

E-mail: naturahue@rediffmail.com

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NATURA HUE CHEM LIMITED

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

[CIN NO: L24117CT1995PLC009845]

REF: NATHUEC/BSE/2023-24/14

Date: 01st September, 2023

BY LISTING PORTAL

To,
Department of Corporate Services,
Bombay Stock Exchange Ltd
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai (Maharashtra) 400 001

Dear Sir/Madam,

SUB: SUBMISSION OF ANNUAL REPORT OF THE COMPANY FOR THE FY 2022-23

Pursuant to Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are submitting herewith the Annual Report of the Company for the F. Y. 2022-23 along with Notice convening the 28th Annual General Meeting (AGM) to be held on **Wednesday, the 27th day of September, 2023 at 3:00 P.M (IST)** through Video Conference ("VC") / Other Audio Visual Means ("OAVM"). The said Notice forms part of the Annual Report 2022-23 and is being sent through electronic mode to the shareholders of the Company.

The **Annual Report** and the **Notice of 28th AGM-2023** is duly also placed on the website of the Company i.e <https://www.naturahuechem.com/>

Kindly take the submission on record.

Thanking you,
Yours faithfully,

For, Natura Hue-Chem Limited

(Shivangi Agrawal)
Company Secretary & Compliance Officer
M. No. A70103

28th ANNUAL REPORT

OF

NATURA HUE CHEM LIMITED

F. Y. 2022-23

CORPORATE PROFILE

BOARD OF DIRECTORS

Mr. Ravi Kamra	Managing Director
Mr. Mansoor Ahmed	Director
Mr. Ravindra Pokharna	Independent Director
Mrs. Satyawati Parashar	Independent Director
Mr. Aditya Sharma	Independent Director

COMMITTEES OF THE BOARD

I. AUDIT COMMITTEE

Mrs. Satyawati Parashar – Independent Director	Chairman
Mr. Ravi Kamra – Managing Director	Member
Mr. Ravindra Pokharna – Independent Director	Member

II. NOMINATION & REMUNERATION COMMITTEE

Mrs. Satyawati Parashar – Independent Director	Chairman
Mr. Ravindra Pokharna – Independent Director	Member
Mr. Aditya Sharma – Independent Director	Member

III. STAKEHOLDERS RELATIONSHIP COMMITTEE

Mrs. Satyawati Parashar – Independent Director	Chairman
Mr. Mansoor Ahmed – Director	Member
Mr. Ravi Kamra – Managing Director	Member

CHIEF FINANCIAL OFFICER

MR. CHANDRA BHUSAN

COMPANY SECRETARY

CS SHIVANGI AGRAWAL

INDEPENDENT AUDITORS

M/S AGRAWAL SHUKLA & CO
CHARTERED ACCOUNTANTS
129, Mahalaxmi Cloth Market
Pandri, Raipur (C. G.)
Email: capankaj_jain@rediffmail.com

SECRETARIAL AUDITORS

G SONI & ASSOCIATES,
COMPANY SECRETARIES,
6th Floor Ravi Bhawan, Jaistambh Chowk,
Raipur (C. G.) 492 001
Email:- ghns21@gmail.com

REGISTRAR & SHARE TRANSFER AGENT

BEETAL Finance And Computer Services (P) Limited
BEETAL HOUSE, 99 Madangir, Behind LSC,
Near Dada Harsukhdar Mandir,
Delhi – 110062
Telephone :011- 29961281
Email Address : Beetalrta@gmail.Com

LISTED ON

BOMBAY STOCK EXCHANGE, MUMBAI

REGISTERED OFFICE

408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

NATURA HUE CHEM LIMITED

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

[CIN NO: L24117CT1995PLC009845]

NOTICE OF 28TH ANNUAL GENERAL MEETING

TO

ALL THE MEMBERS

NATURA HUE-CHEM LIMITED

NOTICE is hereby given that the 28th Annual General Meeting (AGM) of the Members of **Natura Hue-Chem Limited** will be held on **Wednesday, the 27th day of September, 2023** at **3:00 P.M.** (IST) through video conferencing (VC)/other audio video means (OAVM) to transact the following businesses:

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 408, Wallfort Ozone, Fafadih, Raipur C.G. 492001 which shall be deemed venue of the AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Financial Statements of the Company for the year ended 31st March, 2023 along with the reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To approve the Appointment of Mr. Mansoor Ahmed (DIN: 01398796) as the Managing Director of the Company and to consider and if thought fit, to pass with or without modification following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modifications, amendments or re-enactments thereof for the time being in force) and in accordance with the Articles of Association of the Company and such other approvals, permissions and sanctions, consent of the members of the Company be and is hereby accorded to the appointment of Mr. Mansoor Ahmed (DIN: 01398796) as a Managing Director of the Company for a period of three years with effect from 11th August, 2023 on such terms and conditions and remuneration as set out in the appointment letter/agreement, to be entered into between the Company with liberty to the Board of Directors (hereinafter referred to as the ‘Board’ which term shall be deemed to include Nomination and Remuneration Committee of the Board) to vary and alter the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Mansoor Ahmed, subject to the same not exceeding the limits specified in schedule V and other applicable provisions, if any, of the act as amended from time to time.”

“RESOLVED FURTHER THAT in the absence or inadequacy of profits in any financial year during the tenure of Mr. Mansoor Ahmed (DIN: 01398796) as the Managing Director of the Company, he shall be paid the remuneration as set out in the Explanatory Statement referred to above as the Minimum Remuneration in accordance with the provisions of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT any of the Directors of the company, be and is hereby authorise to sign and executed deeds, application, documents and writing that may be required on behalf of the Company and to do all necessary acts, deeds, matter and things, which may be necessary, proper and expedient to give effect to the above resolution.”

3. To consider and approve the Regularization of Additional Director, Mr. Hifzul Rahim (DIN: 08491854) as the Executive Director of the Company and to consider and if thought fit, to pass with or without modification following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Hifzul Rahim (DIN: 08491854) who was appointed as an Additional Director of the Company in terms of Section 161(1) of the Act by the Board of Directors on the recommendation of Nomination and Remuneration

Committee with effect from August 11, 2023 and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Executive) of the Company whose period of office is liable to determination by retirement of Directors by rotation.”

By order of the Board
For, Natura Hue-Chem Limited

Sd/-
Shivangi Agrawal
Company Secretary & Compliance Officer
M. No. A70103

Date : 11th August 2023
Place: Raipur (C. G.)

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts relating to Special Business under Item No. 2 and 3 of the Notice to be transacted at the 28th Annual General Meeting (AGM) is annexed hereto. Further the information under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Secretarial Standard on General Meeting (SS- 2) in respect of the Directors seeking appointment/ reappointment at this AGM forms part of this notice.
2. Pursuant to General Circular Nos.14/2020, 17/2020, 20/2020 and 10/2022 dated April 08, 2020, April 13, 2020, May 05, 2020 and December 28, 2022 respectively and clarification circular Nos. 02/2021 dated January 13, 2021, 14/2021 dated December 14, 2021 and 03/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circulars Nos. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 physical attendance of the Members at the AGM venue is not required and Annual General Meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM).
3. In compliance with the provisions of the Act, Listing Regulations and MCA Circulars, the 28th AGM of the Company is being conducted through VC/ OAVM facility. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the deemed venue for the AGM shall be the Registered Office of the Company situated at 408, Wallfort Ozone, Fafadih, Raipur (C.G). Hence Members can attend and participate in the AGM through VC/OAVM only.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 January 13, 2021, May 05, 2022 and December 28, 2022 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.
6. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020, MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, MCA Circular No. 2/2021 dated January 13, 2021, MCA Circular No. 03/2022 dated May 05, 2022 and MCA Circular No. 10/2022 dated December 28, 2022. The Notice of AGM is being sent only in electronic mode to those members whose, e-mail addresses are registered with the Company/ RTA or the Depository Participant(s) as on 25th August, 2023. A person who has acquired the shares and has become a member and shareholders of the Company after the dispatch of the Notice of the AGM as on Cut-off date i.e 20th September, 2023, shall be entitled to exercise his/her vote electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in Annexure-A.
7. The Register of Members and Share Transfer Books will remain closed from 21st September, 2023 to 27th September, 2023 (both days inclusive).
8. CS Ghanshyam Soni, Practicing Company Secretary (CP No. 17876 & Membership No. 12019) M/s Ghanshyam Soni & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
9. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizers Report shall be placed on the Company's website <https://www.naturahuechem.com> and on the website of CDSL within 48 hours from the conclusion of AGM of the Company and communicated to the Stock Exchanges (i.e. BSE).
10. The AGM is being held pursuant to the MCA circulars through VC/OVAM, physical attendance of Members has been dispensed with and the attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Accordingly, the facility for appointment of proxies will not be

available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Corporate Member(s) intending to send their Authorized Representative(s) are requested to send a duly certified copy of the are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), Board Resolution authorizing such representative(s) to attend and vote at the Annual General Meeting.

11. Notice calling the AGM pursuant to section 101 of the Companies Act read with the Rules framed there under is being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/ RTA or the Depository Participant(s). The Company will not be dispatching physical copies of such Notice of AGM to any Member. Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with RTA by following due procedure. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 10/2022 dated December 28, 2022 a copy of the Notice of this AGM is available on the website of the Company at <https://www.naturahuechem.com> , website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com respectively and the AGM Notice is also available on the website CDSL (agency for providing the e-voting facility) i.e. <https://www.evotingindia.com>

12. In accordance with the above mentioned MCA General Circulars and SEBI Circulars, physical copies of the Financial Statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the Financial Year ended 31st March, 2023 pursuant to section 136 of the Act and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/ RTA or the Depository Participant(s). The Company will not be dispatching physical copies of such statements and Notice of AGM to any Member. Members are requested to register/update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with RTA by following due procedure. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020 and 10/2022 dated December 28, 2022, a copy of the Notice of this AGM along with Annual Report for the Financial Year 2022-2023 is available on the website of the Company at <https://www.naturahuechem.com>, website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the e-voting facility) i.e. <https://www.evotingindia.com>

13. Members holding shares in physical form are requested to advise any change in their registered address, E-mail address, Contact Numbers and Bank particulars etc., to the Company's Registrar and Share Transfer Agent (RTA), Beetal Financial and Computer Services Private Limited, Delhi at beetalrta@gmail.com or to the Company at naturahue@rediffmail.com and always quote their Folio Numbers in all correspondences with the Company and RTA. Members holding shares in electronic form must send the advice about change in their registered address, E-mail address, Contact Number and bank particulars to their respective Depository Participant and not to the Company.

14. In all correspondence with the Company or with its Share Transfer Agent, members are requested to quote their folio number and in case the shares are held in the dematerialized form, they must quote their Client ID Number and their DPID Number.

15. In accordance with the provisions of Section 72 of the Act and Circulars issued by SEBI, from time to time, Members can avail the facility of nomination in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14 or Form ISR-3, as the case may be. The aforementioned forms are available on the website of Beetal Financial and Computer Services Private Limited. All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / Beetal Financial and Computer Services Private Limited (if shares are held in physical form) against all their folio holdings.

16. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by 30th September, 2023, and linking PAN with Aadhaar by 30th June, 2023 vide SEBI Circular No. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated 16th March, 2023 ("SEBI Circular"), it is mandatory for the physical shareholders to update PAN, Address, Email ID, Mobile No., Bank account details ("KYC details") and Nomination details with Beetal Financial & Computer Services (P) Limited, Registrar and Transfer Agent (RTA) / Company. The Company had sent intimation for KYC updation, ISR-2 for bank details, Form SH-13/ ISR-3 in respect of nomination to physical shareholders whose KYC were not updated and Form SH-14 to cancel the earlier nomination and record a fresh nomination. In case a holder of physical securities fails to furnish PAN and KYC details before 1st October, 2023 or link their PAN with Aadhaar on or before 30th June, 2023, in accordance with the SEBI circular dated 16th March, 2023, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on 31st December, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002. Form ISR-1, ISR-2, SH-13/ ISR-3/ SH-

14 are also available on the website of the Company and on the website of RTA i.e. <http://www.beetalfinancial.in/BEETALFINANCIAL/downloadf.aspx>. Those physical shareholders who have not yet submitted Form ISR-1, ISR-2, SH-13/SH-14 are requested to submit the same to RTA/Company at earliest. Those shareholders who are holding shares in dematerialized mode are requested to ensure that aforesaid KYC details and nomination are updated with their Depository Participants

17. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to avail the benefits of dematerialization which beside others include easy liquidity (since trading is permitted only in Dematerialized Form), electronic transfer, savings in stamp duty, prevention of forgery etc. Members can contact the Company's Registrar and Share Transfer Agent i.e Beetal Financial and Computer Services Private Limited.

18. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.

19. The format of the Register of Members prescribed by the MCA under the Act require the Company/ Registrar and Share Transfer Agent to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing additional details will be provided upon request to be made to RTA/ the Company. Members holding shares in physical form are requested to submit the filled in form to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

20. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

21. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/ HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 in Form ISR-1. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR-1. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.

22. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

1. PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

The Company will provide VC / OAVM facility to its Members for participating at the AGM.

- a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- b. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- c. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- e. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at naturahue@rediffmail.com. These queries will be replied to by the company suitably by email.
- f. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

2. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- c. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporate” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized

to vote, to the Scrutinizer and to the Company at the email address viz; naturahue@rediffmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

3. VOTING THROUGH ELECTRONIC MEANS-

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation the Company is leased to provide members facility to exercise their right to vote at the 28TH Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited.

a. THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:-

- (i) The remote e-voting period begins on Sunday, 24th September, 2023 at 10:00 AM and ends on Tuesday, 26th September, 2023 at 05:00P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, 20th September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 20th September, 2023. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) A person who is not a Member as on the cut-off date should treat this Notice of 28th AGM for information purpose only.
- (iii) Shareholders can opt only single mode of voting per EVSN i.e. If through remote e-voting or voting at the Meeting (Insta Poll). If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".
- (iv) Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- (v) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (vi) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

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

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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b. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM.

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

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

7. After entering these details appropriately, click on "SUBMIT" tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10. Click on the EVSN for ***Natura Hue Chem Limited*** on which you choose to vote.
 11. 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.
 12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 13. 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.
 14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 16. 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.
- **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - a) Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporate” module.
 - b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - c) 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.
 - d) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - e) 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.
 - f) Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; naturahue@rediffmail.com (designated email address by company) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at naturahue@rediffmail.com or to RTA at beetalrta@gmail.com

For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company at naturahue@rediffmail.com or to RTA at beetalrta@gmail.com.

THE COMPANY WHOLEHEARTEDLY WELCOMES MEMBERS AT THE ANNUAL GENERAL MEETING OF THE COMPANY. THE MEMBERS MAY PLEASE NOTE THAT NO GIFTS / GIFT COUPONS WILL BE DISTRIBUTED AT THE ANNUAL GENERALMEETING.

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

ITEM NO. 02

The Board on the recommendation of the Nomination & Remuneration Committee appointed Mr. Mansoor Ahmed (DIN 01398796) as the Executive Director of the Company with effect from 01.04.2000. He is associated with the company from past 23 years as the executive Director of the Company having relevant expertise and experience in the field of accounts, finance and others.

Further due to resignation of Mr. Ravi Kamra, Managing Director of the Company, the Board, based on the recommendations received from the Nomination & Remuneration Committee and considering his qualification, expertise and experience in the business, in its meeting held on 11th of August, 2023 decided to appoint Mr. Mansoor Ahmed as the Managing Director of the Company for a period of three years commencing from 11th August, 2023 to 10th of August, 2026 subject to the approval of Shareholders in this ensuing Annual General Meeting of the Company. The Board is of the opinion that the appointment and presence of Mr. Mansoor Ahmed on the Board as the Managing Director will be desirable, beneficial and in the best interest of the Company. The office of Managing Director is not liable to retire by rotation.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 2 of the Notice above by way of Ordinary Resolution.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India relating to Mr. Mansoor Ahmed has been provided in the "Annexure A" to the Notice. In terms of the provisions of the Companies Act, 2013, Mr. Mansoor Ahmed has filed requisite consent(s)/disclosures before the Board.

Mr. Mansoor Ahmed, Managing Director of the Company is father of Mr. Hifzul Rahim, Additional Director of the Company. Except, Mr. Mansoor Ahmed the appointee and Mr. Hifzul Rahim none of the Directors and Key Managerial Personnel of the Company and their relatives is in any way, concerned or interested in the said resolution.

ITEM NO. 03

The Board on the recommendation of the Nomination & Remuneration Committee at its meeting held on 11th August, 2023, approved the appointment of Mr. Hifzul Rahim (**DIN: 08491854**), as Additional Director (Executive) of the Company, to hold office upto the conclusion of this Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company.

The Company has received from Mr. Hifzul Rahim (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act.

Considering the same and after evaluation of his qualifications, experience and other attributes both the Nomination and Remuneration Committee and the Board were of the opinion, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail his services as a Executive Director to strengthen the management of the Company.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 3 of the Notice above by way of Ordinary Resolution.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India relating to Mr. Hifzul Rahim, has been provided in the "Annexure A" to the Notice. In terms of the provisions of the Companies Act, 2013, Mr. Mansoor Ahmed has filed requisite consent(s)/disclosures before the Board.

Mr. Hifzul Rahim is son of Mr. Mansoor Ahmed (Managing Director of the Company). Except Mr. Hifzul Rahim, the appointee and Mr. Mansoor Ahmed none of the Directors and Key Managerial Personnel of the Company and their relatives is in any way, concerned or interested in the said resolution.

By order of the Board
For, Natura Hue-Chem Limited

Sd/-
Shivangi Agrawal
Company Secretary & Compliance Officer
M. No. A70103

Date : 11th August 2023
Place: Raipur (C. G.)

PARTICULARS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT/ RETIRING BY ROTATION AT THE ENSUING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36(3) OF LISTING REGULATIONS AND SS-2):

PARTICULARS	DETAILS OF DIRECTOR	
Name	Mr. Mansoor Ahmed	Mr. Hifzul Rahim
Category of Director	Executive Director	Executive Director
DIN	01398796	08491854
Brief Resume		
i) Age	62 Years	28 Years
ii) Qualification	Graduate	B- Com Graduate
iii) Nature of Expertise in specific functional area	Mr. Mansoor Ahmed is a businessman and has good business exposure in the field of accounts, finance and others. He possesses experience of more than 20 years. He is associated with the company since very beginning and has a detailed knowledge about the company and its affairs.	Mr. Hifzul Rahim, aged 28 years is a B-Com Graduate having knowledge in the field of accounts, finance and others.
iv) Date of appointment/re-appointment on the Board of Company	01.04.2000- Appointed as Director 11.08.2023- Change in designation from Director to Managing Director.	11.08.2023- Appointed as Additional Director
Terms and Condition of appointment/re-appointment	As set out in the appointment letter.	As set out in the appointment letter.
Name(s) of other Listed entities and other Board in which the person holds the Directorship	Ashoka Refineries Limited	NIL
Name(s) of other Listed entities in which the person holds the Chairmanship/Membership of the Committee of the Board	NIL	NIL
Chairman/Member of the Committee of the Board of Directors of the Company	Audit Committee - Chairman Stakeholder Relationship Committee- Member	NIL
Directorship Other than Listed Companies	Presswell Industries (India) Limited	Alligare Chem Private Limited
Relationship with Directors inter-se (As per Section 2 (77) of the Companies Act, 2013 read with The Companies (Specification of definitions details) Rules, 2014	He is Father of Mr. Hifzul Rahim, Additional Executive Director of the Company.	He is Son of Mr. Mansoor Ahmed, Managing Director of the Company.

By order of the Board
For, Natura Hue-Chem Limited

Date : 11th August 2023
Place : Raipur (C. G.)

Sd/-
Shivangi Agrawal
Company Secretary & Compliance Officer
M. No. A70103

NATURA HUE CHEM LIMITED

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001

[CIN NO: L24117CT1995PLC009845]

28TH DIRECTORS' REPORT

**The Members,
Natura Hue Chem Limited
Raipur (C. G.) 492001**

Your Directors have pleasure in presenting the **28th Annual Report** on the business and operation of the Company together with Audited Financial Statements for the year ended on 31st March, 2023.

1. FINANCIAL RESULTS:

PARTICULARS	RS. IN LAKHS	
	31 st MARCH, 2023	31 st MARCH, 2022
Revenue from Operations	4.75	6.00
Other Income	0.00	7.32
Total Receipts	4.75	13.32
Total Expenses	21.17	14.98
Profit/Loss Before Tax	(16.42)	(1.66)
Tax Expenses	0.10	0.03
Profit/Loss for the year	(16.51)	(1.69)
Earnings Per Share (in Rs.)	1.77	0.03

2. REVIEW OF PERFORMANCE

During the year under review your Company has generated total income including other income amounted to Rs. 4.75 Lakhs as against expenses of Rs. 21.17 Lakhs. The Company has reported a net loss of Rs. 16.51 Lakhs as compared to Rs. 1.69 Lakhs. Your directors are trying to ascertain new opportunities so that the business can be diversified and company as well as stakeholders is in better position barring any unforeseen circumstances.

3. THE PROPOSED AMOUNTS TO CARRY TO ANY RESERVES

The Loss incurred has been carried over to Balance Sheet under head Reserves & Surplus in Statement of Profit & Loss.

4. DIVIDEND

Due to losses in the Company, your Directors are not in a position to recommend any dividend for the financial year ended 31st March, 2023.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company.

6. LISTING

The Company continues to be listed on Bombay Stock Exchange (BSE). All the dues whether it is related to Stock Exchange, Depositories and Registrar & Transfer Agent stands paid. The company is duly complying with all the requirements laid under SEBI (LODR) regulations, 2015. The ISIN of the Equity shares of company is **INE487B01019**.

7. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No such material changes and commitments affecting the financial position of the Company have occurred during the current year.

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

There are no such orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

9. INDUSTRIAL RELATIONS:

The Company is not running any industry; it's into service sector and engaged in business of consultancy and management. The Management of the Company is cordial with each other.

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

The Company has adequate Internal Control System, commensurate with its size, scale and operations. The scope and authority of Internal Audit functions have been defined in the Internal Audit scope of work to maintain its objectivity and independence, the Internal Audit functions reports to the Chairman of the Audit Committee of the Board. The Internal Audit department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating system, accounting procedures and policies of the Company. Significant Audit observations and corrective actions thereon are presented to the Audit Committee of the Board. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. During the year no reportable material weakness in the design or operation was observed.

11.SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company. The Company is also not a subsidiary of any other company. Therefore, no reporting is required to be made for the said clause.

12. DEPOSITS:

The Company did not accept any deposit within the meaning of Section 73 of the Companies Act, 2013 and the Rules made there under. Further, there are no small depositors in the company.

13. AUDITORS

• STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act and rules framed thereunder **M/s Agrawal Shukla & Co**, Chartered Accountants (Firm registration number: 326151E) were appointed as Statutory Auditors of the company to hold office for a term of consecutive 5 years commencing from the conclusion of this 27th Annual General Meeting till the conclusion of the 32nd Annual General Meeting of the Company to be held in the year 2027-28.

• SECRETARIAL AUDIT

In terms of provisions of Section 204 of the Companies Act, 2013 Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board of Directors had appointed **M/s G Soni & Associates**, a Practicing Company Secretary firm for conducting secretarial audit of the Company for the financial year under review.

• MAINTENANCE OF COST RECORDS OR AUDIT

Your company is neither required to appoint Cost Auditors in terms to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Record and Audit) nor required to maintain cost records during the year under review.

14. AUDITORS OBSERVATION:

• STATUTORY AUDITOR

The observations, if any, made by the Statutory Auditors in their Auditors Report together with the notes to accounts, as append thereto are self-explanatory and hence does not call for any further explanation. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

During the Financial Year 2022-23, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

• SECRETARIAL AUDITOR

The Secretarial Auditor Report received from the Secretarial Auditor of the Company for the Financial Year 2022-23 is annexed herewith as **ANNEXURE-1**. The report does not contain any qualification, reservation or adverse remark.

• FRAUDS REPORTED BY THE AUDITORS:

During the year under review, neither the Statutory Auditor nor the Secretarial Auditor has reported to the Audit Committee under Section 143(12) of the Companies Act, 2013, any

instances of the fraud committed by the Company, its officers and employees, the details of which would need to be mentioned in the Directors' Report.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) AND CHANGES THEREIN

• APPOINTMENT/RE-APPOINTMENT/CESSATION

BOARD OF DIRECTORS

Your Board is duly constituted with combination of executive and non-executive directors. Your Directors declare that no directors on the Board are disqualified from being appointed as Director of the Company under Section 164 of the Companies Act, 2013 and also they have duly disclosed their interest in terms of Section 184 of the Companies Act, 2013.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than the sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Company.

During the year under review there were no changes in the Board of Directors of the Company. However, the Board of Directors in its meeting held on 11th of August, 2023 based on the recommendations of Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 decided to appoint Mr. Hifzul Rahim (DIN: 08491854) as the Additional Director on the Board of the Company to hold office upto the conclusion of ensuing Annual General Meeting. Further the changes occurred in the Key Managerial Personnel are stated below.

KMP

Following are the details regarding Key Managerial Personnel of the Company as on 31st March, 2023 and changes therein:

• MANAGING DIRECTOR:

There is no change in the Managing Director of the Company after the last report till 31st of March, 2023. However, Mr. Ravi Kamra duly appointed by Shareholders in their meeting held on 26th September, 2020 as the Managing Director of the Company for a period of consecutive five years commencing from 1st April, 2020 resigned from the post of Managing Director and Director w.e.f 03rd of August, 2023.

Further to fill the casual vacancy aroused in the position of Managing Director, the Board of Directors decided to appoint Mr. Mansoor Ahmed (DIN 01398796) as the Managing Director of the Company, who is already a Director in the Company, in its meeting held on 11th of August, 2023 with effect from the same meeting, subject to the approval of Shareholders in the ensuing Annual General Meeting for the Financial year 2022-23.

• COMPANY SECRETARY:

Ms. Sneha Agrawal who was appointed on 2nd September, 2019 as Company Secretary resigned from the post of Company Secretary with effect from (w.e.f) 14th of November, 2022.

During the period under review, pursuant to the provisions of Section 203 of the Companies Act, read with relevant rules made thereunder along with the provisions of Regulation 6 and 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 Ms. Shivangi Agrawal, qualified Company Secretary was duly appointed by the Board as the Company Secretary and Compliance Officer of the Company in its Board Meeting held on 14th of November, 2022 with effect from the same meeting and continues to hold the position.

- **CHIEF FINANCIAL OFFICER**

Pursuant to the provisions of Section 203 of the Companies Act, 2013, Mr. Chandra Bhushan was appointed as the Chief Financial Officer of the Company w.e.f 1st June, 2015 in its meeting held on 30th May, 2015 and he continues to hold the position.

RETIREMENT BY ROTATION

As per the provisions of the Act and resolution passed by the Company, Managing Director and Independent Directors are not liable to retire by rotation. Therefore, considering the above there are none of the directors are liable to retire by rotation at the ensuing Annual General Meeting as Mr. Mansoor Ahmed, only Executive Director was appointed as Managing Director w.e.f. 11.08.2023.

16. STATEMENT ON DECLARATION BY INDEPENDENT DIRECTOR

Mr. Ravindra Pokharna, Mrs. Satyawati Parashar and Mr. Aditya Sharma continue to be on the Board as Independent directors. No event has occurred during the previous year which has affected their independency and also, they have further submitted a declaration to the effect that each of them meets the criteria of independence as provided in section 149(6) of the Act and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

17. SHARE CAPITAL

Authorised Capital of the Company is Rs.7,00,00,000.00 divided into 70,00,000 equity shares of Rs.10.00 each further the paid-up and subscribed capital stands at Rs.4,14,53,000.00 divided into 41,45,300 equity shares of Rs.10.00 each. There have been no changes in the Share Capital of the company.

Further, Company has not –

- a) Issued any equity shares with differential rights during the year;
- b) Issued any sweat equity shares during the year;
- c) Issued employee stock options during the year;
- d) Made any provision for purchase of its own shares during the year;

18. MANAGEMENT DISCUSSION AND ANALYSIS:

Management's Discussion and Analysis Report for the year under review as stipulated under Schedule V of SEBI (LODR) Regulations, 2015 is presented in **ANNEXURE – 2**.

19. CORPORATE SOCIAL RESPONSIBILITY

Discharging Corporate Social Responsibility (CSR) is now statutorily recognized in India under Section 135 of Companies Act, 2013. Your Company is not covered under Section 135(2) of the Companies Act, 2013. Hence, no policy or disclosures are required to be made under the said section or applicable rules.

20. CORPORATE GOVERNANCE

Corporate governance is the system of rules, practices, and processes by which an organization is directed and controlled. It essentially involves balancing the interests of a company's stakeholders such as shareholders, senior management executives, customers, suppliers, financiers, the government, and the community. Your Company always tries to provide accurate and correct information to all the sections related to the Company and safeguarding the interest of all the stakeholders.

Company being listed on Bombay Stock Exchange and has duly entered into the Listing Agreement with the Stock exchange and had been complying with all the applicable requirements of SEBI (Listing Obligation & Disclosure Requirements), 2015 from time to time.

However, Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the SEBI (LODR), Regulations, 2015 are not applicable on your company as it is not having paid up capital exceeding rupees ten crore and net worth exceeding rupees twenty-five crore. Therefore, it is not required to provide a separate report on Corporate Governance.

21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors met five (5) times during the year under review. Proper notices of the meeting were given to all the Directors and intimation were duly made to Stock Exchange regarding the conducting of the Board Meeting and its outcome.

22. BOARD COMMITTEES & ITS MEETINGS

This is to bring to your kind notice that regulations pertaining to composition of Board or Committee as applicable under the regulations of SEBI (LODR) Regulations, 2015 as amended from time to time is not applicable to the Company, but your company to promote good governance aligned the composition with the said regulations.

(A) COMPOSITION OF BOARD OF DIRECTORS

The Board of Directors of your Company as on March 31st, 2023 consisted of five Directors with varied experience in different areas. The composition of the Board is in conformity with provisions of Section 149 of the Companies Act, 2013 and also in line with Regulation 17 of SEBI (LODR) Regulation, 2015 to promote good governance. The details of attendance of Board of Directors in the Board Meetings held in the financial year 2022-23 are specified below:

S. NO.	DATE OF BOARD MEETINGS	ATTENDANCE				
		RAVI KAMRA (Managing Director)	MANSOOR AHMED (Executive Director)	SATYAWATI PARASHAR (Non-Executive Independent Director)	RAVINDRA POKHARNA (Non-Executive Independent Director)	ADITYA SHARMA (Non-Executive Independent Director)
1.	06.04.2022	√	√	√	√	√
2.	30.05.2022	√	√	√	√	√
3.	10.08.2022	√	√	√	√	√
4.	14.11.2022	√	√	√	√	X
5.	13.02.2023	√	√	√	√	√

*√ = Present

*X = Absent

All Directors have informed about their Directorships, Committee Memberships/ Chairmanships including any changes in their positions.

(B) COMPOSITION OF COMMITTEES

• AUDIT COMMITTEE

Your Company has duly constituted Audit Committee in conformity of Section 177 of the Companies Act, 2013 in line with Regulation 18(3) of the SEBI (LODR), Regulations 2015. The members of the Audit Committee are capable of understanding the accountings and terms related to financial management. The Committee is working under Chairmanship of Smt. Satyawati Parashar, a non-executive Independent Woman Director with Shri Ravindra Pokharna, a non-executive Independent Director with Shri Ravi Kamra, an executive director as co-members. The committee met on five occasions. The committee met on the following dates with attendance as shown below:

S. NO.	DATE OF BOARD MEETINGS	ATTENDANCE		
		RAVI KAMRA (Member)	SATYAWATI PARASHAR (Chairman)	RAVINDRA POKHARNA (Member)
1.	06.04.2022	√	√	√
2.	30.05.2022	√	√	√
3.	10.08.2022	√	√	√
4.	14.11.2022	√	√	√
5.	13.02.2023	√	√	√

However, Mr. Ravi Kamra ceased to be member of the Audit Committee as he resigned from the post of Directorship of the company with effect from 03.08.2023 and the Committee was duly reconstituted.

• **NOMINATION & REMUNERATION COMMITTEE**

Your Company has duly constituted Nomination & Remuneration Committee as per the mandate of Section 178 of the Companies Act, 2013 which is also in line with Regulation 19 of the SEBI (LODR), Regulations 2015. The Committee is working under the Chairmanship of Smt. Satyawati Parashar, a Non-Executive Independent Director with Shri Ravindra Pokharna, a Non-Executive Independent Director, and Shri Aditya Sharma Non-executive Independent Director as co-members. Further note that the Committee duly met on 14th of November, 2022 with full attendance.

The Committee has been formed to review and recommend the appointment and remuneration of Directors and other Key Managerial Personnel of the Company.

• **STAKEHOLDERS RELATIONSHIP COMMITTEE**

Stakeholders Relationship Committee is working under the Chairmanship of Smt. Satyawati Parashar, a Non-Executive Women Independent Director with Shri Ravi Kamra, Managing Director and Shri Mansoor Ahmed, an Executive Director and of the Company as the co-members.

In the Financial year under review, Committee has resolved all the cases of share transfers and no investors grievances are pending as on date of the Report.

However, Mr. Ravi Kamra ceased to be member of the Stakeholder Relationship Committee as he resigned from the post of directorship office of the company with effect from 03.08.2023 and the Committee was duly reconstituted.

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material or which are required to be reported in Form No. AOC-2 in terms of Section 134(3) (h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

24. ANNUAL RETURN

In accordance with the Companies Act, 2013, the annual return in the prescribed format is available at <https://www.naturahuechem.com/>.

25. ENERGY CONSERVATION, TECHNICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company is not a manufacturing Company and as such no provisions of Conservation of Energy, Technology Absorption under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are attracted.

As the Company has not carried out any activities relating to the export and import during the financial year. There is no foreign exchange expenses and foreign income during the financial year.

26. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees, and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in Notes to the Financial Statements. Your Company has not extended corporate guarantee on behalf of any other Company.

27. DISCLOSURE OF REMUNERATION

As per Section 197(12), read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Statement showing the names and other particulars of the employees of the Company as required under Rule 5 (2 & 3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required to be furnished since there are no permanent employees in the Company. Further none of the director or employee has received remuneration in excess of the remuneration mentioned in the above-mentioned Rule 5 (2) during the Financial Year 2022-23.

28. RISK MANAGEMENT POLICY

Risk Management is a very important part of business as it is an inherent part of any business unless and until a Company takes a risk can't achieve success. Higher the risk maximum then return. Therefore, your directors keep a close watch on the risk prone areas and take actions from time to time. The policy of the Company is to comply with statutory requirements and try to overcome the risk of penalties and prosecutions.

The Company does not have any insurable assets. However, the policy of the Company is to keep insured all insurable assets to keep them adequately insured against risks and uncertainties like fire, riot, earthquake, terrorism, loss of profit, etc.

29. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed: -

- i. In the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. The directors have ensured that all applicable accounting policies are applied them consistently and directors have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023 and of the profit and loss of the company for that period;
- iii. The directors had taken and continue to take 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;

- iv. The directors had prepared and continue to prepare the annual accounts on a going concern basis;
- v. The directors had laid and continue to lay down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- vi. The directors had devised and continue to devise proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

30. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board of Directors have established 'Whistle Blower Policy' and 'Code of Conduct' for the Directors & Employees of the Company as required under the provisions of Section 177 of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and its powers) Rules, 2014. The said Policy has been properly communicated to all the directors and employees of the Company and the new employees shall be informed about the Vigil Policy at the time of their joining.

31. ANNUAL EVALUATION OF BOARD

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, individual Directors, Chief Financial Officer, Company Secretary as well as the evaluation of the working of its Board Committees. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

32. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

Your Directors are committed to create and ensure an enabling, dignified and equitable work environment for every employee. The Company has in place an Anti harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up with majority women. Committee has a full access to the Board of Directors and during the year under review, there were no reported instances pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

33. PREVENTION OF INSIDER TRADING

The Board of Directors of the Company has duly adopted Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Internal Procedures and Code for Regulating, Monitoring and Reporting of trading by insiders of the Company, pursuant to the provisions of Regulation 8 (Code of Fair Disclosure) and Regulation 9 (Code of Conduct), respectively, of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the

SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and its notification dated December 31, 2018. The above codes came into effect from 01st April, 2019.

The aforesaid codes have been adopted with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

The Company Secretary & Compliance Officer is responsible for implementation of the Code. All Board of Directors and the designated employees have confirmed compliance with the Code.

34.DETAILS OF DIFFERENCES BETWEEN THE AMOUNT OF VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS ALONG WITH REASONS THERE OFF

Your company has not made any one time settlement with any of its lenders. Therefore, it is not applicable.

35.COMPANY'S WEBSITE

Your Company has its fully functional website <https://www.naturahuechem.com/> which has been designed to exhibit all the relevant details about the Company. The site carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, details of Board Committees, Corporate Policies/ Codes, business activities of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, rules made thereunder and applicable provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

36.SECRETARIAL STANDARDS

The Company has duly complied with the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively.

37.DETAILS OF APPLICATIONS MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE 2016

There are no applications made during the financial year 2022-23 by or against the company and there are no proceedings pending under the Insolvency and Bankruptcy Code 2016.

38.ACKNOWLEDGEMENT

Your directors wish to place on record their sincere appreciation for contributions made by employees of the company and cooperation extended by the bankers and all persons who have directly and indirectly contributed to the success of the company.

Your directors also acknowledge the trust and confidence you have reposed in the company.

BY AND ON BEHALF OF THE BOARD.

Dated: 11/08/2023
Place: Raipur (C. G.)

Sd/-
(Ravindra Pokharna)
Independent Director
DIN 01121333

Sd/-
(Mansoor Ahmed)
Managing Director
DIN 01398796

Form No. MR-3

SECRETARIAL AUDIT REPORTFOR THE FINANCIAL YEAR ENDED MARCH 31ST, 2022

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

To,
The Members,
M/S NATURA HUE-CHEM LIMITED
Regd. Off.: 408, Wallfort Ozone,
Fafadih Chowk, Raipur, Chhattisgarh 492001
(CIN: L24117CT1995PLC009845)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Natura Hue-Chem Limited**, (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company'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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records-maintained **M/s Natura Hue-Chem Limited** for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 1956 as well as 2013 and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) 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, as amended from time to time;

- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, as amended from time to time;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- b) The Listing Agreements entered into by the Company with Bombay Stock Exchange.
- c) Securities and Exchange Board of India (Listing Obligation and Disclosure requirements) Regulations, 2015 and amendments thereto;
- d) The Apprentices Act, 1961
- e) The Income Tax Act, 1961
- f) The Negotiable Instruments Act, 1881 – No such instance found.
- g) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, Company has constituted a designated committee for any cases. No such cases were being reported to the committee.

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

We further report that the Board of Directors of the Company is duly constituted with proper combination of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings are carried out in proper manner as recorded in the minutes of the meeting of the Board of Director or Committee of the Board, as the case may be.

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

We have relied on the representation made by the Company and its officers for systems and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company.

None of the Board of Directors of the Company are have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/ Ministry of Corporate Affairs or any such Statutory Authority for the time being.

We further report that during the audit report there were no specific events/actions having a major bearing on the affairs of the Company.

For, **G SONI & ASSOCIATES**
(Company Secretaries)

Sd/-
Ghanshyam Soni
(Proprietor)
M. No. FCS 12019
C. P. No. 17876

Place: Raipur, Chhattisgarh
Dated: July 21st, 2023

UDIN: F012019E000657941

Note: 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,
M/s Natura Hue-Chem Limited
Regd. Off.: 408, Wallfort Ozone,
Fafadih Chowk, Raipur, Chhattisgarh 492001
(CIN: L24117CT1995PLC009845)

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

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

For, **G SONI & ASSOCIATES**
(Company Secretaries)

Sd/-
Ghanshyam Soni
(Proprietor)
M. No. FCS 12019
C. P. No. 17876

Place: Raipur, Chhattisgarh
Dated: July 21st, 2023

UDIN: F012019E000657941

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis as required under Regulation 34 of SEBI (LODR) Regulations, 2015 read with Schedule V of the said Regulations, forms part of this Board's Report as follows:

FORWARD- LOOKING STATEMENT

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify, or revise any forward-looking statements, on the basis of any subsequent developments, information or events.

BUSINESS OVERVIEW

The total income including other income amounted to Rs. 4.75 Lakhs as against expenses of Rs. 21.17 Lakhs. Due to non-favorable conditions and impact of pandemic, the business of the company declined. Company has reported a net loss of Rs. 16.51 lakhs as compared to Rs. 1.69 Lakhs. Your directors are trying to ascertain new opportunities so that the business can be diversified and company as well as stakeholders be in better position barring any unforeseen circumstances.

SEGMENT WISE REPORTING

During the year under review, Company has operated through a single segment i.e. "Management Consultancy Services" only.

MARKETING

The Company is making all efforts to revamp its marketing in new areas and hopes for good results in the current year.

SWOT

Our strength is our determination, weakness is the low equity base, opportunities are multiples and threats are practically none.

RISK AND CONCERNS

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize losses through detailed studies and interaction with experts.

INTERNAL CONTROL

The Company has an internal control system, commensurate with the size of its operations, adequate records and documents were maintained as required by laws. The Company's Audit Committee reviewed the internal control system. All efforts are being made to make the internal control system more effective.

The financial highlights are as under:-

(Rs. In Lakhs)	
PARTICULARS	31 st March, 2023
Operating Income	4.75
Other Income	0.00
Total Receipts:	4.75
Total Expenses	21.17
Profit/Loss Before Tax:	(16.42)
Tax Expenses	0.10
Profit/Loss for the year:	(16.51)
Earnings Per Share (in Rs.)	1.77

INDUSTRIAL RELATIONS

There is no change in nature of the business of the company. There are no regular employees employed with the company. The Management of the Company is cordial with each other and terms of company in the industry remain cordial with other players on the market.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS

The Key financial ratios are given below. Further details of the significant changes in the ratios i.e. change of 25% or more as compared to the immediately preceding financial are given below:

Ratio	Numerator	Denominator	F.Y. 22-23	F.Y. 21-22	% Change	Reasons (if variance is more than 25%)
Current Ratio	Current assets	Current liabilities	0.32	0.20	59.19	Increase in Current ratio

						due to decrease in current liabilities during the year.
Debt Equity Ratio	Total debt	Shareholders' equity	0.02	0.42	(94.33)	Decrease in Debt equity ratio as company has repaid its debts.
Debt service Coverage Ratio	Earning for debt service	Debt service	NA	NA	NA	NA
Return on Equity	Profit after tax	Average shareholder equity	(1.65%)	(0.18%)	838.88	Decrease in ROE is because of decrease in net income during the current financial year.
Inventory turnover ratio	Revenue from operation	Average Inventory	NA	NA	NA	NA
Trade receivable turnover ratio	Net credit sales	Average trade receivables	0.036	0.044	(19.14)	NA
Trade payable turnover ratio	Net credit Purchases	Average trade payables	NA	NA	NA	NA
Net capital turnover ratio	Net sales	Working Capital	0.005	0.014	(66.86)	Net capital turnover ratio has decreased due to decrease in turnover.
Net Profit Ratio	Net Profit	Total Revenue	-347.61%	-12.71%	2634.95	Decrease in NP Ratio is because of decrease in

						net profit during the current financial year.
Return on Capital Employed	Earnings before interest & tax (EBIT)	Average Capital Employed	-1.54%	-0.29%	436.40	Decline in ROCE is because of decrease in net income during the current financial year.
Return on Investment	Net Profit	Average of Cost of the Total Investment in Balance Sheet (Average Total Assets)	-1.31%	-0.12%	1023.74	Decline in ROI is because of decline in net profit during the current financial year.
Interest Coverage Ratio	Earning for interest service	Interest service	NA	NA	NA	NA
Operating Profit Margin	Operating Profit	Revenue from Operations	(345.60%)	(149.74%)	130.80	Decline in Op. Profit margin is because of decrease in net profit during the current financial year

FINANCIAL STATEMENTS

INDEPENDENT AUDITOR'S REPORT

**TO,
THE MEMBERS
NATURA HUE CHEM LIMITED
RAIPUR (C.G.)**

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **NATURA HUE CHEM LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss and Statement (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS financial Statements), which we have signed under reference to this report.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2023 and its Profit (including other Comprehensive income), its changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Ind AS financial statements as a

whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Ind AS Financial Statements and Auditors' Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Ind AS financial statements and our auditors' report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the companies (Indian Accounting Standards) Rules, 2015 as amended.

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 implementation and maintenance of 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 Ind AS financial statements that gives true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors Are Also Responsible for Overseeing the Company's Financial Reporting Process.

Auditor's Responsibilities for the Audit of Ind AS Financial Statement

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS financial statements.

A further description of the auditor's responsibilities for the audit of the Ind AS financial statements is included in Annexure A. This description forms part of our auditor's report.

Report on Other Legal and Regulatory Requirements

Report on Other Legal and Regulatory Requirements

1.

A. 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, the Statement of Changes in Equity and the Statement of Cash flows dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid Ind AS statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Company as on 31 March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B", our report expresses an unmodified opinion on the adequacy

and operating effectiveness of the Company's Internal financial controls over financial reporting, and

(g) With respect to the other matters to be included in the Auditors 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 did not have any pending litigations which would impact its financial positions.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(h) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

(i) With respect to reporting regarding advances, loans & investments, further lending or investing other than disclosed in the notes to financial statements: -

a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or

provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
and

- c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(j) The Company has not declared any dividend during the year under audit.

As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure C", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

**FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E**

Sd/-
**(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date:19.05.2023
UDIN: 23407917BGQTYN5841**

ANNEXURE C TO THE AUDITORS REPORT

The annexure referred to in Independent Auditors' report to the members of the Company on the financial statements for the year ended 31st March, 2023, we report that:

1. In respect of its Property, Plant & Equipment:

a) & b) Based on our scrutiny of the Company's Books of Accounts and other records and according to the information and explanation received by us from the management, we are of the opinion that the question of commenting on maintenance of proper records of fixed assets and physical verification of fixed assets does not arise since the Company had no fixed assets as on 31st March, 2023 nor at any time during the Financial year ended 31st March, 2023

c) According to the information and explanation received by us, as the Company owns no immovable properties, the requirement on reporting whether title deeds of immovable properties held in the name of the Company is not applicable

d) According to the information and explanation received by us, as the Company owns no immovable properties, the requirement on reporting whether lease agreements are held in the name of the Company is not applicable.

e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

2. In respect of its Inventories:

The Company is not engaged in trading and manufacturing activities. Hence the requirements of clause (ii) of paragraph 3 of the said order are not applicable to the company.

3. The Company has not granted any loans or advances in the nature of Loans to parties covered in the register maintained under section 189 of the Companies Act, 2013. Hence, the question of reporting whether the terms and conditions of such loans are prejudicial to the interest of the Company, whether reasonable steps for recovery of overdue of such loans are taken does not arise.

4. In our Opinion and according to the information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the act, with respect to the loans, advances and investments made.

5. The Company has not accepted any deposits from public. Accordingly, paragraph 3 (v) of the order is not applicable to the Company.
6. According to the information and explanations provided by the management, the Company is not engaged in production of any such goods or provision of any such services for which Central Govt. has prescribed particulars relating to utilization of material or labour or other items of cost. Hence, the provisions of section 148(1) of the Act do not apply to the Company. Hence, in our opinion, no comment on maintenance of cost records under section 148(1) of the Act is required.
7. In respect of statutory dues:
 - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of accounts in respect of undisputed statutory dues including income tax, GST, sales tax, wealth tax, service tax, custom duty, excise duty, cess, Provident Fund and other material statutory dues applicable to it have been regularly deposited during the year by the Company with the appropriate authorities. As informed to us, Investor Education & Protection Fund Act are not applicable to the Company and hence they do not have any dues on these accounts.
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, duty of excise, service tax, cess, wealth tax and other material statutory dues applicable to it were in arrears as at 31st March, 2023 for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, there are no dues of amounts payable in respect of provident fund, income tax, GST, sales tax, value added tax, duty of customs, duty of excise, service tax, cess, wealth tax and other material statutory dues applicable to it, which have not been deposited with appropriate authorities on account of any dispute.
8. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
9. According to the records of the Company, the Company has not borrowed from financial institutions or banks or government issued debentures till 31st March, 2023. Hence, in our opinion, the question of reporting on defaults in repayment of loans or borrowing to a financial institutions, bank, government or dues to debenture holders does not arise.

On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

10. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3(x) of the order is not applicable.
11. In respect of Frauds done on or by the company: -
- a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
 - b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by using Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related party are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. In respect of Internal Audit System:
- a) The company has an internal audit system commensurate with the size and nature of its business.
 - b) The Company has obtained internal audit report for the period under audit and we have received & considered such report, during our audit.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected to him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. In respect of applicability of provisions of the Reserve Bank of India Act, 1934: -
- a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
17. The Company has not incurred cash losses in the current year and in the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
19. On the basis of the financial ratios disclosed in note to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
20. The provisions of section 135 of the act are not applicable on the company for the F.Y. 2022-23 and accordingly requirement to report on Clause 3(xx) of the Order is not applicable to the Company.
21. The company is not required to prepare consolidated financial statements in accordance with section 129 of the act and accordingly requirement to report on Clause 3(xxi) of the Order is not applicable to the Company.

**FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E**

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date:19.05.2023
UDIN: 23407917BGQTYN5841

ANNEXURE B TO THE AUDITORS REPORT

**Independent Auditor’s Report on Internal Financial Controls over Financial Reporting
[Referred to in paragraph 1 under “Report on Other Legal and Regulatory
Requirements” of our Report of even date to the members of
NATURA HUE CHEM LIMITED
On the accounts of the company for the year ended 31st March, 2023]**

Opinion

We have audited the internal financial controls over financial reporting of **NATURA HUE CHEM LIMITED** (“the Company”) as of March 31, 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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”].

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material

misstatement of the Company's annual financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the effects/possible effects of the material weakness described above on the achievements of the objectives of the control criteria, the Company has maintained, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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.

We have considered the material weakness identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2023 financial statements of the Company, and the material weakness does not affect our opinion on the financial statements of the Company.

**FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E**

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023
UDIN: 23407917BGQTYN5841

ANNEXURE A TO THE AUDITORS REPORT

Responsibilities for Audit of Ind AS Financial Statement

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 Ind AS 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has 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 Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern. Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- v. Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

- vi. 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.
- vii. 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.
- viii. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS 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.

**FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E**

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date:19.05.2023
UDIN: 23407917BGQTYN5841

AUDITED STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2023

(Amount in Rs. Lakhs)

S.NO.	Particulars	Note	As at Mar 31, 2023	As at Mar 31, 2022
I	ASSETS			
A	Non- current Assets			
a	Property ,Plant & equipment	1	0.00	8.72
b	Financial Assets			
	(i) Investments	2	94.90	747.73
	(ii) Trade receivables	3	129.84	136.11
	(iii) Loans and advances	4	852.62	537.79
c	Deferred tax assets (net)	5	4.74	0.00
	Total Non Current Assets	A	1082.11	1430.34
B	Current assets			
a	Financial Assets			
	(i) Cash and cash equivalents	6	4.48	6.00
	(ii) Loans and advances	4	0.00	0.00
b	Current Tax Assets	7a	3.68	3.21
c	Other Current Assets	7b	0.13	0.00
	Total Current Assets	B	8.29	9.21
	Total Assets	I=(A+B)	1090.40	1439.55
II	Equity and Liabilities			
	Equity			
a	Equity Share Capital	8	414.53	414.53
b	Other Equity	9	624.96	551.42
	Total Equity	II	1039.49	965.95
III	Liabilities			
A	Non-Current Liabilities			
a	Financial Liabilities			
	i. Borrowings	10	25.00	409.39
b	Deferred tax liabilities (net)	5	0.00	18.40
	Total Non Current Liabilities	A	25.00	427.78
B	Current Liabilities			
a	Financial Liabilities			
	i. Borrowings	10	0.00	0.00
	ii. Trade payables			
	a) Outstanding dues of micro enterprises and small enterprises	11	0.00	0.00
	b) Outstanding dues of creditors other than above	11	0.95	0.49
b	Other current liabilities	12	0.53	45.32
c	Provisions	13	24.43	0.00
	Total Current Liabilities	B	25.91	45.82
	Total Liabilities	III=(A+B)	50.91	473.60
	Total Equity and Liabilities	II+ III	1090.40	1439.55

As per our report of even date attached
 FOR, AGRAWAL SHUKLA & CO.
 CHARTERED ACCOUNTANTS
 FIRM REG. NO. 326151E

Sd/-
 (CA PANKAJ JAIN)
 PARTNER
 M. NO. 407917
 Place: Raipur
 Date: 19.05.2023

Sd/-
 (Ravi Kamra)
 Managing Director
 DIN: 00745058

Sd/-
 (Chandra Bhushan)
 CFO

BY ORDER OF THE BOARD
 FOR NATURA HUE CHEM LIMITED

Sd/-
 (Mansoor Ahmed)
 Director
 DIN:01398796

Sd/-
 (Shivangi Agrawal)
 Company Secretary

STATEMENT OF PROFIT AND LOSS AS AT 31ST MARCH, 2023

(Amount in Rs. In Lakhs)

S.NO	Particulars		Year ended	
			31-Mar-23	31-Mar-22
			(Audited)	(Audited)
I	Revenue from operations:	14	4.75	6.00
II	Other income	15	0.00	7.32
III	Total Income from Operations	I+II	4.75	13.32
IV	EXPENSES			
	a. Cost of materials consumed	16	0.00	0.00
	b. Employees benefits expenses	17	5.95	9.27
	c. Finance costs	18	0.08	0.10
	d. Other Expenses	19	15.14	5.61
	Total expenses (a+b+c+d)	IV	21.17	14.98
V	Profit/Loss before exceptional items and tax	(III-IV)	-16.42	-1.66
VI	Exceptional items		0.00	0.00
VII	Profit/Loss before and tax	V-VI	-16.42	-1.66
VIII	Tax Expense			
	a) Current Tax		0.00	0.00
	b) Deffered Tax		0.10	0.02
	c) Earlier year tax expense		0.00	0.01
IX	Profit/(loss) for the period	VII-VIII	-16.51	-1.69
X	Other comprehensive income			
	A. (i) Items that will not be reclassified to profit and loss:		91.24	42.94
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-1.20	-40.03
	B. (i) Items that will be reclassified to profit or loss		0.00	0.00
	(ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
XI	Total Comprehensive Income for the period [Comprising Profit (Loss) and Other comprehensive Income for the period]	IX+X	73.54	1.22
XII	Paid-up Share Capital (par value Rs. 10/- each fully paid up)		414.53	414.53
XIII	Earnings per equity share (Par value Rs. 10 each)	20		
	i) Basic (Rs.)		1.77	0.03
	ii) Diluted (Rs.)		1.77	0.03

As per our report of even date attached
FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023

BY ORDER OF THE BOARD
FOR NATURA HUE CHEM LIMITED

Sd/-
(Ravi Kamra)
Managing Director
DIN: 00745058

Sd/-
(Chandra Bhushan)
CFO

Sd/-
(Mansoor Ahmed)
Director
DIN:01398796

Sd/-
(Shivangi Agrawal)
Company Secretary

CASH FLOW STATEMENT AS AT 31ST MARCH, 2023

	Year 2022-23	Year 2021-22
A) Cash Flow From Operating Activities :-		
1. Net Profit/(Loss) before Taxes and Exceptional Items	-16.42	-1.66
<u>Adjustments for:-</u>		
Interest and finance charges Charged to P & L A/c	0.08	0.10
Interest received from parties	0.00	-6.75
Irrecoverable Balance written off	8.72	0.00
2. Operating Profit before Working Capital Changes	-7.62	-8.31
<u>Adjustments for:-</u>		
Decrease/(Increase) in Trade & Other Receivables	-309.16	56.18
Increase/(Decrease) in Trade Payables & other Liabilities	-44.34	43.96
Cash generated from Operations	-361.12	91.83
Direct Taxes Paid	0.00	0.01
Net Cash from Operating Activity (A)	-361.12	91.82
B) Cash Flow From Investing Activities :-		
Sale of Investment	744.07	0.00
Purchase of Investment	0.00	0.00
Net Cash from Investing Activity (B)	744.07	0.00
C) Cash Flow From Financing Activities :-		
Proceeds from Unsecured Loans (Net)	-384.39	-99.70
Proceeds from Short term Borrowings - Temporary Bank Overdraft	0.00	0.00
Interest Paid	-0.08	-0.10
Interest received from parties	0.00	6.75
Net Cash From Financing Activities (C)	-384.46	-93.05
D) Net Increase / (Decrease) in Cash & Cash Equivalents ((A)+(B)+(C))	-1.52	-1.23
E) Cash and Cash Equivalent at beginning of the Year	6.00	7.23
F) Cash and Cash Equivalent at end of the Year (D+E)	4.48	6.00

NOTE:-

- The above cash flow Statement has been prepared under the "Indirect Method" as set out in Indian accounting Standard (Ind AS)-7 on Cash Flow statement.
- Previous Year figures have been regrouped / recast wherever necessary.

As per our report of even date attached
FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023

Sd/-
(Ravi Kamra)
Managing Director
DIN: 00745058

Sd/-
(Chandra Bhushan)
CFO

BY ORDER OF THE BOARD
FOR NATURA HUE CHEM LIMITED

Sd/-
(Mansoor Ahmed)
Director
DIN:01398796

Sd/-
(Shivangi Agrawal)
Company Secretary

STATEMENT OF CHANGES IN EQUITY

A. Equity Share capital

Balance as at April 1, 2022 (In Rupees Lakhs)	Changes in equity Share Capital during the Year	Balance as at March 31, 2023 (In Rupees Lakhs)
414.53	0.00	414.53

Balance as at April 1, 2021 (In Rupees Lakhs)	Changes in equity Share Capital during the Year	Balance as at March 31, 2022 (In Rupees Lakhs)
414.53	0.00	414.53

B. Other Equity

		Share application on money pending allotment	Equity component of compound financial instrument	Reserve and Surplus				Total
				Capital Reserve	Securities Premium Reserve	Other Reserve (Surplus/deficit in profit & loss account)	Retained Earning	
Balance as at April, 2022	A	0.00	0.00	131.47	0.00	419.95	0.00	551.42
Profit for the year	B	0.00	0.00	0.00	0.00	-16.51	0.00	-16.51
Other Comprehensive Income	C	0.00	0.00	0.00	0.00	90.05	0.00	90.05
Total comprehensive Income for the year	D=B+C	0.00	0.00	0.00	0.00	73.54	0.00	73.54
Dividends	E	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Transfer to retained earnings	F	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March, 2023	G=A+D-E-F	0.00	0.00	131.47	0.00	493.49	0.00	624.96
Balance as at April, 2021	A	0.00	0.00	131.47	0.00	418.73	0.00	550.20
Profit for the year	B	0.00	0.00	0.00	0.00	-1.69	0.00	-1.69
Other Comprehensive Income	C	0.00	0.00	0.00	0.00	2.91	0.00	2.91
Total comprehensive Income for the year	D=B+C	0.00	0.00	0.00	0.00	1.22	0.00	1.22
Dividends	E	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Transfer to retained earnings	F	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March, 2022	G=A+D-E-F	0.00	0.00	131.47	0.00	419.95	0.00	551.42

As per our report of even date attached
FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023

Sd/-
(Ravi Kamra)
Managing Director
DIN: 00745058

Sd/-
(Chandra Bhushan)
CFO

BY ORDER OF THE BOARD
FOR NATURA HUE CHEM LIMITED

Sd/-
(Mansoor Ahmed)
Director
DIN:01398796

Sd/-
(Shivangi Agrawal)
Company Secretary

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH-2023

Note 1 Property, Plant & equipment

(Rs. In Lakhs)

Tangible assets	Gross block				Accumulated depreciation			Net block		
	Balance as at 1 April, 2022	Additions	Disposals	Balance as at 31 March, 2023	Balance as at 1 April, 2022	Depreciation / amortization on expense for the year	Other adjustments	Balance as at 31 March, 2023	Balance as at 31 March, 2023	Balance as at 31 March, 2022
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
(a) Land & Site Development	8.72	0.00	8.72	-	-	-	-	-	-	8.72
	8.72		8.72							8.72

NOTE 2: INVESTMENT - NON CURRENT

Particulars	As at 31 March, 2023	As at 31 March, 2022
Investment In EQUITY INSTRUMENTS Shares (Long Term unquoted Shares)		
CHHABILA VYAPAR PVT. LTD. (20000 Shares)	0.00	4.71
GANGA IRON & STEEL TRADING CO. LTD. (95500 Shares)	0.00	40.45
GARUDA ISPAT PVT. LTD. (21500 Shares) (FMV reduced to Zero, because net worth is negative)	0.00	0.00
RAGHUVeer FERRO ALLOYS PVT. LTD. (10000 Shares)	0.00	0.24
SHUBHAM ENTERPRISES (RAIPUR) PVT. LTD. (20000 Shares)	30.28	28.18
SPECIAL BLASTS LTD. (604950 Shares)	0.00	612.17
SB PLASTECH PRIVATE LIMITED (90000 SHARES)	64.63	61.99
	94.90	747.73
AGGREGATE AMOUNT OF QUOTED INVESTMENT	0.00	0.00
AGGREGATE MARKET VALUE OF QUOTED INVESTMENT	0.00	0.00
AGGREGATE AMOUNT OF UNQUOTED INVESTMENT	94.90	747.73

NOTE 3: Trade receivables

Particulars	As at 31 March, 2023	As at 31 March, 2022
Unsecured, Considered good		
Trade receivables and advances other than capital advances	129.84	136.11
	129.84	136.11

Trade Receivables Ageing Schedule (FY 22-23)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered good	0.00	0.00	0.00	81.54	0.00	81.54
(ii) Undisputed Trade Receivables - Considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables - Considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables - Considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00

Trade Receivables Ageing Schedule (FY 21-22)

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
(i) Undisputed Trade Receivables - Considered good	0.00	0.57	0.00	135.54	0.00	136.11
(ii) Undisputed Trade Receivables - Considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables - Considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables - Considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00

NOTE 4: LOANS & ADVANCES

Particulars	Non Current		Current	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
Unsecured, considered good				
(a) SECURITY DEPOSITS				
(b) Other Loans & advances	852.62	537.79	-	-
	852.62	537.79	-	-

NOTE 5: Deferred tax asset/(liabilities)(Net)

Particulars	As at 31 March, 2023	As at 31 March, 2022
Deferred tax assets	4.74	0.12
Deferred tax (liabilities)	0.00	-18.52
	4.74	-18.40

NOTE 6: Cash and cash equivalents

Particulars	As at 31 March, 2023	As at 31 March, 2022
Cash in Hand	0.75	1.00
Bank Balance	3.72	5.00
	4.48	6.00

Note-7 : Current Assets**(a) Current Tax Assets**

Particulars	As at 31 March, 2023	As at 31 March, 2022
Advance tax/TDS	3.68	3.21
	3.68	3.21

(b) Other Current Assets

Particulars	As at 31 March, 2023	As at 31 March, 2022
Balances With govt authorities		
GST input Credit	0.13	0.00
Advance to Bharti Airtel	0.00	0.00
	0.00	0.00

Note 8 Share capital

Particulars	As at 31 March, 2023		As at 31 March, 2022	
	Number of shares	Rs. In Lakhs	Number of shares	Rs. In Lakhs
(a) Authorised Equity shares of ` 10 each with voting rights	7000000	700.00	7000000	700.00
(b) Issued Equity shares of ` 10 each with voting rights	6097700	609.77	6097700	609.77
(c) Subscribed and fully paid up Equity shares of ` 10 each with voting rights	4145300	414.53	4145300	414.53

Note 8 Share capital (contd.)**Particulars**

Notes: (i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Other changes	Closing Balance
Equity shares with voting rights				
Year ended 31 March, 2022				
- Number of shares	4145300	-	-	4,145,300
- Amount (₹ Lakhs)	414.53	0.00	0.00	414.53
Year ended 31 March, 2023				
- Number of shares	4145300	-	-	4,145,300
- Amount (₹ Lakhs)	414.53	0.00	0.00	414.53

Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2023		As at 31 March, 2022	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights	--NIL--			
--NIL--				

SHARES HELD BY THE PROMOTER AT THE END OF THE YEAR	FY 22-23			FY 21-22		
	No. of Shares	% of Total Shares	% Change during the year	No. of Shares	% of Total Shares	% Change during the year
Abha Parakh	40000	0.96%	0.00	40000	0.96%	0.00
Anurag Agrawal	38200	0.92%	0.00	38200	0.92%	0.00
Himmat Lal Sahu	40000	0.96%	0.00	40000	0.96%	0.00
Laxminarayan	72600	1.75%	0.00	72600	1.75%	0.00
Madhuri Agrawal	38800	0.94%	0.00	38800	0.94%	0.00
Mansoor Ahmed	40000	0.96%	0.00	40000	0.96%	0.00
Raj Kumar Parakh	40100	0.97%	0.00	40100	0.97%	0.00
Rajesh Kumar	65300	1.58%	0.00	65300	1.58%	0.00
Sakhi Gopal Agrawal	35100	0.85%	0.00	35100	0.85%	0.00
Shalini Pokharna	72600	1.75%	0.00	72600	1.75%	0.00
Umesh Kumar Sahu	37500	0.90%	0.00	37500	0.90%	0.00
Vinay Parmar	41000	0.99%	0.00	41000	0.99%	0.00
Yakub Ahmed Khan	37500	0.90%	0.00	37500	0.90%	0.00
New Era Alkaloids And Export Limited	80000	1.93%	0.00	80000	1.93%	0.00

Note 9 OTHER EQUITY

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a) Capital Reserve		
Share Forfeited		
Opening balance	131.47	131.47
Add: Transfer during the year	0.00	0.00
Closing balance	131.47	131.47
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	419.95	418.73
Less: Adjustment in fixed Assets	0.00	0.00
Add: Profit / (Loss) for the year	-16.51	-61.50
Less : Transfer to General Reserve		
Add: Other Comprehensive Income	90.05	102.85
Add: Retained Earnings		
Closing balance	493.49	419.95
Total	624.96	551.42

NOTE 10 : Borrowings

Particulars	Non Current		Current	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
HILL VIEW AGENCIES PRIVATE LIMITED	25.00	25.00	0.00	0.00
SPECIAL BLASTS LIMITED	0.00	384.39	0.00	0.00

	25.00	409.39	0.00	0.00
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NOTE 11: TRADE PAYABLES

Particulars	As at 31 March, 2023	As at 31 March, 2022
(a) Outstanding dues of micro enterprises and small enterprises	-	-
(b) Outstanding dues of creditors other than above		
SUNIL JOHARI & ASSOCIATES	0.00	0.03
SATISH BATRA & ASSOCIATES	0.46	0.46
SPECIAL BLASTS LIMITED (CREDITOR)	0.48	0.00
	0.95	0.49
	0.95	0.49

Trade Payables Aging Schedule (FY 22-23)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 Years	Total
(i) MSME	0.00	0.00	0.00	0.00	0.00
(ii) Others	0.48	0.00	0.00	0.46	0.95
(iii) Disputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Dues - Others	0.00	0.00	0.00	0.00	0.00

Trade Payables Aging Schedule (FY 21-22)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 Year	2-3 Year	More than 3 Years	Total
(i) MSME	0.00	0.00	0.00	0.00	0.00
(ii) Others	0.03	0.00	0.00	0.46	0.49
(iii) Disputed Dues - MSME	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Dues - Others	0.00	0.00	0.00	0.00	0.00

NOTE 12: OTHER LIABILITIES

Particulars	Non Current		Current	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
	(a) Statutory remittances			
(i) TDS Payable	0.00	0.00	0.06	0.06
(ii) GST payable	0.00	0.00	0.01	0.17
(b) Other payables				
(i) Audit Fees	0.00	0.00	0.19	0.20
(ii) Salary & Wages Payable	0.00	0.00	0.23	0.00
(iii) Sitting Fees Payable	0.00	0.00	0.05	0.00
(v) Cheques issued but not cleared	0.00	0.00	0.05	44.90
	0.00	0.00	0.53	45.32

NOTE 13: PROVISIONS

Particulars	Non Current		Current	
	As at 31 March, 2023	As at 31 March, 2022	As at 31 March, 2023	As at 31 March, 2022
	PROVISIONS FOR TAX	0.00	0.00	24.43
	0.00	0.00	24.43	0.00

Note 14 Revenue from operations

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Consulting charges	4.75	6.00
Total	4.75	6.00

Note 15 Other income

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Interest on income tax refund	0.00	0.00
Balance written off	0.00	0.00
Interest Income	0.00	6.75
Profit on sale of car	0.00	0.57

Total	0.00	7.32
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Note 16 Cost of materials consumed

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Opening stock	0.00	0.00
Add: Purchases	0.00	0.00
Add: Port Charges and handling charges	0.00	0.00
Less: Closing stock	0.00	0.00
Cost of material consumed	0.00	0.00

Note 17 Employee benefits expense

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Administrative Salary	5.95	5.07
Director's Remuneration	0.00	4.20
Total	5.95	9.27

Note 18 Finance costs

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
(a) Interest expense on:		
(i) Others	0.00	0.00
(b) Bank Charges	0.08	0.10
Total	0.08	0.10

Note 19 Other expenses

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Audit Fees	0.60	0.20
Depository Expenses	0.61	0.48
GST Late Fees	0.00	0.00
Interest on TDS & 234E Fees	0.00	0.00
Interest on Income tax	0.00	0.00
Listing Expenses	3.00	3.00
Office & General Expenses	0.13	0.08
Office Rent	0.30	0.28
Printing & Stationery	0.52	0.54
Professional & Legal Fees	1.04	0.80
ROC expenses	0.08	0.05
Sitting Fees to Directors	0.15	0.12
Telephone Expense	0.00	0.07
Balance written off	8.72	0.00
Round off	0.00	0.00
Small Balances W/o	0.00	0.00
Total	15.14	5.61

Note 19 Other expenses (contd.)

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
(i) Payments to the auditors comprises (net of GST input credit, where applicable):		
As auditors - statutory audit	0.60	0.20
Total	0.60	0.20

Note 20: Earning Per Share (EPS)

Particulars	For the year ended 31 March, 2023	For the year ended 31 March, 2022
Total Comprehensive Income	73.53	1.22
Weighted Average Number Of Equity Shares For Basic Eps (In No.)	4,145,300	4,145,300
Weighted Average Number Of Equity Shares For Diluted Eps (In No.)	4145300	4145300
Face Value Of Equity Share (In Rs.)	10.00	10.00
Basic Earning Per Shares (In Rs.)	1.77	0.03
Diluted Earning Per Shares (In Rs.)	1.77	0.03

NOTES FORMING PART OF FINANCIAL STATEMENTS

21. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
22. There is no claim against the company not acknowledged as debts.
23. Balance shown under the headings sundry creditors for Goods, expenses & others, sundry debtors, other current assets, banks and advances to suppliers are subject to confirmations. Necessary adjustment, if any will be made when the accounts are reconciled and settled.
24. In the opinion of the management there is no such events occurred after the date of Balance sheet that needs discloser in these accounts.
25. In the Opinion of the board of directors, the loans, advances and current assets have a value on realization in the ordinary course of business, at least equal to the amounts of which these are stated and that the provisions for the known liabilities are adequate and not in excess of the amount reasonably necessary.
26. There were no employees at any time during the year drawing Rs.500000/- or more per month.
27. **SEGMENT REPORTING**
The Company has identified business segments as its primary segment.
28. Other related parties with whom transactions have taken place during the year NIL
29. Subsidiaries - NIL
30. Directors & Key management personnel
- a) Shri Ravi Kamra, Managing Director
b) Shri Ravindra Pokharna, Independent Director
c) Smt. Satyawati Parashar, Independent Director
d) Shri Mansoor Ahmed, Director
e) Shri Aditya Sharma, Independent Director
f) Shri Chandra Bhushan, Chief Financial Officer
g) Miss Sneha Agrawal, Company Secretary (Resigned w.e.f 14.11.2022)
h) Miss Shivangi Agrawal, Company Secretary (Appointed w.e.f 14.11.2022)
31. Relative of Directors & Key management personnel where transaction have been taken place- NIL
32. Transaction with related parties referred to above in ordinary course of business.

Nature of Transaction	Referred in Point No. 30 above [Amount (Rs.)] 2022-23	Referred in Point No. 30 above [Amount (Rs.)] 2021-22
Remuneration Paid / Salary	5,95,000/-	9,27,000/-
Sitting Fees	15,000/-	12,000/-
Outstanding – Payable	23000/- Cr.	-

33. Details of Employee benefits as required by the **Indian Accounting Standard 19 “Employee Benefits”** are given below:-

(i) Defined Contribution Plans:-

During the year the company has not employed more than 10 employees and therefore no Statutory Act Related employee are applicable.

(ii) Defined benefit plan:-

No provision has been made for Gratuity & actuarial valuation has not been made.

34. Significant accounting policies adopted by the Company are disclosed in the statement annexed to these financial statements as **Annexure I**.
35. During the year company has sold 604950 shares of Special Blast Ltd. to Mr. Ajay Choudhari (Managing Director of Special Blast Limited) & consideration was received during the year. However the transfer of title was pending till the date of signing of Balance Sheet.
36. During the year company has sold below mentioned shares; however the transfer of title was pending till the date of signing of Balance Sheet as well consideration is not yet received.

NAME OF COMPANY	NO. OF SHARES
GARUDA ISPAT PRIVATE LIMITED	21,500.00
RAGHUVVEER FERRO ALLOYS PVT LTD	10,000.00
CHHABELA VYAPAR PVT LTD	20,000.00
GANGA IRON & STEEL TRADING CO LTD	95,500.00

37. OTHER STATUTORY INFORMATION:

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year.

(v) The Company have not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall :

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of Income Tax Act, 1961).

(viii) The Company has not been declared as Willful Defaulter by any Banks, Financial Institutions or Other lenders.

(ix) KEY FINANCIAL RATIOS

Ratio	Numerator	Denominator	F.Y. 22-23	F.Y. 21-22	% Change	Reasons (if variance is more than 25%)
Current Ratio	Current assets	Current liabilities	0.32	0.20	59.19	Increase in Current ratio due to decrease in current liabilities

						during the year.
Debt Equity Ratio	Total debt	Shareholders' equity	0.02	0.42	(94.33)	Decrease in Debt equity ratio as company has repaid its debts.
Debt service Coverage Ratio	Earning for debt service	Debt service	NA	NA	NA	NA
Return on Equity	Profit after tax	Average shareholder equity	(1.65%)	(0.18%)	838.88	Decrease in ROE is because of decrease in net income during the current financial year.
Inventory turnover ratio	Revenue from operation	Average Inventory	NA	NA	NA	NA
Trade receivable turnover ratio	Net credit sales	Average trade receivables	0.036	0.044	(19.14)	NA
Trade payable turnover ratio	Net credit Purchases	Average trade payables	NA	NA	NA	NA
Net capital turnover ratio	Net sales	Working Capital	0.005	0.014	(66.86)	Net capital turnover ratio has decreased due to decrease in turnover.
Net Profit Ratio	Net Profit	Total Revenue	-347.61%	-12.71%	2634.95	Decrease in NP Ratio is because of decrease in net profit during the current financial year.
Return on Capital Employed	Earnings before interest & tax (EBIT)	Average Capital Employed	-1.54%	-0.29%	436.40	Decline in ROCE is because of decrease in net income during the current financial year.
Return on Investment	Net Profit	Average of Cost of the Total Investment in Balance Sheet (Average Total Assets)	-1.31%	-0.12%	1023.74	Decline in ROI is because of decline in net profit during the current financial year.
Interest Coverage Ratio	Earning for interest service	Interest service	NA	NA	NA	NA
Operating Profit Margin	Operating Profit	Revenue from Operations	(345.60%)	(149.74%)	130.80	Decline in Op. Profit margin is because of decrease in net profit during the current financial year

As per our report of even date attached
FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023

Sd/-
(Ravi Kamra)
Managing Director
DIN: 00745058
Sd/-
(Chandra Bhushan)
CFO

BY ORDER OF THE BOARD
FOR NATURA HUE CHEM LIMITED

Sd/-
(Mansoor Ahmed)
Director
DIN:01398796
Sd/-
(Shivangi Agrawal)
Company Secretary

ACCOUNTING POLICIES:-**A. BASIS OF COMPLIANCE**

The financial statements comply, in all material aspects, with Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act, 2013 ('the 2013 Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

B. BASIS OF PREPARATION:-

The financial statement has been prepared under the historical cost conventional accrual basis of accounting. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), the provisions of the Companies Act, 2013 ("The Companies Act"), as applicable and guidelines issued by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under section 133 of the Act read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

C. USE OF ESTIMATES

The preparation of financial statements are in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. Examples of such estimates include provisions for doubtful debts, provision for income taxes and the useful lives of property, plant and equipment.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

Key source of estimation at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities, within the next financial year, is in respect of percentage of completion of contracts and recognition of probable loss, useful lives of property, plant and equipment, provision for income tax and valuation of deferred tax assets, and other provisions and contingent liabilities.

1. PROPERTY, PLANT AND EQUIPMENT:-

- a) Property, plant and Equipment are stated at costs less accumulated depreciation and impairment loss, if any.
- b) Directly identified expenses are being capitalized. All other allocable expenses during the period of construction for the project are being capitalized proportionately on the basis of the value of assets on date of production.

2. DEPRECIATION:-

- (a) Depreciation on property, plant and equipment has been provided in the books of accounts, as per the rates prescribed in schedule II of the companies Act, 2013 as per Written down Value Method.

(b) Depreciation on additions to and deductions from property, plant and equipment is being provided on pro-rata basis from /to the date of acquisition/disposal.

3. RECOGNITION OF INCOME AND EXPENDITURE:-

- i. Mercantile method of accounting is employed. However where the amount is immaterial / negligible and / or establishment of accrual / Determination of amount is not possible, no entries are made for the accruals.
- ii. Interest on allotment/call/refund money is accounted for on cash basis.

4. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based in best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

5. INVENTORIES:

Stock of raw material, stores, finished goods, spares are valued at cost or net realizable value, and whichever is less. Net realizable value is calculated on the basis of average price of April i.e. to the year-end. The cost of inventories of Raw Material is computed on average cost basis. Finished goods stocks are valued at the cost of raw material consumed and direct cost related to production excluding depreciation.

6. IMPAIRMENT OF ASSETS:

(i) Financial assets (other than a fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-Financial assets:

Property, plant and equipment and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

7. OPERATING CYCLE:-

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realization in cash and cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

8. TAXES ON INCOME: -

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

9. FINANCIAL INSTRUMENTS

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

Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Financial assets at amortized cost

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

Financial assets at fair value through other comprehensive income

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

Financial assets at fair value through profit or loss

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

Financial liabilities at fair value through profit or loss

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

10. FOREIGN CURRENCY TRANSACTION:-

The functional currency of the Company is Indian Rupee.

Transactions in foreign currency are recorded in Rupees by applying the exchange rate prevailing on the date of transaction. Transactions remaining unsettled are translated at the rate of exchange ruling at the end of the year. Exchange gain or loss arising on settlement, translation is recognized in the profit & loss a/c.

11. EMPLOYEE BENEFITS:-

- (a) Provident Fund is a defined contribution scheme and the contribution is charged to the Profit & Loss A/c of the year when the contributions to the Government Funds is due.
- (b) Gratuity Liability is defined benefit obligations and are provided for on the basis of following formula:-
Last drawn Salary * 15/26 * No. of Completed year of Services
The above calculation is done only for those employees who have completed continuous five year of services. However, the above calculation of Gratuity is not as per Actuary Valuation
- (c) Short Term Compensated absences are provided for based on estimates. Long Term compensated absences are provided for based on actuarial valuation.
- (d) Actuarial gains / losses are immediate taken to the profit & loss account and are not deferred.

12. ACCOUNTING FOR TAXES ON INCOME:-

- (a) Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations.
- (b) Deferred tax assets and liabilities are recognized for future tax consequences attributable to the timing differences that result between taxable profit and the profit as per the financial statement. Deferred tax assets & liabilities are measured using the tax rates and the tax laws enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty for its realization.
- (c) The taxable income of the company being lower than the book profits under the provision of the income tax act 1961. The company is liable to pay Minimum Alternate tax (MAT) on its income.
- (d) Considering the future profitability & taxable position in the subsequent years the company has recognized MAT Credit as an asset by crediting the provision for income tax.

13. INTANGIBLE ASSETS:-

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives from the date that they are available for use. The estimated useful lives of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

14. EARNINGS PER SHARE:-

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

15. SEGMENT REPORTING:-

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organization and management reporting structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance. The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under “unallocated revenue / expenses / assets / liabilities”.

As per our report of even date attached
FOR, AGRAWAL SHUKLA & CO.
CHARTERED ACCOUNTANTS
FIRM REG. NO. 326151E

Sd/-
(CA PANKAJ JAIN)
PARTNER
M. NO. 407917
Place: Raipur
Date: 19.05.2023

Sd/-
(Ravi Kamra)
Managing Director
DIN: 00745058
Sd/-
(Chandra Bhushan)
CFO

BY ORDER OF THE BOARD
FOR NATURA HUE CHEM LIMITED

Sd/-
(Mansoor Ahmed)
Director
DIN:01398796
Sd/-
(Shivangi Agrawal)
Company Secretary