTEM

The Company's shares being in compulsory Demat list are transferable through the depository system. The Company obtains yearly certificate of compliance related to the share transfer formalities from a Company Secretary in practice and Registrar and Share Transfer Agent as required under Regulation 40 (9) and 7(3) of the Listing Regulations

respectively and files a copy of the certificate with the Stock Exchanges on or before the due date.

For guidance on depository services, shareholders may write to the Company or to the respective depositories

National Securities Depository Limited (NSDL) Trade World, 4th Floor Kamala Mills Compound Senapati Bapat Marg, Lower Parel Mumbai – 400 013 Telephone: 022 – 24994200 Facsimile: 022 – 24972933 E-mail: investor@nsdl.co.in Website: www.nsdl.co.in	Central Depository Services (India) Limited (CDSL) Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013 Telephone: 022 – 22723333 Facsimile: 022 – 22723199 E-mail: info@cdslindia.com Website: www.cdslindia.com
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13. DIVIDEND

Sarveshwar Foods Limited has not declared any dividend during the year under review.

13. RECONCILIATION OF SHARE CAPITAL AUDIT

Mr. Aamir Aslam, M/s Yamina Almas & Associates, ACS Number-49686, CP Number -18068, Practicing Company Secretaries,

carries out the Reconciliation of Share Capital Audit as mandated by SEBI, and reports on the Reconciliation of Total Issued and Listed Capital with that of total share capital admitted / held in Dematerialized form with NSDL and CDSL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed.

14. SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022:

Sr. No.	Category of Shares	No. of Shares	% of total shares
(A)	Promoter & Promoter Group :		
	(a) Individuals/Hindu Undivided Family	18099600	73.67
	(b) Bodies Corporate	-	-
	Sub Total	18099600	73.67
(B)	Public Shareholding		
	1. Institutions		
	(a) Mutual Funds	-	-
	(b) Alternate Investment Funds	00	00
	(c) Financial Institutions/Banks	-	-
	(d) Foreign Institutional Investors	-	-
	2. Non-Institutions		
	(a) Individuals	5317167	21.64
	(b) Trust	-	-
	(c) Hindu Undivided Family	251200	1.02
	(d) Non-Resident	475200	1.93
	(e) Clearing Members	33633	0.15
	(f) Bodies Corporate	390400	1.59
	Sub Total	24567200	100

15. TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS) AS ON MARCH 31, 2022

S.No	Name of Top Ten Shareholders	Number of Shares held	% of Shares
01.	NADIKATTU RAMI REDDY	409600	1.67
02.	PALADUGU DHANANJAYA RAO	408000	1.66
03.	BAL KRISHEN	406400	1.65
04.	SAHIL GUPTA	363200	1.48
05.	BACKBAY EQUITY PARTNERS LLP	243200	0.99
06.	DR. RAMESH CHIMANLAL SHAH	153600	0.63
07.	SUBHASH P RATHOD	129600	0.53
08.	MAHENDRA GIRDHARILAL WADHWANI	104000	0.42
09.	NAWAS SHUKOOR	96000	0.39
10.	MR. PARESH RASIKLAL SHAH	88000	0.36

16. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2022

NOMINAL SHARE HOLDERS	NUMBER OF SHARE HOLDERS	PERCENTAGE OF SHARES %	SHARE AMOUNT (RS)	PERCENTAGE %
1-5000	06	0.4267	10330	0.0042
5001-10000	03	0.2134	16000	0.0065
10001-20000	1123	79.8720	17967670	7.3137
20001-30000	Nil	Nil	Nil	Nil
30001-40000	130	9.2461	4160000	1.6933
40001-50000	27	1.9203	1296000	0.5275
50001-100000	55	3.9118	4128000	1.6803
100001-999999999	62	4.4097	218094000	88.7745
Grand Total	1406	100.00	245672000	100.00

17. ADDRESS FOR CORRESPONDENCE:

Sarveshwar Foods Limited
Sarveshwar House, Below Gummat, Jammu-J&K
E-mail: investorrelations@sarveshwarrice.com

CFO Certification pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements), 2015 for the financial year ending 2021-2022.

To,
The Board of Directors,
M/s. Sarveshwar Foods Limited
Sarveshwar House, Below Gumat, Jammu
J&K -180001
This is to certify that:

a) I, Mohit Garg, Chief Financial Officer of the Company have reviewed financial statements and cash flow statement for the year 2021-2022 and that to the best of our knowledge and belief:

I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading,

II. These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) I, accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) I have indicated to the auditors and the Audit committee,

I. Significant changes in internal control over financial reporting during the year,

II. Significant change in accounting policies during the year and that the same have been disclosed in the notes to the financial statements and;

III. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Thanking you,

For **Sarveshwar Foods Limited**

Mohit Garg
Chief Financial Officer

Dated: 30/05/2022
Place: Jammu

DECLARATION BY MANAGING DIRECTOR

I, **Anil Kumar**, (DIN: **07417538**) Managing Director of “Sarveshwar Foods Limited”, hereby declare that all the members of the Board of Directors have affirmed compliance with the Code of Conduct applicable to them as laid down by the Board of Directors in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March 2022.

*By Order of the Board
For Sarveshwar Foods Limited*

ANIL KUMAR
MANAGING DIRECTOR
DIN:07417538
Place: Jammu
Date: 03/09/2022

CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of Sarveshwar Foods Limited

We have examined the compliance of conditions of Corporate Governance by Sarveshwar Foods Limited for the year ended March 31, 2022 as stipulated in the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015") as referred in Regulation 15(2) of the listing regulations for the period 1st April, 2021 to 31st March 2022.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Yamina Almas & Associates

Practicing Company Secretaries

CS Aamir Aslam

Partner

M.No: 11759

CP No: 18068

Place: Srinagar

Date: 03.09.2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SARVESHWAR FOODS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **SARVESHWAR FOODS LIMITED** ("the Company"), which comprise the balance sheet as at March 31, 2022, the statement of profit and loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its Profit, and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial

statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we will read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

We have nothing to report.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors 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 Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(l) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to

draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best

of our knowledge and belief were necessary for the 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. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors as on 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.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:
In our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 34 to the standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - 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 entity ("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;
- (c) Based on the audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

For KRA & Co.
Chartered Accountants
(Firm Registration No.020266N)

Rajat Goyal
Partner
Membership No.: 503150
UDIN: 22503150AJYCDO2722
Place: Delhi
Date: May 30, 2022

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SARVESHWAR FOODS LIMITED

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and Intangible Assets.
- (b) In accordance with the phased programme for verification of Property, Plant and Equipment, certain items of 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 immovable properties are held in the name of the company.
- (d) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not revalued any Property, Plant and Equipment during the year. Consequently, clause (i)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and based on our examination of the records of the Company, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so. Consequently, clause (i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventories at reasonable interval during the year and no material discrepancies (10% or more in the aggregate for each class of inventory) were noticed on physical verification of inventories. In our opinion the coverage and procedure of such verification by the management is appropriate.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions based on security of current assets; quarterly returns or statements filed by the company with such

banks or financial institutions are in agreement with the books of account of the Company.

- (iii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has granted loan and advances in the nature of loan to a party.
 - (a) The aggregate amount of such loan granted is Rs. 13.17 crores and the balance outstanding at the Balance Sheet date as at 31.03.2022 is Rs. 13.17 crores.
 - (b) According to the information and explanations given to us and based on our examination of the records of the Company, the terms and condition of such loan is not prejudicial to the interest of the Company
 - (c) According to the information and explanations given to us and based on our examination of the records of the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayment of loan is regular
 - (d) According to the information and explanations given to us and based on our examination of the records of the Company, there is no amount overdue for this loan
 - (e) According to the information and explanations given to us and based on our examination of the records of the Company, there are no loan or advance in the nature of loan granted which has fallen due during the year and has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties. Consequently, clause (iii)(e) of the Order is not applicable to the Company.
 - (f) According to the information and explanations given to us and based on our examination of the records of the Company, 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.
- (iv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and

- providing guarantees and securities, as applicable.
- (v) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not accepted any deposit during the year. Consequently, clause (v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to maintain cost records under section 148(1) of the Companies Act, 2013. Consequently, clause (vi) of the Order is not applicable to the Company.
- (vii) According to the information and explanations given to us and based on our examination of the records of the Company, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues, during the year, with the appropriate authorities and there are no material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.
- (c) There are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and based on our examination of the records of the Company, there are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961
- (ix) (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not defaulted in the repayment of dues to financial institutions or banks.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not been declared willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and based on our examination of the records of the Company, the funds raised on short term basis have not been utilized for long term purposes. Consequently, clause (ix)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures.
- (f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Consequently, clause (x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditor in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanations given to us, no whistle blower

complaints has been received during the year. Consequently, clause (xi)© of the Order is not applicable to the Company.

- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Consequently, clause (xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013, and corresponding details have been disclosed in the financial statements, as required by the applicable Accounting Standards.
- (xiv) (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business
(b) The report of the Internal Auditor for the year were considered by us for statutory audit purposes.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Consequently, clause (xvi)(a), (b), (c) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and 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, 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 the 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) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.

For KRA & Co.
Chartered Accountants
(Firm Registration No.020266N)

Rajat Goyal
Partner
Membership No.: 503150
UDIN: 22503150AJYCDO2722
Place: Delhi
Date: May 30, 2022

ANNEXURE “B” TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SARVESHWAR FOODS LIMITED

(Referred to in Paragraph 2 point (f) under the heading of “Report on Other Legal and Regulatory Requirements” of our report of even date)

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

We have audited the internal financial controls over financial reporting of **SARVESHWAR FOODS LIMITED** (“the Company”) as at March 31, 2022, in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system 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, to the best of our information and according to the explanation given to us, 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 KRA & Co.
Chartered Accountants
(Firm Registration No.020266N)

Rajat Goyal
Partner
Membership No.: 503150
UDIN: 22503150AJYCDO2722
Place: Delhi
Date: May 30, 2022

SARVESHWAR FOODS LIMITED
Standalone Balance Sheet as at March 31, 2022

		(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
	Note No.		
Equity and liabilities			
Shareholders' funds			
Share capital	3		
-Equity Share Capital		2,456.72	2,456.72
Reserves and surplus	4	9,793.33	9,473.32
		12,250.05	11,930.04
Non current liabilities			
Long term borrowings	5	2,415.59	1,873.70
		2,415.59	1,873.70
Current liabilities			
Short term borrowings	7	10,518.38	10,008.57
Trade payables	8		
(i) Total Outstanding dues of Micro and Small Enterprises		-	-
(ii) Total Outstanding dues other than Micro and Small Enterprises		703.51	1,552.22
Other current liabilities	9	561.71	321.14
Short term provisions	10	82.93	94.75
		11,866.53	11,976.68
		26,532.17	25,780.42
Assets			
Non current assets			
Property, Plant and Equipment and Intangible assets			
(i) Property, Plant and Equipment	11	326.06	380.06
(ii) Intangible assets		3.59	5.38
Non Current Investments	12	3,016.23	3,016.23
Long Term Loans & Advances	13	1,316.56	1,173.04
		4,662.44	4,574.71
Deferred Tax Assets (Net)	6	18.10	19.62
Current assets			
Inventories	14	10,683.48	10,785.66
Trade receivables	15	9,853.77	10,026.44
Cash and bank balances	16	13.89	22.49
Short-term loans and advances	17	1,046.44	67.83
Other Current Assets	18	254.05	283.67
		21,851.63	21,186.10
		26,532.17	25,780.42
Significant accounting policies	2	0.00	0.00
As per our report of even date			

For K R A & Co
Firm Registration No: 020266N
Chartered Accountants

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCB02722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED
Standalone Statement of Profit and Loss for the year ended March 31, 2022

	Notes	(in Lakhs) For the year ended 31-Mar-2022	(in Lakhs) For the year ended 31-Mar-2021
INCOME			
Revenue from operations	19	27,290.80	22,857.93
Other income	20	145.55	257.24
		27,436.34	23,115.17
EXPENDITURE			
Raw materials consumed	21	12,564.60	6,994.66
Purchases	22	11,395.44	15,511.62
Decrease in inventories of semi finished and finished goods	23	175.48	(2,206.62)
Employee benefits expenses	24	238.46	200.51
Depreciation expenses	11	62.39	72.37
Finance cost	25	867.38	598.78
Operating and other expenses	26	1,667.01	1,491.10
		26,970.75	22,662.42
Profit/(Loss) before tax Exceptional Items		465.59	452.75
Exceptional item			
Extraordinary items			
Profit/(Loss) before tax		465.59	452.75
(a) Current Year Tax		130.18	127.41
(b) Previous Year Tax		13.88	9.89
(c) Deferred Tax		1.52	6.87
Profit / (loss) for the year		320.01	308.57
Minorities			
Owners of the Company			
Earnings per equity share	27	1.30	1.26
Basic and diluted annualised		1.30	1.26
Significant accounting policies	2		
As per our report of even date			
For K R A & Co		For and behalf of the Board of Directors	
Firm Registration No: 020266N		SARVESHWAR FOODS LIMITED	
Chartered Accountants			

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED
Standalone Statement of Cash Flows for the year ended March 31, 2022

	(in Lakhs) For the year ended 31-Mar-2022	(in Lakhs) For the year ended 31-Mar-2021
Cash flow from operating activities		
Profit Before tax	465.59	452.75
Adjustment to reconcile profit before tax to net cash flows		
Depreciation / amortization expenses	62.39	72.37
Profit on sale of Investments	-	(139.73)
Profit on sale of fixed assets	0.02	(0.08)
Interest income	(0.56)	(98.70)
Unrealized foreign exchange loss/ gain	(72.21)	-
Interest on loan	867.38	598.78
Operating profit before working capital changes	1,322.60	885.39
Movements in working capital :		
Increase / (Decrease) in other liabilities	240.57	(914.58)
Increase / (Decrease) in Trade Payable	(848.71)	393.98
(Increase)/ Decrease in trade receivable	172.67	433.80
Decrease/(Increase) in Inventory	102.18	(2,267.35)
Decrease/ (Increase) in other current assets	29.62	(22.40)
Net cash flow (used in) operations	1,018.94	(1,491.17)
Less: Direct taxes paid Including Advance taxes	(155.88)	(42.56)
Net cash flow (used in) operating activities (A)	863.06	(1,533.72)
Cash flows from investing activities		
Decrease/ (Increase) in other non-current investment in FDR	-	14.76
Decrease/ (Increase) in other advances to related Parties	(1,122.14)	200.08
Sale proceeds from Investments		171.78
Purchase of fixed assets	(7.59)	(23.70)
Sale of Fixed Assets	0.98	0.51
Interest received	0.56	98.70
Net cash flow (used in)/ generated from investing activities (B)	(1,128.18)	462.13
Cash flows from financing activities		
Proceeds/ repayments from/ of borrowings	1,051.69	1,667.86
Foreign Exchange Gain	72.21	-
Interest paid on loan	(867.38)	(598.78)
Net cash flow from/ (used in) in financing activities (C)	256.52	1,069.08
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(8.60)	(2.52)
Cash and cash equivalents at the beginning of the year	22.49	25.01
Cash and cash equivalents at the end of the year	13.89	22.49
Components of cash and cash equivalents		
Total cash and cash equivalents (note 16)	13.89	22.49
Significant accounting policies	0.00	

As per our report of even date

For K R A & Co

Firm Registration No: 020266N

Chartered Accountants

For and behalf of the Board of Directors

SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722
Place: Delhi
Date: 30th May 2022

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

SARVESHWAR FOODS LIMITED

Notes to Accounts as on March 31, 2022

1 Corporate information

Sarveshwar Foods Limited is engaged in Manufacturing, Trading and Export of Basmati rice, which is a long grain with a fine texture. The company having its registered office at "SARVESHWAR HOUSE, BELOW GUMAT, JAMMU, JAMMU AND KASHMIR JK 180001 IN" is a listed public limited company.

Company was originally incorporated as a private limited company, at Jammu and Kashmir, India under the Companies Act, 1956 in the name of Sarveshwar Overseas Private Limited vide Certificate of Incorporation dated August 3, 2004. Fresh Certificate of Incorporation dated April 13, 2010 was issued to the Company pursuant to change of name of the Company to Sarveshwar Organic Foods Private Limited. Subsequently, fresh Certificate of Incorporation consequent upon change of name on conversion to Public Limited Company dated June 29, 2010 was issued by RoC, Jammu and Kashmir. Further, the name of the Company was changed to Sarveshwar Foods Limited pursuant to which, the Company has received a fresh Certificate of Incorporation dated June 29, 2015.

2 Basis of Preparation of financial statements (Significant Accounting Policies & other explanatory Notes)

2.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under section 133 of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous years.

2.2 Use of estimates

The preparation of financial statements are in conformity with the Accounting Standards which requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures relating to the contingent liabilities as on the date of balance sheet and the reported amount of revenues and expenditures during the reporting period. The estimates and assumptions used in the Financial Statements are based upon Management's best evaluation of the relevant facts and circumstances as of the date of the Financial Statements. Examples of such estimates include useful life of fixed assets, creation of deferred tax asset, lease rentals and write off of deferred revenue expenditure. Actual results may differ from those estimates.

2.3 Inventories

Inventories are valued at cost after providing for obsolescence and other losses, where considered necessary and realizable value whichever is less. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads.

2.4 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise of cash at bank and in hand and short term investments with an original maturity of three months or less. Earmarked balances with bank, margin money or security against borrowings, guarantees and other commitments, if any shall be treated separately from cash and cash equivalent

2.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and amortisation

Depreciation has been provided as per the useful life of the respective asset by retaining 5% as residual value in accordance with the Schedule II to the Companies Act, 2013.

Depreciation on addition to fixed assets is provided on pro-rata basis from the date the assets are acquired/installed. Depreciation on sale/deduction from fixed assets is provided for up to the date of sale, deduction and discardment as the case may be.

In case of items having value of Rs. 5,000/- or below that are acquired during the year, are charged to profit & loss account at 100% in the year of purchase.

2.7 Revenue recognition

Sale of goods

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax, value added tax and GST. The company follows the mercantile system of accounting and recognizes the income and expenditures on accrual basis except in case of significant uncertainties. Certain items of income such as insurance claim, market fees refund, overdue interest from customers etc have been considered to the extent the amount is accepted by the parties.

Domestic sales are recognized at the point of dispatches to customers.

Export Sales are recognized at the time of issue of Bill of Lading.

2.8 Other income

Interest income is recognised on time proportion basis.

2.9 Tangible fixed assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use, including borrowing cost till commencement of commercial production, net changes on foreign exchange contracts, if capitalization criteria are met. Capital work in progress is stated at cost. Capital work in progress includes the cost of fixed assets that are not yet ready for their intended use, as on the balance sheet date.

2.10 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

2.11 Foreign currency transactions and translations

Initial recognition

Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement of foreign currency monetary items at the Balance Sheet date

Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the Balance Sheet date are restated at the year-end rates.

Exchange differences arising out of these translations are charged to the Statement of Profit and Loss.

2.12 Government grants, subsidies and export incentives

Export Incentive if any is accounted on accrual basis except Interest Subsidy which has been accounted for on receipt basis.

2.13 Investments

Long-term investments, are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

2.14 Employee benefits

The Company has adopted the Accounting Standard 15- Employee Benefits prescribed under the Companies (Accounting Standards) Rules, 2006. Employee benefits include provident fund, bonus, superannuation fund, compensated absences, long service awards and post-employment medical benefits. The Company's obligation towards various employee benefits has been recognized as follows:

Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are short-term employee benefits. Benefits such as salaries, wages and bonus wages, etc, are recognized in the Profit and Loss statement in the period in which the employee renders the related service.

Defined contribution plans

The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.

2.15 Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/ development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets.

Borrowing cost attributable to the fixed assets during construction/exploration, renovation and modernization are capitalized. Such borrowing costs are apportioned on the average balance of capital work in progress for the year. Other borrowing costs are recognized as an expense in the period in which they are incurred.

2.16 Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance. However the company is currently dealing in only one primary segment..

2.17 Taxes on income

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income that originates in one period and are capable of reversal in one or more subsequent periods

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.18 Impairment of assets

The carrying values of assets / cash generating units are reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss.

2.19 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

A contingent liability is disclosed where, as a result of past events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.20 Insurance claims

Insurance claims are accounted for on the basis of claims admitted/ expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

2.21 Leases

a) Finance lease

- i) Assets taken on finance lease are capitalised at fair value or net present value of the minimum lease payments, whichever is less.
- ii) Lease payments are apportioned between the finance charges and outstanding liability in respect of assets taken on lease.

b) Operating lease

- i) Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term are classified as operating lease. Lease rent are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

2.22 Earning per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares.

2.23 The Previous Year figures have been regrouped/rearranged wherever necessary to make them comparable.

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 3		
SHARE CAPITAL AUTHORISED		
30,000,000 Equity shares of Rs 10 each with voting rights	3,000.00	3,000.00
(Previous Year 30,000,000 Equity shares of Rs 10 each with voting rights)		
ISSUED SUBSCRIBED AND FULLY PAID UP		
24,567,200 Equity shares of Rs 10 each with voting rights	2,456.72	2,456.72
(Previous Year 24,567,200 Equity Shares of Rs 10 each with voting rights)		
Total	2,456.72	2,456.72
A) Reconciliation of number of equity shares outstanding		
As at the beginning of the year	2,45,67,200	2,45,67,200
Add: Shares Issued during the year		
Less: Bought back during the year		
As at the end of the year	2,45,67,200	2,45,67,200
Share holders having 5% or more Shares		
Name Of Shareholders		
Rohit Gupta		
No. of shares	1,80,88,800	1,80,88,800
% of holding	73.63	73.63
Other Promoters Group		
No. of shares	10,600	10,800
% of holding	0.04	0.04
Other Public Holding		
No. of shares	64,67,800	64,67,600
% of holding	26.33	26.33
	2,45,67,200.00	2,45,67,200.00
	-	-
NOTE 4		
RESERVE AND SURPLUS		
General Reserve		
Opening Balance	122.84	107.41
Transfer from Profit & Loss	16.00	15.43
	138.84	122.84
Share Premium		
Opening Balance	4,347.62	4,347.62
Add: Received during the year	-	-
	4,347.62	4,347.62
Profit & Loss A/c		
Opening Balance	5,002.86	4,709.71
Add: Additions During the Year	320.01	308.57
Less: Transfer to General Reserve	(16.00)	(15.43)
	5,306.87	5,002.86
Total	9,793.33	9,473.32

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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NOTE 5

Long Term Liabilities

Secured Loan

Term Loan from Banks	2,807.48	1,885.60
Less: Payable with 12 months	(409.79)	(11.89)

Unsecured Loans from Directors	17.89	
Total	2,415.59	1,873.70

NOTE 6

Deferred Tax Liabilities

WDV As per Income Tax	397.99	458.02
WDV As per Companies Act	326.06	380.06
Timing Difference on Account of Fixed Assets	71.93	77.96
Deferred Tax Asset	18.10	19.62
Deferred Tax liability	-	-
Current year Provision	1.52	6.87

Total	(18.10)	(19.62)
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NOTE 7

Short Term Borrowings

Cash Credit	10,108.59	9,996.67
Loan From Banks Repayable in one year	409.79	11.89

Total	10,518.38	10,008.57
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NOTE 8

Trade payables

Due to MSME		
Sundry Creditors for Trade	703.51	1,552.22

Total	703.51	1,552.22
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There are No vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

Principal amount and Interest due thereon remaining unpaid to	-	-
the amount of interest paid by the buyer in terms of section 16 of	-	-
The amount of interest due and payable for the year of delay in	-	-
The amount of interest accrued and remaining unpaid during the	-	-
The amount of further interest remaining due and payable even in	-	-

Trade Payables Ageing Schedule*

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
Due to MSME		
Less than one year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	-	-
Other		
Less than one year	864.55	1,673.70
1-2 years	-	(136.74)
2-3 years	(162.83)	11.52
More than 3 years	1.79	3.75
Total	703.51	1,552.22
* There are no disputed dues for trade payable	(0.00)	(0.00)
NOTE 9		
Other current liabilities		
Statutory Liabilities:	15.27	7.01
Expenses payable	19.25	24.54
Other current liabilities	62.14	40.53
Bank OD	244.98	-
Advance received from related Parties	220.09	249.06
Total	561.71	321.14
NOTE 10		
Provision for Taxation (Net of advance tax)	82.93	94.75
Total	82.93	94.75
NOTE 12		
OTHER NON CURRENT ASSETS		
Investment in Shares of HBOFPL	1,505.00	1,505.00
Investment in Shares of Sarveshwar Overseas Ltd.,	1,485.00	1,485.00
Investment in Shares of Natural Global Foods DMCC	26.23	26.23
Total	3,016.23	3,016.23
NOTE 13		
Non Current Assets		
Unsecured Loans & Advances	1,316.56	1,173.04
Total	1,316.56	1,173.04

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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NOTE 14

INVENTORIES

(Stock of Traded Goods have been Valued at lower of Cost and NRV)

Finished Goods Trading	9,499.21	1,471.20
Finished Goods Manufacturing	893.12	9,096.61
Raw Material	291.16	217.86
Total	10,683.48	10,785.66

NOTE 15

TRADE RECEIVABLES

Doubtful

Secured Considered Good

Unsecured Considered Good

	-	-
	9,853.77	10,026.44
Total	9,853.77	10,026.44

Trade Receivable Ageing Schedule

Particulars		
Undisputed trade receivable - considered good		
Less than six months	8,100.21	9,110.31
6 months - 1 year	1,504.61	720.30
1-2 years	232.01	121.41
2-3 years	3.92	7.73
More than 3 years	13.01	66.68
Total	9,853.77	10,026.44
	-	-
Undisputed trade receivable - considered doubtful		
Less than six months		
6 months - 1 year		
1-2 years		
2-3 years		
More than 3 years		
Total	-	-
	-	-

NOTE 16

CASH AND BANK ADVANCES

Cash on Hand	13.76	16.72
Balance with Banks	0.13	5.77
Margin Money Redeemable in 3 months	-	-
Total	13.89	22.49

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 17		
Short-term loans and advances		
Advance paid to Related Party	1,046.44	67.83
Total	1,046.44	67.83
NOTE 18		
Other Current assets		
Loans & Advances	3.58	2.53
Security Deposits	27.36	34.07
GST Receivable	155.70	125.16
Prepaid Expenses	7.64	11.66
Interest & subsidies receivable	28.18	89.72
Margin Money Redeemable in 3-12 Months	29.70	14.57
Other Current assets	1.90	5.96
Total	254.05	283.67
NOTE 19		
Revenue from operations		
Sale of products	27,290.80	22,857.93
Total	27,290.80	22,857.93
NOTE 20		
Other Income		
Foreign Exchange Fluctuations	72.21	-
Duty Drawback/GST Refund	1.83	-
Interest on FDR & Loan	0.56	98.70
Job Work	34.81	12.24
Shortage /Excess	5.07	1.59
Miscellaneous income	0.25	0.52
Insurance Claim	1.27	0.62
Profit on Sale of Investments	-	139.73
Profit on Sale of Asset	(0.02)	0.08
Other Income (Organic Project)	29.56	3.75
Total	145.55	257.24
NOTE 21		
MATERIAL CONSUMED		
Raw Materials' Consumption		
Opening Stock	217.86	157.13
Add: Purchases	12,408.94	6,907.42
Add: Freight Inward	14.12	37.19
Add: Packing Material Purchase	214.83	110.77
Less : Closing Stock	(291.16)	(217.86)
COGS	12,564.60	6,994.66

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 22		
PURCHASE OF TRADED GOODS		
Purchase of traded goods	11,395.44	15,511.62
Total	11,395.44	15,511.62
NOTE 23		
INCREASE /(DECREASE) & FINISHED GOODS		
Opening Stock of Finished Goods	10,567.81	8,361.18
Closing Stock of Finished Goods	10,392.33	10,567.81
Increase/(Decrease) in Finished Goods	175.48	(2,206.62)
Total	175.48	(2,206.62)
NOTE 24		
EMPLOYEE BENEFIT EXPENSE		
Salaries	203.13	158.93
Directors Remuneration	32.55	37.18
Staff Welfare	2.78	4.39
Total	238.46	200.51
NOTE 25		
Financial costs		
Bank Interest	830.18	585.63
Bank Charges	36.47	13.13
Interest on late payments of statutory dues	0.73	0.02
Total	867.38	598.78
NOTE 26		
Other expenses		
Manufacturing Expenses		
Consumables	0.57	2.42
Electricity Charges	23.58	29.36
Fumigation expense	0.48	0.04
Job Work	0.25	12.24
Pest control service charges	109.45	9.74
Repair & Maintenance	9.45	18.47
Toll Tax	0.01	0.02
Wages & Labour Charges	136.79	176.71

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
Business Development Expenses		
Business Promotion	6.52	10.77
Selling, Distribution & Administration Expenses		
Advertisement Expenses	1.44	0.56
Audit fee	4.80	4.80
Bad Debts & Provisions	0.42	61.99
Brokerage & Commission	32.58	20.35
Business Promotion & Marketing	17.44	728.38
Clearing & Handling Charges	413.54	27.68
Communication Charges	8.24	8.03
Consultancy Expense	0.03	6.35
Conveyance & Travelling	35.09	23.17
CSR Expenses	-	0.39
Foreign Exchange Loss	-	9.42
Freight & transportation on Sales	496.48	71.62
Insurance	54.79	37.65
Inspection Fees	88.71	
Misc. Expenses	16.12	20.26
Printing & Stationery	2.03	5.17
Prior Period Expense	-	7.46
Professional Fees	77.26	57.28
Rent, Rates & Taxes	112.75	113.92
Repair & Maintenance	18.17	26.84
Total	1,667.01	1,491.10
Note No. 31(i): Payment to Auditors		
Audit Fee	4.80	4.80
Other Services		
Total	4.80	4.80

NOTE 27

Earning Per Share

a) Profit for the year (in Rs)	3,20,00,860.40	3,08,57,365.58
No of Shares at beginning of the year	2,45,67,200.00	2,45,67,200.00
No of Shares at end of the year	2,45,67,200.00	2,45,67,200.00
b) Weighted average no. of equity shares outstanding	2,45,67,200.00	2,45,67,200.00
c) Earning per share		
Basic (in Rs)	1.30	1.26
Diluted (in Rs)	1.30	1.26

SARVESHWAR FOODS LIMITED

Notes to Accounts as on March 31' 2022

28 Related party disclosures:
Nature and name of related parties
Key Management Person

Rohit Gupta

Relative of Key Management Person

 Suraj Prakash Gupta
 Radha Rani
 Pooja Gupta

Enterprises Owned or controlled by Key Management Personnel or their relatives

 Sarveshwar Logistics
 Radhika Overseas
 Sarveshwar International
 Himalayan Ancient Foods P Ltd
 Radhika Pest Control
 Shree Jee Trading

Subsidiary Companies

 Sarveshwar Overseas Ltd
 Himalayan Bio Organic foods p Ltd
 Natural Global Food DMCC (up to 03.03.2021)

Transactions with related parties during the year:

(in ₹ Lacs)

Name of related party	Nature of transaction	Transaction during the year	
		Dr./ (Cr.)	
		2022	2021
Rohit Gupta	Rent	36.00	36.00
Anil Sharma	Salary	9.81	9.85
Surendar Jasrotia	Salary	10.52	17.65
Sunil Bakshi	Salary		2.35
Adarsh Gupta	Salary	0.45	0.50
Uttar Kumar Padha	Salary	0.11	0.33
Gayatri Tandon	Salary		7.31
Ritesh Maini	Salary	1.13	
Harbans Lal Sharma	Salary	8.60	
Mahadeep Singh Jamwal	Salary	5.58	
Seema Rani	Salary	7.44	5.78
Sarveshwar Logistics	Freight	24.00	29.75
Radha Rani	Rent		-
Himalayan Bio Organic Foods P Ltd	Purchases	7.21	8.34
Himalayan Bio Organic Foods P Ltd	Sales	283.03	403.99
Sarveshwar International	Sales	114.15	
Sarveshwar Overseas Ltd	Purchases	154.63	1,600.00
Sarveshwar Overseas Ltd	Sales	426.03	-
Sarveshwar Overseas Ltd	Unsecured Loan Given	2,292.36	1,249.83
Sarveshwar Overseas Ltd	Unsecured Loan Repayment Rcvd	2,149.45	1,400.94
Sarveshwar Overseas Ltd	Interest on loan Received		98.04
Radhika Overseas	Purchases	200.45	5.70
Radhika Overseas	Sales	43.04	0.51

29 Expenditure and earnings in foreign currency (on accrual basis)

(in ₹ Lacs)

Particulars	2022	2021
Expenditure		
Professional fee		-
Certification Fees		1.32
Consultancy Fee		6.35
Lab Testing		
Advertisement Exp		1.06
Subscription Charges		0.12
Commission on Exports	14.08	19.22
Travelling Expenses in foreign Currency		0.52
Earnings		
Sale of finished goods	13,967.01	1,483.10

30 Unhedged foreign currency exposures as at the balance sheet date

Particulars	2022				2021			
	in USD	in JPY	Exchange rate	in ₹ Lacs	in USD	in JPY	Exchange rate	in ₹ Lacs
Trade receivables	50,55,811		75.92	3,838.37	3,08,293		73.21	225.69

31 The balances of receivables, payables, security deposit given are subject to confirmation & reconciliation, if any.

32 Disclosure under Accounting Standard (AS) 15 " Employee Benefits"

Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The gratuity plan of the Company is funded. The information in the note is for disclosure purpose.

The defined benefit plans expose the Company to a number of actuarial risks as below:

Interest risk: A decrease in the bond interest rate will increase the plan liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

(in ₹ Lacs)

(i) The key assumptions used in accounting for retiring gratuity is as below:

Particular	2022	2021
Discount rate	7.00%	7.00%
Rate of escalation in salary	8.50%	7.00%

(ii) Changes in present value of Obligation:

Particular	2022	2021
Obligation at the beginning of the year	(12.90)	(12.42)
Interest costs	(0.90)	(0.87)
Current service costs	(2.56)	(2.33)
Benefits paid	3.60	-
Remeasurement (gains)/losses	(1.17)	2.73
Obligation at the end of the year	(13.93)	(12.90)

(iii) Changes in the fair value of plan assets:

Particular	2022	2021
Fair value of plan assets at beginning of year	15.65	15.67
Expected return on plan assets	0.87	(0.02)
Contributions	-	-
Benefits paid	(3.60)	-
Remeasurement (gains)/losses	-	-
Fair value of plan assets at the end of year	12.93	15.65

(iv) Amounts to be recognised in the balance sheet

Particular	2022	2021
Present value of obligation	(13.93)	(12.90)
Fair value of plan assets	12.93	15.65
Funded status	(1.00)	2.76
Net assets / (liability) recognized in balance sheet as provision	(1.00)	2.76

(v) Expenses to be recognised in the statement of profit and loss

Particular	2022	2021
Current service costs	(2.56)	(2.33)
Interest costs	(0.90)	(0.87)
	(3.46)	(3.20)
Expected return on plan assets	0.87	(0.02)
Net Actuarial (gain)/ loss	(1.17)	2.73
	(0.30)	2.71
Net Impact on Profit & Loss	(3.76)	(0.49)

The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors on long term basis.

Details of secured borrowings as on March 31, 2022

Name of the lenders	Facility Type	Interest rate	Loan Currency	Sanctioned Amount in Lakhs	Tenure	Outstanding Loan as on 31.03.2022 in INR Lacs	Security as per the loan agreement
Long Term							
J&K Bank Loan WCTL (GECL) 0230260440000002	WCTL	1 Year MCLR + 150 bsp	INR	1,867.00		1,459.95	Various Immovable Properties and Stocks & Debtors
J&K Bank Loan WCTL (GECL) 0230260830000002	WCTL	1 Year MCLR + 150 bsp	INR	994.89		933.78	Various Immovable Properties and Stocks & Debtors
Short Term							
J&K Bank	CC	MCLR+ 0.5%	INR	10,500.00	Renewal Done Every Year	4,899.28	Various Immovable Properties and Stocks & Debtors
PCL Limit A/c No. 04	Pledge Limits	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	249.90	Various Immovable Properties and Stocks & Debtors
PCL Limit A/c No. 06	Pledge Limits	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	4,959.40	Various Immovable Properties and Stocks & Debtors
Total				13,361.89		12,502.32	

34 **Contingent Liability**

		As on	
		As on March 2022	March 2021
Sr No	Particulars		
1	Corporate Guarantee given by the company for loans taken by its subsidiary company from banks/financial institutions.	2,500.00	2,500.00

35 **Segment Reporting**

Based on guiding principles given in AS-17 "Segment Reporting", the business segment has been considered as the primary segment and the geographic segment has been considered as the secondary segment. As the processing and trading of rice is the only business segment, the disclosure requirement for primary business segment is not applicable.

The Company has two geographic segments; domestic and export. Revenue from the geographic segment, based on location of customers is as follows:

Particulars	31.03.2022	31.03.2021
Domestic	13,323.79	21,374.83
Exports	13,967.01	1,483.10

36 **Disclosure on significant ratios**

Particulars	As at 31 March,	As at 31 March, 2021
Current Ratio	1.84	1.77
Debt-Equity Ratio,	0.51	0.50
Debt Service Coverage Ratio	1.61	1.88
Return on Equity Ratio	0.03	0.03
Inventory turnover ratio	2.24	2.09
Trade Receivables turnover ratio	2.77	2.28
Trade payables turnover ratio	34.06	14.50
Net capital turnover ratio	2.73	2.48
Net profit ratio	0.01	0.01
Return on Investment	-	0.05
Return on Capital employed	0.01	0.01

Methodology:

1. Current Ratio = Current Asset / Current Liability
2. Debt-Equity Ratio = Total Debt / (Total Debt + Equity)
3. Debt Service Coverage Ratio = EBITDA / Finance Cost
4. Return on Equity Ratio = Profit After Tax / Total Equity
5. Inventory Turnover Ratio = Purchase / Inventory
6. Trade Receivable Turnover Ratio = Revenue from Operations / Trade Receivable
7. Trade Payable Turnover Ratio = Purchase / Trade Payable
8. Net Capital Turnover Ratio = Revenue from Operations / (Current Asset - Current Liability)
9. Net Profit Ratio = Profit After Tax / Revenue from Operations
10. Return on Investment = Net income on investment / Cost of Investment
11. Return on Capital Employed = Profit After tax / (Total Equity + Total Debt)

37 The Company has reclassified previous year figures to conform to this year's classification.

As per our report of even date

For K R A & Co
Firm Registration No: 020266N
Chartered Accountants

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED

Statement of Notes to Accounts for the year ended March 31, 2022

11 Property, Plant and Equipment and Intangible assets (in ₹ Lacs)										
	Land	Building	Plant & Machinery	Office Equipments	Furniture & Fixture	Electrical Installation	Vehicles	Computer	Softwares	Total
Gross block										
At March 31, 2020	14.07	213.99	284.17	29.40	15.28	-	96.59	21.86	12.11	687.46
Additions			21.26	0.90	0.68			0.87		23.70
Disposals	-	-	-	0.08	-	-	-	0.42	-	0.51
At March 31, 2021	14.07	213.99	305.42	30.21	15.96	-	96.59	22.30	12.11	710.65
Additions			4.62	1.67				1.30		7.59
Disposals							1.00			1.00
At March 31, 2022	14.07	213.99	310.04	31.88	15.96	-	95.59	23.60	12.11	717.24
Depreciation										
At March 31, 2020	-	54.91	100.28	17.44	7.61	-	51.68	16.97	4.04	252.92
Charge for the year		15.12	34.04	3.34	2.09		11.85	3.23	2.69	72.37
Disposals	-	-	-	0.01	-	-	-	0.08	-	0.08
At March 31, 2021	-	70.03	134.32	20.77	9.70	-	63.53	20.12	6.73	325.21
Charge for the year		13.68	32.40	2.60	1.62		8.50	1.79	1.79	62.39
Disposals										-
At March 31, 2022	-	83.71	166.72	23.37	11.32	-	72.04	21.92	8.52	387.60
Net block										
At March 31, 2020	14.07	159.08	183.89	11.96	7.68	-	44.91	4.89	8.07	434.54
At March 31, 2021	14.07	143.96	171.10	9.44	6.26	-	33.06	2.18	5.38	385.44
At March 31, 2022	14.07	130.28	143.32	8.51	4.64	-	23.56	1.69	3.59	329.64

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SARVESHWAR FOODS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **SARVESHWAR FOODS LIMITED** ("hereinafter referred to as the 'Holding Company'") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated balance sheet as at March 31, 2022, and the consolidated statement of profit and loss, and the consolidated cash flow statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit, and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the director's report, management discussion and

analysis and report on corporate governance, but does not include the financial statements and our auditor's report thereon. The director's report, management discussion and analysis and report on corporate governance are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will 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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There are no key audit matters to communicate

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Holding Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Management and Board of Directors of the Companies Included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the each Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments

and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the Companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of

not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the

other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in section titled 'Other Matters' in this audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors and management certified accounts as referred to in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were

necessary for the 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. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of the written representations received from the directors of the Holding Company 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.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company did not have any pending litigations for which there were any impact on 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For KRA & Co.
Chartered Accountants
(Firm Registration No.020266N)

Rajat Goyal
Partner
Membership No.: 503150
UDIN: 21503150AAAAVN3760
Place: Delhi
Date: May 30, 2022

ANNEXURE “A” TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF SARVESHWAR FOODS LIMITED

(Referred to in Paragraph 1 point (f) under the heading of “Report on Other Legal and Regulatory Requirements” of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of **SARVESHWAR FOODS LIMITED** (the 'Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as the 'Group') as at and for the year ended 31 March 2022, we have audited the internal financial controls over financial reporting ('IFCoFR') of the Holding Company, its two subsidiary companies, which are companies covered under the Act, as at that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its two subsidiary companies, which are companies covered under the Act, as at that date, are 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 (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the company's 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the IFCoFR of the Holding Company, its two subsidiary companies, which are companies covered under the Act, as at that date, based on our audit. We conducted our audit in accordance with the

Standards on Auditing issued by the ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR includes obtaining an understanding of IFCoFR, 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 IFCoFR of the Holding Company, its two subsidiary companies as aforesaid.

Meaning of Internal Financial Controls over Financial Reporting

A company's IFCoFR 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 IFCoFR include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR 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 Holding Company, its two subsidiary companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls over financial reporting and such controls were operating effectively as at 31 March 2022, based on the internal control over financial reporting criteria established by the Holding Company, its two subsidiary companies as aforesaid, 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 KRA & Co.

Chartered Accountants

(Firm Registration No.020266N)

Rajat Goyal

Partner

Membership No.: 503150

Place: Delhi

Date: May 30, 2022

SARVESHWAR FOODS LIMITED
Consolidated Balance Sheet as at March 31, 2022

		(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
	Note No.		
Equity and liabilities			
Shareholders' funds			
Share capital	3		
-Equity Share Capital		2,456.72	2,456.72
-Preference Share Capital		2,200.00	2,200.00
Reserves and surplus	4	11,677.19	11,345.50
Minority Interest		22.17	21.42
		16,356.08	16,023.63
Non current liabilities			
Long term borrowings	5	5,105.23	4,013.44
		5,105.23	4,013.44
Current liabilities			
Short term borrowings	7	21,417.68	22,552.36
Trade payables	8		
(i) Total Outstanding dues of Micro and Small Enterprises and		25.55	44.59
(ii) Total Outstanding dues other than Micro and Small Enterprises		3,205.31	4,924.67
Other current liabilities	9	923.62	301.58
Short term provisions	10	150.87	161.00
		25,723.03	27,984.20
		47,184.34	48,021.26
Assets			
Non current assets			
Property, Plant and Equipment and Intangible assets			
(i) Property, Plant and Equipment	11	1,841.30	1,989.15
(ii) Intangible assets		3.59	5.38
Non Current Investments	12	133.56	417.34
Long Term Loans & Advances	13	49.55	39.13
		2,028.00	2,451.00
Deferred Tax Assets (Net)	6	35.51	37.95
Current assets			
Inventories	14	22,095.73	24,431.24
Trade receivables	15	22,291.80	20,188.43
Cash and bank balances	16	39.14	75.22
Short-term loans and advances	17	146.05	86.87
Other Current Assets	18	548.12	750.55
		45,120.83	45,532.32
		47,184.35	48,021.27
Significant accounting policies	2	(0.01)	(0.00)
As per our report of even date			

For K R A & Co
Firm Registration No: 020266N
Chartered Accountants

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED
Consolidated Statement of Profit and Loss for the half year ended September 30, 2021

		(in Lakhs) For the year ended 31-Mar-2022	(in Lakhs) For the year ended 31-Mar-2021
	Notes		
INCOME			
Revenue from operations	19	60,472.11	51,452.56
Other income	20	179.68	243.37
		60,651.79	51,695.93
EXPENDITURE			
Raw materials consumed	21	19,769.13	15,630.74
Purchases	22	31,760.66	36,107.64
Decrease in inventories of semi finished and finished goods	23	3,217.37	(5,968.85)
Employee benefits expenses	24	399.05	371.70
Depreciation expenses	11	164.21	191.83
Finance cost	25	1,966.47	1,255.85
Operating and other expenses	26	2,502.84	3,307.88
		59,779.74	50,896.80
Profit/(Loss) before tax		872.05	799.13
Exceptional item			
Extraordinary items		-	-
Profit/(Loss) before tax		872.05	799.13
(a) Current Year Tax		244.46	230.44
(b) Previous Year Tax		27.11	20.03
(c) Deferred Tax		2.44	22.78
Profit / (loss) for the year		598.05	525.88
Profit from Associates		(283.78)	(1.66)
Net Profit		314.27	524.22
Profit Attributable to:			
Minorities		0.76	0.39
Owners of the Company		313.51	523.84
Earnings per equity share	27	1.28	2.13
Basic and diluted annualised		1.28	2.13

Significant accounting policies
As per our report of even date

For K R A & Co
Firm Registration No: 020266N
Chartered Accountants

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED
Consolidated Statement of Cash Flows for the half year ended September 30, 2021

	(in Lakhs) For the year ended 31-Mar-2022	(in Lakhs) For the year ended 31-Mar-2021
Cash flow from operating activities		
Profit Before tax	872.05	799.13
Adjustment to reconcile profit before tax to net cash flows		
Depreciation / amortization expenses	164.21	191.83
Profit on sale of Investments	-	(139.73)
Non Cash Adjustment on conversion of Subsidiary into Associate		(874.00)
DDT & Interest thereon reversed	18.18	
Profit on sale of fixed assets	0.02	(0.23)
Interest income	(3.46)	(5.01)
Unrealized foreign exchange loss/ gain	(68.44)	23.20
Interest on loan	1,966.47	1,255.85
Operating profit before working capital changes	2,949.03	1,251.04
Movements in working capital :		
Increase / (Decrease) in other liabilities	622.04	(436.90)
Increase / (Decrease) in Trade Payable	(1,738.40)	1,893.34
(Increase)/ Decrease in trade receivable	(2,103.36)	(738.10)
Decrease/(Increase) in Inventory	2,335.51	(5,156.57)
Decrease/ (Increase) in other current assets	202.43	(171.85)
Net cash flow (used in) operations	2,267.25	(3,359.03)
Less: Direct taxes paid Including Advance taxes	(281.69)	(91.74)
Net cash flow (used in) operating activities (A)	1,985.56	(3,450.77)
Cash flows from investing activities		
Decrease/ (Increase) in other non-current investment in FDR	(9.81)	9.76
Decrease/ (Increase) in other advances to related Parties	(59.80)	(95.43)
Decrease/ (Increase) in other advances	-	174.39
Sale proceeds from Investments	-	171.78
Purchase of fixed assets	(15.56)	(33.48)
Sale of Fixed Assets	0.98	0.77
Interest received	3.46	5.01
Net cash flow (used in)/ generated from investing activities (B)	(80.73)	232.80
Cash flows from financing activities		
Proceeds/ repayments from/ of borrowings	(42.88)	4,406.91
Foreign Exchange Gain	68.44	(23.20)
Interest paid on loan	(1,966.47)	(1,255.85)
Net cash flow from/ (used in) in financing activities (C)	(1,940.92)	3,127.86
Net increase/(decrease) in cash and cash equivalents (A + B + C)	(36.09)	(90.11)
Cash and cash equivalents at the beginning of the year	75.22	165.34
Cash and cash equivalents at the end of the year	39.14	75.23
Components of cash and cash equivalents		
Total cash and cash equivalents (note 16)	39.14	75.22
Significant accounting policies	-0.00	0.00
As per our report of even date		

For K R A & Co

Firm Registration No: 020266N

Chartered Accountants

Rajat Goyal
Partner

Membership No. 503150
UDIN: 22503150AJYCB02722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Place: Delhi

Date: 30th May 2022

SARVESHWAR FOODS LIMITED

Notes to Accounts as on March 31, 2022

1 Corporate information

Sarveshwar Foods Limited is engaged in Manufacturing, Trading and Export of Basmati rice, which is a long grain with a fine texture. The company having its registered office at "SARVESHWAR HOUSE, BELOW GUMAT, JAMMU, JAMMU AND KASHMIR JK 180001 IN" is a listed public limited company.

Company was originally incorporated as a private limited company, at Jammu and Kashmir, India under the Companies Act, 1956 in the name of Sarveshwar Overseas Private Limited vide Certificate of Incorporation dated August 3, 2004. Fresh Certificate of Incorporation dated April 13, 2010 was issued to the Company pursuant to change of name of the Company to Sarveshwar Organic Foods Private Limited. Subsequently, fresh Certificate of Incorporation consequent upon change of name on conversion to Public Limited Company dated June 29, 2010 was issued by RoC, Jammu and Kashmir. Further, the name of the Company was changed to Sarveshwar Foods Limited pursuant to which, the Company has received a fresh Certificate of Incorporation dated June 29, 2015.

2 Basis of Preparation of financial statements(Significant Accounting Policies & other explanatory Notes)

2.1 Basis of Preparation

The consolidated financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under section 133 of the Companies Act, 2013. The consolidated financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those followed in the previous years.

The consolidated financial statements have been prepared on the following basis:

i) The financial statements of the Company and its subsidiary are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements".

ii) The subsidiary – Natural Global Food DMCC being foreign subsidiary, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year.

iii) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

2.2 Use of estimates

The preparation of financial statements are in conformity with the Accounting Standards which requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosures relating to the contingent liabilities as on the date of balance sheet and the reported amount of revenues and expenditures during the reporting period. The estimates and assumptions used in the Financial Statements are based upon Management's best evaluation of the relevant facts and circumstances as of the date of the Financial Statements. Examples of such estimates include useful life of fixed assets, creation of deferred tax asset, lease rentals and write off of deferred revenue expenditure. Actual results may differ from those estimates.

2.3 Inventories

Inventories are valued at cost after providing for obsolescence and other losses, where considered necessary and realizable value whichever is less. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads.

2.4 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise of cash at bank and in hand and short term investments with an original maturity of three months or less. Earmarked balances with bank, margin money or security against borrowings, guarantees and other commitments, if any shall be treated separately from cash and cash equivalent

2.5 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Depreciation and amortisation

Depreciation has been provided as per the useful life of the respective asset by retaining 5% as residual value in accordance with the Schedule II to the Companies Act, 2013.

Depreciation on addition to fixed assets is provided on pro-rata basis from the date the assets are acquired/installed. Depreciation on sale/deduction from fixed assets is provided for up to the date of sale, deduction and discardment as the case may be.

In case of items having value of Rs. 5,000/- or below that are acquired during the year, are charged to profit & loss account at 100% in the year of purchase.

2.7 Revenue recognition

Sale of goods

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax, value added tax and GST. The company follows the mercantile system of accounting and recognizes the income and expenditures on accrual basis except in case of significant uncertainties. Certain items of income such as insurance claim, market fees refund, overdue interest from customers etc have been considered to the extent the amount is accepted by the parties

Domestic sales are recognized at the point of dispatches to customers.

Export Sales are recognized at the time of issue of Bill of Lading.

2.8 Other income

Interest income is recognised on time proportion basis.

2.9 Tangible fixed assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use, including borrowing cost till commencement of commercial production, net changes on foreign exchange contracts, if capitalization criteria are met. Capital work in progress is stated at cost. Capital work in progress includes the cost of fixed assets that are not yet ready for their intended use, as on the balance sheet date.

2.10 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

2.11 Foreign currency transactions and translations

Initial recognition

Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement of foreign currency monetary items at the Balance Sheet date

Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the Balance Sheet date are restated at the year-end rates.

Exchange differences arising out of these translations are charged to the Statement of Profit and Loss.

2.12 Government grants, subsidies and export incentives

Export Incentive if any is accounted on accrual basis except Interest Subsidy which has been accounted for on receipt basis.

2.13 Investments

Long-term investments, are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

2.14 Employee benefits

The Company has adopted the Accounting Standard 15- Employee Benefits prescribed under the Companies (Accounting Standards) Rules, 2006. 'Employee benefits include provident fund, bonus, superannuation fund, compensated absences, long service awards and post-employment medical benefits. The Company's obligation towards various employee benefits has been recognized as follows:

Short Term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are short-term employee benefits. Benefits such as salaries, wages and bonus wages, etc, are recognized in the Profit and Loss statement in the period in which the employee renders the related service.

Defined contribution plans

The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.

2.15 Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets.

Borrowing cost attributable to the fixed assets during construction/ exploration, renovation and modernization are capitalized. Such borrowing costs are apportioned on the average balance of capital work in progress for the year. Other borrowing costs are recognized as an expense in the period in which they are incurred.

2.16 Segment reporting

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance. However the company is currently dealing in only one primary segment..

2.17 Taxes on income

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income that originates in one period and are capable of reversal in one or more subsequent periods

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

2.18 Impairment of assets

The carrying values of assets / cash generating units are reviewed at each Balance Sheet date for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss.

2.19 Provisions and contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

A contingent liability is disclosed where, as a result of past events, there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.20 Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

2.21 Leases

a) Finance lease

- i) Assets taken on finance lease are capitalised at fair value or net present value of the minimum lease payments, whichever is less.
- ii) Lease payments are apportioned between the finance charges and outstanding liability in respect of assets taken on lease.

b) Operating lease

- i) Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term are classified as operating lease. Lease rent are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

2.22 Earning per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.23 The Previous Year figures have been regrouped/rearranged wherever necessary to make them comparable.

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 3		
SHARE CAPITAL AUTHORISED		
30,000,000 Equity shares of Rs 10 each with voting rights	3,000.00	3,000.00
(Previous Year 30,000,000 Equity shares of Rs 10 each with voting rights)		
220,000 Preference shares of Rs. 1,000 Each	2,200.00	2,200.00
(Previous Year 220,000 Preference shares of Rs. 1,000 Each)		
ISSUED SUBSCRIBED AND FULLY PAID UP		
24,567,200 Equity shares of Rs 10 each with voting rights	2,456.72	2,456.72
(Previous Year 24,567,200 Equity Shares of Rs 10 each with voting rights)		
220,000 Preference shares of Rs. 1,000 Each	2,200.00	2,200.00
(Previous Year 220,000 Preference shares of Rs. 1,000 Each)		
Total	4,656.72	4,656.72
A) Reconciliation of number of equity shares outstanding		
As at the beginning of the year	2,45,67,200.00	2,45,67,200.00
Add: Shares Issued during the year	-	-
Less: Bought back during the year	-	-
As at the end of the year	2,45,67,200.00	2,45,67,200.00
Share holders having 5% or more Shares		
Name Of Shareholders		
Rohit Gupta		
No. of shares	1,80,88,800.00	1,80,88,800.00
% of holding	73.63	73.63
Other Promoters Group		
No. of shares	10,600.00	10,800.00
% of holding	0.04	0.04
Other Public Holding		
No. of shares	64,67,800.00	64,67,600.00
% of holding	26.33	26.33
	2,45,67,200.00	2,45,67,200.00
	-	-
B) Reconciliation of number of Preference shares outstanding		
As at the beginning of the year	2,20,000.00	2,20,000.00
Add: Shares Issued during the year		
Less: Bought back during the year		
As at the end of the year	2,20,000.00	2,20,000.00
Share holders having 5% or more Shares		
Name Of Shareholders		
Rohit Gupta		
No. of shares	2,20,000.00	2,20,000.00
% of holding	100.00	100.00
	2,20,000.00	2,20,000.00
	-	-

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 4		
RESERVE AND SURPLUS		
General Reserve		
Opening Balance	122.84	107.41
Transfer from Profit & Loss	16.00	15.43
	<u>138.84</u>	<u>122.84</u>
Share Premium		
Opening Balance	4,347.62	4,347.62
Add: Received during the year	-	-
	<u>4,347.62</u>	<u>4,347.62</u>
Profit & Loss A/c		
Opening Balance	6,875.04	6,789.60
Add: Additions During the Year	313.51	523.83
Less: Transfer to General Reserve	(16.00)	(15.43)
Impact of Opening Balance of Net Assets on Sale of Subsidiary	-	(422.96)
Add: DDT & Interest thereon reversed	18.18	
	<u>7,190.73</u>	<u>6,875.04</u>
Total	<u>11,677.19</u>	<u>11,345.50</u>
NOTE 5		
Long Term Liabilities		
Secured Loan		
Term Loan from Banks	5,864.19	3,890.64
Less: Payable with 12 months	(952.09)	(13.58)
Unsecured Loans from Directors	193.13	136.38
Total	<u>5,105.23</u>	<u>4,013.44</u>
NOTE 6		
Deferred Tax Liabilities		
Current year Provision	<u>2.44</u>	<u>22.78</u>
Total	<u>(35.51)</u>	<u>(37.95)</u>
NOTE 7		
Short Term Borrowings		
Cash Credit	20,279.10	20,477.77
Loan From Banks Repayable in one year	952.09	13.58
Others	186.49	2,061.01
	-	-
Total	<u>21,417.68</u>	<u>22,552.36</u>

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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NOTE 8

Trade payables

Due to MSME	25.55	44.59
Sundry Creditors for Trade	3,205.31	4,924.67
Total	3,230.86	4,969.26

There are certain vendors who have confirmed that they are covered under the Micro, Small and Medium Enterprises Development Act, 2006. Disclosures relating to dues of Micro and Small enterprises under section 22 of 'The Micro, Small and Medium Enterprises Development Act, 2006, are given below:

Principal amount and Interest due thereon remaining unpaid to any supplier	25.55	44.59
the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along	-	-
The amount of interest due and payable for the year of delay in making	-	-
The amount of interest accrued and remaining unpaid during the	-	-
The amount of further interest remaining due and payable even in the	-	-

Trade Payables Ageing Schedule*

Particulars		
Due to MSME		
Less than one year	25.55	44.59
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	25.55	44.59
	-	-
Other		
Less than one year	3,282.40	5,023.27
1-2 years	60.59	(130.21)
2-3 years	(161.74)	4.58
More than 3 years	24.06	27.03
Total	3,205.31	4,924.67

* There are no disputed dues for trade payable

(0.00) (0.00)

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 9		
Other current liabilities		
Statutory Liabilities:	(8.23)	19.84
Expenses payable	55.49	54.60
Other current liabilities	62.14	40.53
Dividend on Preference Shares	100.98	100.98
Dividend Distribution Tax & Interest Theron payable	-	18.18
Bank OD	543.72	-
Advance received from related Parties	169.52	67.44
Total	923.62	301.58
NOTE 10		
Short Term Provisions		
Provision for Taxation (Net of advance tax)	150.87	161.00
Total	150.87	161.00
NOTE 12		
OTHER NON CURRENT ASSETS		
Investment in Shares of Natural Global Foods DMCC	26.23	26.23
Add : Profit share till 03.03.2021	391.12	392.77
Add : Profit share till 31.03.2021 from 04.03.2021	-	(1.66)
Add : Profit share till 31.03.2022 from 01.04.2021	(283.78)	
Total	133.56	417.34
NOTE 13		
Non Current Assets		
Unsecured Loans & Advances	16.69	16.07
Margin Money Redeemable after 12 Months	32.86	23.05
Total	49.55	39.13
NOTE 14		
INVENTORIES		
(Stock of Traded Goods have been Valued at lower of Cost and NRV)		
Finished Goods Trading	17,250.80	3,839.70
Finished Goods Manufacturing	3,260.33	19,888.80
Raw Material	1,584.61	702.75
	-	-
Total	22,095.73	24,431.24

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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NOTE 15

TRADE RECEIVABLES

	-	-
Doubtful	-	-
Secured Considered Good	-	-
Unsecured Considered Good	22,291.80	20,188.43
Total	22,291.80	20,188.43

Trade Receivable Ageing Schedule

Particulars		
Undisputed trade receivable - considered good	-	-
Less than six months	17,538.55	17,843.01
6 months - 1 year	3,531.23	1,312.17
1-2 years	1,002.77	815.94
2-3 years	33.58	122.13
More than 3 years	185.67	95.19
Total	22,291.80	20,188.43
Undisputed trade receivable - considered doubtful		
Less than six months	-	-
6 months - 1 year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	-	-

NOTE 16

CASH AND BANK ADVANCES

Cash on Hand	18.30	34.13
Balance with Banks	20.84	41.09
Margin Money Redeemable in 3 months	-	-
Total	39.14	75.22

NOTE 17

Short-term loans and advances

Advance paid to Related Party	146.05	86.87
Total	146.05	86.87

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 18		
Other Current assets		
Loans & Advances	10.04	7.89
Security Deposits	31.39	35.67
GST Receivable	219.73	203.32
Prepaid Expenses	19.84	32.53
Interest & subsidies receivable	214.66	410.18
Margin Money Redeemable in 3-12 Months	46.00	50.45
Other Current assets	6.45	10.52
Total	548.12	750.55
NOTE 19		
Revenue from operations		
Sale of products	60,472.11	51,452.56
Total	60,472.11	51,452.56
NOTE 20		
Other Income		
Foreign Exchange Fluctuations	72.21	-
Discount Received	0.03	40.01
Duty Drawback/GST Refund	22.59	18.41
Interest on FDR & Loan	3.46	5.01
Job Work	34.81	12.24
Shortage /Excess	5.07	1.59
Miscellaneous income	10.16	16.69
Insurance Claim	1.81	5.71
Profit on Sale of Investments	-	139.73
Profit on Sale of Asset	(0.02)	0.23
Other Income (Organic Project)	29.56	3.75
Total	179.68	243.37
NOTE 21		
MATERIAL CONSUMED		
Raw Materials' Consumption		
Opening Stock	702.75	1,515.03
Add: Purchases	16,893.69	14,455.42
Add Unprocessed Rice	3,433.16	
Add: Freight Inward	24.33	150.65
Add: Packing Material Purchase	299.80	212.39
Less : Closing Stock	(1,584.61)	(702.75)
COGS	19,769.13	15,630.74

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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NOTE 23

INCREASE /(DECREASE) & FINISHED GOODS

Opening Stock of Finished Goods	23,728.50	17,759.65
Closing Stock of Finished Goods	20,511.12	23,728.50
Increase/(Decrease) in Finished Goods	3,217.37	(5,968.85)
Total	3,217.37	(5,968.85)

NOTE 24

EMPLOYEE BENEFIT EXPENSE

Salaries	353.38	325.02
Directors Remuneration	37.86	37.18
Staff Welfare	7.82	9.50
Total	399.05	371.70

NOTE 25

Financial costs

Bank Interest	1,832.59	1,221.23
Bank Charges	131.52	30.73
Interest on late payments of statutory dues	2.36	3.88
Total	1,966.47	1,255.85

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
NOTE 26		
Other expenses		
Manufacturing Expenses		
Consumables	2.00	6.75
Electricity Charges	86.70	92.54
Fumigation expense	1.32	1.31
Inspection Charges	9.64	7.43
Job Work	0.25	12.24
Pest control service charges	113.52	14.25
Repair & Maintenance	35.51	56.80
Toll Tax	0.07	0.03
Wages & Labour Charges	374.32	454.84
Business Development Expenses		
Business Promotion	60.94	854.00
Selling, Distribution & Administration Expenses		
Advertisement Expenses	3.59	3.50
Audit fee	8.58	8.58
Audit Expenses	1.31	
Bad Debts & Provisions	0.42	70.07
Brokerage & Commission	33.87	31.57
Business Promotion & Marketing	88.47	983.44
Clearing & Handling Charges	430.15	40.44
Communication Charges	12.88	11.64
Consultancy Expense	1.06	6.49
Conveyance & Travelling	53.10	43.03
CSR Expenses	0.11	0.52
Discounts Allowed	15.31	32.19
Foreign Exchange Loss	3.77	23.20
Freight & transportation on Sales	615.54	168.48
Insurance	81.27	53.48
Inspection Fees	88.71	-
Misc. Expenses	51.78	42.92
Printing & Stationery	5.69	7.46
Prior Period Expense	8.89	9.49
Professional Fees	94.83	75.17
Rent, Rates & Taxes	197.61	161.58
Repair & Maintenance	21.64	34.44
Total	2,502.84	3,307.88

	(in Lakhs) As at 31-Mar-2022	(in Lakhs) As at 31-Mar-2021
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Note No. 31(i): Payment to Auditors

Audit Fee	8.58	8.58
Other Services	-	-
Total	8.58	8.58

NOTE 27

Earning Per Share

a) Profit for the year (in Rs)	3,13,51,125	5,23,83,596
No of Shares at beginning of the year	2,45,67,200.00	2,45,67,200.00
No of Shares at end of the year	2,45,67,200.00	2,45,67,200.00
b) Weighted average no. of equity shares outstanding	2,45,67,200.00	2,45,67,200.00
c) Earning per share		
Basic (in Rs)	1.28	2.13
Diluted (in Rs)	1.28	2.13

SARVESHWAR FOODS LIMITED
Notes to Accounts as on March 31' 2022
28 Related party disclosures:
Nature and name of related parties
Key Management Person

Rohit Gupta (Chairman)

Relative of Key Management Person

Suraj Prakash Gupta
Radha Rani
Pooja Gupta

Enterprises Owned or controlled by Key Management Personnel or their relatives Sarveshwar Logistics
Radhika Overseas
Sarveshwar International
Himalayan Ancient Foods P Ltd
Radhika Pest Control
Shree Jee Trading

Transactions with related parties during the year:
(in ₹ Lacs)

Name of related party	Nature of transaction	Transaction during the year	
		2022	2021
Rohit Gupta	Rent	40.20	39.89
Anil Sharma	Salary	9.81	9.85
Surendar Jasrotia	Salary	10.52	17.65
Sunil Bakshi	Salary	-	2.35
Adarsh Gupta	Salary	0.45	0.50
Uttar Kumar Padha	Salary	0.11	0.33
Gayatri Tandon	Salary	-	7.31
Seema Rani	Salary	7.44	5.78
Sunil Bakshi	Salary	17.90	17.90
Sarveshwar Logistics	Freight	56.50	69.25
Radha Rani Gupta	Rent	-	-
Sarveshwar International	Sales	-	-
Sarveshwar International	Purchases	-	-
Radhika Overseas	Sales	546.53	-
Radhika Overseas	Purchases	201.65	81.02

29 Expenditure and earnings in foreign currency (on accrual basis)
(in ₹ Lacs)

Particulars	2022	2021
Expenditure		
Certification Fees	-	1.32
Consultancy Fee	-	6.35
Lab Testing	-	-
Advertisement Exp	-	-
Subscription Charges	-	-
Commission on Exports	14.08	-
Travelling Expenses in foreign Currency	-	0.52
Earnings		
Sale of finished goods	14,300.69	1,868.76

30 Unhedged foreign currency exposures as at the balance sheet date

Particulars	2022				2021			
	in USD	in JPY	Exchange rate	in ₹ Lacs	in USD	in JPY	Exchange rate	in ₹
Trade Receivable	51,95,678	-	37.96	3,942.49	5,63,109	-	73	412.23

31 Statement Of Net Assets And Profit Or Loss Attributable To Owners And Minority Interest

Particulars	Sarveshwar Foods Limited	Sarveshwar Overseas Limited	Himalayan Bio Organic Foods Private Limited	Natural Global Food	Minority interest	Total
	Holding Company	Subsidiary	Subsidiary	Associate		
Country of incorporation	India	India	India	Dubai		
Consolidated profit after tax - current year	320.01	74.90	202.38	(283.78)	0.76	314.27
% of consolidated profit after tax	101.83%	23.83%	64.40%	-90.30%	0.24%	
Consolidated profit after tax - previous year	308.57	38.37	192.06	(15.17)	0.39	524.22
% of consolidated profit after tax	58.86%	7.32%	36.64%	-2.89%	0.07%	
Consolidated net assets - current year	12,250.05	4,436.38	2,552.32	-	(2,882.67)	16,356.08
% of Consolidated net assets	74.90%	27.12%	15.60%	0.00%	-17.62%	
Consolidated net assets - previous year	11,930.04	4,342.55	2,349.94	-	(2,598.89)	16,023.63
% of Consolidated net assets	74.45%	27.10%	14.67%	0.00%	-16.22%	

32 The balances of receivables, payables, security deposit given are subject to confirmation & reconciliation, if any.

33 Disclosure under Accounting Standard (AS) 15 " Employee Benefits"

Gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 to 30 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The gratuity plan of the Company is funded. The information in the note is for disclosure purpose.

The defined benefit plans expose the Company to a number of actuarial risks as below:

Interest risk: A decrease in the bond interest rate will increase the plan liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

(₹ in lacs)

(i) The key assumptions used in accounting for retiring gratuity is as below:

Particular	2022	2021
Discount rate	7.25%	7.25%
Rate of escalation in salary	7.00%	7.00%

(ii) Changes in present value of Obligation:

Particular	2022	2021
Obligation at the beginning of the year	(15.18)	(13.31)
Interest costs	(1.36)	(1.24)
Current service costs	(4.93)	(5.93)
Benefits paid	4.40	0.90
Remeasurement (gains)/losses	2.34	4.41
Obligation at the end of the year	(14.73)	(15.18)

(iii) Changes in the fair value of plan assets:

Particular	2022	2021
Fair value of plan assets at beginning of year	21.22	19.00
Expected return on plan assets	1.40	0.61
Contributions	-	2.51
Benefits paid	(4.40)	(0.90)
Remeasurement (gains)/losses	-	-
Fair value of plan assets at the end of year	18.22	21.22

(iv) Amounts to be recognised in the balance sheet

Particular	2022	2021
Present value of obligation	(18.97)	(19.42)
Fair value of plan assets	22.19	25.19
Funded status	3.22	5.77
Net assets / (liability) recognized in balance sheet as provision	3.22	5.77

(v) Expenses to be recognised in the statement of profit and loss

Particular	2022	2021
Current service costs	(4.93)	(5.93)
Interest costs	(1.36)	(1.24)
	(6.29)	(7.17)
Expected return on plan assets	1.40	0.61
Net Actuarial (gain)/ loss	2.34	4.41
	3.74	5.02
Net Impact on Profit & Loss	(2.55)	(2.15)

The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors on long term basis.

Details of secured borrowings as on March 31, 2022

Name of the lenders	Facility Type	Interest rate	Loan Currency	Sanctioned Amount in Lacs	Tenure	Outstanding Loan as on 31.03.2022 in INR Lacs	Security as per the loan agreement
Long Term							
J&K Bank Loan WCTL (GECL) 0230260440000002	WCTL	1 Year MCLR + 150 bsp	INR	1,867.00	-	1,459.95	Various Immovable Properties and Stocks & Debtors
J&K Bank Loan WCTL (GECL) 0230260830000002	WCTL	1 Year MCLR + 150 bsp	INR	994.89	-	933.78	Various Immovable Properties and Stocks & Debtors
J&K Bank Loan WCTL (GECL) 0230260230000001	WCTL	1 Year MCLR + 150 bsp	INR	1,988.00	-	1,518.49	Various Immovable Properties and Stocks & Debtors
Short Term							
J&K Bank	CC	MCLR+ 0.5%	INR	10,500.00	Renewal Done Every Year	4,899.28	Various Immovable Properties and Stocks & Debtors
J&K Bank PCFC	SUB Limit CC	6M LIBOR/EURI BOR+400bp	USD		Renewal Done Every Year	-	Various Immovable Properties and Stocks & Debtors
J&K Bank PSFC	SUB Limit CC	6M LIBOR/EURI BOR+200bp	USD		Renewal Done Every Year	-	Various Immovable Properties and Stocks & Debtors
J&K Bank PSL 004	LC /NON LC BACKED	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	-	Various Immovable Properties and Stocks & Debtors
PCL Limit A/c No. 04	Pledge Limits	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	249.90	Various Immovable Properties and Stocks & Debtors
PCL Limit A/c No. 05	Pledge Limits	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	-	Various Immovable Properties and Stocks & Debtors
PCL Limit A/c No. 06	Pledge Limits	10% Less Subvention Benefit 5%	INR		Renewal Done Every Year	4,959.40	Various Immovable Properties and Stocks & Debtors
J&K Bank	CC	MCLR+ 0.5%	INR	10,500.00	Renewal Done Every Year	7,165.57	Various Immovable Properties and Stocks & Debtors
J&K Bank PCFC	SUB Limit CC	6M LIBOR/EURI BOR+400	USD		Renewal Done Every Year	-	Various Immovable Properties and Stocks & Debtors
J&K Bank PSFC	SUB Limit CC	6M LIBOR/EURI BOR+200	USD		Renewal Done Every Year	249.82	Various Immovable Properties and Stocks & Debtors
J&K Bank PSFC	SUB Limit CC	LIBOR/EURI	USD		Done Every Year	2,731.66	Various Immovable
Allahabad Bank (Covid-19) Loan A/c (58001174806)	Term Loan	1 Year MCLR	INR	2500	0	23.46	0
Allahabad Bank Stock Pledge- 831	Pledge Limit	11.38%	INR	2,500.00	Renewal Done Every Year	186.49	Against pledged stock
				30,849.89		20,465.59	

35 Segment Reporting

Based on guiding principles given in AS-17 "Segment Reporting", the business segment has been considered as the primary segment and the geographic segment has been considered as the secondary segment. As the processing and trading of rice is the only business segment, the disclosure requirement for primary business segment is not applicable.

The Company has two geographic segments; domestic and export. Revenue from the geographic segment, based on location of customers is as

Particulars	31.03.2022	31.03.2021
Domestic	46,171.42	49,583.80
Exports	14,300.69	1,868.76

36 **Disclosure on significant ratios**

Particulars	As at 31 March, 2022	As at 31 March, 2021
Current Ratio	1.75	1.63
Debt-Equity Ratio,	0.62	0.62
Debt Service Coverage Ratio	1.53	1.79
Return on Equity Ratio	0.04	0.03
Inventory turnover ratio	2.33	2.12
Trade Receivables turnover ratio	2.71	2.55
Trade payables turnover ratio	16.08	10.51
Net capital turnover ratio	3.12	2.93
Net profit ratio	0.01	0.01
Return on Investment	-	0.33
Return on Capital employed	0.01	0.01

Methodology:

1. Current Ratio = Current Asset / Current Liability
2. Debt-Equity Ratio = Total Debt / (Total Debt + Equity)
3. Debt Service Coverage Ratio = EBITDA / Finance Cost
4. Return on Equity Ratio = Profit After Tax / Total Equity
5. Inventory Turnover Ratio = Purchase / Inventory
6. Trade Receivable Turnover Ratio = Revenue from Operations / Trade Receivable
7. Trade Payable Turnover Ratio = Purchase / Trade Payable
8. Net Capital Turnover Ratio = Revenue from Operations / (Current Asset - Current Liability)
9. Net Profit Ratio = Profit After Tax / Revenue from Operations
10. Return on Investment = Net income on investment / Cost of Investment
11. Return on Capital Employed = Profit After tax / (Total Equity + Total Debt)

37 The Company has reclassified previous year figures to conform to this year's classification.

As per our report of even date

For K R A & Co
Firm Registration No: 020266N
Chartered Accountants

For and behalf of the Board of Directors
SARVESHWAR FOODS LIMITED

Rajat Goyal
Partner
Membership No. 503150
UDIN: 22503150AJYCBO2722

Anil Kumar
Managing Director
DIN:07417538

Mohit Garg
CFO
PAN: BOEPG0761F

Seema Rani
Director
DIN:8385581

Sadhvi Sharma
Company Secretary
PAN: DTPPS6287G

Place: Delhi
Date: 30th May 2022

SARVESHWAR FOODS LIMITED

Consolidated Statement of Notes to Accounts for the year ended March 31, 2022

11 Property, Plant and Equipment and Intangible assets											(in ₹Lacs)
	Land	Building	Plant & Machinery	Office Equipments	Furniture & Fixture	Electrical Installation	Vehicles	Computer	Softwares	Total	
Gross block											
At March 31, 2020	867.43	1,077.87	1,351.85	132.76	104.10	5.15	174.10	47.52	12.11	3,772.89	
Additions	-	-	21.94	1.94	1.26	0.33	3.76	4.26	-	33.48	
Disposals	-	-	-	0.08	-	-	-	0.68	-	0.77	
At March 31, 2021	867.43	1,077.87	1,373.79	134.61	105.36	5.48	177.86	51.10	12.11	3,805.61	
Additions	-	-	4.98	2.95	2.62	0.12	-	4.88	-	15.56	
Disposals	-	-	-	-	-	-	1.00	-	-	1.00	
At March 31, 2022	867.43	1,077.87	1,378.77	137.56	107.97	5.60	176.86	55.98	12.11	3,820.17	
Depreciation											
At March 31, 2020	(44.91)	472.17	876.60	96.85	49.68	1.87	123.77	39.41	4.04	1,619.47	
Charge for the year	-	57.56	87.93	9.04	14.28	0.91	13.48	5.94	2.69	191.83	
Disposals	-	-	-	0.01	-	-	-	0.22	-	0.23	
At March 31, 2021	(44.91)	529.73	964.53	105.88	63.96	2.78	137.25	45.13	6.73	1,811.07	
Charge for the year	-	52.09	76.36	7.26	10.73	0.67	10.48	4.84	1.79	164.21	
Disposals	-	-	-	-	-	-	-	-	-	-	
At March 31, 2022	(44.91)	581.82	1,040.90	113.14	74.68	3.45	147.72	49.97	8.52	1,975.29	
Net block											
At March 31, 2020	912.35	605.70	475.24	35.91	54.42	3.28	50.33	8.11	8.07	2,153.42	
At March 31, 2021	912.35	548.14	409.26	28.72	41.40	2.70	40.61	5.97	5.38	1,994.53	
At March 31, 2022	912.35	496.05	337.88	24.42	33.29	2.15	29.14	6.01	3.59	1,844.88	



SARVESHWAR FOODS LIMITED

(Formerly Known as Sarveshwar Organic Foods Limited)

REGD. OFF: SARVESHWAR HOUSE, BELOW GUMMAT, JAMMU (J&K)-180001

CIN: L15312JK2004PLC002444

Ph: 0191-2481954; 01923-220962; Email: investorrelations@sarveshwarrice.com

ATTENDANCE SLIP

Serial No: _____

Registered Folio/ DP ID & Client ID		
Name and Address of the Shareholder(s)		
Joint Holder 1 Joint Holder 2		
No. of Shares held		

I/We hereby record my/our presence at the 18th Annual General Meeting of the Company being held on Thursday ,29th September,2022 at 12:00 Noon Country Inn & Suites, by Radisson ,Opposite Bahu Plaza Complex, Gandhi Nagar Extension, Jammu J& K -180004 India.

Signature of the Shareholder/Proxy/Authorized Representative:

Please fill in the attendance slip and hand it over at the entrance of the meeting hall. Please bring your copy of the annual report for reference at the Meeting.

ELECTRONIC VOTING PARTICULARS

The Company is providing facility for remote e-voting (i.e. voting from a place other than venue of Annual General Meeting) and the business as set out in the notice of Annual General Meeting (AGM) may be transacted by the members through such voting. The remote e-voting facility is provided through e-voting platform of National Securities Depositories Limited (NSDL).

EVEN (E-VOTING EVENT NUMBER)	User ID	Password
122064		



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PROXY FORM- MGT-11

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

Name of the member(s)	
Registered address	
E-mail ID	
Folio No/Client ID	
DP ID	

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

1. Name	
E-mail ID	
Address	
Signature	

Or failing her/him

2. Name	
E-mail ID	
Address	
Signature	

Or failing her/him

3. Name	
E-mail ID	
Address	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the Company, to be held on **Thursday, 29th September, 2022 at 12:00 Noon** at Country Inn & Suites, by Radisson, Opposite Bahu Plaza Complex, Gandhi Nagar Extension, Jammu J& K -180004 **India**. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	For	Against
1.	Adoption of the Audited Balance Sheet as at 31 st of March, 2022 and Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon and the audited consolidated financial statements of the company for the financial year ended 31 st March, 2022		
2.	Re-appointment of Mr. Anil Kumar (DIN:07417538) Seema Rani (DIN: 08385581) , who retires by rotation and being eligible to offer themselves for re appointment.		
3.	Re- appointment the Statutory Auditors for a consecutive Term of 5 years		
4.	Regularization of Dr. Tej Partap as Independent Director of the Company for term of 5 years.		
5.	Regularization of Dr. Pardeep Kumar Sharma as Independent Director of the Company for term of 5 years		
6.	Regularization of Mr. Surjit Singh Bhatia as Independent Director of the Company for term of 5 years		

Signed thisDay of 2022

Affix a
Re.1/-
Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

Note:

- (1) 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.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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) This is only optional. Please put a "X" in the appropriate column against the resolutions indicated in the Box. If you leave the "FOR or "Against" column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



#AbHarGharSarveshwar



“Bringing you the goodness of nature



www.sarveshwarrice.com





SARVESHWAR FOODS LIMITED

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🌐 www.sarveshwarfoods.com

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📷 Sarveshwarfoods

📘 Sarveshwar foods