

SHARAD FIBRES & YARN PROCESSORS LIMITED

34th ANNUAL REPORT 2020-21

BOARD OF DIRECTORS

Ms. Jyoti Nankani	Managing Director
Mr. Unni Krishnan Nair	Director
Mr. Surendra Bahadur Singh	Director

CHIEF FINANCIAL OFFICER

Mr. Aditya Amarchand Dalmia

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Namita Rathore

REGISTERED OFFICE

19, 3rd Floor,
Prabhadevi Industrial Estate,
408, Veer Savarkar Marg,
Prabhadevi,
Mumbai - 400 025
Tel: 022 - 66349000
Website: www.sharadfibres.in
Email Id: jyoti@dalmiapolypro.in
CIN: L17110MH1987PLC043970

AUDITORS

M/s. J H Bhandari & Co., Chartered Accountants

SECRETARIAL AUDITORS

M/s. GMJ & Associates, Company Secretaries

REGISTRAR & SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED
(Unit: Sharad Fibres and Yarn Processors Limited)
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road, Marol,
Andheri (East), Mumbai - 400 059.
Tel. No. 022 62638200/ 62638299.
Email id - info@bigshareonline.com

CONTENTS

SR.NO.	PARTICULARS	PAGE NO.
1.	Notice to Members	4
2.	Director's Report, Management Discussion and Analysis Report and Annexures	20
3.	Independent Auditor's Report	43
4.	Balance Sheet	48
5.	Profit & Loss Account	50
6.	Cash Flow Statement	51
7.	Significant accounting policies and Notes to Financial Statements	54

SHARAD FIBRES AND YARN PROCESSORS LIMITED

CIN: L17110MH1987PLC043970

19, Floor-3rd, Prabhadevi Industrial Estate, 408, Veer Savarkar Marg,
Prabhadevi, Mumbai - 400 025.

E mail: [jyoti@dalmiapolypro.in](mailto: jyoti@dalmiapolypro.in) Website: www.sharadfibres.in

Tel no.: +91-22 66349000.

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 34th (Thirty Fourth) Annual General Meeting (AGM) of the Members of SHARAD FIBERS & YARN PROCESSORS LIMITED (CIN: L17110MH1987PLC043970) will be held on Friday, September 24, 2021 at 2.00 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact, with or without modification(s) the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2021, including the audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss & Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Jyoti Nankani (DIN: 07145004), who retires from office by rotation, and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. ALTERATION TO ARTICLES OF ASSOCIATION:

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

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), the Articles of Association of the Company be and are hereby altered by deleting existing Article 150(iii) and substituting with following new Article 150 (iii):

"The appointment of the Managing Director on Board will be liable to retire by rotation."

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary to give effect to this resolution."

Registered Office:
19, 3rd Floor,
Prabhadevi Industrial Estate,
408, Veer Savarkar Marg,
Prabhadevi,
Mumbai - 400025.

Date: August 13, 2021

For and on behalf of the Board of Directors
SHARAD FIBERS & YARN PROCESSORS LTD

JYOTI NANKANI
(DIN: 07145004)
MANAGING DIRECTOR

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide General Circular Nos.14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021, respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/ HO/CFD/ CMD1/ CIR /P/2020/79 and SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated May 12, 2020 and January 15, 2021 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 32nd AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue
2. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021.
3. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members has been dispensed with and there is no provision for the appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act will not be available for the 34th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The Members can join the AGM in the VC/OAVM mode within 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for atleast 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.
5. Participation of Members through VC /OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").

6. The Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
7. Since the AGM will be held through VC/OAVM, the route map of the venue of the meeting is not annexed hereto.
8. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice calling the Annual General Meeting, Directors' Report, Audited Financial Statements, Auditors' Report, etc. is being sent only through electronic mode to those Members whose email addresses are registered with the RTA / Depositories. Members may note that the Notice and Annual Report 2021 will also be available on the Company's website www.sharadfibres.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and Notice will be available on the website of CDSL i.e., www.evotingindia.com.

Members who have not registered their email addresses are requested to register the same for receiving all communication from time to time including Annual Report, Notices, Circulars, etc. from the Company electronically.

- a. For Members holding shares in physical form, please send scanned copy of a signed request letter mentioning your folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company/RTA at vyoti@dalmiapolypro.in
 - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
9. In all correspondence with the Company/RTA, members are requested to quote their Folio Number and in case their shares are held in demat form, they must quote their DP ID and Client ID Number.
10. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
11. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to email a certified copy of the Board resolution/ authorization letter to the Company at vyoti@dalmiapolypro.in or upload on the VC portal / e-voting portal.
12. Additional information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment / re-appointment at the AGM are furnished below. The Directors have furnished the requisite consents / declarations for their appointment/re-appointment.

DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015:

Name of Director	Ms. Jyoti Nankani
Director Identification Number (DIN)	07145004
Date of Birth	December 3, 1981
Age	39 Years
Brief resume & Nature Of expertise in specific functional areas	She is associated with the Company since 2015 as Non -Executive, Women Director of the Company and has experience of about 8 years in her credit. She looks after the Accounts of the Company.
Disclosure of relationship between directors inter-se	N.A.
Names of listed entities in which the person also holds the directorship	N.A.
No. of Shares held in the Company	NIL
Membership & Chairmanships of Committees of the Board	Members in Nomination & Remuneration Committee

Note: Membership/Chairmanship in Committees including Sharad Fibres And Yarn Processors Limited has been considered.

13. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 24. The voting facility through electronic voting system shall be made available during the AGM and members attending the meeting through VC who have not casted their vote by remote e-voting shall be able to exercise their right during the meeting through electronic voting system.
14. The process and manner for e-voting and process of joining meeting through video conferencing along with other details also forms part of the Notice.
15. The Company is not required to close Register of Members and the Share Transfer Books for the purpose of AGM.
16. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company to email at jyoti@dalmiapolypro.in at least seven days before the date of the

meeting so that the requested information can be made available at the time of the meeting.

17. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.
18. The Company's shares are listed on BSE Limited, Mumbai.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013, and other relevant documents referred to in the Notice and in the Explanatory Statements will be available for inspection by the members in electronic mode. Members who wish to inspect the documents are requested to write to the Company by sending e-mail at jyoti@dalmiapolypro.in
20. Members holding Shares in physical form are requested to notify immediately any change in their address, email address, telephone/ mobile number, Permanent Account Number (PAN), nominations, bank details such as name of bank and branch, bank account number, MICR code, IFSC code etc. to the Registrar and Transfer Agent of the Company at the address given below.

M/s. BIGSHARE SERVICES PVT LTD

[Unit: Sharad Fibers & Yarn Processors Limited]

1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road,
Marol, Andheri (East), Mumbai, Maharashtra, 400059

Tel: 022 - 62638299 / 62638200

Email: info@bigshareonline.com

21. In all correspondence with the Company, members are requested to quote their Folio Number and in case their shares are held in demat form, they must quote their DP ID and Client ID Number.
22. 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 their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar /Company.

23. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

24. VOTING THROUGH ELECTRONIC MEANS:

- (i) 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 MCA Circulars 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. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the Agency to provide e-voting facility. The detailed procedure to be followed in this regard has been given below. The members are requested to go through them carefully.

- (ii) The Board of Directors of the Company has appointed Mr. Mahesh Soni, failing him, Mrs. Sonia Chettiar, Partner of M/s. GMJ & Associates, Company Secretaries, Mumbai as Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- (iii) The members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- (iv) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e **September 17, 2021**.
- (v) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **September 17, 2021** only shall be entitled to avail the facility of e-voting/remote e-voting.
- (vi) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. **September 17, 2021**, may obtain the Login details from BIGSHARE SERVICES PVT LTD (Registrar & Transfer Agents of the Company).