

HINDUSTAN AGRIGENETICS LIMITED

CIN-L01119DL1990PLC040979, Regd. Office: 806, Meghdoot, 94 Nehru Place,
New Delhi 110019

(Correspondence address: C 63, South Extension Part-II, New Delhi 110 049)
Email: hindustanagrigenetics@gmail.com, **Tel:** +91 98102 73609

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy
Tower Dalal Street
Mumbai, Maharashtra- 400001
corp.relations@bseindia.com

Date: 4th September, 2023

Subject: Intimation of Convening of 33rd Annual General Meeting

Dear Sir/ Madam,

It is to inform you about the 33rd Annual General Meeting ('AGM') of M/s Hindustan Agrigenetics Limited (the 'Company') scheduled to be held on Saturday, September 30th, 2023, at 11.00 a.m. at Paharpur Business Centre, Amaltas, 6th Floor 21, Nehru Place, New Delhi - 110019 to transact the business as set forth in the Notice of the AGM.

Pursuant to Regulation 34 and other provisions, as applicable, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Annual Report for the financial year 2022-23, comprising Notice for the AGM and Audited Financial Results of the Company for the financial year 2022-23 along with Auditor's Reports thereon, Director's Report, and other reports required to be annexed thereto, is enclosed herewith.

In compliance with the applicable provisions of the Companies Act, 2013 (the 'Act'), rules made thereunder, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and SEBI, the Notice convening the AGM along with Annual Report for the financial year 2022-23 is being sent only through emails to all those shareholders whose email addresses are registered with the Company/ Registrar & Share Transfer Agent / Depository Participant(s).

Kindly note that the facility of casting votes by a member using remote e-Voting system before the AGM as well as e-Voting during the AGM will be provided by NSDL. The remote e-Voting facility would be available during the following period:

The remote e-voting period begins on - Tuesday, 26th September at 09:00 A.M.
The remote e-voting period ends on - Friday, 29th September at 05:00 P.M.

Thanking you

Yours truly,

For Hindustan Agrigenetics Limited
(ISIN No INE174101019)



PRIAM KAPUR

Managing Director
DIN-00461538
ADDRESS - C-63, South Extension, Part -II
New Delhi - 110049
Encls: as above

Hindustan Agrigenetics Limited

Hybrid Seeds | Tissue Culture | Floriculture

33rd

Annual Report

2022 - 2023

Board of Directors

- Mr. Pranav Kapur** - Chairman
- Mr. Pritam Kapur** - Managing Director
- Ms. Chandni Kapur** - Director and CFO
- Ms. Mannu Kohli** - Independent Director
- Mr. Sunny Srivastava** - Independent Director
- Mr. Naren Parsai** - Independent Director
-
- Ms. Neha Mittal** - Company Secretary and Compliance officer
-
- AUDITORS** - **M/s R.K. Gulati & Associates**
Chartered Accountants
New Delhi
-
- BANKERS** - RBL Bank Limited
HDFC Bank
-
- REGISTRARS** - KFin Technologies Limited
Selenium Building, Tower-B
Plot No 31 & 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddi,
Telangana, India - 500032.
-
- REGISTERED OFFICE** - 806, Meghdoot,
94, Nehru Place,
New Delhi - 110019
-
- CIN** - L24129TG2006PLC076238

33rd Annual General Meeting

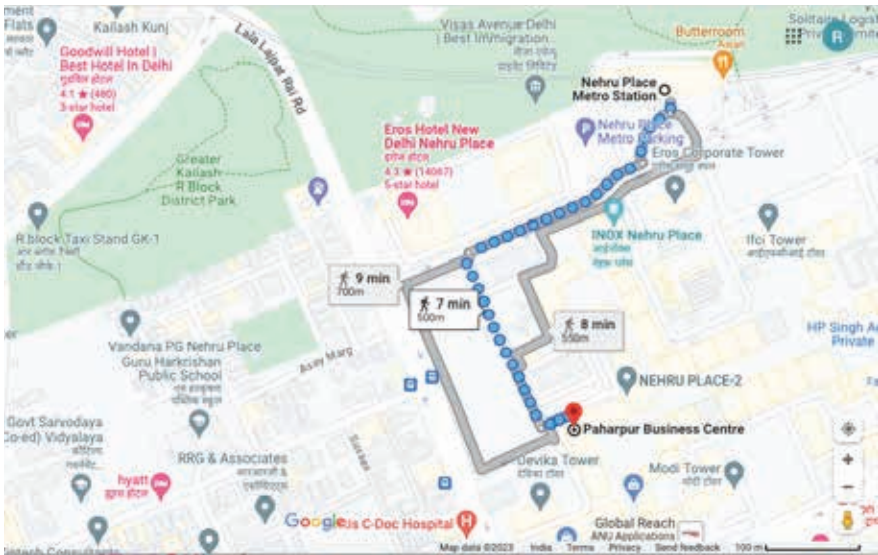
- Date** : 30th September, 2023
- Day** : Saturday
- Time** : 11.00 AM
- Venue** : Paharpur Business Centre, Amaltas, 6th Floor
21, Nehru Place, New Delhi – 110019

Route Map to the AGM Venue

Venue:

Paharpur Business Centre
Amaltas, 6th Floor, 21, Nehru Place, New Delhi – 110019

Distance from Nehru Place Metro Station: 500 meters



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Notice of Annual General Meeting

Notice is hereby given that the 33rd Annual General Meeting of the Company will be held on Saturday, the 30th day of September, 2023 at 11.00 AM at Paharpur conference room -Amaltas, 6th Floor to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited annual balance sheet of the Company as on 31st March, 2023 together with the reports of the Statutory Auditors, Secretarial Auditors and the Directors thereon.
2. To appoint a director in place of Mr. Pritam Kapur (DIN: 00461538), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a director in place of Mr. Sunny Srivastava (DIN: 08737831), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Mr. Naren Parsai (DIN: 06731993), who retires by rotation and being eligible offers himself for re-appointment.

For **Hindustan Agrigenetics Limited**

PRITAM KAPUR

Managing Director
DIN- 00461538
C-63, South Ext., Part II,
New Delhi - 110049

Place : New Delhi

Date : 02.09.2023

Notes For Member's Attention

1. A MEMBER ENTITLED TO ATTEND AND VOTE MAY APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. PROXY FORMS IN ORDER TO BE EFFECTIVE MUST BE LODGED WITH THE COMPANY 48 HOURS BEFORE THE MEETING.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote at the meeting, on their behalf.
5. The register of Members and Share Transfer Books of the Company will remain closed from Saturday, 9th September, 2023 till the date of the Annual General Meeting i.e. Saturday, 30th September, 2023 (both days inclusive) in connection with the Annual General Meeting.
6. Pursuant to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, the particulars of directors seeking appointment/re-appointment at the meeting are annexed.
7. Members are requested to bring their copy of Annual Report to the meeting.
8. Entry in the Meeting Hall shall be strictly restricted to the Members/Valid Proxies only, carrying the attendance slips enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No.
9. The Ministry of Corporate Affairs, Government of India allowed services of documents by electronic mode (email) as a green initiative. Members are requested to register their email address with the Company and/or Registrar/ Share Transfer Agent for the purpose of service of documents under the Companies Act.
10. The Securities and Exchange Board of India ("SEBI") has mandated the submission of permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to KFin Technologies Limited.

11. Pursuant to SEBI circular dated 20th April, 2018, shareholders whose ledger folios do not have or having incomplete details with regard to PAN and Bank particulars are required to compulsorily furnish the details to the RTA/to the company for registration in the folio. Further, Members may please be informed that, pursuant to SEBI LODR Amendment Regulations, effective 5th December, 2018, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialized form with a depository. Hence investors are encouraged to demat their physical holding for any further transfer.
12. Pursuant to Section 101 of the Companies Act, 2013, and rules made thereunder, Electronic copy of Notice of 33rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent to all members through electronic mode on their registered email IDs unless any member has requested for a hard copy of the same. For the members who have not registered their e-mail addresses, physical copies of the Notice of the 33rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Annual Report, Attendance Slip and Proxy Form is being sent in the permitted mode. The Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection between 10:00 am to 1:00 pm from Monday to Friday. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any Communication, the shareholder may also send request to the Company's investor email id: hindustanagrigenetics@gmail.com.
13. Non Transferability of Shares in Physical Form: SEBI has amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.
14. Demat Account with NSDL and the assigned ISIN number: All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares. The Company has got its Shares admitted with NSDL for providing the Shareholders facility of converting the shares from physical mode to demat. The company is also processing its application for Revocation of suspension of trading of its shares with BSE. The Company has also received

the ISIN number INE092301014. However, till the trading approval is received, NSDL has allotted a temporary number INE092301015. Members wishing to have their shares demated should quote the temporary number as above. Once the revocation process is complete, the NSDL will automatically transfer these shares to INE092301014. Members having demat account with NSDL may contact their respective depository participants for converting the shares from physical mode to demat. The Company has also applied to CDSL for obtaining demat facility from them and the same has been accepted. Members having demat account with CDSL may apply to them similar to NSDL.

15. Voting through electronic means – Remote E-voting: In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the Members are provided with a facility to cast their vote electronically, through the e-voting services provided by KFin Technologies Limited, on all resolutions set forth in this Notice and the business set forth in this Notice may be transacted through e-voting.

The procedure to login to e-Voting website is given below:

- (i) Open the e-mail and also open PDF file, namely, “e-Voting.pdf” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password which contains your “User ID” and “Password” for e-Voting. Please note that the password is an initial password. Shareholders, who have not registered their e-mail ID with the Company, are being sent the User ID and Password in a separate envelope along with this Notice. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at swati.bairedy@kfintech.com. However, if you are already registered with RTA for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.kfintech.com.
- (ii) Open the internet browser and type the following URL: <https://evoting.kfintech.com>
- (iii) Click on Shareholder – Login.
- (iv) Put User ID and Password as initial password noted in step (1) above and Click Login.
- (v) Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combinations thereof. Please take utmost care to keep your password confidential.
- (vi) Home page of “e-voting” opens. Click on e-voting > Active Voting Cycles.

- (vii) Select “Event” of (Hindustan Agrigenetics Limited). Now you are ready for e-voting as Cast Vote Page opens.
- (viii) Cast your vote by selecting the appropriate option and click on “Submit” and also “Confirm” when prompted.
- (ix) Upon confirmation, the message “Vote cast successfully” will be displayed.
- (x) Once the vote on a resolution is cast, the member shall not be allowed to vote again or change it subsequently.
- (xi) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution and / or Authority letter, etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to (rguptaassociates@gmail.com), with a copy marked to swati.baireddy@kfintech.com.
- (xii) The Company is providing to the member facility to cast their vote by electronic means i.e. remote e-voting. The remote e-voting period Commences on Tuesday 26th September, 2023 (9.00 a.m. IST) and ends on Friday, 29th September, 2023 (5.00 p.m. IST). Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off-date (Record date), Saturday, 23rd September, 2023 are eligible to vote. The shareholders not casting their vote electronically through remote evoting, shall be allowed to cast their vote at the Annual General Meeting through ballot/poll papers.
- (xiii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of <https://evoting.kfintech.com/public/Downloads.aspx> or call on toll free no.: 1800-309-4001.
- (xiv) If you are already registered with RTA for e-voting then you can use your existing user ID and Password/PIN for casting your vote.
- (xv) You can also update your e-mail id and mobile number in the user profile details of the folio which may be used for sending future communication(s).
- (xvi) Mr. Govind Ram Gupta, Practicing Company Secretary (Membership No. FCS 8733) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xvii) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the General Meeting, unblock the votes in presence of at least two witnesses not in the employment of the Company and make a combined Scrutinizer’s Report of the votes cast in favour or against, if any, to the Chairman of the Company.

- (xviii) The Result shall be declared on or after the AGM of the Company. The results declared along with Scrutinizer's Report shall be placed on the website of RTA www.evoting.kfintech.com, immediately after the result is declared by the Chairman and also communicated to BSE Limited, where shares of the Company are listed.
- (xix) In case of any grievances connected with the facility for voting by electronic means, the members may contact Ms. Swati Reddy, Manager – Corporate Registry, KFin Technologies Limited having address at Selenium Building, Tower-B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 Email: swati.bairedy@kfintech.com, Tel: +91 040 67162222.

Other Instructions:

- I. The facility for voting, through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting;
- II. The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again at the Meeting.
- III. A Member can opt for only one mode voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

For **Hindustan Agrigenetics Limited**

PRITAM KAPUR

Managing Director

DIN- 00461538

C-63, South Ext., Part II,

New Delhi - 110049

Place : New Delhi

Date : 02.09.2023

Notice of Annual General Meeting

INFORMATION AS REQUIRED TO BE FURNISHED IN PURSUANCE OF REGULATION-17 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 WITH STOCK EXCHANGES

1. Mr. Pritam Kapur

Managing Director of the Company retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Brief particulars of Mr. Pritam Kapur, proposed to be re-appointed are as given below:

Mr. Pritam Kapur

Age : 79 years

Qualification and Experience:

Mr. Pritam Kapur aged about 79 years is B.Tech from IIT Madras (major in Mechanical engineering). He has an experience of about 29 years in Hindustan Unilever. He started as management trainee and was head of agribusiness of the Company towards the end.

Thereafter, he promoted Hindustan Agrigenetics Limited and also has experience of running technology based businesses.

He also has the experience of monitoring large infrastructure projects as also of consultancy business.

Membership/Chairmanship of Committees:

Stakeholders Relationship Committee : Member

Audit Committee : Member

Nomination & Remuneration Committee : -----

Shareholding in the Company : 5,46,100

(As on 31st March, 2023)

2. Mr. Sunny Srivastava

Independent Director of the Company retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Brief particulars of Mr. Sunny Srivastava, proposed to be re-appointed are as given below:

Mr. Sunny Srivastava

Age : 39 years

Qualification and Experience:

Mr. Pritam Kapur aged about 79 years is B.Tech from IIT Madras (major in Mr. Sunny Srivastava aged about 39 years is a PGDM from All India Management Association. He is currently working with Amway India Enterprises Pvt Ltd as a Senior Executive. He has helped Companies in execution of their plans.

Membership/Chairmanship of Committees:

Stakeholders Relationship Committee	: -----
Audit Committee	: Member
Nomination & Remuneration Committee	: Member
Shareholding in the Company	: Nil

(As on 31st March, 2023)

3. Mr. Naren Parsai

Independent Director of the Company retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment. The Brief particulars of Mr. Naren Parsai, proposed to be re-appointed are as given below:

Mr. Naren Parsai

Age : 51 years

Qualification and Experience:

Mr. Naren Parsai aged about 51 years is a graduate in commerce (EILM) from Sikkim University. He is qualified MEP (Management Education Programme equivalent to MBA) from ICFAI Business School, Gurgaon. He has an experience of more than 22 years.

Membership/Chairmanship of Committees:

Stakeholders Relationship Committee	: Member
Audit Committee	: -----
Nomination & Remuneration Committee	: -----
Shareholding in the Company	: Nil

(As on 31st March, 2023)

Directors' Report

Dear Members,

Your Directors have pleasure in presenting the 33rd ANNUAL REPORT on the business and operations of your Company along with the Audited annual Accounts for the financial year ended on 31st March, 2023.

1. Financial Summary/Highlights

The Financial of the Company as on 31st March, 2023 is as under:-

(Rs Lakhs)

	Current Year As on 31.3.2023	Previous Year As on 31.3.2022
Receipts/Income	1074.84	12.67
Profit before Taxes	990.74	(11.07)
Less Current Tax	---	---
Less Mat credit Reversed	10.96	---
Less Deferred Tax	6.02	1.37
Profit/ (Loss) after Taxes	985.80	(9.71)
Share Capital	440.02	440.02

2. Transfer To Reserves

During the year under review, no amount has been transferred to reserves.

3. Dividend

The Board of Directors of your Company do not recommend the declaration of any Dividend for the financial year.

4. State of Company's Affairs

On annual basis, revenue from operations for the financial year 2022-23 at Rs. 7.26 lakhs was higher over last year (Rs. 6.24 lakhs in 2021-22).

5. Change in the nature of Business

During the year, the Company continues to engage in the business of Hybrid seeds, Tissue culture, Floriculture and no significant changes have taken place, during the year, in the nature of business carried on by the Company.

6. Share Capital

During the year, no changes have taken place in the Share Capital of the Company.

7. Subsidiaries, Joint Ventures or Associate Companies

The Company does not have any Subsidiary, Joint Venture or an Associate Company. During the year, no Company have become or ceased to be a

subsidiary, joint venture or associate of the Company. Therefore, the provisions relating to performance reports of

Subsidiary, Joint Venture or an Associate Company, as required under Rule 8(1) of the Companies (Accounts) Rules, 2014, are not applicable to the Company.

8. Adequate Internal Financial Control with reference to Financial Statements

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2022-23.

9. Order of Authority

As specified in Rule 8 (vii) of Companies (Accounts) Rules, 2014, no significant and material orders have been passed by any regulators or courts or tribunals etc which have the impact on the going concern status and Company's operations in future.

10. INFORMATION UNDER SECTION 197 READ WITH RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION), RULES, 2014 WITH RESPECT TO REMUNERATION

As per Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 information required are given below:

(a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Non – Executive Directors	Ratio to median remuneration
Ms. Mannu Kohli	NA
Mr. Pranav Kapur	NA
Mr. Sunny Srivastava	NA
Mr. Naren Parsai	NA

Executive Directors	Ratio to median remuneration
Mr. Pranav Kapur	NA
Ms. Chandni Kapur	Nil

- (b) The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
None	NA

- (c) The percentage increase in the median remuneration of employees in the financial year : NIL
- (d) The number of permanent employees on the rolls of Company : Three
- (e) The explanation on the relationship between average increase in remuneration and company performance : NA
- (f) Comparison of the remuneration of Key Managerial Personnel against the performance of the Company:

Aggregate remuneration of Key Managerial Personnel (KMP) in FY 2022-23	NIL
Total Revenue	Rs. 1074.8 Lakhs
Remuneration of KMPs (as % of total revenue)	0.11%
Profit Before Tax (PBT)	Rs. 990.74 Lakhs
Remuneration of KMP (as % of PBT)	0.12%

- (g) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year:

Particulars	March 31, 2023	March 31, 2022	% change
Market Capitalisation	Rs. 440 Lacs	Rs. 440 Lacs	Nil
Price Earnings ratio	NA	NA	NA

- (h) Percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer :

Particulars	March 31, 2023	(Public issue Price)	% change
Market Price (BSE)	Not quoted	10.00	NA

- (i) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification

thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL

- (j) Comparison of each remuneration of the key managerial personnel against the performance

Particulars	Pritam Kapur Executive Director and Managing Director	CHANDNI KAPUR Chief Financial Officer	Neha Mittal Company Secretary
Remuneration in FY 2022-23 (Rs Lakhs)	NIL	NA	Rs 1.2 lakhs
Total Revenue (Rs Lakhs)	1074.8 Lakhs		
Remuneration as % of Revenue	NA	NA	0.11%
Profit before tax (PBT) (Rs Lakhs)	990.74 Lakhs		
Remuneration as % of PBT	NA	NA	0.12%

- (k) The key parameters for any variable component of remuneration availed by the directors: **None**.

- (l) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: **None**.

- (m) Affirmation that the remuneration is as per the remuneration policy of the Company: **NA**

- The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:
- No person, employed throughout the financial year, was in receipt of remuneration for that year of Rs. 102,00,000/- or more, nor was any of them, employed for a part of the financial year, was in receipt of remuneration of Rs. 8,50,000/- or more per month during any part of the year under consideration. Thus, the provisions of Rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014 are not applicable.

11. Directors

- a. Change in the Directors/ Key Managerial Person

In pursuance of the provisions of Section 152 of the Act, Mr. Pritam Kapur, Mr. Sunny Srivastava and Mr. Naren Parsai, retires at the forthcoming Annual General Meeting and being eligible offer themselves for reappointment.

The Board of Directors recommends for the reappointment of the aforesaid Directors at the forthcoming Annual General Meeting.

The present Composition of the Board of Directors and Key Managerial Personnel is as follows:

Mr. Pranav Kapur, Chairman

Mr. Pritam Kapur, Managing Director

Ms. Chandni Kapur, Director and Chief Financial Officer

Ms. Mannu Kohli, Independent Director

Mr. Sunny Srivastava, Independent Director

Mr. Naren Parsai, Independent Director

Ms. Neha Mittal, Company Secretary & Compliance Officer

b. Declaration of Independence

As per the Section 149(7) of the Act, the Board of Directors have received a Declaration of Independence from each of the Independent Director(s) to the effect that he/she meets the criteria of independence as provided in Section 149(6).

c. Formal Annual Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Regulation 17 of the Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("Regulation 17"). The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive

directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent

Directors, at which the performance of the Board, its committees and individual directors was also discussed.

12. Committees of the Board and Vigil Mechanism

The details pertaining to composition of Various Committees as prescribed in the Companies Act, 2013 are included in the Corporate Governance Report which forms part of this report.

13. Vigil Mechanism

The Company has not borrowed money from banks & financial institutions in excess of Rs. 50 Crores. Therefore, the Company is not required to establish a Vigil Mechanism in pursuance of Section 177(9) of the Act.

14. Number of Board and Committee Meetings

During the year under review, 7 (Seven) meetings of the Board of Directors of the Company were held. For details on the Board and Committee meetings, please refer to the Corporate Governance report, which forms part of this report.

15. Statutory Auditors

M/s R.K. Gulati & Associates, Chartered Accountants were appointment as statutory auditors of the Company in the 32nd Annual General Meeting held on 30th September 2022 for five financial years from the date of that Meeting to till 37th Annual General Meeting.

16. Auditors' Report and its Explanation

The comments made by the Auditors in their report have been duly explained in the attached Notes to Accounts and do not require any further explanation.

17. Secretarial Auditors and Secretarial Audit Report

As per the provisions of Section 204 of the Act, the Board of Directors of the Company appointed M/s. G.R Gupta & Associates, Company Secretaries to conduct the Secretarial audit of the Company for the year 2022-23.

M/s. G.R Gupta & Associates, Company Secretaries conducted the Secretarial Audit and have submitted their Report to the Board of Directors, which is annexed to and forms part and parcel of this report. The comments made by the Auditors in their report are self explanatory and do not require any further explanation.

The Board of Directors have re-appointed M/s G.R Gupta & Associates, Company Secretaries to conduct the secretarial audit for the year 2023-24.

18. Internal Auditor

In pursuance of Section 138 of the Act, M/s Hukam Vijay & Company, Chartered Accountants, practicing at 304 Rohini Complex, WA 121, Shakarpur, Delhi 110 092 have been appointed to conduct the Internal audit for the financial year 2023-24.

19. Inter - Corporate Loans, Guarantee's and Investments

There were no outstanding loans or investments or guarantees covered under the provisions of Section 186 of the Act.

20. Related Party Transactions

During the year under review, the Company has not entered into any contract or arrangement with any Related Party. Therefore, the provisions of Section 134(3)(h) read with Rule 8 of the Companies (Accounts) Rules, 2014 requiring justification entering into such contract and arrangement and other details in specified form AOC-2 are not applicable.

21. Public Deposits

The Company has neither invited or accepted any Public Deposits as per the provisions of the Companies Act, 2013 during the financial year under review neither any such deposits are unpaid or unclaimed during the year. Therefore, the provisions of Rule 8(v) and 8(vi) of the Companies (Accounts) Rules, 2014 are not applicable.

22. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The information and details as per the provisions of Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows:

CONSERVATION OF ENERGY

During the year under review adequate energy conservation measures have been put in place. The officers of the Company are made aware, from time to time, the various methods to conserve energy including the utilizing the alternate sources of energy. No capital investment on energy conservation equipments was made by the Company during the year under review.

TECHNOLOGY ABSORPTION

The Company, is not engaged into the technology dependent business activities. However, wherever possible, continuous efforts and effective improvements were made during the year for technology absorption in respect of the business being carried on by the Company.

The Company has not imported any technology during the last three years and no expenditure has been incurred on Research & Development.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange spent : NIL

Foreign exchange earned : NIL

23. Corporate Social Responsibility

During the year under review, the Company has been outside the purview of Corporate Social Responsibility.

24. Management Discussion And Analysis

The Company continues to comply with the various listing requirements of the Stock Exchanges and has taken steps for applying to the Bombay Stock Exchange for revocation of its suspension.

The operations of the company remain suspended except for a small trade in seeds. However, the company has received an in-principle approval of revocation from Internal Listing Committee of the Bombay Stock Exchange (BSE) w.e.f. 21.08.23.

The management Discussion and Analysis Report for the year under review as stipulated under regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock exchange is presented in a separate section forming part of the annual report.

25. Report On Corporate Governance

As per the applicable SEBI Regulations and Circulars, the Company is not required, at present, to comply with the Corporate Governance provisions.

26. Compliance Of Accounting Standards

As per requirements of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with Stock Exchange and Accounting Standards of The Institute of Chartered Accountants of India, your company has made proper disclosures in financial statements in respect of Consolidated Financial Statements, Related Party Transactions and Deferred Taxation. The Company has duly adopted all the applicable Accounting Standards in pursuance to the provisions of the Companies Act.

27. Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013 the Directors' Responsibility Statement forms part of the Directors' Report.

Your Directors give hereunder the Statement relating to the Accounts of the Company that:

- 1) All the applicable Accounting Standards have been followed in the preparation of the accompanying annual Accounts along with proper explanation relating to material departures;
- 2) The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2023 and of the Profit or Loss of the Company for the said period;
- 3) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- 4) The Directors have prepared the Annual Accounts on a going concern basis.
- 5) The Directors have laid down internal financial Controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
- 6) The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that system were adequate and operating effectively.

28.Acknowledgement

Your Directors place on record their sincere thanks to all concerned agencies for their continued co-operation extended to the Company.

On behalf of the Board of Directors

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur
Managing Director
DIN- 00461538

Pranav Kapur
Chairman
DIN: 00485910

Chandni Kapur
Director & CFO
DIN: 07007247

Neha Mittal
Company Secretary
ACS-27477

Place: New Delhi
Date: 02.09.2023

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31st March, 2023

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

To,
The Members,
Hindustan Agrigenetics Limited
Regd. Off.: 806, Meghdoot,
94, Nehru Place, New Delhi- 110019

We were appointed by the Board of Directors of M/s Hindustan Agrigenetics Limited to conduct the Secretarial Audit of the Company for the financial year ended on 31st March, 2023.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Hindustan Agrigenetics Limited (hereinafter called “the Company”). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Hindustan Agrigenetics Limited’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion and subject to our observations mentioned later in this report, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place, to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Not Applicable as the Company did not have any foreign investments during the financial year under review.

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 – Not Applicable as the Company did not issue any security during the financial year under review.
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - Not Applicable as the Company has not granted any options to its employees during the financial year under review.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable as the Company has not issued any debt security during the financial year under review.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not Applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not Applicable as the Company has not bought back any of its securities during the financial year under review.
- (vi) Other laws as applicable – Except small manufacturing activities, the Company has been non-operative during the financial year.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings
- (b) The Listing Agreement entered into by the Company with BSE Limited and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. Trading in Shares of the Company has been suspended by the BSE due to non-compliance of various provisions of the Listing Agreement. As per the information provided, the Company has made an application to BSE for revocation of suspension.

2. The Company has not published newspaper notices/results etc. as required under the Listing Agreement including but not limited to quarterly/annual Financial Results, notices of Board Meetings, Book closure notices etc.
3. The Company has failed to comply the Regulation 3(5) of SEBI (PIT) Regulations, 2015 which required Structured Digital Database (SDD) to be maintained by the company capturing all the details regarding Unpublished Price Sensitive Information ("UPSI"). The company proposes to commence the same from September Quarter 2023
4. The Company has failed to comply the timely intimation and outcome of Board meetings to the Exchange in many occasions.

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors that took place during the period under review.
- (b) Adequate notice of at least seven days is generally given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least three days in advance and an informal system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period no specific event/actions took place having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: New Delhi
Date: 02.09.2023

For **G. R. Gupta & Associates**
Company Secretaries

Govind Ram Gupta, Prop.

FCS No : 8733

CP No : 8554

UDIN : -----

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

Annexure A

To,
The Members,
Hindustan Agrigenetics Limited
Regd. Off.: 806, Meghdoot,
94, Nehru Place, New Delhi- 110019

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

1. Maintenance of secretarial records 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. Wherever 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.

Place: New Delhi
Date: 02.09.2023

For **G. R. Gupta & Associates**
Company Secretaries

Govind Ram Gupta, Prop.

FCS No : 8733

CP No : 8554

UDIN : -----

Annexure-I to the Director's Report**Management Discussion and Analysis****a. Macro Economic Overview**

During the year under review, inflation continued to be an area of concern and the real earnings of the farmers and other rural population continued to be under pressure. This resulted in their having to cut back on their expenses, particularly the input expenses for their agriculture.

b. Industry Structure and Developments

The seed business of the country continues to be very competitive. However, many industry leaders who were major producers of GM seeds are facing pressure as the pests seem to have developed resistance to the bt genes transferred in the seeds. Further, due to a drop in the prices of cotton, the farmers are going slow on sowings of cotton and overall area of cotton is expected to reduce. The government has expressed its concern to the seed industry to ensure quality of seeds in the wake of news of suicides by farmers.

c. Opportunities and Threats

The entry barriers to the seed business have become high as the market is now dominated by propriety brands of seeds and technology of public bred seeds is unable to compete. Development of genetically modified seeds continue to face opposition from the environmental groups and several scientists as well. On the other hand, with competition intensifying there may be new opportunities in the business of providing services such as extension services to large players.

d. Business opportunities under examination

In view of the high technology barriers for entry in seed industry, your company has been examining other opportunities in the agriculture space. A possible area under examination is trading of seeds on the internet by using warehouse receipts as trading note. Other business opportunities are also under examination.

e. Resources and liquidity

The company has invested its liquid resources mostly in FDs and debt based Mutual Funds with a view to use the income so earned to meet the day to day expenses of the company. In addition, to keep the R&D farms in good order, the land is being used for production of seeds and selling them in the nearby market.

f. Risks and concerns

The main risk of seed business continues to be the dependence of business on monsoon. Lack or excess of rainfall has the effect of changing the sowing pattern and crops sown with an immediate impact on seed demand. This

can result in shortages or in carry over, both of which have an impact on the business.

- g. Sale of Agricultural land:** During the year the company received very good price proposals for its 26 Acres of R&D farm located in Ponnal Village. The company decided to sell the land at a price of Rs 976 lakhs. The money has been received and most of it invested in FDs. This year's results include earnings by way of interest on the FDs.

h. Internal Control Systems and Adequacy

The Company has adequate internal control procedures commensurate with its size and nature of the business. These business control procedures ensure deficient use and protection of the resources and compliance with the policies, procedures and statutes.

i. Human Resources

The company currently has only two employee and the executive director of the Company is looking after the various statutory and other requirements as also looking at the possibilities of starting the business once again. However in view of reverses suffered in the past it is proposed to be cautious in undertaking any new venture.

j. Future outlook

As mentioned earlier, the business is quite dependant on monsoon and its progress. At the time of writing this review. Due to climate change there are report of flooding and heavy rains in various part of the Company. It remains to be seem as to the impact of this rains in our major selling areas. Besides these as abnormality, the monsoon is expected to be normal.

On behalf of the Board of Directors

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur
Managing Director
DIN- 00461538

Pranav Kapur
Chairman
DIN: 00485910

Chandni Kapur
Director & CFO
DIN: 07007247

Neha Mittal
Company Secretary
ACS-27477

Place: New Delhi
Date: 02.09.2023

Annexure-II to the Director's report**Report on Corporate Governance**

Your Company has always believed in the principle of good Corporate Governance with a view to enhance stakeholder value, improved growth, achievement of goals etc. and therefore it has committed itself to attain highest levels of transparency. For this purpose certain measures have been adopted in line with the provisions of listing agreement.

1. Board of Directors

The Composition of the Board during the year 31.03.2023 is follows:

Director	Number
Non Executive	4
Executive	2
Total	6

The constitution of the Board is as given below:

Director	ED/ NE/ IND	No. of Outside Directorship	No. of Board Meeting attended	Whether attended last AGM	No. of Committee Memberships	
					Member	Chairman
Mr. Pritam Kapur	ED	NIL	7	Y	2	NIL
Mr. Pranav Kapur	NE	7	7	Y	2	2
Ms. Chandni Kapur	ED	NIL	7	NO	NIL	NIL
Ms. Mannu Kohli	NE & IND	NIL	7	NO	1	1
Mr. Sunny Srivastava	NE & IND	NIL	7	NO	2	NIL
Mr. Naren Parsai	NE & IND	NIL	7	NO	1	NIL

Notes:

- i) NE – Non Executive
- ii) IND – Independent
- iii) ED – Executive Director
- iv) While calculating number of outside directorships, directorships held in foreign companies, private companies and alternate directorships are excluded.

2. Committees**i) Audit Committee**

During the year ended March 31, 2023, four meetings of the Audit Committee were held. The said meetings were held on 11th July 2022, 27th August 2022, 8th November 2022 and 4th February 2023.

The constitution of the Audit Committee as given below:

1. Ms. Mannu Kohli : Member and Chairman
2. Mr. Sunny Srivastava : Member
3. Mr. Pritam Kapur : Member

Terms of reference of the Audit Committee are as per section 177 of the Companies Act, 2013 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Stock Exchange.

ii) Stakeholders Relationship Committee

As per the provisions of the Companies Act, the Board has formed a Stakeholders Relationship Committee' in place of 'Investor Grievance Committee which shall consider and resolve the grievances of security holders of the Company.

During the year ended on 31st March, 2023 One (1) Meeting held on 10th February 2023.

The following are the members of the committee:-

1. Mr. Pranav Kapur : Member and Chairman
2. Mr. Pritam Kapur : Member
3. Mr. Naren Parsai : Member

There have been no complaints that have not been resolved to the satisfaction of the shareholders.

iii) Nomination and Remuneration Committee

During the year ended on 31st March, 2023 One (1) Meeting held on 30th August 2022.

The following are the members of the committee:

1. Mr. Pranav Kapur : Member and Chairman
2. Ms. Mannu Kohli : Member
3. Mr. Sunny Srivastava : Member

The responsibilities of the Committee shall be :-

1. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommended to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. Formulate the criteria for determining qualifications, positive attributes and independence of directors and recommend to the board a policy, relating

to the remuneration for the directors, key managerial personnel and other employees.

3. Remuneration of Directors

Details of remuneration paid to Directors are given below:

Director	Loans and Advances from the Company	Remuneration paid during 2022-23 (Rs.)			
		Sitting Fee	Salary	Comm.	Total
Mr. Pritam Kapur	---	Nil	Nil	Nil	Nil
Mr. Pranav Kapur	---	Nil	Nil	Nil	Nil
Ms. Mannu Kohli	---	Nil	Nil	Nil	Nil
Ms. Chandni Kapur	---	Nil	Nil	Nil	Nil
Mr. Sunny Srivastava	---	Nil	Nil	Nil	Nil
Mr. Naren Parsai	---	Nil	Nil	Nil	Nil

4. BOARD MEETINGS & ATTENDANCE AT BOARD MEETINGS & ANNUAL GENERAL MEETING

The Board of the company met seven times during the year 2022-23. The said meetings were held on 30/05/2022, 14/06/2022, 11/07/2022, 27/08/2022, 03/09/2022, 08/11/2022 and 04/02/2023

The company placed before the Board the performance of Company, minutes of the meetings of various committees of the Board from time to time. Information regarding material developments in external environment is also placed before the Board as and when the same takes place. Two directors were present at the last Annual General Meeting.

5. Management Discussions and Analysis Report

The Management discussion and Analysis report for the year ended March 31, 2023 is published separately in this Annual Report.

6. Disclosures

- No transaction of material nature is entered into by the Company with Promoters, Directors or Management, or their relatives etc., except for transaction of a routine nature as disclosed in the notes on accounts, which may have an adverse effect on the Company's business. There are no pecuniary transactions with the independent/ non-executive directors other than the payment of remuneration disclosed in point no. 3 above.
- During the last three years there were no strictures or penalties imposed by either Securities and Exchange Board of India (SEBI) or the Stock Exchanges or any Statutory Authority for non-Compliance of any matter related to the capital markets.

7. Notes on Directors Appointment / Re-Appointment

Relevant details form part of the Director's Report/Notice of the Annual General Meeting.

8. Share Transfers

SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.

All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares. The Company has got its Shares admitted with NSDL & CDSL for providing the Shareholders facility of converting the shares from physical mode to demat. The company is also processing its application for Revocation of suspension of trading of its shares with BSE. The Company has also received the ISIN number INE092301014. However, till the trading approval is received, NSDL has allotted a temporary number INE092301015. Members wishing to have their shares demated should quote the temporary number as above. Once the revocation process is complete, the NSDL will automatically transfer these shares to INE092301014. Members having demat account with NSDL or CDSL may contact their respective depository participants for converting the shares from physical mode to demat.

Share transfers/transmission approved by the Committee are placed before the Board from time to time and transfers authorized are affected immediately.

9. Means of Communication

The company's plant at Gundla Pochampalli remains inoperative for more than seven years with no commercial activity whatsoever. For the same reason there is no income from sales or operations except for a small amount of seeds traded from our R&D farm. The board of Directors by taking into account the aforesaid situation thought it prudent not to publish very low sales figures, and hence dispensed with publishing of results on quarterly and half yearly basis. With plans of revival, the Board of Directors expects to comply with all the requirements of publishing of results etc.

Shareholders' Information

1. Annual General Meeting

Date and Time : Saturday, 30th September, 2023 at 11.00 A.M.

Venue : Paharpur Business Centre Amaltas, 6th Floor
21, Nehru Place, New Delhi

2. Details of Last 3 AGMs

Year	Location	Date	Time
2019-20	806, Meghdoot, 94, 94, Nehru Place, New Delhi – 110019	26.12.2020	11.00 A.M.
2020-21	806, Meghdoot, 94, 94, Nehru Place, New Delhi – 110019	27.09.2021	11.00 A.M.
2021-22	806, Meghdoot, 94, 94, Nehru Place, New Delhi – 110019	30.09.2022	11.00 A.M.

3. Registered Office : 806, Meghdoot, 94, Nehru Place
New Delhi-110019

4. Corporate Office : C-63, South Extension Part- II,
New Delhi-110019

5. Share Transfer System

A Committee of Directors is authorized to approve transfer of shares and the said Committee approves transfer of shares. If the transfer documents are in order, the transfer of shares is registered within 15 working days of receipt of transfer documents.

SEBI has recently amended relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to disallow listed companies from accepting request for transfer of securities which are held in physical form, with effect from April 1, 2019. The shareholders who continue to hold shares and other types of securities of listed companies in physical form even after this date, will not be able to lodge the shares with company / its RTA for further transfer. They will need to convert them to demat form compulsorily if they wish to effect any transfer. Only the requests for transmission and transposition of securities in physical form, will be accepted by the listed companies / their RTAs.

All the Share holders who are holding shares in physical form may open a demat account and submit request for dematerialization of their shares in order to protect the liquidity of the shares. The Company has got its Shares admitted with NSDL & CDSL for providing the Shareholders facility of converting the shares from physical mode to demat. The company is also processing its application

for Revocation of suspension of trading of its shares with BSE. The Company has also received the ISIN number INE092301014. However, till the trading approval is received, NSDL has allotted a temporary number INE092301015. Members wishing to have their shares demated should quote the temporary number as above. Once the revocation process is complete, the NSDL will automatically transfer these shares to INE092301014. Members having demat account with NSDL/CDSL may contact their respective depository participants for converting the shares from physical mode to demat.

Registrars & Share Transfer Agents:

KFin Technologies Limited.

Financial District, Nanakramguda, Serilingampally, Hyderabad,
Rangareddi, Telangana-500032, India
Tel. 040-67162222

6. Distribution of shareholding as on 31st March 2023.

Range	Shareholder		Shares Amount	
	Number	% to total holders	Total (in Rs.)	% to Total
Up to-5000	5249	91.56	7447000.00	16.92
5001-10000	240	4.19	2099000.00	4.77
10001-20000	105	1.83	1606000.00	3.65
20001-30000	32	0.56	849000.00	1.93
30001-40000	26	0.45	949000.00	2.16
40001-50000	24	0.42	1122000.00	2.55
50001-100000	20	0.35	1410000.00	3.20
100000 & Above	37	0.65	2852000.00	64.82
Total	5733	100.00	44002000.00	100.00

7. Share holding Pattern of the Company as on 31st March, 2023

	Category	No. of Shares held	% of shareholding
(A)	Shareholding of Promoter and Promoter Group		
	Indian Promoters	1294500	29.42
	Foreign Promoters	-	-
(B)	Public Shareholding		
(a)	Financial Institutions/Banks/Mutual Funds/FII's	66200	1.51
(b)	Bodies Corporate	371400	8.44

	Category	No. of Shares held	% of shareholding
(c)	Individuals holding nominal share capital up to Rs.2 lakh	1491100	33.89
(d)	Individuals holding nominal share capital in excess of Rs.2 lakh	613700	13.95
	Total Public Shareholding	3105700	70.58
	Total(A)+(B)	4400200	100.00

8. Dematerialization of Shares

The Company has got its Shares admitted with NSDL & CDSL for providing the Shareholders facility of converting the shares from physical mode to demat. The company is also processing its application for Revocation of suspension of trading of its shares with BSE. The Company has received the ISIN number INE092301014. However, till the trading approval is received, NSDL has allotted a temporary number INE092301015. Members wishing to have their shares demated should quote the temporary number as above. Once the revocation process is complete, the NSDL/CDSL will automatically transfer these shares to INE092301014. The Company has received the ISIN number INE092301014. Members having demat account with NSDL may contact their respective depository participants for converting the shares from physical mode to demat.

Status of Dematerialization as on March 31, 2023:

Particulars	No. of equity Shares	% to total equity share capital
National Securities Depository Limited	1789600	40.67
Central Depository Services (India)	17100	0.39
Total Dematerialized	1806700	41.06
Physical	2593500	58.94
Grand Total	4400200	100

9. Script Code : BSE – 519574 (A Group)
ISIN No.- INE092301014

10. Market Price Data: Average monthly High and Low price at BSE

The trading of the shares of your Company was suspended due to non-compliance of certain formalities as per regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Company has made the necessary application for revocation of suspension in trading of shares of the Company which has now approved the revocation of suspension of trading and the relisted shares will commence trading with effect from 21st August 2023.

11. CEO and CFO Certification

The Managing Director of the Company gives quarterly certification on Financial Results while placing Financial Results before the Board in terms of Regulation 17(8) of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015. The Managing Director has also given certificate on CEO and CFO Certification for the year ended 31st March 2023 and the same is attached with the Annual Report.

12. Nomination Facility:

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Company the prescribed Form for this purpose.

For **HINDUSTAN AGRIGENETICS LIMITED**

Pritam Kapur
Managing Director
DIN- 00461538

Pranav Kapur
Chairman
DIN: 00485910

Chandni Kapur
Director & CFO
DIN: 07007247

Neha Mittal
Company Secretary
ACS-27477

Place: New Delhi

Date: 02.09.2023

CEO Certification

Pursuant to the provisions of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with BSE, I Pritam Kapur, Managing Director of Hindustan Agrigenetics Ltd. hereby certify to the Board that:

- a) I have reviewed the financial statements and cash flow statement for the year and that to the best of my knowledge and belief
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the Company's affair and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) To the best of our knowledge and belief, no transactions entered into by the Company during the year 2022-23 which are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control system of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- d) They have indicated to the auditors and the Audit Committee
 - i) There has not been any significant change in internal control over financial reporting during the year under reference;
 - ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii) I am not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting

Place: New Delhi
Date: 02.09.2023

Pritam Kapur
DIN-00461538
Address – C-63, South Ext
Part II, New Delhi – 110049

INDEPENDENT AUDITOR'S REPORT

To
The Members of
M/S HINDUSTAN AGRIGENETICS LIMITED.
DELHI

Report on the Standalone financial statements

We have audited the accompanying standalone financial statements of **M/S HINDUSTAN AGRIGENETICS LIMITED (CIN No.: L01119DL1990PLC040979)**, which comprises the standalone Balance Sheet as at **31st March 2023**, and the standalone Statement of Profit and Loss (including Other Comprehensive Income), the statement of changes in Equity and statement of Cash Flows for the year ended on that date and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

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 Standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Responsibilities of Management and those charged in the governance for

The Company's Board of Directors is responsible for the matter stated in Section 134(5) of the companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss, and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (IND AS) specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities: selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of standalone financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.



In preparing the standalone financial statements, managements, and board of directors are 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.

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

Auditor's Responsibility for the Audit of Standalone financial statements.

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

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matter which are required to be included in the audit report under the provisions of the Act and Rules made there under.

We conducted our audit in accordance with the standards on auditing specified under section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatements

An audit involves performing procedure to obtain audit evidence about the amounts and disclosure in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatements of the standalone financial statements, whether due to fraud or error. In making those risk assessment, the auditor considers internal control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the company's Directors, as well as evaluating the overall presentation of standalone financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.



Opinion

3. In our opinion and to the best of our information and according to the explanations given to us, the standalone 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:
 - a. In case of the Balance Sheet, of the state of affairs of the Company as at **31st March 2023**;
 - b. In case of Profit and Loss Account (total comprehensive income changes in Equity), of the **Profit** for the year ended on that date.
 - c. In case of Cash flow statements, of the cash flows for the year ended **31st March 2023**.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statement of the current period. These matters were addressed in the context of our audit of the financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Report on Other Legal and Regulatory Requirements



- 1) As required by the Companies (Auditor's Report) Order, 2020 ("the order") issued by Central Government of India in terms of sub-section (11) of section 143 of the **companies Act, 2013**, **We give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the order.**
- 2) **(A) As Required by section 143(3) of the Act, we report that:**
 - a. We have sought and obtained all information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 examinations of those books;
 - c. The Balance Sheet, statement of Profit and Loss and the cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial standards comply with the Ind As specified under section 133 of the Act.
 - e. On the basis of written representations received from the directors as on **31st March 2023** taken on record by the Board of Directors, none of the director is disqualified as on **31st March 2023**, from being appointed as a director in terms of section 164(2) of the Act.
 - f. With respect to the adequacy of internal financial controls with reference to financial statement of the company and the operating effectiveness of such controls , refer to our separate report in Annexure B
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the companies (Audit and Auditors) Rules,2014. In our opinion and to the best of our information and according to the explanations gives to us:



- i. The Company did not have any pending litigation hence no impacts on its financial position;
- ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. The company has not transferred Rs. 1,53,692/- refund outstanding more than eight years under the head share application money to the Investor Education and Protection Fund.

Place: New Delhi
Dated: 29.05.2023

For R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm's Registration No.: 007226N



(CA RAKESH GULATI)
PARTNER
M. No.: 084895
29.05.2023

M/S M/S HINDUSTAN AGRIGENETICS LIMITED.

Annexure A to Independent Auditor's Report for the financial year ended on 31st March 2023

Referred to in paragraph I Under Report on Other Legal and Regulatory Requirement Return of our report of even date.

- (i) (A) (a) The company has maintained proper records showing full particulars Including quantitative details and situation of its property, plant and Equipment.
- (b) The Company does not hold any intangible assets. Accordingly, the provisions of clause 3(i)(A)(b) of the order are not applicable to the company.
- (B) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with the programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (C) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deed of all immovable properties (Other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the company.
- (D) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not revalued its property, plant and equipment (including Right of Use of Assets) or intangible assets or both during the year
- (E) According to the information and explanation given to us by the company and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the company for holding any Benami property under the "Benami Transaction (Prohibition Act 1988) and the rules made thereunder.
- (ii)(A) The inventories have been physically verified at reasonable Intervals by the management during the year and in our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by the management were appropriate. For stocks lying with third parties at the year end, the written confirmations have been obtained. No discrepancies were noticed on verification between the physical verification and book records that were 10% or more in the aggregate for each class of inventory.



- (B) According to information and explanation given to us and on the basis of our examination of all the records of the company, the company has not sanctioned any working capital limit in excess of five crore rupees in aggregate from banks or financial institutions on the basis of security of Current Assets; Accordingly, the provisions of clause 3(ii)(B) of the order are not applicable to the company.
- (iii) According to the information and explanations given to us and on the basis of our examination of all the records of the Company, the company has not made any investment in or provided any guarantee or security or granted any loan or advances in the nature of loans, secured or unsecured, to companies, firms limited liability partnership or any other parties during the year.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under complied with the provision of Section 185 of the Companies Act 2013 and the Company has not provided any security as specified under Section 186 of the companies act, 2013 .Further, in our opinion, the company has complied with the provisions of Section 185 and 186 of the Companies Act 2015 in relation to loans given, guarantees provided and investment made.
- (v) According to the information and explanation given to us and the basis of our examination of the records of the Company, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provision of the Act and the companies (Acceptance of Deposit) Rules 2015 with regard to the deposits accepted from the public are not applicable in the case of the company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act in respect of Company's products and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (A) The company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1st July 2017, these statutory dues has been subsumed into Goods and Service Tax (GST). According to the information and explanations given to us and on the basis of our examination of records of the company, amount deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, provident fund, employees state insurance, income tax, duty of customs, cess and other statutory dues have generally been regularly deposited with the appropriate authorities.



- (B) According to the information and explanations gives to us and on the basis of our examination of the records of the company, no undisputed amount payable in respect of provident fund, Employees' state insurance, income tax, duty of customs, goods and and other material statutory dues were in arrears as at 31st March 2023 for a period of more than six months from the date they became payable.
- (viii) According to information and explanation given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessment under the Income tax, 1961 as income during the year.
- (ix) (A) According to the information and explanation given to us and on the basis of our examination of the records of the company, the Company has not granted any loans or borrowing from banks, financial institution and government; Accordingly, clause 3(ix)(a),(b),(c),(d),(e) & (f) of the order is not applicable.
- (x) (A) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the order is not applicable.
- (B) According to information's and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made a private placement of shares during the year and the requirement of section 42 and section 62 of the Companies Act, 2013; Accordingly, clause, 3(x)(b) of the order is not applicable
- (xi) (A) Based on examination of the books and records of the company and according to the information and explanation given to us, considering the principles of materiality outlined in the standards on Auditing, we report that no fraud by the company or on the Company has been noticed or reported during the course of audit.
- (B) According to information and explanations given to us, no report U/s 143(12) of the companies Act has been filed in form ADT - 4 as prescribed under rule 13 of companies (Audit & Auditors) Rules, 2014 with the central government.
- (C) We have taken into consideration the whistle blower complaints received by the company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) According to the information and explanations given to us, the company is not a Nidhi company. Accordingly, the provisions of clause 3(xii) of the order are not applicable to the company.
- (xiii) In our opinion and according to the information and explanations given to us, the transaction with the related parties are in compliance with section 177 and 188 of companies act 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standard.



- (xiv) (A) Based on information and explanations provided to us and our audit procedures in our opinion the company has an internal audit system commensurate with the size and nature of its business;
- (B) We have considered the Internal Audit Report of the company issued till The date of period under audit.
- (xv) In our opinion and according to the information and explanations given to us and Based upon the audit procedures performed , the company has not entered into any non cash transaction with director or person connected with him. Accordingly the provisions of clause 3(xv) of the order are not applicable to the company.
- (xvi) (A) According to information and explanations given to us , the company is not required to be registered u/s 45-IA of the Reserve Bank of India Act , 1934 (2 of 1934) . Accordingly, the clause 3(xvi)(a) of the order is not applicable to the company.
- (B) Since the company is not a NBFC or Housing finance company. Accordingly the clause 3(xvi)(b) of the order is not applicable to the company
- (C) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly clause 3(xvi)(c) of the order is not applicable
- (D)According to information and explanations given to us during the course of Audit, the group does not have any CIC. Accordingly, the requirement of clause 3(xvi)(d) are not applicable.
- (xvii) According to information and explanations given to us and on our examination of records of the Company, the Company has incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There are no resignation of the statutory auditors during the year hence clause 3(xviii) of the order is not applicable to the company.
- (xix) According to information and explanations given to us and on the basis of financial ratios , ageing and expected dates of realization of financial assets and payment of financial liabilities and other information accompanying the financial statement , 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 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 audit report and we neither give any guarantee nor any assurance that all the liabilities falling due within a period of one year from the balance sheet, will get discharged by the company as when they fall due.



(xx) (A) According to information and explanations given to us and on the basis of Our examination of all the records of the company, the company does not falls under the provisions of section 135 of companies Act 2013; Accordingly, clause 3(xx)(a) & (b) of the order is not applicable

Place: New Delhi
Dated: 29.05.2023

For R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm's Registration No.: 007226N



(CA RAKESH GULATI)
PARTNER
M. No.: 084895
29.05.2023

Annexure B to the Independent Auditors' report on the standalone financial statements of Hindustan Agrigenetics Limited ended 31 March 2023.

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013.

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date).

Opinion

We have audited the internal financial controls with reference to standalone financial statements of Hindustan Agrigenetics Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to standalone financial statements 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 (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls.

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 with reference to standalone financial statements were established and maintained and whether such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 standalone 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 with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone financial statements

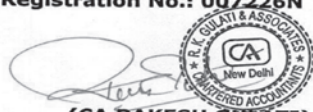
A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted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

Inherent Limitations of Internal Financial Controls with Reference to Standalone financial statements

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

**For R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm's Registration No.: 007226N**

**Place: New Delhi
Dated: 29.05.2023**



**(CA RAKESH GULATI)
PARTNER
M. No.: 084895**

29.05.2023

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2023

Particulars	Notes	(Rs. In Thousands Unless Otherwise Stated)	
		As at 31.03.2023 (₹)	As at 31.03.2022 (₹)
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	498.65	3504.00
(b) Capital Work In Progress			
(C) Financial Assets			
(i) Investments			
(D) Deferred tax assets (net)	3	10351.57	9749.52
(E) Income tax assets (net)			
(F) Other non-current assets			
Total Non Current Assets		10850.22	13253.52
(2) Current Assets			
(a) Inventories			
(b) Financial Assets			
(i) Investments	4	8489.30	17505.56
(ii) Trade receivables	5		
(iii) Cash and cash equivalents	6	102372.66	50028.34
(d) Other current assets	7	1912.54	1167.37
Total Current Assets		112774.51	68701.27
Total Assets		123624.73	81954.79
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	8	44002.00	44002.00
(b) Other Equity	9	74588.24	-23991.65
Total Equity		118590.24	20010.35
LIABILITIES			
Non-current liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables	10	103.80	97.80
(b) Other current liabilities	11	4624.47	61008.09
(c) Provisions	12	306.22	838.55
(d) Current tax liabilities (Net)			
Total Current Liabilities		5034.49	61944.44
Total Equity & Liabilities		123624.73	81954.79


Significant Accounting Policies 1
Other notes to the financial statements 2-25

The accompanying notes are an integral part of these financial statements

For and on behalf of the Board of Directors
PLACE: NEW DELHI

DATED: 29/05/2023


(PRITAM KAPUR)
Mg. DIRECTOR
Din No 00461538


(CHANDNI KAPUR)
DIRECTOR
DIN No.: 07007247

Signed in terms of our report of even date
FOR R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registratin No. 00077258


(CA RAKESH GULATI)
PARTNER
Membership No. : 084895

29.05.2023

(Rs. In Thousands Unless Otherwise Stated)

STATEMENT OF CHANGES IN EQUITY**(a) Equity Share Capital**

Equity share of Rs 10 each, fully paid up

	No of shares	As at 31.03.2023 (₹)	No of shares	As at 31.03.2022 (₹)
Balances at the beginning of the reporting period	4400.20	44002.00	4400.20	44002.00
Changes in equity share capital during the year				
Balances at the end of the reporting period	4400.20	44002.00	4400.20	44002.00

(b) Other Equity

	<u>Reserves and Surplus</u>		<u>Other Comprehensive</u>	<u>Other Equity</u>
	<u>Revaluation Reserve</u>	<u>Retained Earning</u>	<u>Income</u>	
Balance as on 1-4-2021	1640.25	-24661.32		-23021.07
Profit/(loss) for the year	0.00	-970.58		0.00
Other Comprehensive income for the year	0.00	0.00		-970.58
Total Comprehensive Income for the year	0.00	-970.58	0.00	-970.58
Transactions during the year	0.00	0.00	0.00	0.00
Balance as on 31-3-2022	1640.25	-25631.90	0.00	-23991.65
Profit/(loss) for the year	0.00	98579.89	0.00	0.00
Other Comprehensive income for the year	0.00	0.00		98579.89
Total Comprehensive Income for the year	0.00	98579.89	0.00	0.00
Transactions during the year	0.00	0.00	0.00	98579.89
Balance as on 31.03.2023	1640.25	72947.99	0.00	0.00
				74588.24

C. Kapoor



STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2023

(Rs. In Thousands Unless Otherwise Stated)

Sr. No	Particulars	Notes	Year ended 31.03.2023 (₹)	Year ended 31.03.2022 (₹)
I	Revenue from operations	13	726.20	624.43
II	Other non- operating income	14	106758.01	642.20
III	Total Income (I +II)		107484.21	1266.63
IV	Expenses:			
	Cost of materials consumed	15	364.28	318.72
	Purchase of Stock in trade			
	Manufacturing & Operating expenses	16	259.43	271.56
	Changes in inventories of finished goods, work-in-progress and stock in trade and Stock-in-Trade			
	Employee benefit expenses	17	715.03	210.00
	Finance costs			
	Depreciation and Amortization expenses	18	25.86	24.77
	Other Administrative expenses	19	7046.05	1548.68
	Total Expenses (IV)		8410.66	2373.74
V	Profit before exceptional items & taxes	(III-IV)	99073.55	-1107.11
VI	Exceptional Items		0.00	0.00
VII	Profit before tax	(V - VI)	99073.55	-1107.11
VIII	Tax expense:			
	(1) Current tax		0.00	
	(2) Mat Credit Reversed		1095.71	-
	(3) Deferred tax		-602.06	-136.54
			493.66	-136.54
IX	Profit/(Loss) for the year	(VII-VIII)	98579.89	-970.58
X	Earning per equity share:			
	(1) Basic	20	22.40	(0.22)
	(2) Diluted		22.40	(0.22)
	Significant Accounting Policies	1		
	The accompanying notes are an integral part of these financial statements	2-25		
	For and on behalf of the Board of Directors			

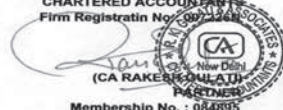
PLACE: NEW DELHI

DATED: 29/05/2023


(PRITAM KAPUR)
Mg. DIRECTOR
DIN No.: 00461538


(CHANDNI KAPUR)
DIRECTOR
DIN No.: 07007247

Signed in terms of our report of even date
FOR R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registration No. 00722618



Membership No. : 084895

29.05.2023

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH 2023

	(Rs. In Thousands Unless Otherwise Stated)	
	For the year ended 31st March 2023	For the year ended 31st March 2022
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net profit / (loss) before taxes & interest	99073.55	-1107.11
Change in Retained Earning	0.00	
Adjustment for:		
Depreciation	25.86	24.77
Profit/(loss) on sales of mutual funds	-74.70	-268.74
Dividend on Mutual funds	-1.38	-171.24
Interest on FDR and others	-5218.18	
Revaluation of Financial Assets	1257.03	-202.21
Profit on sales of agriculture land	-101463.73	0.00
Mat Credit Reversed	-1095.71	
Operating Profit before working capital changes	-7497.27	-1724.54
Adjustment for:		
Current Assets	-745.17	-58.05
Current Liabilities & Provisions	-56909.95	53467.35
Cash generated from Operations	-65152.39	51684.77
Income Tax Paid	0.00	0.00
Net cash from Operating Activities (I)	-65152.39	51684.77
	=====	=====
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Acquisition of fixed assets including work in progress and capital advances	-43.85	
Sales of Agriculture land	104487.07	0.00
Sales of investments	10333.92	7532.07
Purchase of investments	-2500.00	-11031.52
Gain on sales of investments		268.74
Income from Investment	5219.57	171.24
Net Cash used in Investing Activities (II)	117496.71	-3059.47
	=====	=====
Cash Flow after Investing Activities III = (I + II)	52344.32	48625.30
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Increase/(decrease) in term loan	0.00	0.00
	0.00	0.00
Net Cash Flow from Financing Activities	0.00	0.00
	=====	=====
Net Increase in cash and cash equivalents (A) + (B) + (C)	52344.32	48625.30
	=====	=====
Cash and cash equivalents - Opening	50028.34	1671.78
Cash and cash equivalents - Closing	102372.66	50028.34
	52344.32	48356.56

For and on behalf of the Board of Directors

PLACE : NEW DELHI

DATED: 29/05/2023

(PRITAM KAPUR)
Mg. DIRECTOR
DIN No.: 00461538

(CHANDNI KAPUR)
DIRECTOR
DIN No.: 07007247

Signed in terms of our report of even date
FOR R.K.GULATI & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Registratin No.: 007226N

(CA RAKESH GULATI)
MEMBERSHIP NO. 884895

Membership No. : 884895

29.05.2023

Note- I**NOTES ON ACCOUNTS**

The company is a public company ,incorporated with the Indian Companies Act 1956 and is listed on the BSE(presently under suspension) . The company is engaged in the business of processing and trading of seeds.

(A) STATEMENT OF ACCOUNTING POLICIES**(1) STATEMENT OF COMPLIANCE**

1.1 The financial statements have been prepared and presented in accordance with Indian Accounting Standards (Ind As) as per the Companies (Indian Accounting Standards) Rules 2015 (as amended) notified under section 133 of companies Act 2013 (the Act) and other relevant provision of the Act.

1.2 Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy in use.

1.3 BASIS OF Preparation of financial Statements

The financial statements have been prepared under the historical cost basis except certain financial assets and liabilities has been prepared on fair value and Net defined benefit assets/(obligation) has been prepared on fair value of plan assets less the present value of defined benefit obligation

(2) USES OF ESTIMATES

2.1 The Preparation of financial statements in conformity with Indian Accounting Standards (Ind AS) requires management to make estimates, judgements and assumption These estimate and judgements and assumptions affect the application of accounting policies and reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of assets and liabilities, revenues and expenses and the disclosure of contingent assets and liabilities on the date of financial statements . Although these estimates are based on the management's best knowledge of current events and actions uncertainly about these assumption and estimates could result in the out comes requiring materials adjustment to the carrying amount of assets are liabilities in further period The actual outcome may be different from the estimates. Any revision to accounting estimates is recognised prospectively in current and future periods. Estimates and underlying assumption are reviewed on an oncoina basis.

2.2 current and non current classification

All assets and liabilities are classified into current and non- current as per the Company' s normal operating cycle and other criteria set out in Schedule III of the Companies Act 2013. Based on the nature of it's activities and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current or non current classification of assets and liabilities

(3) Property , plant and Equipment

3.1 Property , plant and Equipment are stated at original cost including relevant taxes (other than those subsequently recoverable from tax authorities), duties freight and other incidental expenses related to acquisition/ installation of the respective assets. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for Mong-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives/likewise

(4) DEPRECIATION

4.1 Depreciation on Fixed Assets is provided on Written down Value method basis as per useful life prescribed under Schedule II to the companies Act, 2013 as prevailing except in case of certain assets such as depreciation has been provided at higher rates based on useful life as determined by the management.

4.2 In respect of fixed assets added/disposed off during the year depreciation is provided on pro-rata basis with reference to the month of addition/deduction, however, in case of new projects the depreciation from the date of commencing of such project is charged to the statement of profit and loss.

C. K. Verma



(5) **INVENTORIES**

The inventories are valued as follows :-

Finished goods & by products :- are valued at lower of cost or net realisable value

Packing materials :- are valued at cost.

Obsolete, defectives, slow moving and/or unserviceable inventories, if any are duly accounted for.

(6) **REVENUE RECOGNITIONS**

TURNOVER

6.1 Revenue from sale of goods in the course of ordinary activities is recognised when property in goods or all significant risks and rewards of their ownership are transferred to the customers and stated net of sales GST/ trade discounts and rebates

6.2 Income from services is recognised as they are rendered (based on agreement/arrangement with the concerned customers).

(7) **BORROWING COSTS**

Borrowing Costs that are attributable to acquisition, construction or production of qualifying assets are capitalised as part of cost of such assets. A qualifying assets is an assets that necessarily takes a substantial period of time to get ready for intended use. All other borrowing costs are charged to the profit and loss account.

(8) **INVESTMENTS AND OTHER FINANCIAL ASSETS**

The company classifies its financial assets in the two measurement categories- one those to be measured subsequently at fair value(either through comprehensive income, or through profit or loss) and second those measured at amortised cost. The classification depends on the company's business model for managing financial assets and the contractual terms of the cash flows.

For assets measured at fair value , gains and losses will be either be recorded in profit or loss or other comprehensive income. The company has made an irrevocable election at the time of initial recognition to account for the investment at fair value through other comprehensive income.

(9) **TAXES ON INCOME**

9.1 Current tax is determined as the amount of tax payable in respect of taxable income in specified under Income Tax 1961 as amended.

9.2 Deferred tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods and using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

9.3 Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.

(10) **FOREIGN CURRENCY TRANSACTION**

10.1 Transaction in foreign currency are recorded at exchange rate prevailing at the time of the transactions and exchange differences arising from foreign currency transactions are dealt with in profit and loss account. Transactions in foreign currencies remaining unsettled at the end of the year are translated at contracted rate where they are covered by foreign exchange forward contracts and at the rate prevailing at the end of the year in other cases and the corresponding effect is given in the respective account. Any difference subsequently as compared to actual payments or realisation is recognised as exchange variations in the year of settlement / realisation and dealt in profit and loss account.



C. K. Gupta



- 10.2 In the case of forward exchange contracts entered to hedge the foreign exchange fluctuations, the difference between the forward rate and the exchange rate at the date of the transaction is recognized as income or expenses over the life of the contract, except in respect of liabilities incurred for acquiring fixed assets, in which case such difference is adjusted in the carrying amount of the respective fixed assets. Any profit or loss arising on cancellation or renewal of a forward exchange contract is recognised as income or expense for the period, except in the case of forward exchange contract relating to liabilities incurred for acquiring fixed assets, in which case such profit or loss is adjusted in the carrying amount of the respective fixed assets.
- 10.3 The Company follows the Accounting Standards which are made mandatory. It is in the process of formulating the requisite mechanism/ systems to meet prescribed requirements under Accounting Standards 30, 31 & 32. It shall be following the accounting policy of recognition, presentation & disclosure of forward exchange transactions including Derivative/ Hedging/ Currency Swaps & Interest Swaps etc as prescribed under these Accounting Standards with effect from the date these are made mandatory by ICAI.
- 10.4 **Cash and Cash Equivalents**
Cash and Cash Equivalent in balance sheet comprise cash at banks and on hand, unpaid dividend, fixed deposits and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value
- 10.5 **Trade Payables & Other Payables**
These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

11 EVENTS OCCURRING AFTER BALANCE SHEET

Events Occurring after balance sheet date have been considered in preparation of financial statements.

12 Provisions, Contingent liabilities

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A contingent liability is disclosed in case of;

- a present obligation arising from past events, when it is not probable that an outflow of resources
- a present obligation arising from past events, when no reliable estimate is possible;
- a possible obligation arising from past events, unless the probability of outflow of resources is remote." Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

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Notes to the Financial Statements for the year ended 31st March 2023

(Rs. In Thousands Unless Otherwise Stated)

Note : 2 Property, Plant and Equipment

Sr. No	Particulars	Gross Block			Depreciation			Net Block			
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2023	WDV as on 31.03.2022
I Tangible Assets											
1	Agricultural Land	3118.00	0.00	3023.34	94.66	0.00	0.00	0.00	94.66	3118.00	
2	Vehicles (Cars)	1424.21	0.00	0.00	1424.21	1387.83	9.42	0.00	1397.25	36.38	
3	Other Equipment	108.26	0.00	0.00	108.26	103.05	2.35	0.00	105.40	5.22	
4	Residential Plot	335.00	0.00	0.00	335.00	0.00	0.00	0.00	335.00	335.00	
5	Computer	139.59	0.00	0.00	139.59	139.51	0.05	0.00	139.56	0.03	
6	Mobile	115.22	0.00	0.00	115.22	105.89	4.21	0.00	110.10	5.13	
7	Laptop	0.00	17.00	0.00	17.00	0.00	8.52	0.00	8.52	8.48	
8	Scanner	0.00	26.85	0.00	26.85	0.00	1.33	0.00	1.33	25.52	
Figures for the Current Year (₹)		5240.28	43.85	3023.34	2260.79	1796.28	25.86	0.00	1762.14	498.65	3504.00
Figures for the Previous Year (₹)		5240.28	0.00	0.00	5240.28	1711.50	24.77	0.00	1736.28	3504.00	3528.77

C. K. Gupta



Notes to the Financial Statements for the year ended 31st March 2023

Note 3 - Deferred Tax Assets (Net)

Particulars	As at 31.03.2023 (₹)	As at 31.03.2022 (₹)
Deferred Tax Assets on Account of		
- Unabsorbed Depreciation	6836.24	7059.33
- Unabsorbed Losses	2720.00	2033.42
- Long Term Capital Loss	611.04	611.04
- Short Term Capital Loss	144.32	
- Depreciation	39.98	45.73
Net Deferred Tax Assets	10351.57	9749.52

Note 4 - Investment**4(A) NON CURRENT INVESTMENT**

Investment	-	-
------------	---	---

4(B) CURRENT INVESTMENT

Investment in Mutual Fund (Unquoted)	5989.30	17505.56
Investment in STRATA	2500.00	0.00
Total	8489.30	17505.56

Note 5 - Trade Receivable

Sundry Debtors	-	-
Total	-	-

Note 6 - Cash & Bank Balances**CASH & CASH EQUIVALENTS**

Balances with banks		
In current accounts	10221.50	25229.83
Fixed Deposit with HDFC Bank	91700.00	24400.00
Cash in hand	451.16	398.51
Total	102372.66	50028.34

Note 7 - Other Current Assets**OTHER CURRENT ASSETS**

MAT Credit Entitlement	0.00	1095.71
TDS recoverable from supplier	13.61	13.61
TDS on FDR	530.03	17.12
TDS Excess Deposit	20.12	8.12
TDS Receivable	953.79	0.00
Advance Booking Car	21.00	0.00
Staff Advance	20.00	0.00
Prepaid Expenses	354.00	32.81
Total	1912.54	1167.37

C. Kapur



Note 8 - Share Capital

Particulars	As at 31.03.2023 (₹)	As at 31.03.2022 (₹)
SHARE CAPITAL		
AUTHORIZED CAPITAL		
50,00,000 Equity Shares of Rs. 10/- each. (Previous Year Rs 5,00,000 Equity Shares)	50000.00	50000.00
ISSUED, SUBSCRIBED & PAID UP CAPITAL		
44,00,200 Equity Shares of ₹. 10/- each, Fully Paid up (Previous Year 44,00,200 Equity Shares)	44002.00	44002.00
Total	44002.00	44002.00

Right preferences and restrictions attached to shares

The company has one class shares having a per value of ₹ 10/- per share. Accordingly all the Equity shares rank equilly with regard to voting rights dividend and shares in Company's residual assets.

Notes: Reconciliation of the number of equity shares and amount outstanding at the beginning and at the end of the reporting period.

	No. of Shares	Amount	No. of Shares	Amount
2.1 Balance at the commencement of the year	44,00,200	44,00,200	44,00,200	44,00,200
2.2 Additions during the year	0.00	0.00	0.00	0.00
Balance at the end of the year	4,40,020	44,00,200	4,40,020	44,00,200

Details of Equity Shares held by shareholders holding more than 5% of the aggregate shares in the company.

Name of the Shareholders	No. of Shares		No. of Shares	
	held	% holding	held	% holding
2.3 M/s Magnum International Trading Ltd.	5,30,000	12.04	5,30,000	12.04
M/s Andhra Pradesh Industrial Development Co.Ltd.	3,71,400	8.44	3,71,400	8.44
Sh. Pritam Kapur	5,46,100	12.41	5,46,100	12.41
Sh. Sumant Kapur	2,23,600	5.08	2,23,600	5.08
Mrs Gulshan B Kasmali	2,94,300	6.69	2,94,300	6.69

2.4 During the five reporting periods immediately preceding the reporting period, no shares have been issued by consideration other than cash.

2.5 Details of shares held by promoters at end of the year * Name of the Promoters at the end of the year	No. of Shares		No. of Shares	
		% holding		% holding
Sh Pritam Kapur	5,46,100	12.41%	5,46,100	12.41%
Sh SVR Rao	26,000	0.59%	Nil	Nil



Notes to the Financial Statements for the year ended 31st March 2023

2.4 RETAINED EARNINGS	Note 9 - Other Equity		Other Comprehensive	Total Other
	Reserves and Surplus	Income		
	Revaluation Reserve	Retained Earning		
Balance as on 1-4-2020	1640.25	-24661.32		-23021.07
Adjustment of Prior Period Expense	0.00	0.00		0.00
Profit/(loss) for the year	0.00	-970.58		-970.58
Other Comprehensive Income for the year	0.00	0.00		0.00
Total Comprehensive Income for the year	0.00	-970.58	0.00	-970.58
Transactions during the year	0.00	0.00	0.00	0.00
Balance as on 01-04-2021	1640.25	-25631.90	0.00	-23991.65
Profit/(loss) for the year		98579.89		98579.89
Other Comprehensive Income for the year				0.00
Total Comprehensive Income for the year	0.00	98579.89	0.00	98579.89
Transactions during the year	0.00	0.00		
Balance as on 31-3-2021	1640.25	72947.99	0.00	74588.24

Note 10 - Trade Payables			
TRADE PAYABLES			
Amount payable to growers/goods etc		97.80	97.80
Payable for Services		6.00	0.00
Total		103.80	97.80
Due to micro and small enterprises		0.00	0.00
Others		103.80	97.80
		103.80	97.80

7.1 **Notes** : There is no principal amount and interest is overdue to the micro and small enterprises. The information have been determined to the extent such parties have been identified on the basis of information available with the company . This has been relied upon by the auditors.

7.2 **Trade payable Ageing schedule ***

	MSME	OTHERS	MSME	OTHERS
Less than one year	-	84.00		84.00
1-2 years	-	13.80		37.80
2-3 Years		0.00		0.00
More than 3 Years		0.00		0.00
		97.80		121.80

* There are no undisputed dues towards MSME and Other trade payable in both reporting years

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Notes:

5.1 OTHER CURRENT LIABILITIES
- Others Payables

Share Application Refund a/c
 Amount payable to directors
 Advance for sale of Land

Total

153.69	153.69
0.00	1054.39
4470.78	59800.00
4624.47	61008.09
=====	=====

Note 11 - Other Current Liabilities

SHORT TERM PROVISIONS

- Others
 Statutory Dues
 Expenses Payable

Total

78.50	70.50
227.72	768.05
306.22	838.55
=====	=====
306.22	838.55
=====	=====

Note 12 - Provisions

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C. K. Gupta



Notes to the Financial Statements for the year ended 31st March 2023

Note 13- Revenue from Operation

(Rs. In Thousands Unless Otherwise Stated)

Particulars	Year ended 31.03.2023 (₹)	Year ended 31.03.2022 (₹)
Revenue from operations		
Sale of Products		
Paddy Seed	726.20	624.43
	726.20	624.43
Details of Sale of Products		
Seeds	726.20	624.43
	726.20	624.43

Note 14- Other non-operating income

Other non-operating income		
Interest on FDR	5129.03	171.24
Interest Received	89.15	0.00
Dividend Income	1.38	0.00
Profit on Sale of Mutual Fund	74.70	268.74
Profit on revaluation of financial assets	0.00	202.21
Profit on Sale of Agriculture Land	101463.73	0.00
Total	106758.01	642.20

Note 15- Cost Of Material Consumed

COST OF MATERIAL CONSUMED			
Opening Inventories	0.00	0.00	
Add:			
Purchases	364.28	318.72	
	364.28	318.72	
Less:			
Closing Inventories (As valued and as certified by the Director)	0.00	0.00	318.72
Total	364.28	318.72	

Note 16- Manufacturing & Operating Expenses

Operating Expenses			
Labour Expenses	45.00	90.00	
Packing Expenses	38.02	33.06	
Other Operating Expenses	143.56	120.84	
Freight Outward	18.10	15.20	
Quality Control Test	14.74	12.46	
	259.43	271.56	

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C. V. Nayak



Notes to the Financial Statements for the year ended 31st March 2023

Note 17 - Employee Benefits Expenses

Particulars	Year ended 31.03.2023 (₹)	Year ended 31.03.2022 (₹)
EMPLOYEE BENEFITS EXPENSES		
Salaries, Bonus, PF & ESIC	706.25	210.00
Staff & Welfare	8.78	0.00
Total	715.03	210.00

Note 18 - Depreciation & Amortised Cost

Depreciation on tangible assets	25.86	24.77
Total	25.86	24.77

Note 19 - Other Administrative Expenses

OTHER EXPENSES		
Annual Meetings	0.00	34.44
Car Insurance	2.81	6.51
Business Promotion	46.46	
Advertisement Expenses	32.03	0.00
Vehicle Repair & Maintenance	140.18	51.45
Conveyance & Travelling	365.71	93.84
General & Misc. Expenses	163.54	131.77
Website Hosting Renewal Fee	0.00	12.65
Printing & Stationary Expenses	184.96	2.22
BSE Joining Fee	0.00	19.32
Books & Periodal Expenses	9.29	0.00
Legal & Professional Expenses	649.40	566.82
Rent, Rates & Taxes	114.00	114.00
Repair & Maintenance	9.00	23.30
Supervision Charges	54.00	72.00
Postage & Courier Charges	83.68	0.00
Revocation Fee- BSE Ltd	3540.00	0.00
Telephone Expenses	37.88	0.00
Listing Fee	354.00	354.00
Filing Fee	2.10	66.36
Loss on revaluation of financial assets	1257.03	0.00
Total	7046.05	1548.68

Note 20 - Earnings per Share

Earnings per shares is calculated by dividing the profit attributable to equity shareholders by the weighted average number of equity shares outstanding during the year as under.

	Current Year	Previous Year
(i) Profit/ (Loss) for the year Attributable to equity shareholders	98579.89	-970.58
Weighted average number of equity Shareholders during the years (NOS)	4400.20	4400.20
(ii)		
(iii) Number of Equity Shares outstanding during the year	4400.20	4400.20
Basic & Diluted Earning per share (₹.)	22.40	(0.22)
(iv) Nominal Value of Shares	10/-	10/-

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C. K. Gupta



Note 21 - Segment Reporting

SEGMENT INFORMATION

Primary Segment

- (i) As the company business actively falls within a single primary business segment viz seeds. The disclosure requirement of Accounting Standard No-17- Segment reporting issued by The Institute of Chartered Accountants of India are not applicable.

Secondary Segment

- (ii) The Company caters only to the needs of Indian Market and accordingly, there are no reportable geographical segment.

Note 22 - Related Party disclosures

RELATED PARTY DISCLOSURES UNDER ACCOUNTING STANDARD -18

- (i) In accordance with the requirement of Accounting Standard- AS -(18) on Related party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are :

(A) Key Management Personnel

Key

Managing director

Mr. Pritam Kapur
Ms. Chandni Kapur
Mr. Pransav Kapur
MS.Mannu Kohli
Mr. Sunny Srivastava
Mr. Naren Parsai

DIN No. 00461538
DIN No. 07007247
DIN No. 00485910
DIN No. 06905151
DIN No. 06737831
DIN No. 06731993

Company Secretary

MS. Neha Mittal

M.No.ICSI:A27477

- (B) Enterprises on which key management personnel and their relatives are able to exercise significant influence

Nil

Nil

- (C) Transactions with and out standing balance of related parties during the year

Current Year
(₹.)

Previous Year
(₹.)

- (i) **Key Managerial Personnel**

Rent

114.00

114.00

- (ii) Enterprises in which the company has control

Nil

Nil

- (D) **Enterprises over which key management personnel and their relatives are able to exercise**

Balance outstanding as at
Year End

- Payable

Nil

1396.40

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C. Kapur



Note 23- Accounting Ratio's

Particulars	Numerator	Denominator	Year ended 31.03.2023 (₹)	Year ended 31.03.2022 (₹)	Variance (%)	Reason for variance
a) Current Ratio (in times)	Current Assets	Current Liabilities	22.40	1.11	1,919.73	Due to increase in PAT on increase in other income
b) Debt- Equity Ratio (in times)	Debt	Total Equity	NA	NA		-
c) Debt- Service Coverage Ratio (in times)	EBIT&D	Finance Cost + Principal	NA	NA		-
d) Return on Equity Ratio (in %) *	Net Profit after Tax	Equity	83.13	(4.85)	1,813.82	Increase in due to increase in other income
e) Inventory Turnover Ratio (in times)	Cost of Good Sold	Average Inventory	NA	NA		-
f) Trade Receivable Turnover Ratio (in times)	Revenue from	Average Trade	NA	NA		-
g) Trade Payable Turnover Ratio (in times)	Purchases	Average Trade Payables	3.51	3.26	7.69	Decrease in credit period
h) Net Capital Turnover Ratio (in times)	Revenue from Operation	Average Net Working capital	0.013	0.003	281.02	
i) Net Profit Ratio (in %)	Net Profit	Revenue from Operation	13,642.70	(177.30)	7,794.71	Increase in PBT
j) Return on capital employed (in %)	EBIT	(Total Assets- Current Liabilities)	83.54	(5.53)	1,609.98	Increase in PBT
k) Return on Investment (in %)	Net Profit	Total Assets	80.14	(1.35)	6,032.46	Increase in PBT

23.1 The ratios has been calculated in accordance with the Guidance note issue by ICAI

23.2 The explanation for changes in ratio exceeding 25% is given under the reason for variance

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Note 24 - Additional Regulatory Information as per recent pronouncement of (MCA) notified Companies (Indian Accounting standards) Amendment Rules 2022 dated 23rd March 2022.

24.1 Title Deeds of Immovable of Property not held in the name of the company.

The Company does not hold any immovable property whose title deeds are not held in the name of companies or jointly held with others

24.2 The Companies has not revalued its Property , Plant & Equipment during the period under reporting

24.3 The company has not granted any loan or advance to its promotors, directors,KMP and other related parties as defind under Companies Act 2013, either severaly or jointly with any other person which are in the nature of loan.

24.4 Details of Benami Property held

The company does not have any Benami Property where any proceedings has been initiated or pending agasint the company for holding any benami property

24.5 The company has not barrowed from any bank on the basis of security of current assets

24.6 Wilful Defaulters

The Company is not declared wilful defaulter by any bank or financial Institution or other lender

24.7 Reaionship with Struck off Companies

The company has not made any transaction with the companies struck off under section 248 of the companies Act 2013'

24.8 Registration of charges or satisfaction with the Registrar of Companies

The company does not have any charge or satiscation which is yet to be registered with the Registrar of Companies beyond the statutory period.

24.9 Compliance With number layer of companies

The company does not have any investment throug more than two layers of investment companies as per section 2(87)(d) and section 186 of the Companies Act 2013

24.10 Compliance with approved Scheme(s) of Arrangements.

No Scheme of any arrangements has been approved by the competent authority in terms of sce 230 to 237 of the companies Act

24.11 Utilisation of Borrowed funds and share premium

- (A) The company has not granted or loaned or invested funds to any other person or entity including foreign entity (intermediaries) with the understanding that the Intermediary shall
- (i) Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary)
- (ii) Provide any guarantee , security or the like to on behalf of ultimate beneficiaries
- (B) The company has not received any fund from any person or entity including foreign entity (funding party) (whether recorded in writing or otherwise) that the company shall:
- (i) Directly or indirectly lend or invest in other person or entity identified in any manner whatsoever by or on behalf of the company (ultimate beneficiary)
- (ii) Provide any guarantee , security or the like to on behalf of ultimate beneficiaries
- 24.12** The Company has no transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessment under the income tax act 1961
- 24.13** The Company has not invested or traded in crypto currency or virtual currency during the fiancial year

Note 25 - General Information

- a) In the opinion of board, all current assets, loans and advances are approximately of the value stated, if realised in ordinary course of the business and in their opinion and to the of their knowledge and belief all known liabilities have been brought to the accounts.
- b) Previous year figures have been grouped/reclassified whenever necessary to correspond with the current year classification/disclosure.

[Handwritten signature]
C. Kapoor



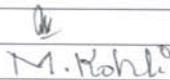

HINDUSTAN AGRIGENETICS LIMITED

CIN-L01119DL1990PLC040979,

Regd. Office: 806, Meghdoot, 94 Nehru Place, New Delhi 110019

(Correspondence address: C 63, South Extension Part-II, New Delhi 110 049)

Email: hindustanagrigenetics@gmail.com, Tel: +91 98102 73609

Statement on Impact of Audit Qualification (for audit report with modified opinion) submitted along-with Annual Audited Financial Results				
Statement on Impact of Audit Qualification for the Financial Year ended March 31, 2023 Figures in Thousand				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1	Turnover/ Total income	107,484.21	107,484.21
	2	Total Expenditure	8,410.56	8,410.56
	3	Net Profit/ (Loss)	98,579.89	98,579.89
	4	Earnings Per Share	22.40	22.40
	5	Total Assets	123,624.73	123,624.73
	6	Total Liabilities	5,034.49	5,034.49
	7	Net Worth	118,590.24	118,590.24
	8	Any other financial item(s) (as appropriate by the management)		
II. Audit Qualification (each audit qualification separately):				
a. Details of Audit Qualification: None				
b. Type of Audit Qualification: Not Applicable				
c. Frequency of qualification: Not Applicable				
d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable				
e. For Audit Qualification(s) where the impact is not quantified by the Auditor: Not Applicable				
(i) Management's estimation on the impact of audit qualification: Not Applicable				
(ii) If management is unable to estimate the impact, reasons for the same: Not Applicable				
(iii) Auditor's Comments on (i) or (ii) above: Not Applicable				
III. Signatories:				
• CEO/Managing Director			 	
• Audit Committee Chairman				
• Statutory Auditor				
Place: Delhi				
Date: 30-05-2023				

30.05.2023

Note:- For the ease of shareholders, we append below the various forms that have to be filled before dematerialisation of shares. It may be noted that as specified by SEBI, first the filled KYC and signatures should be sent to the RTA (K. Fintech) and shares for dematerialisation should be sent only after KYC has been registered by the RTA. Please also note, that shareholders who may have lost their shares, may fill in the Indemnity and Affidavit forms which should be submitted to the RTA, before applying for their dematerialisation.

- Form ISR1- For KYC along with attachments such as self-attested PAN card, Aadhar card etc.
- Form ISR2-For updating of signatures, and as attested by the banker
- Form ISR-3-For revocation of Nominee
- Form ISR-4-For duplicate shares and for dematerialising
- Indemnity and Affidavit on stamp paper, in case the shares have been lost.
- SH-13- For nomination

Form ISR – 1

See SEBI circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

**REQUEST FOR REGISTERING PAN, KYC DETAILS OR
CHANGES / UPDATION THEREOF**

[For Securities (Shares / Debentures / Bonds, etc.) of listed companies held in physical form]

Date: ____/____/____

A. I / We request you to Register/Change/Update the following (Tick ✓ relevant box)

- PAN Bank details Postal Address
 Signature Mobile number E-mail address
 Demat Account details

B. Security Details:

Name of the Issuer Company		Folio No.:
Name(s) of the Security holder(s) as per the Certificate(s)	1.	
	2.	
	3.	
Number & Face value of securities		
Distinctive number of securities	From	To

C. I / We are submitting documents as per Table below (tick ✓ as relevant, refer to the instructions):

	✓	Document / Information / Details	Instruction / Remark	
1		PAN of (all) the (joint) holder(s)		
		PAN		
2		Demat Account Number		
3		Address of the first holder		
4		Bank details	Bank Name & Branch	
			Account No.	
			IFSC Code	
5		E-mail address		
6		Mobile		
7		Specimen Signature		
8		Nomination	If there are any nominees, please fill up the form ISR -3.	

Form ISR – 2

(see circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

Confirmation of Signature of securities holder by the Banker

1	Bank Name and Branch	
2	Bank contact details Postal Address Phone number E-mail address	
3	Bank Account number	
4	Account opening date	
5	Account holder(s) name(s)	1) 2) 3)
6	Latest photograph of the account holder(s)	
	<div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 60px; display: flex; align-items: center; justify-content: center;">1st Holder</div> <div style="border: 1px solid black; width: 150px; height: 60px; display: flex; align-items: center; justify-content: center;">2nd Holder</div> <div style="border: 1px solid black; width: 150px; height: 60px; display: flex; align-items: center; justify-content: center;">3rd Holder</div> </div>	
7	Account holder(s) details as per Bank Records	
	a) Address	
	b) Phone number	
	c) Email address	
	d) Signature(s)	
	<div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; width: 150px; height: 60px;"></div> <div style="border: 1px solid black; width: 150px; height: 60px;"></div> <div style="border: 1px solid black; width: 150px; height: 60px;"></div> </div>	
	Seal of the Bank	Signature verified as recorded with the Bank
		(Signature)
	Place:	Name of the Bank Manager
		Employee Code
	Date:	E-mail address

Form ISR - 3
Declaration Form for Opting-out of Nomination by holders of physical securities in Listed Companies

(see SEBI circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 on Common and Simplified Norms for processing investor’s service request by RTAs and norms for furnishing PAN, KYC details and Nomination)

[Under Section 72 r/w Section 24 (1) (a) of Companies Act, 2013 r/w Section 11(1) and 11B of SEBI Act, 1992 and Clause C in Schedule VII and Regulation 101 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]]

Name of the Company :

Registered Address of the Company:

I / we the holder(s) of the securities particulars of which are given hereunder, do not wish to nominate any person(s) in whom shall vest, all the rights in respect of such securities in the event of my /our death.

PARTICULARS OF THE SECURITIES (in respect of which nomination is being opted out)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

I/we understand the issues involved in non-appointment of nominee(s) and further are aware that in case of my / our death, my / our legal heir(s) / representative(s) are required to furnish the requisite documents / details, including, Will or documents issued by the Court like Decree or Succession Certificate or Letter of Administration / Probate of Will or any other document as may be prescribed by the competent authority, for claiming my / our aforesaid securities.

Name(s) and Address of Security holders(s) **Signature(s) Sole / First Holder Name**

Second Holder Name

Third Holder Name

Name and Address of Witness	Signature

Form ISR-4

(see circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 on Issuance of Securities in dematerialized form in case of Investor Service Requests)

Request for issue of Duplicate Certificate and other Service

(for Securities - Shares / Debentures / Bonds, etc., held in physical form)

Date: ____/____/____

A. Mandatory Documents / details required for processing all service request:

I / we the holder(s) of the securities particulars of which are submitting the following documents / details and undertake to request the Depository Participant to dematerialize my / our securities within 120 days from the date of issuance of Letter of Confirmation, received from the RTA/Issuer Company (tick ✓ as relevant, refer to the instructions):

- Demat Account No. (If available):
Provide Client Master List (CML) of your Demat Account from the Depository Participant*
- Provide the following details, if they are not already available with the RTA (see SEBI circular dated November 03, 2021 in this regard)

PAN	Specimen Signature
Nomination / Declaration to Opt-out	

* (Your address, e-mail address, mobile number and bank details shall be updated in your folio from the information available in your CML). You can authorize the RTA to update the above details for all your folios. In this regard, please refer to and use Form ISR-1 in SEBI circular dated November 03, 2021.

B. I / We request you for the following (tick ✓ relevant box)

	Issue of Duplicate certificate	Claim from Unclaimed Suspense Account
	Replacement / Renewal / Exchange of securities certificate	Endorsement
	Sub-division / Splitting of securities certificate	Consolidation of Folios
	Consolidation of Securities certificate	Transmission
	Transposition (Mention the new order of holders here)	
	Claim from Suspense Escrow Demat Account	

C. I / We are enclosing certificate(s) as detailed below:**

Name of the Issuer Company	
Folio Number	
Name(s) of the Security holder(s) as per the Certificate(s)	1. 2. 3.
Certificate numbers	
Distinctive numbers	
Number & Face value of securities	

** Wherever applicable / whichever details are available

D. Document / details required for specific service request:

- I. Duplicate securities certificate
 - II. Claim from Unclaimed Suspense Account
Securities claimed _____ (in numbers)
(in words _____)
 - III. Replacement / Renewal / Exchange of securities certificate
(that is defaced, mutilated, torn, decrepit, worn out or where the page on the reverse is fully utilized)
 - IV. Endorsement
 - V. Sub-division / Splitting of securities certificate
 - VI. Consolidation of securities certificate/Folios
 - VII. Transmission
 - VIII. Transposition
 - IX. Claim from Suspense Escrow Demat Account
Securities claimed _____ (in numbers)
(in words _____)
- Provide / attach original securities certificate(s) for request for item numbers III to VIII above.

Declaration: All the above facts stated are true and correct to best of my / our knowledge and belief.

	Security Holder 1 / Claimant	Security Holder 2	Security Holder 3
Signature	✓	✓	✓
Name	✓	✓	✓
Full address	✓		
PIN	✓□□□□□	□□□□□□	□□□□□□

After processing the service request, the RTA shall issue a 'Letter of Confirmation' to the securities holder/claimant, which is valid only for 120 days. Using this 'Letter of Confirmation', the securities holder/claimant shall request the DP to dematerialize the securities, failing which the securities shall be credited to the Suspense Escrow Demat Account of the Company.

Form No. SH-13
Nomination Form

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the
 Companies (Share Capital and Debentures) Rules 2014]

To

Name of the company:

Address of the company:

I/We the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of Securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

(2) PARTICULARS OF NOMINEE/S –

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address :
- (g) E-mail id:
- (h) Relationship with the security holder:

(3) IN CASE NOMINEE IS A MINOR--

- (a) Date of birth:
- (b) Date of attaining majority
- (c) Name of guardian:
- (d) Address of guardian:

Name:

Address:

Name of the Security Holder (s)

Signature

Witness with name and address

Hindustan Agrigenetics Limited

CIN-L01119DL1990PLC040979

Regd. Office: 806, Meghdoot, 94 Nehru Place, New Delhi-110 019
(Correspondence Address: C-63, South Extension Part-II, New Delhi -110 049)
E-mail: hindustanagrigenetics@gmail.com, Tel:+91-9810273609

33rd Annual Report 2022 - 2023

ATTENDANCE SLIP

(Please bring this attendance slip to the meeting hall and hand it over of the entrance)

Serial No.:

Name and Address of the Shareholder:

Name of the Joint Shareholder(s) if any:

Registered Folio No./ DP ID No. & Client ID:

Number of Shares held:

Name of the Proxy/representative, if any:

I/We hereby record my/our presence at 33rd Annual General Meeting to be held at **806, Meghdoot, 94 Nehru Place, New Delhi 110019** on Saturday, the 30th September 2023 at 11.00 AM.

.....
Signature of the Member/Proxy/
Authorised Representative

Name of the Holder	Folio/DPID/Client ID No.	No. of Shares

For Attention of the Shareholder

In Compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) is provided by Kfin Technologies Limited on all the resolutions set forth in attached Notice of the 33rd Annual General Meeting to be held at **806, Meghdoot, 94 Nehru Place, New Delhi 110019** on Saturday, the 30th September 2023 at 11.00 AM.

Electronic Voting Particulars

Name of the Holder	Folio/DPID/Client ID No.	No. of Shares

Form No. MGT-11

Proxy Form

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

Name of the member(s) : _____

Registered Address : _____

E-mail ID : _____

Folio No/Client ID : _____ DP ID: _____

I/We, being the member(s) of.....shares of Hindustan Agrigenetics Limited, hereby appoint

1. Name : _____ E-mail ID : _____

Address : _____ Signature : _____ or failing him

2. Name : _____ E-mail ID : _____

Address : _____ Signature : _____ or failing him

3. Name : _____ E-mail ID : _____

Address : _____ Signature : _____

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty Third Annual General Meeting of Hindustan Agrigenetics to be held at 11:00 a.m. on Saturday, the 30th day of September, 2023, at Paharpur Business Centre (Conference room)21, Nehru Place, New Delhi at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of the audited financial statements for the financial year ended 31st March, 2023.
2. To appoint a director in place of Mr. Pritam Kapur (DIN: 00461538), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a director in place of Mr. Sunny Srivastava (DIN: 08737831), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint a director in place of Mr. Naren Parsai (DIN: 06731993), who retires by rotation and being eligible offers himself for re-appointment.

Signed this.....day of.....2023

Signature of Shareholder

Signature of Proxy holder(s).....



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

Book Post

If undelivered, please return to following address:

M/s Hindustan Agrigenetics Limited

C-63, South Extension

Part -II, New Delhi - 110 049.