



SKMEGG/SEC/BSE/NSE/AR-2021-22

August 20, 2022

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

National Stock Exchange of India Limited
Exchange Plaza,
Plot No:C/G Block
Bandra Kurla Complex
Mumbai-400 051

Dear Sir,

Sub: Disclosure under Regulation 34 (1) of SEBI (LODR) Regulations, 2015

Ref: Scrip Code: 532143(BSE)/SKMEGGPROD (NSE)

This is to inform you that pursuant to Regulation 34 (1) of SEBI (LODR) Regulations, 2015, we would like to submit the copy of Annual Report for the financial year 2021-22.

Moreover, the copy of the Annual Report for the financial year 2021-22 is being sent to the members to their respective registered E-mail Id's and the same is made available on the Company's website www.skmeegg.com.

This is for your kind information and records.

Yours faithfully
For SKM Egg Products Export (India) Limited

P. Sekar
Company Secretary

Enclosure: As above



SKM EGG PRODUCTS

THINKING OUT OF THE SHELL

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN:L01222TZ1995PLC006025 GSTIN : 33AACCS7106G1ZO PAN : AACCS7106G

Registered Office: 133, 133/1, Gandhiji Road, Erode - 638 001. Tamil Nadu India. Tel: +91 424 2262963

Factory : Erode - Karur Main Road, Cholangapalayam, Erode - 638 154, Tamil Nadu, India. Tel: +91 424 2351532 - 33, Web: www.skmeegg.com



SKM EGG PRODUCTS

THINKING OUT OF THE SHELL

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED



ANNUAL REPORT 2021-22



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

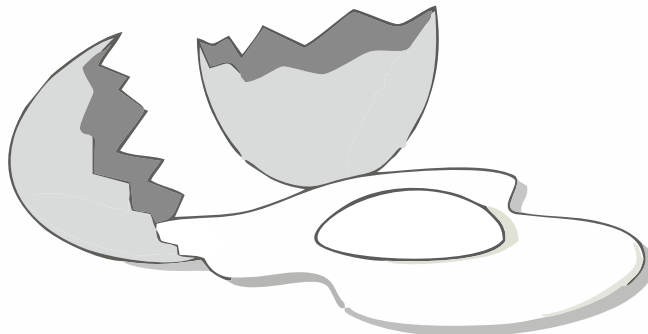
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SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN : L01222TZ1995PLC006025

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

OUR BOARD OF DIRECTORS	:	SHRI. SKM MAEILANANDHAN SHRI. SKM SHREE SHIVKUMAR SMT. SHIVKUMAR KUMUTAAVALLI DR. L.M. RAMAKRISHNAN SHRI.C.DEVARAJAN SHRI. D. VENKATESWARAN SHRI. T.N. THIRUKUMAR SHRI. G.N. JAYARAM SMT. A.R. RAJALAKSHMI	(DIN:00002380) (DIN:00002384) (DIN:00002390) (DIN:00001978) (DIN:00109836) (DIN:05170759) (DIN:00124793) (DIN:08521023) (DIN:09213839)
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 27TH ANNUAL GENERAL MEETING

Notice is hereby given that the 27th Annual General Meeting of **M/s, SKM Egg Products Export India Limited** will be held on Friday, September 16, 2022 at 4.00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statements of the company along with consolidated financial statements for the financial year ended March, 31st 2022 together with the reports of the board of directors and the auditors thereon.
2. To declare a dividend of Rs.0.50/- per equity share of the face value of Rs. 10/- each, of the Company for the financial year ended March, 31st 2022.
3. To appoint a Director in the place of Mrs S Kumutaavalli (DIN: 00002390) who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint Auditors and to fix their remuneration

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

RESOLVED THAT pursuant to the provisions of Sections 139 & 142 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactments(s) thereof, (for the time being in force) and on the recommendation of the Audit Committee and the Board of Directors of the Company M/s. N.C. Rajagopal & Co., Chartered Accountants (Firm Registration No 003398S), be and are hereby appointed as the Statutory Auditors of the Company in the place of Mr. Prasanna Venkatesan N, Chartered Accountant, Erode, (Membership number 235530) with effect from the conclusion of this 27th Annual General Meeting of the Company.

RESOLVED FURTHER THAT M/s. N.C. Rajagopal & Co., Chartered Accountants (**Firm Registration No 003398S**) be and are hereby appointed as statutory auditor of the company for term of 5 (Five) consecutive years from the conclusion of this Annual General Meeting till conclusion of the 32nd Annual General Meeting to be held during the year 2027 at a remuneration as recommended by the Audit Committee and/or Board of Directors of the Company, in addition to the re-imbursement of applicable taxes and actual out of pocket expenses in connection with the audit

SPECIAL BUSINESS:

5. Re-appointment of Shri SKM Shree Shivkumar (DIN 00002384), as Managing Director of the Company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s) thereof, for the time being in force), subject to approval of the members at the Annual General Meeting and subject to such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, and pursuant



to the recommendation of the Nomination and Remuneration Committee and the Board of the Company made in its respective meeting held on 28.05.2022 and 30.05.2022 respectively approval of the members of the company be and is hereby accorded for the re-appointment of Shri SKM Shree Shivkumar as Managing Director of the Company for a period of three years from 25th June 2022 to 24th June 2025 and payment of remuneration for the aforesaid period with effect from 01.04.2022 on the terms and conditions set out herein below:-

(a) Basic Salary & Allowances: Not exceeding Rs. 3,50,00,000/- (Rupees Three Crores and Fifty Lakhs only) per annum as may be decided by the Board or any Committee thereof from time to time and as may be permissible under the provisions of the Companies Act, 2013.

(b) No Fees payable for attending Meetings of the Board or any Committee thereof, where so appointed.

(c) In the event of loss/inadequacy of profits during tenure, the above remuneration including perquisites shall be payable as minimum remuneration, subject to such approvals as may be necessary, under the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

“RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

6.Approval of Material Related Party Transactions

To consider and if thought fit, to pass with or without modification(s), the following as Special 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 2022-2023 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 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 transactions 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.

Place : Erode

Date : 10.08.2022

By Order of the Board
SKM Shree Shivkumar
Managing Director
(DIN : 00002384)



Notes:

1. In view of the outbreak of the COVID-19 pandemic and pursuant to General Circular Nos.14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021 and 5th May 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 12th May 2020 , 15th January 2021 and 13th May 2022 respectively issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 27th Annual General Meeting ("AGM") of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.
2. National Securities Depositories Limited ("NSDL") will be providing facility for voting through remote e-Voting, for participation in the AGM through VC/OAVM Facility and e-Voting during the AGM.
3. Members may join the AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members from 15:45 p.m. IST i.e. 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the VC/OAVM Facility 15 minutes after the scheduled time to start the AGM.
4. Members may note that the VC/OAVM Facility, provided by NSDL, allows participation of atleast 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), Promoters, Institutional investors, Directors, Key Managerial Personnel, Auditors etc can attend the AGM without any restriction on account of first-come first-served principle.
5. In compliance with the aforesaid MCA and SEBI Circulars, the notice of the AGM along with the Annual Report 2021-22 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 2021-22 will also be available on the Company's website www.skmegg.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>. The member holding shares in physical form and who have not registered their email id may register their email id by sending the name, folio number, self-attested PAN, email id to be registered and number of shares held to info@skdc-consultants.com. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
6. 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 8th April, 2020, 13th April, 2020, 5th May, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and 5th May 2022, the Company is providing facility of remote e-Voting to its Members in respect of the



business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with 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 during the proceedings of the AGM will be provided by NSDL.

7. Attendance of members through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. The statement pursuant to Section 102 of the Companies Act, 2013 setting out of material facts concerning the items of special business specified above is annexed hereto.
9. The Company does not have any unclaimed dividend amount which has fallen due for transfer to Investor Education and Protection Fund (IEPF).
10. The Members may note that on account of the amendment made to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall not entertain the request for registration of physical transfer of shares on or after 31st March, 2019. Hence, Members holding shares in physical form, in their own interest, are requested to dematerialise the shares to avail the benefits of electronic holding as well as trading
11. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form.
12. Members holding shares in physical form are requested to register their email id for receiving electronic copy of the Annual Report and also notify immediately any change in their address/E-mail address to the Company/its Share Transfer Agents through form ISR 1 available at the website of the Company **www.skmeegg.com**
13. Members holding shares in electronic form are requested to advice change of address/E-mail address to their Depository Participants. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, are used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
14. Corporate members intending to make their authorised representatives to attend the Meeting through VC are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting held through VC/OAVM.
15. The Notice of the Annual General Meeting and the Annual Report will be available on the Company's website **www.skmeegg.com**.



16. As per the provisions of Companies Act, 2013, nomination facility is available for members holding shares in physical form. The nomination forms can be obtained from the Company's Share Transfer Agents. In respect of members holding shares in electronic form, the forms may be obtained from the Depository Participant with whom they are maintaining their demat account.
17. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to Company's Share Transfer Agents by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member printed on it. In alternative Members, are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.
18. SEBI vide its circulars No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 and No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 on Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination and such other requests for all shareholders holding physical securities. The relevant Forms for registering/changing KYC details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 are available on our company at www.skmegg.com.

Place : Erode
Date : 10.08.2022

By Order of the Board
SKM Shree Shivkumar
Managing Director
(DIN : 00002384)



EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

As required by Section 102 of the Act, the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 5 & 6 of the accompanying Notice

5. Re-Appointment of Managing Director:

Shri SKM Shree Shivkumar was appointed as the Managing Director of the Company for a period of three years with effect from 25th June 2019 to 24th June 2022 after obtaining due approval of the members of the company in their Annual General Meeting held on 25th September, 2019. Accordingly, the present term of Shri SKM Shivkumar came to an end on 24th June, 2022.

The Board in its meeting held on 30th May, 2022, has approved the re-appointment of Shri SKM Shree Shivkumar as the Managing Director of the Company for a further period of three years since his current tenure ends 24th June, 2022. The Board has taken the decisions of the said re-appointment based on the recommendation of NRC and subject to the approval of members of the Company.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members

Except Shri. SKM Maeilanandhan, Shri. SKM Shree Shivkumar and Smt S. Kumutaavalli, none of the other Directors, Key Managerial Personnel of the Company, or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 5 of the accompanying Notice.

Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

6. 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

