COLINZ LABORATORIES LIMITED (CIN: L24200MH1986PLC041128) 37th ANNUAL REPORT 2022-2023

37 th Annual Report		COLINZ LABORATORIES LIMITED		
COMPANY'S CIN	I No. L24200MH1986PLC041128			
BOARD OF DIRECTORS		NAME OF DIRECTOR	DIN NO	DESIGNATION
		DR. MANI L. S.	00825886	Director
		SHRI. N. K. MENON	01111297	Whole-Time Director
		CA. VASANT K. BHAT	00916469	Independent Director
		SHRI. A. KRISHNA KUMAR	02493399	Independent Director
		DR. MANI L. S.		Company Secretary & Compliance Officer
CFO		SHRI. GANESH S. CHITTE		Chief Financial Officer
STATUTORY AUDITORS		VORA & ASSOCIATES Chartered Accountants (Firm Regn. No. 111612W)		
SECRETARIAL A	IIDITOR	CS SANJAY R. DHOLAKIA(M. No. 2655/CP No. 1798)		
BANKER'S	ODITOR	BANK OF BARODA.		
REGISTERED OFFICE		A-101, PRATIK IND. ESTATE, MULUND-GOREGAON LINK ROAD BHANDUP(W), MUMBAI – 400 078		
EMAIL ID		colinzlabs@yahoo.com		
WEBSITE		www.findoc-cll.in		
WORKS		PLOT NO. 60, 'STICE', MUSALGAON SINNAR-SHIRDI ROAD, SINNAR,		
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Request: all are requested to convert their shares from physical mode to demat as per SEBI(LODR)/Company's Act.

NOTICE

Notice is hereby given that the Thirty Seventh (37th) Annual General Meeting (AGM) of the members of M/s. COLINZ LABORATORIES LIMITED (CIN: L24200MH1986PLC041128) ("the Company") will be held on Friday, 29th September, 2023, at 2.30 P. M.(IST) through Video Conferencing or Other Audio Video Means (OAVM) for which purposes the Registered Office of the Company situated at A-101, Pratik Industrial Estate, Mulund-Goregaon Link Road, Bhandup(W), Mumbai - 400 078, shall be deemed as the venue for the Meeting and the proceedings of the Annual General meeting shall be deemed to be made there at, to transact the following business:

ORDINARY BUSINESS:-

<u>Item No. 1</u>- Adoption of Audited Financial Statements and Reports of the Directors and Independent Auditors thereon.

To receive, consider and adopt the Audited Financial Statements containing Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, Cash Flow for the financial year ended 31st March, 2023(Financial Documents) and Report of the Board of Directors and the Independent Auditors' thereon and in this regard, pass the following resolution as an ordinary resolution;

"RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2023 (Financial Documents) and the reports of the Board of Directors and Independent Auditors' thereon, as circulated to the members and laid before this meeting, be and are hereby considered and adopted."

<u>Item No. 2</u> – Re-appointment of a Director Dr. Mani L. S. (Din- 00825886) who retires by rotation and being eligible offers himself for reappointment.

To appoint a Director in place of Dr. Mani L. S. (Din No. 00825886) who retires by rotation and being eligible offers himself for re-appointment and in this regard pass the following resolution as an ordinary resolution;

"**RESOLVED THAT** pursuant to the provision of section 152(6) of the Companies Act, 2013 Dr. Mani L. S. (Din No. 00825886), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Mumbai, 31st July,2023 COLINZ LABORATORIES LIMITED (CIN: L24200MH1986PLC041128) Registered Office: A-101, Pratik Industrial Estate, Mulund-Goregaon Link Road, Bhandup (W), Mumbai - 400 078

Email ID : <u>Colinzlabs@yahoo.com</u> Website : <u>www.findoc-cll.in</u> By Order of the Board of Directors

Dr. Mani L. S. Director & Company Secretary DIN-00825886

NOTES

1. The Register of Members and Share Transfer Books of the Company will remain closed from, 22nd September, 2023, to 29th September, 2023. (both days inclusive). The cut-off date shall be as on Friday, 22nd September, 2023 to determine the shareholders entitled to avail the facility of remote evoting.

Members are requested to notify immediately any change in their address and E-mail ID to the Registrar and Transfer Agent of the Company, **M/s. Bigshare Services Pvt. Ltd.**, Office No. S6-2, 6th Floor, Pinacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri(East), Mumbai-400093, Maharashtra. **Bigshare Services has put in place a module to enable the shareholders to update the Email Id, Mobile No., PAN No. and Bank Details by visiting the website, www.bigshareonline.com. (Investors section).**

- 2. The Securities and Exchange Board of India ('SEBI') has mandated the transfer of securities to be carried out only in dematerialized form (except in case of transmission or transposition of securities) effective from 1st April, 2019. Accordingly, requests for physical transfer of securities of listed entities shall not be processed from 1st April, 2019 onwards. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialize their holdings.
- 3. Green Initiative Members who have not registered their Email addresses so far are requested to register their Email address for receiving all communications including Annual Report, Notices, circulars etc. from the Company electronically. Members may also note that Annual Report for the FY 2022-23 will also be available on the website of the Company at www.findoc-cll.in.
- **4.** In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of director retiring by rotation at the ensuing annual general meeting is given in **Annexure I**, at page no. 22 of Reports on Corporate Governance.
- **5.** The Board of Directors has appointed **Ms. Ashwini Vaze**, Practising Company Secretary (Membership No.: ACS 26142/CP No.9443) as the Scrutinizer to scrutinize the e-voting process; her email id is csashwinivaze@gmail.com.

General instructions for accessing and participating in the 37th Annual General Meeting(AGM) through VC/ OAVM Facility and voting through electronic means including remote e-Voting:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 10/2022 dated 28th December, 2022, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/ CFD/POD-2/P/CIR/2023/4 dated 5th January, 2023 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars"), companies are allowed to hold Annual General Meeting ("AGM") through video conference/other audio visual means ("VC/OAVM") upto 30th September, 2023, without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM. the 37th AGM of the Members will be held through VC/OAVM mode. Hence, Members can attend and participate in the AGM through VC/OAVM only.

- 2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
- 3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- 6. Pursuant to Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in line with the MCA Circulars, the Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.findoc-cll.in. The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- 7. Any person who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e. 22nd Sep, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 022-48867000 and 022-24997000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 22nd September, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system."

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on 26^{th} September, 2023 at 9:00 A.M. and ends on 28^{th} September, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22^{nd} September, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22^{nd} September, 2023. Those members, who will be present at the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting, shall be eligible to vote on such resolutions through e-voting system during the AGM.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of	Login Method			
shareholders				
Individual	1. Existing IDeAS user can visit the e-Services website of NSDL Viz.			
Shareholders holding	https://eservices.nsdl.com either on a Personal Computer or on a			
securities in demat	mobile. On the e-Services home page click on the "Beneficial Owner"			
mode with NSDL.	icon under "Login" which is available under 'IDeAS' section, this will			
	prompt you to enter your existing User ID and Password. After successful			
	authentication, you will be able to see e-Voting services under Value			
	added services. Click on "Access to e-Voting" under e-Voting services			
	and you will be able to see e-Voting page. Click on company name or e-			
	Voting service provider i.e. NSDL and you will be re-directed to e-			
	Voting website of NSDL for casting your vote during the remote e-Voting			
	period or joining virtual meeting & voting during the meeting.			
	2. If you are not registered for IDeAS e-Services, option to register is			
	available at https://eservices.nsdl.com. Select			
	"Register Online for IDeAS Portal" or click at			
	https://eservices.nsdl.com/ Secure Web/ IdeasDirectReg.jsp			
	3. Visit the e-Voting website of NSDL. Open web browser by typing the			
	following URL: https://www.evoting.nsdl.com/ either on a Personal			
	Computer or on a mobile. Once the home page of e-Voting system is			

launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will 'have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

- 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
- 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
- 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
- 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-

	Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

<u>Important note:</u> Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at the above mentioned website.

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

Login type	Helpdesk details	
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000	
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33	

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

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

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
- 2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after

using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

- 5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

- 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- 8. Now, you will have to click on "Login" button.
- 9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csashwinivaze@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.