

# SAFAL HERBS LIMITED

CIN: L24233DL1994PLC290133

REG. OFFICE: A-66, 2ND FLOOR, GURU NANAK PURA, VIKAS MARG,  
LAXMI NAGAR, DELHI East Delhi 110092

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Date: 04.09.2020

To,  
Department of Corporate Services  
The Bombay Stock Exchange Ltd.  
P.J. Towers,  
Dalal Street, Fort,  
Bombay- 400 001

Dear Sir,

**Sub: Submission of Annual Report 2019-2020 as per Regulation 34 of SEBI (LODR) Regulations, 2015**

**Ref.: Company Code No. 532034**

The Annual Report of F.Y. 2019-2020 was duly adopted and approved by the directors of the company at the board meeting conducted on 04.09.2020.


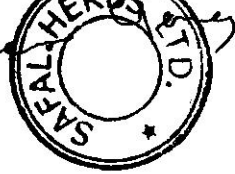
Thus the company hereby submits the approved Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015

Kindly take into your records.

Thanking You.

Yours faithfully,

FOR, SAFAL HERBS LIMITED

DIRECTOR  
PAWAN KUMAAR GARG  
DIN: 00157287

Encl: Annual Report 2019-2020

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Email: - [parikhherbals@gmail.com](mailto:parikhherbals@gmail.com) Website: -[www.safalherbs.com](http://www.safalherbs.com) Contact No.:- +91 9687009012

# *SAFAL HERBS LIMITED*



*ANNUAL REPORT- 2019-2020*

## **REGISTERED OFFICE:-**

**A-66, 2ND FLOOR, GURU NANAK PURA,  
VIKAS MARG, LAXMI NAGAR,  
DELHI East Delhi DL 110092**

## **BOARD OF DIRECTORS**

- 1) PAWAN KUMAR GARG**
- 2) NARENDER KUMAR**
- 3) SONIA SAINI**

## **AUDITOR**

**Niranjan Jain & co,  
Chartered Accountant  
Ahmedabad, Gujarat**

## **BANKER**

**Central Bank of India**

## **REGISTRAR AND TRANSFER AGNET**

**SATELLITE CORPORATE SERVICES PRIVATE LIMITED  
MUMBAI, MAHARASHTRA.**

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## **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF SAFAL HERBS LIMITED WILL BE HELD ON TUESDAY 29<sup>TH</sup> SEPTEMBER, 2020 AT 01.00 P.M. AT REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS.**

### **ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2020 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.

**DATED: 04.09.2020**

**PLACE: DELHI**

**BY ORDER OF BOARD**

**SD/-  
CHAIRMAN**

### **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting.
2. Members/Proxies should bring the Attendance Slip, dulyfilled in, for attending the meeting.
3. The Register of Members and share transfer books of the Company will remain closed from 22.09.2019 TO 29.09.2019 (both days inclusive)
4. Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

## SHAREHOLDER INSTRUCTIONS FOR E-VOTING

### The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26.09.2020 at 11:00 A.M and ends on 28.09.2019 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22.09.2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip indicated in the PAN field.</li></ul>
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as

Bank Details <b>OR</b> Date of Birth (DOB)	<p>recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>
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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **SAFAL HERBS LIMITED** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also use Mobile app - “m-Voting” for e voting. m-Voting app is available on IOS, Android & Windows based Mobile. Shareholders may log in to m-Voting using their e voting credentials to vote for the company resolution(s).
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).



# **Board's Report**

To,  
The Members of  
**M/S. SAFAL HERBS LIMITED**

Your Directors have pleasure in presenting the Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2020.

## **FINANCIAL HIGHLIGHTS**

<b>Particulars</b>	<b>(Rs. In Lacs)</b>	
	<b>2019-2020</b>	<b>2018-2019</b>
Gross Income	<b>5.77</b>	<b>11.57</b>
Profit Before Interest and Depreciation	<b>0.25</b>	<b>(-3.22)</b>
Finance Charges	<b>0.00</b>	<b>0.00</b>
Gross Profit	<b>0.19</b>	<b>(-3.22)</b>
Provision for Depreciation	<b>0.00</b>	<b>0.00</b>
Net Profit Before Tax	<b>0.19</b>	<b>(-3.22)</b>
Provision for Tax	<b>0.00</b>	<b>0.00</b>
Net Profit After Tax	<b>0.19</b>	<b>(-3.22)</b>

## **DIVIDEND**

However, with the view to conserve the resources of company the directors are not recommending any dividend.

## **AMOUNTS TRANSFERRED TO RESERVES**

The Board of the company has decided/proposed to carry the current loss to its reserves.

## **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY**

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

## **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

## **MATERIAL CHANGES AND COMMITMENTS**

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

## **EXTRACT OF ANNUAL RETURN**

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information.

## **MEETINGS OF THE BOARD OF DIRECTORS**

During the Financial Year 2019-2020, the Company held. **EIGHT** board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 were adhered to while considering the time gap between two meetings.

<b>Sr. No.</b>	<b>Date of Meeting</b>	<b>Board Strength</b>	<b>No. of Directors Present</b>
1.	30/05/2019	3	3
2.	12/07/2019	3	3
3.	31/07/2019	3	3
4.	14/08/2019	3	3
5.	27/08/2019	3	3
6.	13/11/2019	3	3
7.	08/01/2020	3	3
8.	11/02/2020	3	3

## **DIRECTORS' RESPONSIBILITY STATEMENT**

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

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

- (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.

### **AUDITORS and REPORT thereon**

The Auditors, M/s. Niranjan Jain & Company, Chartered Accountants, are the Statutory Auditors of the company.

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

Further the Auditors' Report for the financial year ended, 31st March, 2020 is annexed herewith for your kind perusal and information.

### **LOANS, GUARANTEES AND INVESTMENTS**

The Company has provided Loans, advances but made no investments, guarantees or security provided under section 186 of the Companies Act, 2013 for the financial year ended 31st March 2020.

### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

#### **(A) Conservation of energy and Technology absorption**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

#### **(B) Foreign exchange earnings and Outgo**

There were no foreign exchange earnings and outgo during the year under review.

### **RISK MANAGEMENT**

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

### **DIRECTORS and KMP**

There are no any changes have been made in the composition of board of directors during the financial year.

### **DEPOSITS**

The company has not accepted any deposits during the year.

### **CORPORATE SOCIAL RESPONSIBILITY**

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

### **RATIO OF REMUNERATION TO EACH DIRECTOR**

The company is not paying remuneration to any director.

### **ANNUAL EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

### **INDEPENDENT DIRECTORS and DECLARATION**

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

### **NOMINATION AND REMUNERATION COMMITTEE**

As per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Directors. The table sets out the composition of the Committee:

<b>Name of the Director</b>	<b>Position held in the Committee</b>	<b>Category of the Director</b>
Mr. Narender Kumar	Chairman	Non Executive Independent Director
Ms. Sonia Saini	Member	Non Executive Independent Director
Mr. Pawan Kumaar Garg	Member	Executive Director

## **Terms of Reference**

The Terms of Reference of the Nomination and Remuneration Committee are as under:

1. To 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.
2. 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 for the Directors, Key Managerial Personnel and other employees.
3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
  - A the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the 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 the company and its goals:
4. Regularly review the Human Resource function of the Company
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.
7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

## **REMUNERATION POLICY**

### **Remuneration to Executive Directors:**

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company. The Executive Directors are not paid remuneration.

### **Remuneration to Non Executive Directors:**

The Non Executive Directors are not paid remuneration by way of Sitting Fees and Commission. The Non Executive Directors are not paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

## **AUDIT COMMITTEE**

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee:

<b>Name of the Director</b>	<b>Position held in the Committee</b>	<b>Category of the Director</b>
Mr. Narender Kumar	Chairman	Non Executive Independent Director
Ms. Sonia Saini	Member	Non Executive Independent Director
Mr. Pawan Kumar Garg	Member	Executive Director

## **SECRETARIAL AUDIT REPORT**

There is some qualification or adverse remark in the Secretarial Audit Report which require any clarification/ explanation.

1. Company is in process to appoint MD, CFO.

Further the Secretarial Audit Report **as provided by M/s. Jitendra Parmar, Practicing Company Secretary** for the financial year ended, 31st March, 2020 is annexed herewith for your kind perusal and information.

## **COST AUDIT**

Cost Audit is not applicable to the company.

## **VIGIL MECHANISM**

As per Section 177(9) and (10) of the Companies Act, 2013, and as per SEBI (LODR) Regulation, 2015, the company has established Vigil Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

## **ACKNOWLEDGEMENT**

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

**DATE: 04.09.2020**

**FOR & ON BEHALF OF BOARD**

**PLACE: DELHI**

**SD/-  
NARENDER KUMAR  
DIRECTOR**

**SD/-  
PAWAN GARG  
DIRECTOR**

# FormNo.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON  
31.03.2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

## **I. REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	<b>L24233DL1994PLC290133</b>
<b>ii.</b>	Registration Date	<b>27/09/1994</b>
<b>iii.</b>	Name of the Company	<b>SAFAL HERBS LIMITED</b>
<b>iv.</b>	Category/Sub-Category of the Company	<b>COMPANY LIMITED BY SHARES INDIAN NON- GOVERNMENT COMPANY</b>
<b>v.</b>	Address of the Registered office and contact details	<b>A-66, 2ND FLOOR, GURU NANAK PURA, VIKAS MARG, LAXMI NAGAR, DELHI East Delhi DL 110092</b>  <b>EAMIL:-parikhharbals@gmail.com</b>  <b>CONTACT NO.:- +91 9687009012</b>
<b>vi.</b>	Whether listed company	<b>Yes/No</b>
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	<b>SATELLITE CORPORATE SERVICES PVT.LTD.</b>  <b>B-302, SONY APPARTMENT, OPP. ST JUDE HIGH SCHOOL, 90, FEET ROAD, JARIMARI, SAKINAKA, MUMBAI- 400 072</b>  <b>EMAIL:- <a href="mailto:service@satellitecorporate.com">service@satellitecorporate.com</a></b>  <b>CONTACT NO.: 022- 2852 0461/0462</b>

## **II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

<b>Sr. No.</b>	<b>Name and Description of main products/ services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
<b>1</b>	<b>HERBAL PRODUCTS</b>	<b>210/2100/21003</b>	<b>100.00</b>



### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	N.A.	-	-	-	-

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

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the end of the year[As on 31-March-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
	1	6	7	8	9	6	7	8	9	10
<b>Promoters</b>										
<b>Indian</b>										
Individuals / Hindu Undivided Family	2999331	5072500	8071831	8.07	2999331	5072500	8071831	8.07		0.00
Central Government	0	0		0.00	0	0		0.00		0.00
State Governments(s)	0	0		0.00	0	0		0.00		0.00
Corporate Bodies	0	1547000	1547000	1.55	0	1547000	1547000	1.55		0.00
Financial Institutions / Banks	0	0		0.00	0	0		0.00		0.00
Any other (specify)	0	0		0.00	0	0		0.00		0.00
<b>Sub-Total (A) (I)</b>	<b>2999331</b>	<b>6619500</b>	<b>9618831</b>	<b>9.62</b>	<b>2999331</b>	<b>6619500</b>	<b>9618831</b>	<b>9.62</b>		
<b>Foreign</b>		0	0	0.00		0	0	0.00		0.00
Non-Resident Individuals	0	0	0	0.00	0	0	0	0.00		0.00
Other Individuals	0	0	0	0.00	0	0	0	0.00		0.00
Corporate Bodies	0	0	0	0.00	0	0	0	0.00		0.00
Banks / FI	0	0	0	0.00	0	0	0	0.00		0.00
Any Other (specify)	0	0	0	0.00	0	0	0	0.00		0.00
<b>Sub-Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>		<b>0.00</b>

(A) (2)									
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>2999331</b>	<b>6619500</b>	<b>9618831</b>	9.62	<b>2999331</b>	<b>6619500</b>	<b>9618831</b>	9.62	0.00
<b>Public Shareholding</b>			0	0.00			0	0.00	
<b>Institutions</b>			0	0.00			0	0.00	
Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
Financial Institutions / Banks	3000000	0	3000000	3.00	3000000	0	3000000	3.00	0.00
Central Government State Governments(s)	0	0	0	0.00	0	0	0	0.00	0.00
Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Institutional Investors	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
Any Other (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-Total (B) (1)</b>	<b>3000000</b>	<b>0</b>	<b>3000000</b>	3.00	<b>3000000</b>	<b>0</b>	<b>3000000</b>	3.00	0.00
<b>Non-Institutions</b>			0	0.00			0	0.00	
Bodies Corporate	27377861	100000	27477861	27.48	26892053	100000	26992053	26.99	-0.49
i) Indian									
ii) Overseas									
Individuals									
Individual Shareholders holding nominal Share Capital upto Rs.1 Lakh	23254321	2100000	25354321	25.35	23285718	2100000	25385718	25.39	0.04
Individual Shareholders holding nominal Share Capital in excess of Rs.1 Lakh	29904650	1221000	31125650	31.13	30428477	1221000	31649477	31.65	0.52
Any Other (Specify)	0			0.00	0			0.00	0.00
Clearing Member	0	0	0	0.00	0	0	0	0.00	0.00
Overseas Corporate Bodies	0	0		0.00	0	0		0.00	0.00

NRI	18181	0	18181	0.02	19781	0	19781	0.02	0.00
HUF	1622156	1783000	3405156	3.41	1551140	1783000	3334140	3.33	-0.08
Directors & their relatives	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (2)	82177169	5204000	87381169	87.38	82177169	5204000	87381169	87.38	0.00
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>85177169</b>	<b>5204000</b>	<b>90381169</b>	<b>90.38</b>	<b>85177169</b>	<b>5204000</b>	<b>90381169</b>	<b>90.38</b>	<b>0.00</b>
<b>TOTAL (A)+(B)</b>	<b>88176500</b>	<b>11823500</b>	<b>100000000</b>	<b>100.00</b>	<b>88176500</b>	<b>11823500</b>	<b>100000000</b>	<b>100.00</b>	<b>0.00</b>
Shares held by Custodians Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>88176500</b>	<b>11823500</b>	<b>100000000</b>	<b>100.00</b>	<b>88176500</b>	<b>11823500</b>	<b>100000000</b>	<b>100.00</b>	<b>0.00</b>

## ii. Share holding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Dhananjay V. Parikh	6417331	6.42	00.00	6417331	6.42	00.00	00.00
2.	Vipul Shah	1025500	1.03	00.00	1025500	1.03	00.00	00.00
3.	Bhupendrakumar shah	456000	0.46	00.00	456000	0.46	00.00	00.00
4.	A. D. Parikh	86000	0.09	00.00	86000	0.09	00.00	00.00
5.	A. V. Shah	1000	0.00	00.00	1000	0.00	00.00	00.00
6.	S. H. Shah(HUF)	10000	0.01	00.00	10000	0.01	00.00	00.00
7.	B. H. Shah (HUF)	14000	0.01	00.00	14000	0.01	00.00	00.00
8.	Shrenik H. Shah	5000	0.01	00.00	5000	0.01	00.00	00.00
9.	Sunita S. Shah	18000	0.02	00.00	18000	0.02	00.00	00.00
10.	Romil B. Shah	35000	0.04	00.00	35000	0.04	00.00	00.00
11.	V. C. Shah	1000	0.00	00.00	1000	0.00	00.00	00.00
12.	Roshan S. Shah	1000	0.00	00.00	1000	0.00	00.00	00.00
13.	N. R. Doshi	1000	0.00	00.00	1000	0.00	00.00	00.00
14.	Bhojwani Securities Pvt. Ltd.	1547000	1.55	00.00	1547000	1.55	00.00	00.00
15.	V. J. Shah	1000	0.00	00.00	1000	0.00	00.00	00.00
	<b>Total</b>	<b>9618831</b>	<b>9.62</b>	<b>00.00</b>	<b>9618831</b>	<b>9.62</b>	<b>00.00</b>	<b>00.00</b>

**iii.Change in Promoters 'Shareholding (please specify, if there is no change**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>NIL</b>				

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
<b>i)</b> Principal Amount	-	-	-	-
<b>ii)</b> Interest due but not paid	-	-	-	-
<b>iii)</b> Interest accrued but not	-	-	-	-
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
- Addition	-	-	-	-
- Reduction	-	-	-	-
Net Change				
Indebtedness at the end of the financial year				
<b>i)</b> Principal Amount	-	-	-	-
<b>ii)</b> Interest due but not paid	-	-	-	-
<b>iii)</b> Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary  (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
6.	Total(A)	-	-	-	-	-
	Ceiling as per the Act					

### B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> • Fee for attending board committee meetings • Commission • Others, please specify	-	-	-	-	-
	Total(1)	0	0	0	0	0
	<u>Other Non-Executive Directors</u> • Fee for attending board committee meetings • Commission • Others, please specify	-	-	-	-	-

Total(2)	0	0	0	0	0
Total(B)=(1+2)	0	0	0	0	0
Total Managerial Remuneration					
Overall Ceiling as per the Act					

### **C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961  (b)Value of perquisites u/s 17(2)Income-tax Act,1961  (c)Profits in lieu of salary under section 17(3)Income-tax Act,1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as% of profit -others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
6.	Total	-	-	-	-

### **VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: N.A.**

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[R D /NCLT/Court]	Appeal made. If any(give details)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Directors</b>					

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compoundin g	-	-	-	-	-
<b>C. Other Officers In Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compoundin g	-	-	-	-	-

**DATE: 04/09/2020**  
**PLACE: DELHI**

**FOR & ON BEHALF OF BOARD**

**SD/-**  
**NARENDER KUMAR**  
**DIRECTOR**

**SD/-**  
**PAWAN GARG**  
**DIRECTOR**

# **SAFAL HERBS LIMITED**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **1. Overall Review**

The Growth rate has been on the downward trend as compared to the previous year with unfavorable market conditions which reflect the competitive market.

### **2. Financial Review**

During the year the company has continue the business activities and has Profit of Rs. 0.25 Lacs.

### **3. Risk and Concern**

The company has minimal risk as doing trading of herbal products. Awareness and acceptability of herbal products in market helps the company to expand the business. However the company has proper planning and management to take care of the risk factors.

### **4. Internal Control System and their adequacy**

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

### **5. Environmental Issues**

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

### **6. Financial Performance with Respect to Operation Performance**

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind borrowing where ever possible.

### **7. Cautionary Statement**

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.



## SAFAL HERBS LIMITED

### LIST OF COMMITTEE MEETINGS HELD DURING THE YEAR

<b>Serial No.</b>	<b>Type of meeting</b>	<b>Dates on which the Meeting was held</b>	<b>Total Strength of the Board</b>	<b>No. of Directors Present</b>
1.	AUDIT COMMITTEE	30/05/2019	3	3
2.	AUDIT COMMITTEE	14/08/2019	3	3
3.	AUDIT COMMITTEE	13/11/2019	3	3
4.	AUDIT COMMITTEE	11/02/2020	3	3
5.	NOMINATION COMMITTEE	30/05/2019	3	3
6.	NOMINATION COMMITTEE	14/08/2019	3	3
7.	NOMINATION COMMITTEE	13/11/2019	3	3
8.	NOMINATION COMMITTEE	11/02/2020	3	3
9.	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/05/2019	3	3
10.	STAKEHOLDERS RELATIONSHIP COMMITTEE	14/08/2019	3	3
11.	STAKEHOLDERS RELATIONSHIP COMMITTEE	13/11/2019	3	3
12.	STAKEHOLDERS RELATIONSHIP COMMITTEE	11/02/2020	3	3

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020**

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

To,  
The Members of  
**Safal Herbs Limited**  
A-66, 2nd Floor, Guru Nanak Pura,  
VikasMarg, Laxmi Nagar, Delhi - 110092

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Safal Herbs Limited** (hereinafter called the "Company"). The 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 **Safal Herbs Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31<sup>st</sup> March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Safal Herbs Limited** ("the Company") for the Financial Year ended on 31<sup>st</sup> March, 2020, according to the provisions of:-

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit Period).
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - 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, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit Period).
  - d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - e. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period).
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

I have also examined compliance with the Secretarial Standards issued by The Institute of Company Secretaries of India;

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

1. *Retirement of Director was not complied as per Section 152 of the Companies Act, 2013.*
2. *The Company is in process of re-constitution of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.*
3. *No evidence of Disclosures of Events or information done within the time as per Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 was found.*
4. *The Company is in process of appointment of Independent Director of the Company as per Section 149 of the Companies Act, 2013.*

*I further report that Company is in process of re-constitution of Board of Directors of the Company as per Section 149 of the Companies Act, 2013.*

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**FOR, JITENDRA PARMAR,  
PRACTICING COMPANY SECRETARY**

**Sd/-  
JITENDRA PARMAR**

ACS: 41977

COP: 15863

UDIN: A041977B000666029

**Date: 4<sup>th</sup> September, 2020**

**Place: Ahmedabad**

This report is to be read with our letter of even date which is annexed as Annexure - 1 and forms an integral part of this report.

To,  
The Members  
**Safal Herbs Limited**  
Delhi

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

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

**FOR, JITENDRA PARMAR,  
PRACTICING COMPANY SECRETARY**

**Sd/-  
JITENDRA PARMAR**

ACS: 41977

COP: 15863

UDIN: A041977B000666029

**Date:4<sup>th</sup>September, 2020  
Place: Ahmedabad**

## INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF  
SAFAL HERBS LIMITED.

### I. Report on the Audit of the Standalone Financial Statements

#### 1. Opinion

- A. We have audited the accompanying Standalone Financial Statements of SAFAL HERBS LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date

#### 2. Basis for Opinion

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

#### 3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

#### 4. Information Other than the Standalone Financial Statements and Auditor's Report Thereon

- A. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone



Financial Statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon

- B. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

#### 5. Management's Responsibility for the Standalone Financial Statements

- A. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- B. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### 6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

- A. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement



resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls
  - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
  - iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
  - v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation
- C. Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in
- i) planning the scope of our audit work and in evaluating the results of our work; and
  - ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.
- D. 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.
- E. 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.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication



## II. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

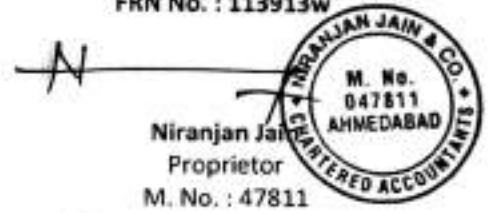
- A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
- B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- C. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account
- D. In our opinion, the aforesaid standalone financial statements comply with the Ind AS 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- G. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- H. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended 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
  - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts
  - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.





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

for, Niranjan Jain & Co  
Chartered Accountants  
FRN No. : 113913w



Place : Ahmedabad  
Date : 31.07.2020

UDIN: 20047811 AAAA CA 4990.

TO INDEPENDENT AUDITORS' REPORT Annexure 'A'

as referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- i.
  - a. There is a No Fixed Asset at year end.
- ii. There is no Inventory at year end.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has granted loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2020 for a period of more than six months from the date they became payable.



There is no transaction which is not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

- x. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- xi. (a) According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- (b) The Auditor has not filed any report under sub-section (12) of section 143 of the Companies Act in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government ;
- (c) The auditor has not considered whistleblower complaints during the year by the company
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. (a) the company has no internal audit system commensurate with the size and nature of its business;
- (b) Hence there are no reports of the Internal Auditors for the period under audit were considered by the statutory auditor.



Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

- xvi In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- xvii In our opinion, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii There has not been any resignation of the statutory auditors during the year.
- xix on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is 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;
- xx CSR is not applicable to the company as it does not fulfill the conditions of CSR.
- xxi In our opinion, there have not been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For **NIRANJAN JAIN & CO.**  
**CHARTED ACCOUNTANTS**  
FRN: 113913w

N



**CA. NIRANJAN JAIN**  
Proprietor

Place: Ahmedabad  
Date: 31.07.2020

UDIN: 20047811-AAAACA4990.

## ANNEXURE - B TO THE AUDITORS' REPORT

**Report on the Internal Financial Controls under Clause (l) 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 **NOBLE POLYMERS LTD** ("The Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 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 internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, 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 **NIRANAJAN JAIN & CO.**  
**CHARTED ACCOUNTANTS**  
FRN: 113913w

N



**CA. Niranjan Jain**  
**M.No. : 47811**

**Place: Ahmedabad**  
**Date: 31.07.2020**

UDIN: 20047811 AAAACA 4990 .

Safal Herbs Limited  
Balance Sheet as at 31st March, 2020

in Rs.

Particulars	Note No	March 31, 2020	March 31, 2019
<b>ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Property, Plant and Equipment		-	-
(b) Capital Work-in-Progress		-	-
(c) Intangible Assets		-	-
(d) Financial Assets		-	-
(i) Investments		-	-
(ii) Loans		-	-
(iii) Other financial assets		-	-
(e) Other Non-Current Assets	2	1,378,550	1,378,550
<b>(2) Current Assets</b>			
(a) Inventories		-	-
(b) Financial Assets		-	-
(i) Investment		-	-
(ii) Trade Receivables	3	698,583	1,783,137
(iii) Cash and Cash Equivalents	4	264,112	154,512
(iv) Bank Balances (Other than (iii) above)	4	4,643	37,121
(v) Loans	5	86,643,153	86,643,153
(vi) Other financial assets		-	-
(c) Other Current Assets	6	576,720	-
<b>TOTAL ASSETS</b>		<b>89,565,761</b>	<b>89,996,473</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	7	100,000,000	100,000,000
(b) Other Equity	8	-10,536,822	-10,555,559
<b>LIABILITIES</b>			
<b>(1) Non-Current Liabilities</b>			
(a) Financial Liabilities		-	-
(i) Borrowings		-	-
(ii) Other financial liabilities		-	-
(b) Provisions		-	-
(c) Deferred Tax Liabilities (net)		-	-
<b>(2) Current Liabilities</b>			
(a) Financial Liabilities		-	-
(i) Borrowings		-	-
(ii) Trade Payables	9	-	426,032
(iii) Other financial liabilities		-	-
(b) Other current liabilities		-	-
(c) Provisions	10	96,000	126,000
(d) Current tax liabilities (Net)	11	6,583	-
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>89,565,761</b>	<b>89,996,473</b>

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements

As per our report of even date

For, Niranjani Jain & Co.  
Chartered Accountant  
Firm Reg. No. 113913W

(Niranjani Jain)  
Proprietor  
Place :- Ahmedabad  
Date :- 31.07.2020



*(Signature)*

Director

*(Signature)*

Director

UDJN: 020047811AAAACA4990.

Safal Herbs Limited  
Statement of Profit & Loss for the year ended 31st March, 2020

	Note No	For the year ended March 31, 2020	For the year ended March 31, 2019
Income from Operations	11	-	1,006,976.00
Income	12	576,720.00	150,460.00
<b>TOTAL INCOME</b>		<b>576,720.00</b>	<b>1,157,436.00</b>
<b>EXPENSES</b>			756,032.00
Purchase of Stock in Trade	13	-	291,000.00
Employee Benefits Expense	14	312,000.00	432,046.00
Other Expenses	15	239,400.00	-
<b>TOTAL EXPENSES</b>		<b>551,400.00</b>	<b>1,479,078.00</b>
		25,320.00	(321,642.00)
<b>Profit before tax</b>			
Tax Expense		6,583.00	-
(1) Current Tax		-	-
(2) Deferred Tax		-	-
		18,737.00	(321,642.00)
<b>Profit for the year</b>			
<b>OTHER COMPREHENSIVE INCOME</b>			
i. Items that will not be reclassified to profit or loss		-	-
ii. Income tax relating to items that will not be reclassified to profit or loss		-	-
<b>Other Comprehensive Income for the year (net of tax)</b>			
		18,737.00	(321,642.00)
<b>Total Comprehensive Income for the year</b>			
Earning per equity share (Face Value Rs. 10/- each)			
Basic and Diluted (Rs.)			

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements  
As per our report of even date For and on behalf of the Board

For, Niranjani Jain & Co.  
Chartered Accountant  
Firm Reg. No. 113913W

*Suman K...* Director  
*W...* Director

(Niranjani Jain)  
Proprietor  
Place :- Ahmedabad  
Date :- 31.07.2020



UDIN: 20047811 AAAACA 4990.



Safal Herbs Limited  
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2020

A. CASH FLOW FROM OPERATING ACTIVITIES	For the year ended March 31, 2020	For the year ended March 31, 2019
Profit before Tax	25,320	121,642
<b>Add:</b> Depreciation and amortization expenses Transfer to Reserve Bad debts Provision Allowances for doubtful debts Finance Cost		
<b>Less:</b> Interest Income Dividend Income from Investments Net gain (loss) on sale of Current Investments Net gain (loss) on liquidation of current investments Net gain (loss) on Foreign Exchange fluctuation and conversion Provisions (liabilities no longer required) written back Profit (loss) on sale (disposal) of Fixed Assets (Net)	75,320	321,642
<b>Operating Profit before Working Capital changes</b>	<b>25,320</b>	<b>-320,779</b>
<b>Less:</b> Increase (Decrease) in Inventories Increase (Decrease) in Trade Receivables Increase (Decrease) in Loans & advances, other financial and non-financial assets	1,084,554	1,460,276
<b>Less:</b> Increase (Decrease) in Trade Payables, other financial and non-financial liabilities and provisions	558,720	641
<b>Cash generated from Operations</b>	<b>467,449</b>	<b>1,277,575</b>
<b>Less:</b> Direct Taxes paid (Net)	<b>83,705</b>	<b>-157,720</b>
<b>Net cash flow from Operating activities</b>	<b>77,122</b>	<b>-157,720</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment, intangible Assets and movements in Capital work in progress	-	-
Fixed Assets sold (disposed)	-	-
Purchase, sale or investment (net)	-	-
Advances and loans to subsidiaries	-	-
Interest received	-	-
Dividend received	-	-
Investment in bank deposits (having original maturity of more than 3 months)	-	-
<b>Net Cash flow from Investing activities</b>	<b>-</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds (Repayments) from short term borrowings (net)	-	-
Proceeds (Redemption) (Repayment) of Long Term Debentures; Term loan	-	-
Interest and other borrowing cost paid	-	-
Dividend paid	-	-
Tax on Dividend	-	-
<b>Net cash flow from Financing activities</b>	<b>-</b>	<b>-</b>
<b>Cash and Cash equivalents (A+B+C)</b>	<b>77,122</b>	<b>-157,720</b>
<b>Cash and Cash equivalents as at 1st April</b>	<b>191,633</b>	<b>191,633</b>
<b>Cash and Cash equivalents as at 31st March (refer note no. 4)</b>	<b>268,755</b>	<b>191,633</b>

Note: The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows' as notified under Companies Act, 2013

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements  
As per our report of even date

For Naranjan Jain & Co  
Chartered Accountant  
Firm Reg. No. 112912W



Naranjan Jain  
Proprietor

Date: 31.07.2020

UDIN: 20097811 AAAA CA 4990.

*Suman Kumar Garg*

Director

*[Signature]*

Director

Changes in Equity for the year ended 31st March, 2020

Particulars	In Rs lakh
Balance as at April 1, 2018	1,000.00
Changes during the year	-
Balance as at March 31, 2019	1,000.00
Changes during the year	-
Balance as at March 31, 2020	1,000.00

(ii) Other Equity  
As at March 31, 2020

Particulars	Reserves & Surplus				Items of Other Comprehensive Income	Equity Instrument through Other Comprehensive Income	Total
	Capital Reserve	Central State Subsidy	General Reserve	Retained Earnings	Remeasurements of the Defined Benefit Plans		
Balance as at March 31, 2019	-	-	-10,555,559	-	-	-	-10,555,559
Total comprehensive income for the	-	-	-	18,737	-	-	18,737
Transferred from Retained earnings to General Reserve	-	-	18,737	-18,737	-	-	-
Appropriations transferred to General Reserve	-	-	-	-	-	-	-
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2020	-	-	-10,536,822	-	-	-	-10,536,822

As at March 31, 2019

Balance as at April 1, 2018	-	-	-10,215,780	-	-	-	-
Total comprehensive income for the	-	-	-	-321,642	-	-	-321,642
Transferred from Retained earnings to General Reserve	-	-	-321,642	321,642	-	-	-
Appropriations transferred to General Reserve	-	-	-18,137	-	-	-	-18,137
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Final Dividend including tax thereon	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2019	-	-	-10,555,559	-	-	-	-10,555,559

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements  
As per our report of even date

For, Niranjan Jain & Co.  
Chartered Accountant  
Firm Reg. No. 113913W



(Niranjan Jain)  
Proprietor  
Place :- Ahmedabad  
Date :- 31.07.2020

*Suman Kumar Garg*  
Director

*(N)*  
Director

UDIN: 20047811AAAA CA 4990.

## Safal Herbs Limited

Part of the Financial Statement as at 31st March, 2020

### STATE INFORMATION

M/s. Safal Herbs Limited is a public limited company incorporated under the provisions of Companies Act, 1956 and having its registered office at Delhi in the state of Delhi.

### STATEMENT OF COMPLIANCE:

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and relevant provisions of the Companies Act, 2013.

Accordingly, the Company has prepared these Standalone Financial Statements which comprise the Balance Sheet as at 31 March, 2020, the Statement of Profit and Loss for the year ended 31 March 2020, the Statement of Cash Flows for the year ended 31 March 2020 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Standalone Financial Statements' or 'Financial Statements')

### 1. SIGNIFICANT ACCOUNTING POLICIES:

#### 1. BASIS OF ACCOUNTING:

The Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments which are measured in terms of relevant Ind AS at fair value/ amortized costs at the end of each reporting period and investment in one of its subsidiary which as on the date of transition have been fair valued to be considered as deemed cost.

#### 2. PLANT, PROPERTY & EQUIPMENT

Property, Plant and Equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose cost include deemed cost on the date of transition and adjustment for exchange difference wherever applicable and comprises purchase price of assets or its construction cost including duties and taxes, inward freight and other expenses incidental to acquisition or installation and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended for its use. For major projects and capital installations, interest and other costs incurred on / related to borrowings to finance such projects or fixed assets during construction period and related pre-operative expenses are capitalized.

#### 3. REVENUE RECOGNITION

Revenue from sale of goods rendered is recognised upon passage of title.

#### 4. TAXATION OF INCOME

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier year.

#### 5. Earnings per Share

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per Share is calculated by adjustment of all the effects of dilutive potential equity shares from the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period.

#### 6. INVENTORIES

Inventories are valued at lower of cost or net realisable value. Costs for the purpose of Raw materials, stores and spares and consumables comprise of the respective purchase costs including non-reimbursable duties and taxes. Cost for carriage, clearing and forwarding are included in

#### 7. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.



**Safal Herbs Limited**

Continuing Part of the Provisional Financial Statement as at 31st March, 2020

**Non Current Assets**

Sr. No	Particulars	As at	As at
		31.03.2020	31.03.2019
		Rs	Rs
	Opening Balance	1,378,550	1,378,550
	Add: Expenses during the year	-	-
	Less: Expenses written off	-	-
	<b>Total</b>	<b>1,378,550</b>	<b>1,378,550</b>

**Note : 3 Trade Receivable**

Sr. No	Particulars	As at	As at
		31.03.2020	31.03.2019
		Rs	Rs
	Trade receivables outstanding for a period less than six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	-	-
	Doubtful	-	-
	Trade receivables outstanding for a period more than six months from the date they are due for payment		
	Secured, Considered Good	-	-
	Unsecured, Considered Good	698,583	1,783,137
	Doubtful	-	-
	<b>Total</b>	<b>698,583</b>	<b>1,783,137</b>

**Note : 4 Cash and Cash Equivalents**

Sr. No	Particulars	As at	As at
		31.03.2020	31.03.2019
		Rs	Rs
1	Cash on Hand (As certified by Management)	264,112	154,512
2	Balances with Bank in current accounts	4,643	37,121
	<b>Total</b>	<b>268,755</b>	<b>191,633</b>

**Note : 5 Short term Loans & Advances**

Sr. No	Particulars	As at	As at
		31.03.2020	31.03.2019
		Rs	Rs
1	Recoverable in Cash or kind	74,149,595	74,149,595
2	Deposits	12,493,558	12,493,558
	<b>Total</b>	<b>86,643,153</b>	<b>86,643,153</b>

**Note : 6 Other Current Assets**

Sr. No	Particulars	As at	As at
		31.03.2020	31.03.2019
		Rs	Rs
	TDS Receivable	-	-
	Interest Receivable	576,720	-
	<b>Total</b>	<b>576,720</b>	<b>-</b>



## Safal Herbs Limited

Statement of Financial Position as at 31st March, 2020

### Share Capital

Particulars	As at 31.03.2020		As at 31.03.2019	
	No of Shares	Amount in Rs	No of Shares	Amount in Rs
<b>AUTHORISED CAPITAL</b> Equity Shares of Rs. 1/- each.	110,000,000	110,000,000	110,000,000	110,000,000
	110,000,000	110,000,000	110,000,000	110,000,000
<b>ISSUED, SUBSCRIBED &amp; FULLY PAID UP</b> Equity Shares of Rs 1/- Each, Fully paid up				
Balance at the beginning of the year	100,000,000	100,000,000	100,000,000	100,000,000
Balance at the end of the year	100,000,000	100,000,000	100,000,000	100,000,000
<b>Total</b>	<b>100,000,000</b>	<b>100,000,000</b>	<b>100,000,000</b>	<b>100,000,000</b>

### Rights, Preferences and Restrictions attached to Equity Shares

The Company has only one class of Equity Shares having a par Value of Rs 1 per share. Each Shareholder is eligible for one vote per share held. All Shares have equal rights in respect of distribution of dividend and repayment of capital. No shares have any restrictions in respect of distribution of dividend and repayment of capital.

### Shares reserved for issued

No Equity Shares have been reserved for issue under option and contracts/commitments for sale of shares/disinvestment as at Balance Sheet date.



# Safal Herbs Limited

Forming Part of the Provisional Financial Statement as at 31st March, 2020

## Reserve & Surplus

Particulars	As at 31.03.2020	As at 31.03.2019
	Rs	Rs
<b>Surplus in Statement of Profit &amp; Loss</b>		
Balance at the beginning of the year	(10,555,559)	(10,215,780)
Add: Profit for the year	18,737	(321,642)
Balance at the end of the year	(10,536,822)	(10,537,422)
Add: Appropriations	-	(18,137)
<b>Total</b>	<b>(10,536,822)</b>	<b>(10,555,559)</b>

## Note : 9 Trade Payables

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
		Rs	Rs
	For Expenses	-	426,032
	<b>Total</b>	<b>-</b>	<b>426,032</b>

## Note : 10 Short Term Provision

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
		Rs	Rs
1	Other Payables	-	-
2	Provision for Income Tax (Net)	96,000	126,000
	Provision for Expenses	-	-
	<b>Total</b>	<b>96,000</b>	<b>126,000</b>

## Note : 11 Current Tax Liability

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
		Rs	Rs
1	Provision for Current Tax	6,583	-
	<b>Total</b>	<b>6,583</b>	<b>-</b>



## Revenue from operations

In Rs.

Particulars	For The Year Ended March 31, 2020	For The Year Ended March 31, 2019
Sale of Shares	-	1,006,976
<b>TOTAL</b>	-	<b>1,006,976</b>

## 13 Other Income

In Rs.

Particulars	For The Year Ended March 31, 2020	For The Year Ended March 31, 2019
Interest Income	576,720	150,460
<b>TOTAL</b>	<b>576,720</b>	<b>150,460</b>

## 14 Purchase during the year

in Rs.

Particulars	For The Year Ended March 31, 2020	For The Year Ended March 31, 2019
Purchases of Shares	-	756,032
<b>TOTAL</b>	-	<b>756,032</b>

## 15 Employee Benefit Expenses

in Rs.

Particulars	For The Year Ended March 31, 2020	For The Year Ended March 31, 2019
Salaries, Wages and Bonus	312,000	291,000
<b>TOTAL</b>	<b>312,000</b>	<b>291,000</b>

## 16 Other Expenses

in Rs.

Particulars	For The Year Ended March 31, 2020	For The Year Ended March 31, 2019
Bank Charges	2,478	1,178
Conveyance Expenses	31,440	-
Miscellaneous Expenses	50,327	64,112
Office Expenses	77,025	-
Rent Expenses	48,000	48,000
Share Registry Expenses	-	71,756
Stationery and Printing Expenses	12,130	-
Stock Exchange Fees	-	229,000
Auditor's Remuneration	18,000	18,000
Audit Fees	18,000	18,000
<b>TOTAL</b>	<b>239,400</b>	<b>432,046</b>



Safal Herbs Limited

Forming Part of the Financial Statement as at 31st March, 2020

NOTE 17 Earning Per Equity Share (EPS)		As at 31.03.2020	As at 31.03.2019
Particulars		Amount in Rs	Amount in Rs
1	<b>Basic EPS</b>		
a.	Net Profit/(Loss) after Tax	18,737 (321,642)	(321,642) (138,869)
b.	Paid up Equity Capital (Rs. 10 each)	100,000,000 (100,000,000)	100,000,000 (100,000,000)
c.	Basic EPS (a*10/b)	0.00 (0.03)	(0.03) (0.01)
2	<b>Diluted EPS</b>		
a.	Net Profit/(Loss) after Tax per Accounts	18,737 (321,642)	(321,642) (138,869)
b.	Paid up Equity Capital (Rs. 10 each)	100,000,000 (100,000,000)	100,000,000 (100,000,000)
c.	Diluted EPS (a*10/b)	0.00 (0.03)	(0.03) (0.01)

**Note 18**

Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification/ disclosure.

**Signature to Note No. 1 to 18**

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements  
As per our report of even date

For, Niranjan Jain & Co.  
Chartered Accountant  
Firm Reg. No. 113913W

*Suman Kumar Garg*  
Director

*(N) [Signature]*  
Director

*N*  
(Niranjan Jain)  
Proprietor  
Place - Ahmedabad  
Date - 31.07.2020



UDIN: 20047811AAAA CA 4990.



**SAFAL HERBS LIMITED**

**NOTES FORMING PARTS OF ACCOUNTS  
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS:**

**A. SIGNIFICANT ACCOUNTING POLICIES:**

The significant accounting policies followed by the company are as stated below:

**I. ACCOUNTING CONVENTION :**

The financial statement is prepared under the historical cost convention and follows the mercantile system of accounting and recognizes income and expenditure on the accrual basis except those with significant uncertainties. Sales & Purchase is accounted exclusive of excise duty.

**II. FIXED ASSETS :**

There are no fixed assets available.

**III. DEPRECIATION :**

There are no fixed assets hence not applicable.

**IV. INVENTORIES :**

There is no inventory at the year ended 31-03-2020, hence not applicable.

**V. INVESTMENT :**

There are no Investments at the year end.

**VI. MISCELLANEOUS EXPENSES :**

At the end of the year the balance of Miscellaneous Expenditure is W/O and the Balance is 13,78,550/-



vii. **CONTINGENT LIABILITIES :**

No Provision is made for liabilities, which are contingent in nature but, if material, the same all disclosed by way notes to the accounts.

**B. NOTES ON ACCOUNTS:**

- I. Previous years figures have been regrouped wherever necessary.
- II. Balances of creditors, Loans & Advances and Debtors are subject to confirmation by the parties concerned.
- III. In respect of sales tax / income tax liability company does not expect any more liability than provided in the books of accounts.
- IV. Expenditure on Employees getting remuneration not less Rs.120000/- per year employed throughout the year and Rs.10000/- per month employed for part of year :

a. <u>No. of Employees</u>	<u>Amount Rs.</u>	<u>Amount Rs.</u>
b. Employed through out the year	Nil (Nil)	Nil (Nil)
c. Employed for a part of a year	Nil (Nil)	Nil (Nil)

V. Value of import calculates on CIF basis:

1. Raw Material	Nil	(Nil)
2. Components & Spare Parts	Nil	(Nil)
3. Capital Goods.	Nil	(Nil)



Expenditure in Foreign Currency on account of :

1. Royalty	Nil	(Nil)
2. Knowhow.	Nil	(Nil)
3. Professional Consultancy	Nil	(Nil)
4. Other Matters	Nil	(Nil)

(c) The amount remitted in foreign currency on  
Account of dividends to non- residents Nil (Nil)

VII. Auditor's Remuneration.

	31-03-2020	31-03-2019
a. As Auditors	18,000.00	18,000.00
b. Tax Audit Fees	NIL	NIL
In other Capacity		
1. For Income Tax	NIL	NIL
2. For Company Law – Matter	NIL	NIL
3. For Certification Work	NIL	NIL
4. For Other Works	NIL	NIL

VIII. We relied on vouchers duly certified by the Assessee wherever original bills are not available during the test checked conducted in the course of our audit.

IX. In the opinion of the Directors of the Company the current assets, Loans & Advances appearing in the balance sheet are approximately of the value as stated if realized in the ordinary course of business.



- X. Cash on hand at the year end certified by the management. Moreover we have not physically verified the Cash Balance as on 31-03-2020.
- XI. We are unable to express our opinion regarding diminution, if any, in the value of the investments as no documentary evidence were available or verification / judgment of the same.

FOR, Niranjan Jain & Co.

FOR, SAFAL HERBS LIMITED

CHARTERED ACCOUNTANTS



PARTNER

FRN No. 113913W

*[Signature]*

DIRECTOR

*[Signature]*

DIRECTOR

PLACE: AHMEDABAD

PLACE: AHMEDABAD

DATE : 31.07.2020

DATE : 31.07.2020

UDIN: 200498 11 AAAACA 4990 .

# SAFAL HERBS LIMITED

CIN: L24233DL1994PLC290133

REG. OFFICE: A-66, 2ND FLOOR, GURU NANAK PURA, VIKAS MARG,  
LAXMI NAGAR, DELHI East DELHI 110092

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Dt. 02/09/2020

To,  
The Department of Corporate Services  
**The Bombay Stock Exchange**  
Phirozejeejeebhoy Towers,  
Dalal Street,  
Mumbai

**Sub.: Submission of Statement on Impact of Audit Qualifications under Regulation 33 / 52 of  
the SEBI (LODR) 2015**

**Ref.: Company Code No. 532034**

Dear Sir,

With respect to captioned subject Please find attached here with Annexure I under **under Regulation 33 / 52 of the SEBI (LODR) 2015** for Financial Year Ended **31<sup>st</sup> March, 2020**.

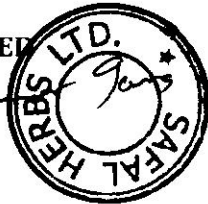
Kindly acknowledge the same & take on your records.

Thanking You.

Yours faithfully

For, SAFAL HERBS LIMITED

*Pawan Kumar Garg*

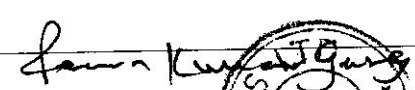
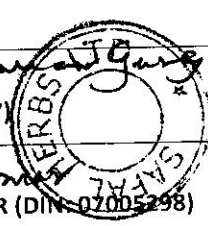
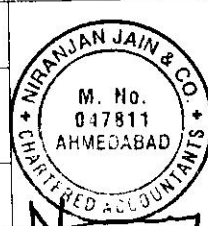



PAWAN KUMAR GARG  
DIRECTOR  
DIN: 00157287

**ANNEXURE I**

**SAFAL HERBS LIMITED**

**Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated separately)**

<b>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019</b>				
<b>[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Amount in Lakhs)</b>				
<b>I.</b>	<b>Sl. No.</b>	<b>Particulars</b>	<b>Audited Figures (as reported before adjusting for qualifications)</b>	<b>Adjusted Figures (audited figures after adjusting for qualifications)</b>
	1.	Turnover / Total income	576720	576720
	2.	Total Expenditure	551400	551400
	3.	Net Profit/(Loss)	18737	18737
	4.	Earnings Per Share	0.00	0.00
	5.	Total Assets	89565761	89565761
	6.	Total Liabilities	102583	102583
	7.	Net Worth	89463178	89463178
	8.	Any other financial item(s) (as felt appropriate by the management)	NA	NA
<b>II.</b>	<b>Audit Qualification (each audit qualification separately):</b>			
	a.	Details of Audit Qualification: N.A		
	b.	Type of Audit Qualification : N.A		
	c.	Frequency of qualification: N.A		
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:		
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor: N.A		
	(i)	Management's estimation on the impact of audit qualification:		
	(ii)	If management is unable to estimate the impact, reasons for the same:		
	(iii)	Auditors' Comments on (i) or (ii) above:		
<b>III.</b>	<b>Signatories:</b>			
		 Director : PAWAN KUMAR GARG (DIN: 00157287)		
		 Audit Committee Chairman : NARENDRA KUMAR (DIN: 02005298)		
		Statutory Auditor : NIRANJAN JAIN (NIRANJAN JAIN & CO) (M. No: 047811) (F.R.No: 113913W)		
		Place: 31/07/2020		
		Date: Ahmedabad /Delhi		

## **ATTENDANCE SLIP**

I/We.....R/o.....  
hereby record my/our presence at the Annual General Meeting of the Company on TUESDAY  
29<sup>TH</sup> SEPTEMBER, 2020 AT 01.00 P.M at A-66, 2ND FLOOR, GURU NANAK PURA,  
VIKAS MARG, LAXMI NAGAR, DELHI East Delhi DL 110092 IN

DPID * :	Folio No. :
Client Id * :	No. of Shares :

\* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Annual Report for 2020 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for 2020 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

## Proxy form

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

**CIN: L24233DL1994PLC290133**

**Name of the Company: SAFAL HERBS LIMITED**

**Registered office: A-66, 2ND FLOOR, GURU NANAK PURA, VIKAS MARG, LAXMI NAGAR,  
DELHI East Delhi DL 110092 IN**

**NAME OF THE MEMBER(S):**

**REGISTERED ADDRESS:**

**E-MAIL ID:**

I/ We being the member of ....., holding.....shares, hereby appoint

1. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

2. Name: .....

Address:

E-mail Id:

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 members of the Company, to be held on TUESDAY 29<sup>TH</sup> SEPTEMBER, 2020 AT 01.00 P.M at A-66, 2ND FLOOR, GURU NANAK PURA, VIKAS MARG, LAXMI NAGAR, DELHI East Delhi DL 110092 IN, registered office of the Company, and at any adjournment thereof in respect of such resolutions as are indicated below:



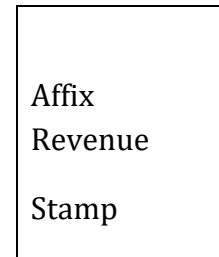
Resolution No.

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2020 and Balance sheet as at that date together with Directors Report and Auditors Report thereon

Signed this ..... day of..... 2020

Signature of Shareholder

Signature of Proxy holder(s)



**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.**