



**SKM EGG PRODUCTS**

**THINKING OUT OF THE SHELL**

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

# **25<sup>th</sup>** **ANNUAL REPORT** **2019 - 2020**

**Excellence** - Our Goal  
**Service** - Our Motto  
**Quality** - Our Obsession



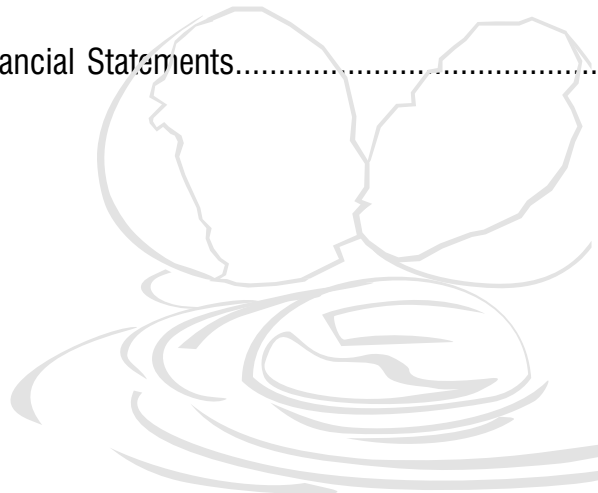
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## SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN : L01222TZ1995PLC006025

REGD. OFFICE : 133, 133/1, GANDHIJI ROAD, ERODE - 638 001.

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**OUR BOARD OF DIRECTORS** : SHRI. SKM MAEILANANDHAN (DIN:00002380)  
SHRI. SKM SHREE SHIVKUMAR (DIN:00002384)  
SMT. SHIVKUMAR KUMUTAAVALLI (DIN:00002390)  
DR. L.M. RAMAKRISHNAN (DIN:00001978)  
SHRI.C.DEVARAJAN (DIN:00109836)  
SHRI. B. RAMAKRISHNAN (DIN:00182214)  
SHRI. D. VENKATESWARAN (DIN:05170759)  
SHRI. T.N. THIRUKUMAR (DIN:00124793)  
SHRI. G.N. JAYARAM (DIN:08521023)

**EXECUTIVE CHAIRMAN** : SHRI. SKM MAEILANANDHAN (DIN:00002380)

**MANAGING DIRECTOR** : SHRI. SKM SHREE SHIVKUMAR (DIN:00002384)

**CHIEF FINANCIAL OFFICER** : SHRI. K.S.VENKATACHALAPATHY

**COMPANY SECRETARY** : SHRI. P. SEKAR

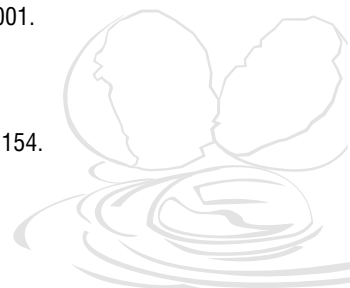
**STATUTORY AUDITOR** : SHRI. PRASANNA VENKATESAN B.Com., ACA.,  
302(D) INDIAN NAGAR 9TH STREET,  
46 PUDUR POST, ERODE - 638 002.

**SECRETARIAL AUDITOR** : SHRI.V.RAMKUMAR, M.A., CAIIB, FCS,  
COMPANY SECRETARY IN PRACTICE,  
160/18-A, SRINIVASA TRADE CENTRE (1st Floor)  
RAMALINGAM ROAD (East),R.S.PURAM,  
COIMBATORE - 641002.

**BANKERS** : STATE BANK OF INDIA  
COMMERCIAL BRANCH  
SATHY MAIN ROAD  
ERODE - 638 003.

**REGISTERED OFFICE** : 133,133/1, GANDHIJI ROAD, ERODE - 638 001.

**FACTORY** : ERODE TO KARUR MAIN ROAD,  
CHOLANGAPALAYAM,  
PUNJAI KILAMBADI VILLAGE, ERODE - 638 154.



## NOTICE OF 25TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 25TH Annual General Meeting of the **SKM EGG PRODUCTS EXPORT (INDIA) LIMITED** will be held on Wednesday, the 23rd September, 2020 at 4.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business :

### **ORDINARY BUSINESS:**

#### **1. Adoption of Financial Statements and Reports of the Directors and Auditors**

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

"RESOLVED THAT the Financial Statements of the Company for the year ended 31st March, 2020 including Audited Balance Sheet as at 31st March, 2020, Statement of Profit and Loss, Cash Flow Statement and Consolidated Financial Statements for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon as presented to the meeting, be and are hereby, approved and adopted."

#### **2. Declaration of Dividend**

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

"RESOLVED THAT Dividend for the year 2019-20 at the rate of 0.50/- per share of 10/- each fully paid up (5%), be declared and paid for the financial year ended 31st March, 2020 on the equity shares of Rs. 10/- each to the shareholders whose name appear on the Register of Members of the Company as on 16th September, 2020 for those holding shares in physical form and as per the details furnished by the Depositories for this purpose as at the end of business hours on 16th September, 2020 in respect of the shares held in demat form.

#### **3. Re-appointment of Mrs S Kumutaavalli, as Non Executive Director**

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

"RESOLVED THAT Mrs. S. Kumutaavalli (holding DIN: 00002390), director, who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company."

### **SPECIAL BUSINESS:**

#### **4. Approval of Material Related Party Transactions**

To consider and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of section 188 of the Companies Act, 2013, and pursuant to Regulation 23 of SEBI (Listing Obligations and disclosures requirements) Regulations 2015 (including any amendments, modifications, or re-enactments thereof), and on the recommendation by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for transfer or receipt of products, goods, materials, services or other resources and obligations for the Financial Year 2019-20 and subsequent Financial Years exceeding ten percent of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company

## SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

relevant for the respective Financial Years on such terms and conditions as may be mutually agreed between the Company and Related Parties in the ordinary course of business other than transaction which are not on arm's length basis or otherwise."

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to decide upon the nature and value of the products, goods, materials, services or other resources and obligations to be transacted with Related Party and to do and perform all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution."

By Order of the Board  
Sd/-

**SKM Shree Shivkumar**  
Managing Director  
(DIN : 00002384)

Place : Erode  
Date : 13.08.2020

### NOTES:

1. Due to the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.
2. As per the provisions of the Act, a Member entitled to attend and vote at the AGM and also is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution /Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to : [acsramkumar@gmail.com](mailto:acsramkumar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
4. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 17th September 2020 to 23rd September 2020 (Both days inclusive) for the purpose of AGM and payment of final dividend.
6. Members are requested to intimate the Registrar and Transfer Agent viz., S.K.D.C. Consultants Limited, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore-641006, Tamil Nadu (RTA), of any change in their

address/details regarding their Bank Account number, Name of the Bank, Bank's Branch name and address to enable the Company to make electronic remittance of dividend or alternatively, for incorporating in the dividend warrants, in future. For shares held in dematerialised form, change in address / Bank account particulars may be intimated directly to the Member's respective Depository Participant(s).

7. According to Section 124 of the Companies Act, 2013, till the financial year 2008-09, the unclaimed dividend for seven consecutive years has been transferred to the Investor Education and Protection Fund (IEPF) constituted by the Central Government and transferring of shares did not arise.
8. Nomination facility is available to the members holding shares in physical form and the members are encouraged to nominate a person to whom their shareholding in the Company shall vest in the event of their demise. Nomination forms will be sent to the Members, on request, by the RTA.
9. It is mandatory for the transferees to furnish self-attested copy of the PAN (Permanent Account Number) card to the Company/RTA for registration of transfer/ transmission/transposition of shares in the physical form as per SEBI directive.
10. As per aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website [www.skmegg.com](http://www.skmegg.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

Members who have not registered their e-mail addresses with the Company or with the Depositories and wish to receive the aforesaid documents are required to send an e-mail to [shares@skmegg.com](mailto:shares@skmegg.com) for registering their e-mail addresses.

11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. All documents referred in the accompanying Notice and the Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.30 a.m. to 5.30 p.m. ) on all working days except Saturdays and Sundays, up to and including the date of the AGM.
13. The Route Map is not annexed in this Notice since AGM is held through VC / OAVM,
14. Instructions for e-voting and joining the AGM are annexed to this notice
15. Pursuant to the Income-tax Act, 1961 read with the Finance Act, 2020, dividend income is taxable in the hands of the Members with effect from 1st April, 2020 and the Company is required to deduct tax at source from such dividend at the prescribed rates.

Place : Erode  
Date : 13.08.2020

By Order of the Board  
Sd/-  
**SKM Shree Shivkumar**  
Managing Director  
(DIN : 00002384)

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## ANNEXURE TO THE NOTICE

### Statement in respect of the Special Business under item no. 4 (pursuant to Section 102 of the Companies Act, 2013)

#### Item No.4

##### Approval of Material Related Party Transactions

In terms of the Listing Regulations, the contracts, arrangements and transactions relating to transfer or receipt of products, goods, materials, services, other resources and obligations with Related party are material in nature if the transactions entered into or to be entered into individually or taken together with previous transactions during the financial year exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. Accordingly, the contracts, arrangements and transactions with Related Party require the approval of Members of the Company through Ordinary Resolution and the related parties shall abstain from voting on such Resolutions.

The particulars of contracts, arrangements and transactions are as under:

#### (a) Name of the Related Party:

1. SKM Siddha and Ayurvedha Company (India) Private Limited
2. SKM Animal Feeds and Foods (India) Private Limited
3. SKM Universal Marketing Company India Private Limited
4. Shri. SKM Shree Shivkumar (Managing Director)-KMP
5. Shri. SKM Maeilanandhan (Executive Chairman)-KMP
6. SKM Europe BV, Utrecht, The Netherlands.

#### (b) Description of Relationship between the parties:

Entities in which Directors are interested and Presumption of significant influence

#### (c) Name of the Director or Key Managerial Personnel (KMP) who is related:

Shri. SKM Shree Shivkumar, Shri. SKM Maeilanandhan, Smt S. Kumutaavalli, to the extent of being common Board members/ KMP

#### (d) Nature, material terms of contracts:

Sale of egg shell waste, Sale and Purchase of Eggs

Sale of poultry feeds, Sale of egg white cube

Sale of Albumen Liquid, Sale of whole Egg liquid

Purchase of poultry feed supplement, Purchase of wind Power

#### (e) Monetary value:

The actual value of material transactions falling under Regulation 23(1) of the Listing Regulations for Financial Year 2019-20 is given in the notes to the Standalone financial statement. The estimated value of material transactions for



the Financial Year 2020-21 in case of related party transaction may exceed ten percent of the annual consolidated turnover of the Company as per the latest audited financial statements of the Company for the respective Financial Years based on the subsisting contracts, arrangements and transactions entered into or to be entered into;

**(f) Any other information relevant or important for the Members to make a decision on a proposed transaction:**

Transactions entered into on arm's length basis and in the ordinary course of business or not. The Board, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

The Directors or Key Managerial Personnel or their relatives, except as stated in (c) Directors, do not have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

By Order of the Board of Directors

Sd/-

**SKM Shree Shivkumar**

Managing Director

(DIN:00002384)

Place : Erode

Date : 13.08.2020

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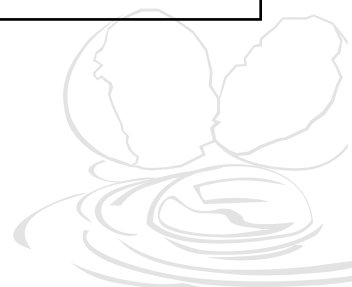




## SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

**Details of directors seeking appointment/re-appointment required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the ICSI:**

Name	Smt. S. Kumutaavalli
DIN	00002390
Date of Birth	30.03.1973
Nationality	Indian
Date of Appointment	29.10.2010
Relationship other director	SKM Shree Shivkumar - Husband
Qualification	B.A.(CS), M.Sc., (Psychotherapy and Counselling) Diploma in Export and Import Management Diploma in Advanced Information Management
Experience	More than 15 years
No of shares held	10,005
Terms of Appointment or reappointment	Liable to retire by rotation
Remuneration sought to be paid	Sitting Fees only
Remuneration last drawn	Rupees 9,000 for three meetings
No of board meetings attended	3
List of directorship in other companies	SKM Siddha and Ayurvedha Company India Private Limited SKM Universal Marketing Company India Private Limited SKM Shree Developers India Private Limited SKM Shree Herbals India Private Limited SKM Shrees Properties India Private Limited Erode Smart City Limited
Chairman/Member of the Committees of the Board of other Companies in which share is director	NIL



# SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

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

The remote e-voting period begins on 20th September, 2020 at 9:00 A.M. and ends on 22nd September, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

### 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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**Details on Step 1 is mentioned below:**

### **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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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 :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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***