



# SUPER CROP SAFE LIMITED

36th Annual Report  
Financial Year 2022-23





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## CORPORATE INFORMATION

**SUPER CROP SAFE LIMITED**  
CIN: L24231GJ1987PLC009392

### BOARD OF DIRECTORS

Shri Nishantbhai N. Patel	Managing Director & CFO
Shri Ishwarbhai B. Patel	Chairman & CEO
Shri Ambalal B. Patel	Executive Director
Shri Mahendrasingh S. Rao	Non-Executive Independent Director
Shri N. R. Krishna	Non-Executive Independent Director
Smt. Kalpanaben J Pandya	Non-Executive Independent Director

### LEADERSHIP TEAM

Shri Kamlesh Patel	Vice-President Operations
Dr. Nirmal S Sahay	Head-Research & Development
Shri L B Vyas	Vice-President Marketing & Retail Support
Smt. Hiral Patel	Company Secretary

### BANKERS

State Bank of India

### AUDIT COMMITTEE

Ms. Kalpanaben J Pandya	Chairman
Mr. N R Krishna	Member
Mr. Nishant N Patel	Member

### STAKEHOLDERS' RELATIONSHIP COMMITTEE

Ms. Kalpanaben J Pandya	Chairman
Mr. Nishant N Patel	Member
Mr. Ishwarbhai B. Patel	Member

### NOMINATION AND REMUNERATION COMMITTEE

Ms. Kalpanaben J Pandya	Chairman
Mr. N R Krishna	Member
Mr. Mahendrasingh S. Rao	Member

### REGISTRAR AND SHARE TRANSFER AGENT

#### LINK INTIME INDIA PRIVATE LIMITED

5th floor, 506 to 508, Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C G Road, Navarangpura, Ahmedabad - 380009.

**Email:** enotices@linkintime.co.in; **Web:** www.linkintime.co.in

**Tel:** +91 79 - 2646 5179

### STATUTORY AUDITOR

**Parimal S. Shah & Co., Chartered Accountants,**  
**B - 104 - 105, Anand Chambers, Nr. Old High Court Under bridge,**  
**Opp. Muktajivan Photo, Navrangpura, Ahmedabad - 380009**

### SECRETARIAL AUDITOR

**SPANJ & Associates, Company Secretaries**  
TF/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad - 380009

### REGISTERED OFFICE

C- 1/290, G.I.D.C. Estate, Phase I, Naroda, Ahmedabad - 382 330.

### MANUFACTURING UNITS

Survey No.: 864 At & Post : Himmatpura (Bilodra) Ta : Mansa, Dist : Gandhinagar.

## CHAIRMAN'S STATEMENT

Dear Shareholders,

It gives me immense pleasure in addressing this communication to you, particularly considering the fact that the financial year 2022-23 in a way is a land mark year for your company considering the fact that your Company has surpassed the sales figure of Rs. 23 Cr and also considering the fact that we are being considered as Serious Long-Term Player in the national market of Agro Chemicals.

Crop protection is not just about crop protection chemicals to manage pests – we must have holistic, environmentally safe “crop protection & crop health solutions” for overall wellbeing of Indian agriculture and millions of our farmers. Continuously shrinking arable land, slow pace of improvement in farm productivity and loss/ wastage of crops both during and post-harvest poses a critical challenge to ensuring food and nutritional security for the nation. To add to the complexity, the agriculture workforce in India is expected to reduce by 50% in the coming decade due to better remuneration and growth opportunities in other sectors.

It is imperative that to meet the needs and overcome the challenges, the focus needs to be on raising the agriculture production and enhancing productivity across the value chain simultaneously. A combination of Crop protection and Crop enhancement solutions will be critical in achieving the above-mentioned objectives, viz. Protecting the produce during and post- harvest and enhancing productivity. There are various initiatives taken by the Government of India, which could bring an improvement in the lives of the farmers.

Let me share with you certain important developments which I feel are strategic in terms of charting the course of the future growth trajectory of your Company. Thus, first and foremost, your Company has continued its strong march of further consolidating its position as leading quality supplier of high-quality Agro chemicals country wide with our presence being in eight states in brand products and in other states in bulk formulations.

However, more heartening is the fact that the endeavour that we began in the marketing and production since long has now gathered momentum and in the years to come this will be a growth booster on sustained basis. Today your company is servicing to other well-known agrochemicals companies in domestic and international market. Several new opportunities are under development. Thus, the medium to long term growth prospects are indeed bright.

What sets us apart is the incessant focus on quality and our commitment to serve our customers with the products that match international standards. We strive to provide products that meet various farming requirements. Focus on the new products and businesses which have high assets turn and better ROC and should generate the free cash flow for its growth. Even in future also our strategy will be to focus on new products and business which will generate free cash flows for company and high returns for our shareholders.

Sd/-

**Ishwarbhai B. Patel**

**CMD & CEO**

## NOTICE OF 36<sup>TH</sup> (THIRTY-SIX) ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Thirty-Six Annual General Meeting** of the members of the Company will be held on Thursday, 28<sup>th</sup> September, 2023 at 3.30 p.m. IST for the transaction of the following business through Video Conferencing ("VC") / Other Audio-visual Means ("OAVM") in conformity with the regulatory provisions and the Circulars issued by the Ministry of Corporate Affairs, Government of India:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Ishwarbhai Baldevdas Patel (DIN: 00206389), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint a Director in place of Mr. Nishant Nitinbhai Patel (DIN: 09105449), who retires by rotation and being eligible offers himself for re-appointment.
4. To appoint M/s. Parimal S. Shah & Co., Chartered Accountants, (FRN 107591W) as the Statutory Auditors of the Company in place of M/s. Naresh J. Patel & Co., Chartered Accountants, the retiring Statutory Auditors, to hold office from the conclusion of this Annual General Meeting (AGM), until the conclusion of 40<sup>th</sup> AGM, subject to ratification at every AGM on a remuneration to be decided by the Board or its Committee.
5. Appointment of Mr. Gopal Bhatt (DIN: 09611967) as an Independent Director:

To consider and if deemed fit, to give assent or dissent to the following resolution to be passed as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (The Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or re-enactment thereof for the time being in force, provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Consent of the Members of the Company is hereby accorded, to appoint **Mr. GOPAL BHATT (DIN: 09611967)** as an Additional Director (**Non-Executive & Independent**) on the Board of the Company qualifying as an Independent Director w.e.f. 29.08.2023 pursuant to provisions of Section 161(1) of The Act, and who holds office up to the conclusion of the ensuing Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from the Director himself signifying his candidature as the Independent Director, be and is hereby appointed as such Independent Director of the Company, to hold office for a term of five consecutive years from the date of passing of this resolution, and whose office shall not henceforth, be liable to determination by retirement of Directors by rotation".

### SPECIAL BUSINESS:

6. To approve for related party transactions under section 188 of the companies' act, 2013:

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

**"RESOLVED THAT** pursuant to the provisions of the Section 188 of the Companies Act, 2013 (The Act) read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and read with Regulation 23(4) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the members of the Company by way of an Ordinary resolution be and is hereby accorded to the Board of Directors for execution of contracts by the Company to sell, purchase, or supply any goods or material and to avail or render any service of any nature, whatsoever, as Board in its discretion may deem proper, subject to complying with the procedures to be fixed by the Board or its Committee, up to an amount and as per the terms and conditions mentioned in the Explanatory Statement with respect to transactions proposed.

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters, and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution".

By Order of the Board of Directors

Place: Ahmedabad  
Date: 29/08/2023

Sd/-  
Ishwarbhai B Patel  
Chairman

### NOTES TO SHAREHOLDERS FOR AGM:

1. In view of the massive outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and Security and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 ("Circulars"), permitted

companies to conduct Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM). In compliance with the Circulars, the AGM is being held through VC/OAVM. Hence, Members can participate in the AGM through VC only.

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 and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporate are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013.

A member entitled to attend and vote at the AGM 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 the AGM is being held in accordance with the 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.

Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/ Authorisation etc., authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company at [cs@supercropsafe.com](mailto:cs@supercropsafe.com)

2. The Register of Members and the Share Transfer Books of the Company will remain closed from September 22, 2023 to September 28, 2023 (both days inclusive). Company does not declare any dividend for the year ended March 31, 2023.

(i) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/ Registrar and Transfer Agent on or before September 21, 2023; and

(ii) Whose names appear as Beneficial Owners in the list of Beneficial Owners on September 21, 2023 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

3. Shareholders holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share transfer agents, Link Intime India Pvt. Ltd., 5th floor, 506 to 508 Amarnath Business Centre - I (ABC - I), Beside Gala Business Centre, Nr. St. Xavier's College Corner, Off C. G. Road, Ellisbridge, Ahmedabad - 380009.

4. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

5. 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 the Company.

6. Details under Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

7. Electronic copy of the Annual Report for 2023 is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2023 is being sent in the permitted mode.

8. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2023 will also be available on the Company's website [www.supercropsafe.com](http://www.supercropsafe.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.

9. Members holding shares in physical mode may also send the request to the Company or its Registrar by letter or by email at [Ahmedabad@linkintime.co.in](mailto:Ahmedabad@linkintime.co.in) to receive the soft copy of the Annual Report by email instead of hard copy. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.

10. Members are requested to provide their Client ID and DP ID numbers at the meeting for easy identification.

11. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 (Ten) days before the date of the Meeting so that the information required may be made available at the Meeting.

12. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be, as per Section 125 of the Companies Act, 2013, transferred to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of the Investor Education and Protection Fund.

13. GREEN INITIATIVE:

The Ministry of Corporate Affairs ("MCA"), Government of India, through its Circular No. 17/2011 dated 21st April, 2011 and Circular No. 18/2011 dated 29th April, 2011, has allowed Companies to send notices/ documents including the Annual Report through electronic mode to the registered e-mail address of the members. Keeping in view the underlying theme and the circulars issued by MCA, we propose to send future communications in electronic mode to the e-mail address provided by you to the depositories and made available by them being the registered

address. By opting to receive communication through electronic mode you have the benefit of receiving communications promptly and avoiding loss in postal transit.

14. All documents referred to the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days except Sunday and public holidays between 11.00 a.m. to 1.00 p.m. up to and including the date of Annual General Meeting of the Company.

15. INSTRUCTIONS FOR e-VOTING:

❖ **Log-in to e-Voting website of Link Intime India Private Limited (LIPL)**

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on "Login" tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
  - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
  - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
  - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on "Sign Up" tab available under 'Shareholders' section registers your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> <li>Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.</li> </ul>
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> <li>Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).</li> </ul>

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

**If Shareholders holding shares in Demat Form or Physical Form have forgotten password:**

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

**NOTE:** The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

6. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" 230467 of the company, you choose to vote.
7. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting. Cast your vote by selecting appropriate option i.e. Favour/ Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/ Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/ Against'.

8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.

9. After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian/ Mutual Fund/ Corporate Body'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian/ Mutual Fund/ Corporate Body' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or Call us :- Tel : 022 - 49186000.

**SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:**

- i. The e-Voting period commences on 25th September, 2023 (9.00 a.m.) and ends on 27th September, 2023 (5.00 p.m.). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cut-off date of 21st September, 2023 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid up Equity Share Capital of the Company.
- iii. PCS Ashish C. Doshi of M/s SPANJ & ASSOCIATES, Practising Company Secretaries FCS 3544; CP No: 2356 of T/F, Anison Building, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C.G.Road, Navrangpura, Ahmedabad-380 009 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- iv. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit forthwith to the Chairman of the Company.
- v. The results declared along with the scrutinizer's report shall be placed on the Company's website [www.supercropsafe.com](http://www.supercropsafe.com) and on the website of Link Intime India Private Limited <https://instavote.linkintime.co.in> within two working days of the passing of the resolutions at the AGM of the Company and communicated to the BSE Limited where the shares of the Company are listed.

**Company's Details:**

SUPER CROP SAFE LIMITED  
C-1/290, G.I.D.C Estate, Phase I, Naroda, Ahmedabad 382 330 Gujarat, India  
CIN: L24231GJ1987PLC009392  
E-mail ID: [super\\_crop\\_safe@yahoo.com](mailto:super_crop_safe@yahoo.com)

**Registrar and Transfer Agent:**

LINK INTIME INDIA PRIVATE LIMITED  
5<sup>th</sup> floor, 506 to 508,  
Amarnath Business Centre - I (ABC - I),  
Beside Gala Business Centre,  
Nr. St. Xavier's College Corner,  
Off C G Road, Ellisbridge,  
Ahmedabad - 380009.

**E-Voting Agency**

Link Intime India Private Limited  
E-mail ID: [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in)  
Phone No. - 022 - 49186000

**Scrutinizer: CS Ashish Doshi**

SPANJ & ASSOCIATES  
Practising Company Secretaries  
TF/1, Anison Building,  
SBI Lane, Nr. Stadium Circle  
C. G. Road, Ahmedabad-380 009  
E-mail ID: [csdoshiac@gmail.com](mailto:csdoshiac@gmail.com)



## ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 the following statement sets out the material facts concerning the special business to be transacted at the Annual General Meeting

### IN RESPECT OF RESOLUTIONS SET OUT AT ITEM NO. 5

#### APPOINTMENT OF MR. GOPAL BHATT (DIN: 09611967) AS AN INDEPENDENT DIRECTOR:

**Mr. GOPAL BHATT (DIN: 09611967)** on the recommendation of the Nomination and Remuneration Committee was appointed as an Additional Director in the capacity of a Non-Executive Independent Director w.e.f. 29.08.2023 by the Board of Directors of the Company in accordance with Article of Association and Section 149 (6), 161 and Schedule IV of the Companies Act, 2013 ("The Act").

Based on recommendation received from the Nomination and Remuneration Committee and in view of his knowledge, skills and invaluable expertise related to industry of the Company, it is proposed to appoint **Mr. GOPAL BHATT (DIN: 09611967)** as an Independent Non - Executive Director of the Company. In terms of Section 149, read with Section 152 of the Companies Act, 2013, **Mr. GOPAL BHATT (DIN: 09611967)** is not liable to retire by rotation. **Mr. GOPAL BHATT (DIN: 09611967)**, if appointed, will hold office consecutive for a term up to five years on the Board of a Company from **29.08.2023** but shall be eligible for re-appointment, for another term of up to five years, on passing of a special resolution by shareholders.

The terms and conditions of Appointment of **Mr. GOPAL BHATT (DIN: 09611967)** as an Independent Non - Executive Director is available for inspection by members at the Registered Office of the Company on any working day during working hours.

Except **Mr. GOPAL BHATT (DIN: 09611967)**, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the proposed resolution.

### IN RESPECT OF RESOLUTIONS SET OUT AT ITEM NO. 6

#### APPROVAL OF RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF COMPANIES ACT, 2013:

As per Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended, even if the related party transaction is material by reason that it amounts to 10% or more of the annual consolidated turnover (taken individually or together), only an approval by way of Ordinary Resolution, need be obtained from the Shareholders of the Company.

In the light of the provisions of the Act, the Board of Directors of your Company has approved the proposed transactions along with the limits that the Company may enter into with its related parties.

All the prescribed disclosures as required to be given under the provisions of the Companies Act 2013 and the Rules there under are given below in tabular format for kind perusal of member's approval:

#### **PARTICULARS OF RELATED PARTY TRANSACTIONS ENTERED FOR THE PURPOSE OF APPROVALS U/S 188 OF THE COMPANIES ACT 2013. (TRANSACTIONS/ CONTRACTS CARRIED OUT IN THE ORDINARY COURSE OF BUSINESS)**

Name of Related Party	Nature of Relationship	Nature of Transaction	Period of Transaction	Maximum value of Transaction (Rs. in lakhs)
<b>Ishwarbhai B. Patel</b>	Chairman & Promoter	Remuneration	2023-24	12.00
<b>Bhogilal A Patel</b>	Son of Director & Promoter	Remuneration	2023-24	10.00
<b>Tushar N Patel</b>	Son of Managing Director	Remuneration	2023-23	5.00
<b>Super Industries</b>	Controlled by One of the Promoter & Director (Ambalal B Patel)	Purchase	2023-24	1000.00
		Sale		1000.00
<b>Pioneer Pesticides Industries</b>	Controlled by Satish I Patel (Son of Promoter, Brother of Managing Director)	Purchase	2023-24	1000.00
		Sale		1000.00
<b>Gopinath Packaging</b>	Controlled by Bhogilal A Patel (Son of Director Ambalal B Patel)	Purchase	2023-24	70.00
		Sale		25.00
<b>VIP Industries</b>	Controlled by Grand Son of Ambalal B Patel	Purchase	2023-24	100.00
		Sale		150.00
<b>Su - Aarogya Wellness</b>	Controlled by Grand Son of Ishwarbhai B Patel	Purchase	2023-24	50.00
		Sale		50.00
<b>Nishant Nitinbhai Patel</b>	Son of Managing Director	Remuneration	2023-24	6.00
<b>Nitinkumar &amp; Sons HUF</b>	Controlled by Managing Director	Rent	2023-24	15.00

Members are hereby informed that pursuant to second proviso of section 188(1) of the Act, no member of the Company shall vote on such Resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party. The Board of Directors of your Company has approved this item and recommends the resolution as set out in the notice for approval of members of the Company as Ordinary Resolution.

None of the Directors, Key Managerial Person(s), except the Directors which are partner in partnership firm and the Director's relative which are in Partnership firm, are in any way, concerned or deemed to be interested in the proposed Resolutions.

The Board seeks approval of the aforesaid resolution from the Members as Ordinary Resolution.

As and when the Board does take a decision on matters on which it has the discretion, necessary disclosures will be made to the relevant stock exchanges on which the Equity Shares are listed under the provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

All the documents referred to in the accompanying Notice and Statement Annexed thereto would be available for inspection without any fee by the members at the Corporate Office of the Company during 11:00 A.M. to 1:00 P.M on any working day (excluding Saturday and Sunday) up to the date of the meeting.

#### BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND DIRECTORS APPOINTED SINCE LAST A.G.M

Particulars	Mr. Ishwarbhai Baldevdas Patel	Mr. Nishant Nitinbhai Patel
Date of Birth	03/04/1945	09/01/1994
Appointed on	09/02/1987	17/03/2021
Qualifications	Under Graduate	Graduate
Expertise in Specific Functional Areas	Business	Business
Directorships held in other Public Companies (excluding foreign companies)	No	No
Membership/ Chairmanship of Committees across public Companies	Member of Stakeholder Relationship Committee of Super Crop Safe Limited	No
Shareholding	1394460	13924

By Order of the Board of Directors

Place: Ahmedabad  
Date: 29/08/2023

Sd/-  
Ishwarbhai B Patel  
Chairman

#### ROAD MAP

