



SANGINITA CHEMICALS LTD.

(Erstwhile known as Sanginita Chemicals Pvt. Ltd.)

MANUFACTURERS & SUPPLIERS OF CHEMICALS

Regd. Office	: 301, Shalin Complex, B/H Megh Malhar Complex, Sector-11, Gandhinagar - 382 011, Gujarat State.
Factory	: Block No. 1133, Nr.GIDC-Chhatral Phase IV, At.: Chhatral, Ta. Kalol, Dist. Gandhinagar, Gujarat State.
Phone	: (O. & Fax) 079-23240270, M.: 98240 65056, 93270 23982, 98792 30034
e-mail	: dbchavada@yahoo.co.in / sanginitachemicals@yahoo.com
Website	: www.sanginitachemicals.co.in.
CIN	: L24100GJ2005PLC047292

1st September, 2020

To,
The National Stock Exchange of India Limited,
Bandra Kurla Complex (Bandra East),
Mumbai-400051.

SYMBOL: SANGINITA

Dear Sir,

Sub: Copy of Annual Report 2019-20

Sub: Submission of Annual Report of Sanginita Chemicals Limited for the F.Y. 2019-2020
Ref: Regulation 34 (1) (a) of SEBI (LODR) Regulation, 2015

With reference to the captioned subject, we are hereby uploading the soft copy of Annual Report of our Company for the F.Y. 2019-2020. The Annual Report contains all requisite disclosures as required under the applicable laws including the SEBI (LODR) Regulations, 2015.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For, SANGINITA CHEMICALS LIMITED

DINESHSINH CHAVADA (DIN NO. 01497977)
CHAIRPERSON & MANAGING DIRECTOR



Encl: As above.



SANGINITA CHEMICALS LIMITED

(CIN: L24100GJ2005PLC047292)

FIFTEENTH ANNUAL REPORT 2019-20

SANGINITA CHEMICALS LIMITED
(CIN: L24100GJ2005PLC047292)

FIFTEENTH ANNUAL REPORT 2019 -20

BOARD OF DIRECTORS	:	Mr. Dineshsinh B. Chavada (DIN: 01497977)	Chairperson & Managing Director
		Mr. Vijaysinh D. Chavda (DIN: 00479413)	Whole Time Director
		Mrs. Hansaben D. Chavada (DIN: 00479509)	Director
		Mr. Faiyazkhan Y. Pathan (DIN: 07702208)	Independent Director
		Mr. Jagdishkumar V. Thakor (DIN: 07702521)	Independent Director
		Mr. Pramodsinh D. Dabhi (DIN: 08441361)	Independent Director
CHIEF FINANCIAL OFFICER	:	Mrs. Sangitaben D. Chavda	
COMPANY SECRETARY	:	CS Saroj Jagetia (w.e.f. 1 st September, 2020) CS Jignesh Gandhi (upto 7 th March, 2020)	
BANKERS	:	AXIS Bank Gandhinagar/Ahmedabad	
STATUTORY AUDITORS	:	M/s. Devpura Navlakha & Co., Chartered Accountants Ahmedabad	
SECRETARIAL AUDITORS	:	M/s. Manoj Hurkat & Associates Practicing Company Secretaries Ahmedabad	
REGISTERED OFFICE	:	301, 3 rd Floor, Shalin Complex Sector 11, Gandhinagar – 382011 (Gujarat)	
ISIN (for demat purpose)	:	INE753W01010	

NOTICE

NOTICE is hereby given that the FIFTEENTH ANNUAL GENERAL MEETING of the Members of SANGINITA CHEMICALS LIMITED will be held as scheduled below:

Date	: 29th September, 2020
Day	: Tuesday
Time	: 12.00 Noon
Place	: At the Registered Office: 301, 3 rd Floor, Shalin Complex, Sector 11, Gandhinagar – 382011 (Gujarat)

to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt audited financial statements of the Company for the financial year 2019-20 and to pass the following resolution, with or without modification, as an ORDINARY RESOLUTION:
“**RESOLVED THAT** audited financial statements of the Company for the financial year 2019-20 comprising of Balance Sheet as on 31st March, 2020 and the Profit and Loss Statement for the Financial year ended on 31st March, 2020 together with all annexure and attachment thereto including the Directors’ Report and Auditors’ Report thereon, which have already been circulated to the Members and as laid before this meeting, be and the same, are hereby approved and adopted.”
2. To appoint a Director in place of Mr. Vijaysinh D. Chavada (DIN:00479413), who retires by rotation and being eligible, offers himself for re appointment and to pass following resolution, with or without modification, as an ORDINARY RESOLUTION:
“**RESOLVED THAT** the retiring Director, Vijaysinh D. Chavada (DIN:00479413), be and is hereby reappointed, as Director of the Company, liable to retire by rotation.”

Registered Office:

301, 3rd Floor, Shalin Complex, Sector-11,
Gandhinagar - 382011 (Gujarat)

Date: 18th June, 2020

CIN:L24100GJ2005PLC047292

By Order of the Board

sd/-

Dineshsinh B Chavada

(DIN: 01497977)

Chairperson & Managing Director

NOTES:

1. In view of Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) vide circular no. 20/2020 dated 5th May, 2020 read with circular No. 14/2020 dated 8th April, 2020 and circular No. 17/2020 dated 13th April, 2020 (collectively referred to as ‘MCA Circulars’), inter alia, permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) without the physical presence of the Members at a common venue. Hence, the Company is providing VC option to the members of the company to attend the meeting through video conferencing. However, the members attending the meeting through VC shall not be entitled to attend proxy. The credentials of attending the meeting through VC are given elsewhere in this Notice.
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 authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 and section 91 of the Companies Act, 2013, Register of Members and Shares Transfer Books of the Company will remain closed from Tuesday, 22nd September, 2020 to Tuesday, 29th September, 2020 (both days inclusive).
4. Members intending to require information about accounts at the meeting are requested to write to the Company at least 10 days in advance of the Annual General Meeting.
5. Shareholders holding shares in dematerialized form should communicate the change of address, if any, to their Depository Participant and other who hold shares in physical form (if any) should communicate the change of address, to the Registrar and Share Transfer Agent of the Company at the following address:

Purva Sharegistry (India) India Pvt. Ltd.

Unit No. 9, Shiv Shakti Inds. Estate, J R Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai – 400011.

6. The Notice of the 15th AGM along with the Financial Statements are being sent by electronic mode to all the members whose email addresses are registered with Company/Depository Participant(s) unless a member has requested for a hard copy of the same.
7. The members whose email ids are not registered in their Demat Account with their Depository Participant and who have not provided their email ids to the Company/RTA, are requested to provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company (sanginitachemicals@yahoo.com) / RTA (support@purvashare.com).
8. **REMOTE E-VOTING AND ALSO E-VOTING DURING THE AGM:**

Pursuant to provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 the Company is pleased to offer remote e-voting facility to the members to cast their votes electronically on all resolution set forth in the notice convening 15th Annual General Meeting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility (both remote e-voting and e-voting during the AGM). The complete details of the instructions for e-voting are annexed to this notice.
9. The instructions for shareholders voting on the day of the AGM on e-voting system and instructions for attending the AGM through VC / OAVM are also annexed to this Notice separately.
10. Members, directors, auditors and other eligible persons to whom this notice is being circulated can attend this annual general meeting through video conferencing at least 15 minutes before the schedule time and shall be closed after expiry of 15 minutes from the scheduled time.
11. 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. Attendance of the members will be recorded on the CDSL platform at the time when the member log in to attend the AGM through VC/OAVM.
12. Additional information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and para 1.2.5 of Secretarial Standard on General Meeting (SS-2) notified under the Companies Act, 2013 in respect of the directors seeking appointment/reappointment at the AGM are furnished and annexed to the notice.

Registered Office:

301, 3rd Floor, Shalin Complex, Sector-11,
Gandhinagar - 382011 (Gujarat)

Date: 18th June, 2020

CIN: L24100GJ2005PLC047292

By Order of the Board

sd/-

Dineshsinh B Chavada

(DIN: 01497977)

Chairperson & Managing Director

Details of Director/s Seeking Appointment/Re-appointment at the Annual General Meeting

Particulars	Mr. Vijaysinh D. Chavada (DIN: 00479413)
Date of Birth	27/10/1980
Date of the first Appointment on the Board	15/12/2005
Qualification	Chemical Engineer
Expertise in Specific functional areas	Mr. Vijaysinh D. Chavda has rich experience in Chemical business
Directorships held in other Companies	1
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Mr. Vijaysinh D. Chavda is liable to retire by rotation. The Company has been paying remuneration to Mr. Vijaysinh D. Chavda as Whole-time Director in accordance with the terms and conditions approved by the members at the Extra Ordinary General Meeting held on 30th November, 2016. For financial year 2019-20, Mr. Vijaysinh Chavda was paid remuneration of Rs. 5,10,000/- p.a. as Whole-time Director.
Number of Board Meetings attended during the year	7
Memberships/ Chairmanships of committees of Board of Directors of Company	1
Memberships/ Chairmanships of committees of Board of Directors of other Companies in which he is director	Nil
Number of shares held in the Company	9,16,500
Disclosure of relationship between directors inter-se	None of the Directors are related inter-se except Mr. Dineshsinh B. Chavada, Managing Director and Mr. Vijaysinh D. Chavda, Whole-Time Director being father & son and Ms. Hansaben D. Chavada, Director being mother and son.

INSTRUCTIONS FOR E-VOTING:

The instructions for members for voting electronically are as under:-

- (i) The Remote E-voting period begins on 26th September, 2020 (Saturday) at 9.00 a.m. (IST) and ends on 28th September, 2020 (Monday) at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2020 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting after 5.00 p.m. (IST) on 28th September, 2020.
- (ii) The shareholders should log on to the e-voting website: www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Members holding shares in Physical Form should enter Folio Number registered with Company
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> - Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the Client ID /Folio number in the PAN field. - In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> - If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN (for **SANGINITA CHEMICALS LIMITED**) on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions Details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for all mobile users. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.

- A scanned copy of the registration form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) Any person who acquires the shares of the Company and becomes the Member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 22nd September, 2020 may obtain the login Id and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting, then person becoming member can use their existing user ID and password for casting their vote.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxii) The Company shall be making arrangements for the members to cast their votes in respect to the businesses through poll/ballot, for members attending the meeting who have not cast their vote by remote voting.
- (xxiii) The Company has appointed Mr. Manoj Hurkat, a Practicing Company Secretary, Ahmedabad as a Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xxiv) The scrutinizer shall, immediately after the conclusion of voting at AGM, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in presence of at least two witnesses not in employment of the Company and make not later than two days of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes casted in favour or against, if any, to the Chairperson or a person authorized by him in writing who shall countersign the same and Chairperson shall declare the results of voting forthwith, which shall not be later than 5:00 p.m., 1st October, 2020.
- (xxv) The result declared, along with the Scrutinizer's Report shall be placed on the Company's website: www.sanginitachemicals.co.in and on the website of CDSL after the result is declared by the Chairperson and also be communicated to the National Stock Exchange where the equity shares of the Company are listed.

INSTRUCTIONS FOR E-VOTING DURING AGM:

- (i) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- (ii) Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
- (iii) If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
- (iv) Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM:

- (i) Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- (ii) Members are encouraged to join the Meeting through Laptops for better experience.
- (iii) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (iv) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- (v) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. sanginitachemicals@yahoo.com.
- (vi) Shareholders who would like to express their views/have questions may send their questions in advance 7 days prior to meeting mentioning their name demat account number/folio number, email id, mobile number at company email id i.e. sanginitachemicals@yahoo.com. The same will be replied by the company suitably.

Those shareholders who have registered themselves as speaker will only be allowed to express their views/ask questions during AGM.

DIRECTORS' REPORT

To

The Members

SANGINITA CHEMICALS LIMITED

Your Directors take pleasure in presenting the **FIFTEENTH** Annual Report of the Company together with the Audited Accounts for the financial year ended on 31st March, 2020.

FINANCIAL SUMMARY/HIGHLIGHTS:

The brief financial results are as under:

(Rs. In lakhs)

Particulars	2019-20	2018-19
Gross Revenue from Operation	15978.08	22263.70
Less: Vat	-	-
Excise	-	-
CGST/SGST/IGST	-	(3504.40)
Add: Job work	-	Nil
Net Revenue from Operations	15978.08	18759.30
Other income	22.62	15.41
Total revenue	16000.70	18774.71
Profit/(Loss) before Depreciation and Tax	524.70	611.44
Less: Depreciation	74.69	65.18
Profit/(Loss) Before Tax and Extra Ordinary Items	450.01	546.26
Less: Extra Ordinary Items	Nil	Nil
Less: Current Tax	114.66	154.34
Deferred Tax	(1.27)	(2.40)
Profit/(Loss) After Tax	336.62	394.32
Add: previous year Profit/(Loss)	1166.05	771.73
Less: Issue of Bonus Shares	Nil	Nil
Balance Carried to Balance Sheet	1502.67	1166.05

The net revenue from operations including job work of the Company for the year 2019-20 has decreased from Rs. 18759.30 Lakhs to Rs. 15978.08 Lakhs. Moreover, profit before Depreciation and Tax stands decreased from Rs. 611.44 Lakhs to Rs.524.70 Lakhs. The impact of COVID-19 pandemic started worldwide from the month of December, 2019 and had severe impact on the business globally. This resulted in the slowdown in the production and sales of Company from January, 2020 itself which was followed by complete closure for approx. 40 days spanning during the months of April, 2020 & May, 2020. Thereafter, the Company resumed the normal factory and office operations from the month of May, 2020 itself. However, it must be noted that the COVID-19 is an unprecedented phenomenon faced by all and as the pandemic has not been eradicated completely, the situation is very uncertain and has not completely stabilized. If the impact of COVID 19 get stabilized and/or subsided, the same may be expected to result into normal business operations in the next couple of years.

SUBSIDIARY COMPANIES/JOINT VENTURE COMPANY/ASSOCIATE COMPANY:

The Company does not have any Subsidiary Companies or Joint Venture Company or Associate Company.

MATERIAL CHANGES AND COMMITMENT:

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of financial year of the Company to which the financial statements relate and the date of the report.

REASONS FOR REVISION OF FINANCIAL STATEMENT OR REPORT:

During the year, the financial statement or report was not revised. Hence further details are not applicable.

DIVIDEND:

In order to conserve resources, your Directors express their inability to declare any dividend.

TRANSFER TO RESERVE:

Your Directors find it prudent not to transfer any amount to General Reserve.

MIGRATION OF LISTING OF SHARES FROM SME TO MAIN BOARD OF NSE:

The listing of equity shares of Company has been migrated from SME EMERGE Platform to Main Board of NSE Limited as per notice given by the NSE vide Notice No. 0581/2019 dated 11th July, 2019 w.e.f. 15th July, 2019.

DIRECTORS & KEY MANAGERIAL PERSONNEL:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 Mr. Vijaysinh D. Chavada, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself to be re-appointed as Director of the Company.

The Board recommends the re-appointment of Mr. Vijaysinh D. Chavada as Director of the Company liable to retire by rotation.

Ms. Bhumika V. Ranpura resigned as Company Secretary of the Company w.e.f 17th June, 2019. Ms. Ridhhi Rajyaguru was appointed as Company Secretary w.e.f 17th June, 2019 and resigned as Company Secretary w.e.f 31st August, 2019. Further Mr. Jignesh Gandhi was appointed as Company Secretary of the Company w.e.f. 31st August, 2019 and resigned as Company Secretary w.e.f 7th March, 2020.

UTILISATION OF ISSUE PROCEEDS:

As reported earlier, the Company has fully deployed the entire funds of Rs. 1004.52 Lacs received through the public offer as per the objects of the issue specified in the said offer document.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. that the Directors had prepared the annual accounts on a going concern basis; and
5. that the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS:

The Company has complied with applicable Secretarial Standards during the year under review.

FORMAL EVALUATION BY BOARD OF ITS OWN PERFORMANCE:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of Audit and Nomination & Remuneration Committees based on the criteria and framework adopted by the Board.

NUMBER OF MEETINGS OF BOARD:

The Board of Directors duly met 7 (Seven) times on 9th April, 2019, 11th May, 2019, 17th June, 2019, 31st August, 2019, 28th November, 2019, 12th December, 2019 and 12th February, 2020.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary Declaration from each Independent Director/s under section 149(7) of the Companies Act, 2013 that they meet the criteria of Independence laid down in section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors is of the opinion that the Independent Directors fulfil the criteria of independence and are independent from the management of the Company.

ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS / SWEAT EQUITY SHARES / EMPLOYEE STOCK OPTION SCHEME:

During the year, the Company has not issued any equity shares with differential voting rights or sweat equity shares or shares under employee stock option scheme. Hence disclosure regarding the same is not given.

AUDITORS:

M/s. Devpura Navlakha & Co, Chartered Accountants, the existing auditors of the Company were appointed as auditors of the Company at the 14th AGM for holding the office from the conclusion of that 14th AGM till the conclusion of the 19th AGM. At the same AGM, any one of the Directors of the Company was authorized to fix the remuneration of the Statutory auditors.

In view of the Companies (Amendment) Act, 2017, the first proviso in sub-section (1) in section 139 of the Companies Act, 2013 has been omitted with effect from 7th May, 2018. In view of this, the said appointment of auditor is no longer required to be ratified by the members at every annual general meeting.

The Board has duly reviewed the Statutory Auditor's Report on the Accounts. The observations, comments and notes of the Auditor are self explanatory and do not call for any further explanation /clarification.

COST AUDITORS AND COST AUDIT REPORT:

Pursuant to Section 148 of the Companies Act, 2013, the Board of Directors on the recommendation of the Audit Committee appointed M/s. A G Tulsian & Co., Cost Accountants, as the Cost Auditors of the Company for the financial year 2019-20. M/s AG Tulsian & Co. have confirmed that their appointment is within the limits of the section 139 of the Companies Act, 2013 and have also certified that they are free from any disqualifications specified under Section 141 of the Companies Act, 2013.

The Audit Committee has also received a certificate from the Cost Auditor certifying their independence and arm's length relationship with the Company. The Cost Audit Report for the financial year 2018-19 was filed with the Ministry of Corporate Affairs on 16th July, 2019.

As required under the Companies Act, 2013 the remuneration payable to the Cost Auditor is required to be placed before the Members in the General Meeting for their ratification. Accordingly necessary resolution seeking Member's approval for ratification of remuneration payable to the Cost Auditor was approved by the members of the Company at the 14th Annual General Meeting held on 28th September, 2019.

SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Company has appointed M/s. Manoj Hurkat & Associates, firm of Company Secretaries in Practice to undertake Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "Annexure- 1".

AUDIT COMMITTEE:

The Audit Committee consists of the following Directors:

- | | |
|----------------------------|-------------|
| 1. Mr. Jagdishkumar Thakor | Chairperson |
| 2. Mr. Faiyazkhan Pathan | Member |
| 3. Mr. Vijaysinh Chavda | Member |

NOMINATION & REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee consists of the following Directors:

- | | |
|----------------------------|-------------|
| 1. Mr. Faiyazkhan Pathan | Chairperson |
| 2. Mr. Jagdishkumar Thakor | Member |
| 3. Mrs. Hansaben Chavada | Member |

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee consists of the following Directors:

- | | |
|----------------------------|-------------|
| 1. Mr. Faiyazkhan Pathan | Chairperson |
| 2. Mr. Jagdishkumar Thakor | Member |
| 3. Mr. Vijaysinh Chavda | Member |

RISK MANAGEMENT POLICY/PLAN:

It may please be noted that as per the applicable requirement of Companies Act, 2013 a risk management policy/plan of the Company is developed and implemented for creating and protecting the Shareholder's value by minimizing threats or losses and to identify and provide a framework that enables future activities of a Company to take place in a consistent and controlled manner.

VIGIL MECHANISM:

The Company has a vigil mechanism for its directors and employees, to deal with instance of fraud/mismanagement, if any and to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The details of the policy are posted on the website of the Company.

CODE OF BUSINESS CONDUCT AND ETHICS:

The Company has laid down a Code of Conduct (COC) which is applicable to all the Board members and Senior Management of the Company. The COC is available on the website of the Company www.sanginitachemicals.co.in. All the members of the Board and Senior Management have affirmed compliance with the Code.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti Sexual Harassment measures in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. During the year, there were no complaints received under the said act. The Company has complied with all the applicable provisions of the said Act including the constitution of internal complaints committee.

REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The Company's shareholders may refer the Company's website for the detailed Nomination & Remuneration Policy of the Company on the appointment and remuneration of Directors including criteria for determining qualifications, positive attributes, independence of a Director; and other matters provided under sub-section(3) of section 178.

The Company's remuneration policy is directed to wards rewarding performance based on review of achievements periodically. The remuneration policy is inconsonance with the existing industry practice.

ANALYSIS OF REMUNERATION:

The details of remuneration paid to Directors and Key Managerial Personnel is given in extract of Annual Return attached with this report.

Disclosure/details pursuant to provisions of Section 197(12) of the Companies Act 2013 read with Companies (appointment and Remuneration of managerial personnel) Rules, 2014 are given as follows:

Names and Positions	[A] Ratio of Directors' Remuneration to the median Remuneration of Employees	[B] Percentage (%) increase in Remuneration
Mr. Dineshsinh B. Chavada (Chairperson & Managing Director)	4.19	Nil
Mr. Vijaysinh D. Chavda (Whole Time Director)	3.95	Nil
Mrs. Hansaben D. Chavada (Director)	1.16	Nil
Mr. Faiyazkhan Y. Pathan (Independent Director)	Nil	Nil
Mr. Jagdishkumar V. Thakor (Independent Director)	Nil	Nil
Mr. Pramodisnh D. Dabhi (Independent Director)	Nil	Nil
The median remuneration of employees of the Company during the financial year was Rs. 129000/- p.a.		
[C] Percentage increase in the median Remuneration of Employees	18.33%	
[D] Number of permanent Employees on the rolls of Company	32 (Thirty Two)	
[E] Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof	There was decrease of 18.33% in the average salaries of employees other than managerial personnel in the year 2019-20. There was increase of 100% in the Managerial Remuneration in the year 2019-20 as compared to the year 2018-19. There was no change in the remuneration to the CFO and CS in the year 2019-20.	

It is hereby affirmed that the remuneration is as per remuneration policy of the Company.

PARTICULARS OF EMPLOYEES:

The statement showing the names of the top ten employees in terms of remuneration drawn is given as "**Annexure – 2.**"

There are no employees of the Company drawing remuneration requiring disclosure of information under Section 134 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

DETAILS OF THE REMUNERATION TO MD/WTD (AS PER CLAUSE-IV OF SECTION-II OF PART-II OF SCHEDULE V):

- (i) All elements of the remuneration package such as salary, benefits, bonuses, stock options and pension: The details are given in clause- VI (A) of MGT-9 attached to this report as **Annexure -4.**
- (ii) Details of fixed component and performance-linked incentives, alongwith the performance criteria:
The details are given in clause-VI(A) of MGT-9 attached to this report as Annexure-4 and performance criteria is linked with net profit of the Company.
- (iii) Service contracts, notice period and severance fees:
Term valid till 22nd November, 2021. Notice period is 6 month one either side or the Company paying 6 months remuneration in lieu of such notice and no severance fees.
- (iv) Stock option details, if any, and whether these have been issued at a discount, as well as the period over which they accrued and how they are exercisable:
The Company has not granted any stock option.

REGULATORY ORDERS:

During the year, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

CSR COMMITTEE:

As the requirement of CSR Committee is not applicable to the Company, no further details/disclosure required to be given in this regard.

DETAILS ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A)	Conservation of energy	
	(i) the steps taken or impact on conservation of energy	The Company accords high priority to conservation of energy. However, there are no specific steps taken in this regard.
	(ii) the steps taken by the company for utilizing alternate sources of energy	The Company is not utilizing alternate sources of energy.
	(iii) the capital investment on energy conservation equipments	NIL
(B)	Technology absorption	
	(i) the efforts made towards technology absorption	NIL
	(ii) the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
	(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	The Company has not imported any technology during the year. Hence, there are no details to be furnished under each of the sub clauses in this clause.
	(iv) the expenditure incurred on Research and Development	There are no expenditure incurred on Research and Development by the Company.
(C)	Foreign exchange earnings and Outgo	
	The Foreign Exchange earned in terms of actual inflows during the year and	Nil
	The Foreign Exchange outgo during the year in terms of actual outflows	Nil

INTERNAL FINANCIAL CONTROL:

The Directors has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and have been operating effectively.

DEPOSITS:

During the year under report, your Company has not accepted any deposits pursuant to Section 73 of the Companies Act, 2013. Hence further details are not given.

Details of money accepted (if any during the year) by the Company from the Directors and/or the relatives of Directors of the Company are given in the notes to the Financial Statements and the same are not deposit as per the applicable provisions of Companies Act, 2013 and rules made thereunder.

CORPORATE GOVERNANCE:

The Corporate Governance Report forms an integral part of this Report and annexed hereto as “**Annexure 3**”, together with the Certificate from the Practicing Company Secretary regarding compliance with the requirements of Corporate Governance as stipulated in Part C of Schedule V to the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015.

EXTRACT OF ANNUAL RETURN:

The details forming part of the extract of the Annual Return in form MGT- 9 is annexed herewith as “**Annexure - 4**”

PARTICULARS OF LOANS, INVESTMENTS OR GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

There are no Loans, Investments or Guarantees /Security given by the Company during the year, under section 186 of the Companies Act, 2013; hence no particulars are required to be given.

MANAGEMENT DISCUSSION AND ANALYSIS:

Necessary Management Discussion and Analysis Report, pursuant to Regulation 34(2)(e) of The SEBI (LODR) Regulations, 2015 is appended as “**Annexure- 5**” to Director’s Report.

RELATED PARTY TRANSACTION:

There are no particulars of contacts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 which are required to be reported in the prescribed form AOC-2. The details of related party transactions as per AS-18 are otherwise reported in the financial statements. The related party transactions are otherwise carried out in the ordinary course of business and on arm's length basis and the same are in the best interest of the Company. The related party transactions are due to business exigencies.

APPRECIATION:

Your Directors wish to place on record their sincere appreciation for significant contribution made by the employees at all the levels through their dedication, hardwork and commitment, thereby enabling the Company to boost its performance during the year underreport.

Your Directors also take this opportunity to place on record the valuable co-operation and continuous support extended by its valued business associates, Practicing Company Secretary, Auditors, Supplier, Customers, Banks / Financial Institutions, Government authorities and the shareholders for their continuously reposed confidence in the Company and look forward to having the same support in all its future endeavors.

Place : Gandhinagar
Date : 18th June, 2020

By Order of the Board
Sd/-
Dineshsinh B Chavada
(DIN: 01497977)
Chairperson & Managing Director

SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Sanginita Chemicals Limited
(CIN: L24100GJ2005PLC047292)
301, 3rd Floor, Shalin Complex,
Sector-11, Gandhinagar-382011

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SANGINITA CHEMICALS LIMITED (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits), Regulations, 2014;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby report that during the period under review, the Company has complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

- VI. There are no other laws applicable specifically to the Company in respect of the business/activities carried out by the Company which are required to be reported under this clause.

We further report that:

- a) The Board of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors took place during the period under review.
- b) Adequate notice is given to all Directors to schedule the Board Meetings at least seven days in advance. Agenda and detailed notes on agenda were also sent to all Directors and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and form earning full participation at the meeting.

- c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, no event/action has taken place which have major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For, MANOJ HURKAT AND ASSOCIATES

Practicing Company Secretaries

FRN:P2011GJ25800

Sd/-

MANOJ R HURKAT

Partner

FCS No. 4287, C P No.: 2574

UDIN: F004287B000345914

Place : Ahmedabad
Date : 18th June, 2020

Note: This Report is to be read with our letter of even date which is annexed as **Annexure A** and form an integral part of this Report.

‘Annexure A’

To,
The Members,
Sanginita Chemicals Limited
(CIN: L24100GJ2005PLC047292)
301, 3rd Floor, Shalin Complex,
Sector-11, Gandhinagar-382011

Our report of even date is to be read along with this letter:

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts and cost records of the Company.
4. We have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, secretarial records and other factual position which can not be otherwise verified etc. wherever required or necessary.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of the same on test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the company or of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For, MANOJ HURKAT AND ASSOCIATES

Practicing Company Secretaries

FRN:P2011GJ25800

Sd/-

MANOJ R HURKAT

Partner

FCS No. 4287, C P No.: 2574

UDIN: F004287B000345914

Place : Ahmedabad
Date : 18th June, 2020

Statement showing the names of the top ten employees in terms of remuneration drawn:

Name	Designation/ Nature of duties	Nature of employment whether contractual or otherwise	Relation with Director or Manager of Company	Remune- ration (In ₹) p.a.	Qualifi- cation	Experience (Years)	Date of joining	Age (Years)	Last employment before	% Equity shares held
1	2	3	4	5	6	7	8	9	10	11
Dineshsinh Bhimsinh Chavda	Managing Director	Otherwise	Husband of Mrs. Hansaben D. Chavada and Father of Mr. Vijaysinh D. Chavda	540000.00	B.Sc.	35	10.01.2007	60	Environmental Officer in Narmada Project of the Gujarat State	17.03%
Vijaysinh Dineshsinh Chavda	Whole time Director	Otherwise	Son of Mr. Dineshsinh B. Chavada and Mrs. Hansaben D. Chavada	510000.00	Diploma in Chemical Engineering	13	15.12.2005	39	NA	5.31%
Sanjaybhai Kantilal Patel	General Manager	Otherwise	NIL	283200.00	B. Sc.	26	01.07.2015	48	Jay Agro	NIL
Baldevbhai Bababha Chauhan	Marketing Manager	Otherwise	NIL	283200.00	B. Sc.	28	01.07.2015	50	Parekh Enterprise	NIL
Sangitaben Dineshsinh Chavda	CFO	Otherwise	Daughter of Dineshsinh B. Chavada and Mrs. Hansaben D. Chavada	259200.00	BBA	6	01.01.2017	35	ICICI Bank	NIL
Bhailal Barot	Lab. Staff	Otherwise	NIL	257230.00	B. Sc.	5	01.04.2017	27	-	NIL
Ankit Prakashkumar Gupta	Helper	Otherwise	NIL	171801.00	10 th Pass	8	01.05.2019	29	Laxmi Chemicals	NIL
Shanaji Fulaji Pagi	Helper	Otherwise	NIL	171235.00	12 th Pass	11	01.05.2019	34	Laxmi Chemicals	NIL
Shankarbhai P Vaghadiya	Operator	Otherwise	NIL	165824.00	8 th Pass	10	01.04.2017	34	Parikh Enterprise	NIL
Dasrathbhai Smabhai Kalaswa	Operator	Otherwise	NIL	159593.00	9 th Pass	6	01.04.2019	28	Parikh Enterprose	NIL

CORPORATE GOVERNANCE REPORT**1. Company's Philosophy on Corporate Governance**

Sanginita Chemicals Limited ("Sanginita") is committed to do business in an efficient, responsible, honest and ethical manner. The Company's philosophy on Corporate Governance envisages attainment of highest level of transparency, integrity, fairness and accountability in all facets of its functioning. The basic philosophy of Corporate Governance in the Company is to achieve business excellence and dedication to increase long-term stakeholder's value.

2. Board of Directors**A. Composition of the Board:**

As per the requirement of SEBI (LODR) Regulations, 2015, the Structure of Board of the Company maintains an optimum combination of Executive, Non-Executive Directors and Independent Directors. The Composition of the Board is in conformity with the Listing requirements. The detailed composition of the Board of Directors as on 31st March, 2020, their category and their Directorship in the companies and Membership/Chairmanship in the Committees of the Board are given below:

Sr. No.	Name of the Director	Position/Category++	* Number of Directorship as on 31.03.2020 including Sanginita	** Number of Membership/ Chairmanship in Board Committee as on 31.03.2020 including Sanginita	
				Membership+	Chairmanship
1	Mr. Dineshsinh B. Chavda	Chairperson & Managing Director	2	Nil	Nil
2	Mr. Vijaysinh D. Chavda	Whole Time Director	2	2	Nil
3	Mrs. Hansaben D. Chavda	Director	2	Nil	Nil
4	Mr. Faiyazkhan Y. Pathan	Independent Director	1	2	1
5	Mr. Jagdishkumar V. Thakor	Independent Director	1	2	1
6	Mr. Pramodsinh D. Dabhi	Independent Director	1	Nil	Nil

+ Membership excludes Chairmanship.

*Excluding Directorship held in Foreign Companies.

** Indicates Membership/Chairmanship in the Audit Committee and Stakeholders Relationship Committee (excluding Private Limited Companies, Foreign Companies and Section 8 Companies).

++ Mr. Dineshsinh B. Chavda is father of Mr. Vijaysinh D. Chavda and husband of Mrs. Hansaben D. Chavda. Barring this none of the Directors are related interse.

*** None of the Directors of the Company are Directors in any of the Listed Company.

The Board of Directors have identified the below mentioned skills / expertise / competencies in the context of the business and the sector in which the Company is operating, for the Company to function effectively:

Sr. No.	skills / expertise / competencies	Name of Directors
1.	Knowledge of legal, including taxation, IT, marketing, etc. (specialized professional skill)	1. Dineshsinh B. Chavda 2. Vijaysinh D. Chavda 3. Faiyazkhan Y. Pathan 4. Jagdishkumar V. Thakor 5. Pramodsinh D. Dabhi
2.	Knowledge of accounts and finance (ability to read and understand financial statement),	1. Dineshsinh B. Chavda 2. Vijaysinh D. Chavda 3. Faiyazkhan Y. Pathan 4. Jagdishkumar V. Thakor 5. Pramodsinh D. Dabhi
3.	Knowledge of Chemicals business	1. Dineshsinh B. Chavda 2. Vijaysinh D. Chavda 3. Hansaben D. Chavda
4.	Knowledge of HR, general administration and management	1. Dineshsinh B. Chavda 2. Vijaysinh D. Chavda 3. Hansaben D. Chavda 4. Faiyazkhan Y. Pathan 5. Jagdishkumar V. Thakor 6. Pramodsinh D. Dabhi

B. Board Meetings held during the year 2019–20:

The Board of Directors meets at regular intervals to discuss and decide on various issues including strategy related matters pertaining to the business/company. The tentative calendar of Board Meetings is circulated to the Directors in advance to facilitate them and to ensure their active participation in the Meetings of the Company. Apart from this, the Meetings of the Board are also convened or the approval of the Board is obtained through circulation of resolution to all the Directors in case some urgent/special situation arises. Such circular resolution is also confirmed in the next Board Meeting. Further when it is not possible to attend meeting physically, the Directors may use video conferencing facility to enable their participation. Agenda papers containing all necessary information / documents are made available to the Board in advance to enable the Board to take informed decisions and to discharge its functions effectively.

During the year 2019 - 2020, the Board met 7 (Seven) times. Details of these Meetings are as follows:

Sr. No.	Date of Meeting
1	9 th April, 2019
2	11 th May, 2019
3	17 th June, 2019
4	31 st August, 2019
5	28 th November, 2019
6	12 th December, 2019
7	12 th February, 2020

C. Attendance of each Director at the Board Meeting during the year 2019–2020 and at last AGM was as follows:

Sr. No.	Name of the Director	Number of Board Meetings held during their tenure as Director	Number of Board Meetings attended	Attendance at last AGM held on 28 th September, 2019
1	Mr. Dineshsinh B. Chavda	7	7	Yes
2	Mr. Vijaysinh D. Chavda	7	7	Yes
3	Mrs. Hansaben D. Chavda	7	7	Yes
4	Mr. Faiyazkhan Y. Pathan	7	7	Yes
5	Mr. Jagdishkumar V. Thakor	7	7	Yes
6	Mr. Pramodsinh D. Dabhi	7	7	Yes

3. Audit Committee:

The composition of the Audit Committee as on 31st March, 2020 is as follows:

1. Mr. Jagdishkumar V. Thakor - Chairman
2. Mr. Faiyazkhan Y. Pathan - Member
3. Mr. Vijaysinh D. Chavda - Member

Mr. Jigensh Gandhi, Company Secretary acted as a Secretary to the Audit Committee upto 7th March, 2020.

Note:

At least two third members of the Audit Committee are Independent Directors including the Chairman of the Audit Committee being an Independent Director and having financial and accounting knowledge.

The role, term of reference, authority and powers of the Audit Committee are in conformity with the requirements of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 as applicable to the Company.

During the year 2019 - 2020, the Audit Committee met 4 (Four) times. Details of these Meetings are as follows:

Sr. No.	Date of Meeting
1	11 th May, 2019
2	31 st August, 2019
3	12 th December, 2019
4	12 th February, 2020

The attendance of the Members at the Audit Committee Meetings during the year 2019-2020 was as follows:

Sr No.	Name of the Audit Committee Members	Number of Audit Committee Meetings held while holding the office	Number of Audit Committee Meetings attended
1	Mr. Jagdishkumar V. Thakor	4	4
2	Mr. Faiyazkhan Y. Pathan	4	4
3	Mr. Vijaysinh D. Chavda	4	4

The Chairman of the Audit Committee remained present at the Annual General Meeting of the Company held on 28th September, 2019 to answer shareholders queries.

4. **Nomination and Remuneration Committee**

The composition of the Nomination and Remuneration Committee as on 31st March, 2019 is as follows:

1. Mr. Faiyazkhan Y. Pathan - Chairman
2. Mr. Jagdishkumar V. Thakor - Member
3. Mrs. Hansaben D. Chavda - Member

The role, term of reference, authority and powers of Nomination and Remuneration Committee are in conformity with the requirements of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 as applicable to the Company.

During the year 2019 - 2020, the Nomination and Remuneration Committee met 3 (three) times. Details of these Meetings are as follows:

Sr. No.	Date of Meeting
1	11 th May, 2019
2	17 th June, 2019
3	31 st August, 2019

The attendance of the Members at the Nomination and Remuneration Committee Meetings during the year 2019- 2020 was as follows:

Sr No.	Name of Members	Number of NRC Meetings held while holding the office	Number of NRC Meetings attended
1	Mr. Faiyazkhan Y. Pathan	3	3
2	Mr. Jagdishkumar V. Thakor	3	3
3	Mrs. Hansaben D. Chavda	3	3

The details on performance evaluation criteria for Directors including Independent Directors are already provided under the head "Board Evaluation" in the Director's Report.

5. **Remuneration/Sitting Fees to Directors**

i) **Remuneration to Directors:**

During the Financial Year 2019 - 20, the Company has paid remuneration of Rs. 10.50 Lakhs to Executive Directors of the Company pursuant to approval of Members at the Extra Ordinary General Meeting held on 30th November, 2016 for payment of remuneration.

ii) **Sitting Fees to Directors:**

The Board of Directors are not paying any amount of Sitting Fees to the Directors for attending the meetings of Board and Committee.

iii) **Terms of appointment of Managing Director:**

Mr. Dineshsinh B. Chavda has been appointed as Managing Director of the Company w.e.f. 23rd November, 2016 and Mr. Vijaysinh D. Chavda has been appointed as Whole Time Director of the Company w.e.f. 23rd November, 2016.

Mrs. Hansaben D. Chavda holds 14,85,000 equity shares of the Company. Apart from this no other non-executive Director holds any shares in the Company.

6. **Stakeholders Relationship Committee:**

The composition of the Stakeholders Relationship Committee as on 31st March, 2020 is as follows:-

1. Mr. Faiyazkhan Y. Pathan - Chairman
2. Mr. Jagdishkumar V. Thakor - Member
3. Mr. Vijaysinh D. Chavda - Member

During the year 2019-2020, the Stakeholders Relationship Committee met twice on 11th May, 2019 and 12th December, 2019. All three members of the Committee were present in both meetings.

The status of shareholders complaint as on 31st March, 2020 is as follows:-

Particulars	Opening as on 01.04.2019	Received* during the year	Disposed during the year	Balance as on 31.03.2020
No. of complaints	NIL	NIL	NIL	NIL

Mr. Jignesh Gandhi, Company Secretary acted as Compliance Officer of the Company upto 7th March, 2020.

8. General Body Meetings**A. Schedule of the last three Annual General Meetings of the Company is presented below:**

Year	Date & Time of AGM	Venue	Special Resolutions passed
2018-19	28 th September, 2019 2.30 P.M.	301, 3rd Floor, Shalin Complex, Sector – 11, Gandhinagar - 382011	No
2017 - 18	28 th September, 2018 2.30 P.M.	301, 3rd Floor, Shalin Complex, Sector – 11, Gandhinagar - 382011	1. Authority to Board to appoint and fix remuneration of Cost Auditors 2. Payment of Remuneration to Executive Directors in excess of limits under SEBI (LODR).
2016-17	28 th September, 2017 4.00 p.m.	301, 3rd Floor, Shalin Complex, Sector – 11, Gandhinagar - 382011	1. Authority to Board to invest, make loan, provide guarantee or security 2. Authority to Board to mortgage or charge the properties of the Company. 3. Authority to Board to borrow money

B. Postal Ballot:

Whether the Special Resolution was put through postal ballot last year, details of voting pattern, person who conducted the postal ballot exercise: No Postal Ballot was conducted

Whether Special Resolution are proposed to be conducted through postal ballot: No

Procedure of Postal Ballot: Not Applicable

9. Disclosures

There are certain transactions with related parties which have been disclosed at the relevant place in the Notes to the Annual Accounts. No such related party transactions may have potential conflict with the interests of the Company at large.

There is no non-compliance on any capital market related matter since the listing of Company's security on Stock Exchanges. Further, no penalty has been imposed either by SEBI or Stock Exchanges or any Statutory Authority on any capital market related matter during the last three years.

10. Means of Communication

The Financial Results of the Company are normally published in one National newspaper in English in Free Press Gujarat and one Regional newspaper in Lokmitra (Gujarati language). These results can also be viewed from the Company's website www.sanginitachemicals.co.in. Further, the Financial Results and other required filings of the Company can also be viewed on the website of The National Stock Exchange of India Limited (www.nseindia.com).

11. Code of Conduct**Code of Conduct for Directors and Senior Management:**

The Board of Directors of the Company has adopted a Code of Conduct and made it applicable to the Board Members and Senior Management of the Company. The same has also been posted on the website of the Company.

The Board and Senior Management of the Company have affirmed compliance with the Code. The declaration by MD & CFO to this effect has been made elsewhere in this Annual Report.

Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders:

Pursuant to the requirements of The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted a Code of Conduct for Regulating, Monitoring and Reporting of Trading by Insiders and the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. Company Secretary acts as the Compliance Officer. This Code of Conduct is applicable to the Designated Person(s), employees and the Immediate Relative(s) of such Designated Persons and employees of the Company who can have access to Unpublished Price Sensitive Information relating to the Company.

12. Ethical Behavior and Vigil Mechanism

Pursuant to Section 177 (9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has an Ethical Behaviour and Vigil Mechanism for Directors and employees to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Code of Conduct of the Company. The said mechanism also provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Management affirms that no employee of the Company was denied access to the Audit Committee.

13. Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions

As required under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Related Party Transactions Policy. The Policy is available on the website of the Company www.sanginitachemicals.co.in.

14. Appointment of Independent Directors

The Company has issued formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013 and the applicable Corporate Governance requirements. The terms and conditions of appointment have also been disclosed on the website of the Company. The Board of Directors confirms that all the Independent Directors of the Company fulfill the criteria of Independence as per requirements.

15. Familiarization Programme for Independent Directors

Pursuant to provisions of Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Policy on Familiarization Programme for Independent Directors. The Programme aims to familiarize Independent Directors with activities of the Company so as to enable them to make effective contribution and to assist them in discharging their functions as a Board Member. The Company's Policy on Familiarization Programme for Independent Directors has been disclosed on the website of the Company www.sanginitachemicals.co.in.

16. Credit Rating

The Company has not obtained any credit rating during the year for any debt instruments or fixed deposit programme.

17. Utilization of funds

The Company has not raised any funds through preferential allotment or qualified institutional placement as specified in the Listing Regulations.

18. Certificate from a Practicing Company Secretary

The Company has obtained a certificate from Manoj Hurkat & Associates, Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

19. Fees paid to the Statutory Auditors

During the financial year 2019–2020, Devpura Navlakha & Co., the Statutory Auditors of the Company were paid fees for audit and providing other services as per below details:

Name of the Company	Fees paid		Total (in Rs.)
	For Statutory Audit	For providing other services	
Sanginita Chemicals Limited	30,000	19,000	49,000

20. Disclosure of Sexual Harassment of Women at Workplace:

The Company has formed a Committee headed by Mrs. Hansaben D. Chavda to look after the matters of Sexual Harassment of women in the Company; during the year, Committee has not received any complaint from any woman employee of the Company. The Company has complied with all the requirement and provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. General Shareholders Information**A. Schedule & Venue of the 15th Annual General Meeting of the Company:**

Date & Day : 29th September, 2020, Tuesday

Time : 12.00 Noon

Venue : 301, 3rd Floor, Shalin Complex, Sector – 11, Gandhinagar - 382011

B. Financial Year and Calendar:

The Financial Year of the Company starts on 1st April and ends on 31st March every year.

Financial Calendar for 2020 - 2021 (Tentative Schedule) for adoption of quarterly results for:

Quarter ending 30 th June, 2020	Before 14 th August, 2020
Quarter ending 30 th September, 2020	Before 14 th November, 2020
Quarter ending 31 st December, 2020	Before 14 th February, 2021
Quarter & Year ending 31 st March, 2021 (Audited)	Before 30 th May, 2021

C. Book Closure Date:

Tuesday, 22nd September, 2020 to 29th September, 2020 (both days inclusive)

D. Listing on Stock Exchanges and Scrip Codes:

Name and Address of Stock Exchanges	Scrip Code
1. National Stock Exchange of India Limited (NSE)	SANGINITA

Note: The necessary listing fees has already been paid to the Stock Exchanges.

F. Stock Market Data:

Market Price Data in NSE is as follows:

Month	NSE Nifty		Company's Share price on NSE	
	High	Low	High	Low
April 2019	11856.15	11549.10	70.00	63.00
May 2019	12041.15	11108.30	65.00	51.80
June 2019	12103.05	11625.10	65.00	54.00
July 2019	11981.75	10999.40	83.50	61.00
August 2019	11181.45	10637.15	84.00	71.50
September 2019	11694.85	10670.25	112.75	82.50
October 2019	11945.00	11090.15	141.00	106.95
November 2019	12158.80	11802.65	153.85	136.70
December 2019	12293.90	11832.30	158.00	144.25
January 2020	12430.50	11929.60	180.50	148.70
February 2020	12246.70	11175.05	196.00	142.95
March 2020	11433.00	7511.10	149.75	73.75

G. Registrar and Share Transfer Agent and Share Transfer System:

The Company has appointed Purva Sharegistry (India) Private Limited as the Registrar and Share Transfer Agent of the Company for both Physical as well as Demat mode.

The Company has entrusted Purva Sharegistry (India) Private Limited with the responsibility of ensuring effective resolution and disposal of all kinds of investor grievances such as Demat, Remat, non-receipt of Dividend, etc.

Investors may contact our Registrar and Share Transfer Agent at the following address for their queries:-

M/s Purva Sharegistry (India) Private Limited

9, Shiv Shakti Industrial Estate, J R Boricha Marg, Opp. Kasturba Hospital, Lower Parel (East), Mumbai - 400011
Tel: +91-22-23016761 Fax: +91-22-23012517 Email: busicomp@vsnl.com Website: www.purvashare.com

H. Distribution of Shareholding:

Distribution of shareholding as on 31st March, 2020 is given below:

Category (Amount of Share)	No. of Shareholders	% of No. of Shareholders	No. of Shares held	% of Shareholding
1-5000	1425	78.56	111159	0.64
5001-10000	78	4.30	57370	0.33
10001-20000	79	4.36	120569	0.70
20001-30000	52	2.87	1353370	0.78
30001-40000	33	1.82	117314	0.68
40001-50000	22	1.21	98625	0.57
50001-100000	57	3.14	388392	2.25
100001 & above	68	3.75	16238934	94.04
Total	1814	100.00	17267700	100.00

I. Dematerialization of Shares and its liquidity:

17267700 Equity Shares representing 100% of the total Equity Shares of the Company are held in Dematerialized Form as on 31st March, 2020.

J. Address for correspondence with the Company:

The address for correspondence with the Company is given below:-

Sanginita Chemicals Limited

301, 3rd Floor, Shalin Complex, Sector – 11, Gandhinagar - 382011

Ph.: 079-23240270

Web-site: www.sanginitachemicals.co.in

Email: dbchavsda@yahoo.co.in

L. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversions date and likely impact on equity:

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments.

Place : Gandhinagar
Date : 18th June, 2020

For and on behalf of the Board
Dineshsinh B. Chavda
(DIN:01497977)
Chairperson & Managing Director

Annexure to the Corporate Governance

To
The Shareholders,
Affirmation of Compliance with Code of Conduct

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that the Board of Directors of the Company has received affirmation on compliance with the Code of Conduct from all the Directors and the Senior Management Personnel of the Company, as applicable to them, for the financial year ended on 31st March, 2020.

Place : Gandhinagar
Date : 14th May, 2020

For Sanginita Chemicals Limited
Dineshsinh B. Chavda
(DIN:01497977)
Chairperson & Managing Director

CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) read with Clause 10(i) of Part C OF Schedule V of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
SANGINITA CHEMICALS LIMITED
(CIN: L24100GJ2005PLC047292)
301, 3rd Floor, Shalin Complex,
Sector-11, Gandhinagar-382011

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SANGINITA CHEMICALS LIMITED ("Company") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") for the financial year ended 31st March, 2020.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company, our responsibility is to express an opinion on the same based on our verification.

In our opinion and to the best of our information and according to the verifications as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that for the financial year ended on 31st March, 2020, none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Director of the Company by the Securities and Exchange Board of India/Ministry of Corporate Affairs or such other statutory Authority.

For, MANOJ HURKAT AND ASSOCIATES
Practicing Company Secretaries
FRN:P2011GJ25800

Place : Ahmedabad
Date : 18th June, 2020

Sd/-
MANOJ R HURKAT
Partner
FCS No. 4287, C P No.: 2574
UDIN: F004287B000346013

FORM No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN:	L24100GJ2005PLC047292
Registration Date	15/12/2005
Name of the Company	SANGINITA CHEMICALS LIMITED
Category of the Company	Listed Public Company
Sub Category of the Company	Limited by Shares & having Share Capital
Address	301, 3 rd Floor, Shalin Complex, Sector-11, Gandhinagar - 382011 (Gujarat)
Contact Details	+91-79-23240270
Whether Shares Listed	Yes
Details of Registrar and Transfer Agent	
Name	Purva Sharegistry (India) Private Limited
Address	Unit No. 9, Shiv Shakti Industrial Estate, J R Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai – 400011
Contact Details	022-23016761

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and description of main products /services	NIC code of the product/ service	% of total turnover of the company
1.	Manufacturing of Inorganic Metal based Chemicals	24100	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

[No. of Companies for which information is being filled]

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
NA					

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

(i) CATEGORY-WISE SHARE HOLDING:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters & Promoters Group									
1 Indian									
a Individual/ HUF	5755032	-	5755032	33.33%	5755032	-	5755032	33.33%	-
b Central Govt	-	-	-	-	-	-	-	-	-
c State Govt(s)	-	-	-	-	-	-	-	-	-
d Bodies Corporate	6935916	-	6935916	40.17%	6935916	-	6935916	40.17%	-
e Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
f Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	12690948	-	12690948	73.50%	12690948	-	12690948	73.50%	-

2 Foreign									
a NRIs - Individuals	-	-	-	-	-	-	-	-	-
b Other - Individuals	-	-	-	-	-	-	-	-	-
c Bodies Corporate	-	-	-	-	-	-	-	-	-
d Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
e Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	12690948	-	12690948	73.50%	12690948	-	12690948	73.50%	-
B. Public Shareholding									
1 Institutions:	-	-	-	-	-	-	-	-	-
a Mutual Funds	-	-	-	-	-	-	-	-	-
b Banks / Financial Institutions	-	-	-	-	-	-	-	-	-
c Central Govt	-	-	-	-	-	-	-	-	-
d State Govt(s)	-	-	-	-	-	-	-	-	-
e Venture Capital Funds	-	-	-	-	-	-	-	-	-
f Insurance Companies	-	-	-	-	-	-	-	-	-
g FII's	-	-	-	-	-	-	-	-	-
h Foreign venture Capital Funds	-	-	-	-	-	-	-	-	-
i Others (specify)	-	-	-	-	-	-	-	-	-
Sub total (B)(1)	-	-	-	-	-	-	-	-	-
2 Non Institutions:									
a Bodies Corporate									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	506368	-	506368	2.93%	1137540	-	1137540	6.59%	+3.66%
ii) Individual Shareholder holding nominal share capital in excess of Rs 2 lakh	3357384	-	3357384	19.44%	2930761	-	2930761	16.97%	-2.47%
c Others (NRI+CM+HUF+ Body Corporate)	713000	-	713000	4.13%	508451	-	508451	2.94%	-1.19%
Sub-total (B)(2)	4576752	-	4576752	26.50%	4576752	-	4576752	26.50%	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	4576752	-	4576752	26.50%	4576752	-	4576752	26.50%	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	17267700	-	17267700	100%	17267700	-	17267700	100%	-

(ii) SHAREHOLDING OF PROMOTERS:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares*	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Hansaben D Chavada	1485000	8.60%	Nil	1485000	8.60%	Nil	-
2.	Vijaysinh D. Chavda	916500	5.31%	Nil	9,16,500	5.31%	Nil	-
3.	Dineshsinh B. Chavada	2940900	17.03%	Nil	2940900	17.03%	Nil	-
4.	Anitaben D Chavda	412632	2.39%	Nil	412632	2.39%	Nil	-
5.	Sanginita Industries Private Limited	6935916	40.17%	Nil	6935916	40.17%	Nil	-
	Total	12690948	73.50%	Nil	12690948	73.50%	Nil	-

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE):

Sr. No.	Name of Promoter	Shareholding at the beginning of the year i.e. 1 st April, 2019		Shareholding at the end of the year i.e. 31 st March, 2020	
		No. of shares	% of total shares of the company	No. of shares*	% of total shares of the company
NA					

(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year i.e. 1 st April, 2019		Shareholding at the end of the year i.e. 31 st March, 2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Avadhi Rajesh Jain	311000	1.80%	297478	1.72%
2.	Kaddi Shankarappa	Nil	Nil	291097	1.69%
3.	Mahesh AtmaramBhoir	Nil	Nil	260434	1.51%
4.	Dipakkumar B. Chavda	168000	0.97%	230531	1.34%
5.	Shilpa Rajesh Jain	230000	1.33%	226000	1.31%
6.	Dangee Dums Limited	Nil	Nil	164000	0.95%
7.	Ravindrasinh Aswar	185000	1.07%	145000	0.84%
8.	Kamladevi Kishanlal Jain	73000	0.42%	92100	0.53%
9.	Bhagwatilal K Jain HUF	138000	0.80%	81200	0.47%
10.	Pareshbhai M Choksi	80000	0.46%	80000	0.46%
11.	Prudent Broking Services Private Limited	151000	0.87%	Nil	Nil
12.	Pratibha B. Jain	141000	0.82%	73541	0.42%
13.	Tejandrasinh B Vaghela	84846	0.49%	100	0.01%
14.	Chavda Dipakkumar B.	74000	0.43%	74000	0.43%

Note: Change in the shareholding is due to market transactions (purchase / sale in shares) made by shareholders during the year.

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year i.e. 1 st April, 2019		Shareholding at the end of the year i.e. 31 st March, 2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr.Dineshsinh B. Chavada (Chairperson and Managing Director)	2940900	17.03%	2940900	17.03%
2.	Mr. Vijaysinh D. Chavda (Whole Time Director)	916500	5.31%	916500	5.31%
3.	Mrs. Hansaben D. Chavada (Director)	1485000	8.60%	1485000	8.60%
4.	Mr. Faiyazkhan Y. Pathan (Independent Director)	Nil	Nil	Nil	Nil
5.	Mr. Jagdishkumar V. Thakor (Independent Director)	Nil	Nil	Nil	Nil
6.	Mr. Pramodsinh D. Dabhi (Independent Director)	Nil	Nil	Nil	Nil
7.	Ms. Sangitaben D. Chavda (CFO)	Nil	Nil	Nil	Nil

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Amt in Lakhs)

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	2930.50	7.75	-	2938.25
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	2930.50	7.75	-	2938.25
Change in Indebtedness during the financial year				
· Addition	565.50	4.00	-	569.50
· Reduction	13.31	-	-	13.31
Net Change	552.19	4.00	-	556.19
Indebtedness at the end of the financial year				
i) Principal Amount	3482.69	11.75	-	3494.44
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3482.69	11.75	-	3494.44

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. No.	Particulars of Remuneration	Name of MD/WT/ Manager		Total Amount (in Rs.)(p.a.)
		Mr. Dineshsinh B. Chavada (MD)	Mr. Vijaysinh D. Chavda (WTD)	
1.	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5,40,000	5,10,000	10,50,000
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	—	—	—
	- Others, specify...	—	—	—
5.	Others (Bonus)	Nil	Nil	Nil
	Total (A)	5,40,000	5,10,000	10,50,000
	Ceiling as per the act	Within prescribed limit of Schedule V of the Companies Act, 2013.		

B. REMUNERATION TO OTHER DIRECTORS:

Sr. No.	Particulars of Remuneration	Name of Directors Mrs. Hansaben D. Chavda	Total Amount (in Rs.)(p.a.)
1.	Independent Directors		
-	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,50,000	1,50,000
-	Commission		
-	Others, please specify		
	Total (1)		
2.	Other Non-Executive Directors		
-	Fee for attending board / committee meetings		
-	Commission		
-	Others, please specify		
	Total (2)		
	Total	1,50,000	1,50,000
	Total Managerial Remuneration		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

Sr. No.	Particulars of Remuneration	CFO (Sangitaben D. Chavda)	Company Secretary	Total (in Rs.)(p.a.)
1.	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,59,200	1,05,465*	3,64,665
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- Others, specify...	-	-	-
5.	Others, please specify	-	-	-
	Total	2,59,200	1,05,465*	3,64,665

* Ms. Bhumika V, Ranpura was paid salary of Rs. 20,265. Ms. Riddhi B. Rajyaguru was paid salary of Rs. 25200 and Mr. Jignesh Gandhi was paid salary of Rs. 60,000/- during their respective period of employment with the Company' after Rs. 60,000/-

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
A. COMPANY :	NA				
Penalty					
Punishment					
Compounding					
B. DIRECTORS :					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT :					
Penalty					
Punishment					
Compounding					

MANAGEMENT DISCUSSION AND ANALYSIS

This section contains certain forward-looking statements which are based on certain assumptions and expectations of certain future events.

Overall Review

The Company is engaged mainly in production of Cuprous Chloride, Cupric Chloride and Copper Sulphate at its factory situated at 1133, Near GIDC Phase-4 Chhatral, Ta. Kalol, Gandhinagar (Gujarat) with the optimum total producing capacity. In addition, our Company has also undertaken production of various other chemical products.

The Company installed manufacturing capacity of following three major products viz. Cuprous Chloride, Copper Sulphate and Cupric Chloride as 60,00,000 Kgs/p.a., 54,00,000 Kgs./p.a. and 3,50,000 Kgs./p.a. respectively. These products are widely used in dyes and pigment industries, paint industries, pharmaceuticals industries, electroplating industries, metal extraction industries and ink, Carbon paper, PVC pipe coating industries etc.

The Company is currently located and supplying the products in India including supply to Merchant Exporter. However, since last year the Company on low key basis started export its products.

Industry Structure and developments

Chemical industry is one of the oldest industries in India. It not only plays a crucial role in meeting the daily needs of the commonman, but which are required in almost all walks of life. Over the last decade, the Indian Chemical industry has evolved from being a basic chemical producer to becoming an innovative industry. With investments in R&D, the industry is registering significant growth in the knowledge sector comprising of specialty chemicals, fine chemicals and pharmaceuticals. With Asia's growing contribution to the global chemical industry, India emerges as one of the focus destinations for chemical Companies worldwide. With the current size of approximately \$108 billion, the Indian chemical industry accounts for 3% of the global chemical industry. Two distinct scenarios for the future emerge, based on how effectively the industry leverages its strengths and manages challenges. Specialty chemical segment in India is poised for substantial growth and offers immense potential for investment as well as employment generation.

Financial Performance with respect to Operational Performance

The net revenue from operations of the Company for the year 2019-20 has decreased from Rs. 18759.29 Lakhs to Rs. 15978.08 Lakhs due to decrease in prices. The Profitability of the Company is decrease by 14.63% and reached to 336.62 Lakhs (PAT) from 394.32 Lakhs in 2018-19.

Internal Control Systems and their adequacy

The Company practices an internal control system which ensures proper handling and management of its assets. The internal control system of the Company is geared to wards achieving efficiency in operations, effective monitoring and compliances with all applicable laws and regulations. The Company regularly conducts internal audit programs. The internal control department of the Company functions under the guidelines of the Audit Committee of the Company.

The Company regularly reviews the adequacy and effectiveness of the internal control system and suggests improvement for strengthening them.

Opportunities and threats

While the domestic and International economic conditions continue to remain challenging and are expected to remain for some more time, we expect that with wide range of products, quality standards and team efforts, your Company will be in a position to witherth is situation. Your Company has continued to be the preferred supplier of many leading Companies and has been successful in expanding its approval base, adding leading players from the industry. Therefore, we expect that Your Company will continue to be in a position to gradually expand its market reach and market share as per opportunities.

The Company regularly insures all its assets to enable itself in case of any mis-happening. The Company has framed a risk management team which constantly monitors the Indian and international markets and guides the management of any sort of prevailing risk to the company. The commodities prices being internationally traded are affected by the global market demand and supply forces and the dollar rate. The risk management team plays a major role here. Moreover, the industry is labour oriented and business operations of the Company may be materially affected by strikes, lock outs or work stoppage.

Material Developments in Human Resources and Industrial Relations Front:

As the Company continues to grow, the focus has been on enhancing morale and capabilities of employees. The staff and workers are provided orientation and training for the development of soft and hard skills on a regular basis. Human Resource is a precious asset of your Company. Efforts are made to improve the performance, providing work satisfaction and performance based increments, safety and social status. The Industrial relations remained cordial at all organizational levels and work places. The Company makes regular efforts to maintain relation with Stakeholders by transparency, good governance, regular communication and effective transactions.

Outlook and Opportunities

Indian chemical industry is expected to register a growth of 8-9% in the next decade and is expected to double its share in global chemical industry to 5-6% by 2021. Indian Chemical industry has the potential to grow significantly provided some of the key growth imperatives are taken care of. Securing Feedstock, Right Product Mix, M&A opportunities are currently the key imperatives for chemical industry in India. Few investment opportunities can be highlighted as:

- Chemical companies in India can either explore alternate feed stock or invest in setting up plants in resource rich nations to secure feedstock.
- Companies need to invest in exploring the right product mix to be competitive and profitable using the available feedstock in India i.e. Naphtha and its derivatives.
- Indian companies can explore possible Merger, JV opportunities for technology, capital or access to international market by taking advantage of increasing expansion of western companies in India.
- Chemical companies can invest in exploring strategic energy management and strategic water management to cut down their energy costs and contain water availability concerns.
- Companies can invest in upcoming PCPI Rs in India and overcome challenges related to infrastructure, power and water availability.
- There are good opportunities in segments such as Speciality Chemicals, Speciality Polymers, for catering to huge emerging domestic demand as also as a manufacturing hub.

Risks and Concerns

The Company regularly insures all its assets to enable itself in case of any mishap. The Company has framed a risk management division which constantly monitors the Indian and international markets and guides the management of any sort of prevailing risk to the Company.

Environment and Safety

The Company is committed to comply with the statutory requirements related to environment, health, safety and to prevent pollution through continuous improvement in processes, practices and EHS awareness. Your Company not only cares for compliances in this aspect but also contributes towards society health, safety and green environment.

Material Developments in Human Resources and Industrial Relations Front, including number of people employed

The Company has continued to give special attention to Human Resources/Industrial Relations development. Industrial relations remained cordial throughout the year and there was no incidence of strike, lock out etc.

Cautionary Statement

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute 'Forward Looking Statements' within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

By Order of the Board

Sd/-

Dineshsinh B Chavada
(DIN: 01497977)

Chairperson & Managing Director

Place : Gandhinagar
Date : 18th June, 2020

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Sanginita Chemicals Ltd.

Report on the audit of the Standalone Ind AS financial statements**Opinion**

We have audited the accompanying Standalone Ind AS financial statements of Sanginita Chemicals Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the (Standalone Ind AS Financial Statements)).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the standalone Ind AS Financial Statements in accordance with the standards on auditing (SAs) as specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the Standalone Ind AS financial statements section of our report. We are independent of the Company in accordance with the 'code of ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on standalone Ind AS Financial Statements.

Emphasis of Matter

We draw your attention to Note 43 to the Standalone Financial Statements which explains the management's assessment of the financial impact due to the lock-down and other restrictions and conditions related to the COVID - 19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent upon circumstances as they evolve. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the standalone Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matters	Principal Audit Procedures/ Auditor's Response
1	Appropriateness of Current / Non-current classification	For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents. The classification of assets and liabilities has been done on the basis of documentary evidences. Where conclusive evidences are not available, the classification has been done on the basis of management's best estimate of the period in which the assets would be realized or the liabilities would be settled. We have evaluated the reasonability of the management's estimates.

Information other than the standalone Ind AS financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management Responsibilities for Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian accounting standards (Ind AS) specified under section 133 of the Act read with the companies (Indian Accounting standards Rules, 2015, as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements:

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these standalone Ind AS Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the period is in accordance with the provisions of section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) As explained, the Company does not have any pending litigations which would impact its financial position;
 - ii) As explained, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii) As explained to us, no such amount is required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the companies act, 2013 and the rules made there under.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

Place : Gandhinagar
Date : 18th June, 2020

For & behalf of
Devpura Navlakha & Co.
FRN No. : 125064W
Chartered Accountants
Sd/-
CA Ashwini Devpura
(Partner)
Membership No. : 047390
UDIN-20047390AAABU4120

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **Sanginita Chemicals Limited** of even date)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Sanginita Chemicals Ltd.** (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the guidance note on audit of internal financial controls over financial reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation, and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence of the company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the companies act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these Standalone Ind AS Financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial control system over financial reporting with reference to these Standalone Ind AS Financial statements.

Meaning of Internal Financial Controls over Financial Reporting with reference to these Standalone Ind AS Financial Statements.

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of internal financial controls over financial reporting with reference to these Standalone Ind AS Financial Statements.

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management of override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March, 31 2020, based on the internal control over financial reporting criteria established by the

Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Gandhinagar
Date : 18th June, 2020

For & behalf of
Devpura Navlakha & Co.
FRN No. : 125064W
Chartered Accountants
Sd/-
CA Ashwini Devpura
(Partner)
Membership No. : 047390
UDIN-20047390AAABU4120

“ANNEXURE B” TO INDEPENDENT AUDITORS’ REPORT

This is an annexure on the accounts of **Sanginita Chemicals Ltd.** as referred above in paragraph 2 under the heading ‘Report on other Legal & Regulatory Requirement’ of our report of even date to the standalone Ind AS financial statement for the year ended **31st March, 2020**:

1. In respect of Fixed Assets :

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, the company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this program certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) On the basis of information and explanation given to us, the Title Deeds of Immovable Properties are held in name of company.

2. In respect of Inventories :

- (a) The management has conducted physical verification of inventory at reasonable intervals. In our opinion, the procedure followed by the management for such physical verification is reasonable and adequate in relation to the size of the Company and nature of his business.
 - (b) In our opinion the Company is maintaining proper records of inventory. No material discrepancy on verification between physical inventories and the book records were noticed.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, paragraph 3 (iii) (a) to (c) of the Order are not applicable to the Company.
 4. In our opinion and according to the information and explanations given to us, the Company has not advanced loans, given guarantees and provided securities to its directors and/or persons or firm or companies in which directors are interested. Accordingly, the provisions of clause 4 of the Order are not applicable to the Company.
 5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph 3 (v) of the order is not applicable.
 6. We have broadly reviewed the books of accounts relating to materials, labour and other items of cost maintained by the company pursuant to the rules made by the Central Government for the maintenance of cost records u/s. 148 (1) of the Companies Act. We are of the opinion that prima facie the prescribed accounts and records have been made and maintained.
 7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs, Cess, Goods & Service Tax and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2020 for a period of more than six months from the date on when they become payable.

- (b) Details of dues of Value Added Tax which have not been deposited as at March 31, 2020 on account of dispute are given below:

Sr. No.	Name of the Statute	Nature of Dues	Amount (Rs. in Lacs)	Forum where Dispute is Pending	Remarks
1	Gujarat Value Added Tax, 2003	VAT	10.60	The Dy. Commissioner of Commercial Tax, Appeal	FY 2015-16, (Refer Note No.45 of Financial Statements. On 06/06/2020, company received order in its favor and there is no any demand exist.)

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowing to financial institutions or banks or Governments or due to debenture holders.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments during the period concerned. The term loan has been applied for the purpose for which it was raised.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the period.
11. Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
12. In our opinion and according to the information and explanations given to us the Company is not a Nidhi Company. Therefore, the clause 4 (xii) of the Order is not applicable.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in notes to Standalone Ind AS Financial Statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under review. Accordingly, paragraph 3(xiv) of the order is not applicable.
15. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable.
16. The company is not required to be registered under section 45-IA of the Reserve Bank Of India Act, 1934.

For & behalf of
Devpura Navlakha & Co.
 FRN No. : 125064W
 Chartered Accountants

Sd/-
CA Ashwini Devpura
 (Partner)

Membership No. : 047390
UDIN-20047390AAABU4120

Place : Gandhinagar
Date : 18th June, 2020

BALANCE SHEET AS AT 31ST MARCH, 2020					(Amount in Lacs)
Particulars	Note No.	As at March 31, 2020	As at March 31, 2019	As at April 01, 2018	
ASSETS					
I. Non-current assets					
(a) Property, Plant and Equipment	6	386.56	371.56	340.71	
(b) Capital work-in-progress		-	-	-	
(c) Investment Properties	7	52.32	55.25	58.37	
(d) Intangible Assets	8	5.27	10.52	15.77	
(c) Financial Assets		-	-	-	
(i) Investments		-	-	-	
(ii) Loans		-	-	-	
(iii) Other		-	-	-	
(d) Other Non Current Assets	9	21.21	21.21	6.87	
Non-current assets		465.36	458.54	421.72	
II. Current assets					
(a) Inventories	10	2037.66	1893.65	1428.56	
(b) Financial Assets					
(i) Trade receivables	11	3917.37	3175.31	3560.00	
(ii) Cash and cash equivalents	12	2.64	4.38	2.36	
(c) Other current assets	13	1414.62	1626.05	681.95	
Current Assets		7372.29	6699.39	5672.87	
TOTAL ASSETS		7837.65	7157.93	6094.59	
EQUITY AND LIABILITIES					
Equity					
(a) Equity Share capital	14	1726.77	1726.77	1726.77	
(b) Other Equity	15	2134.25	1797.63	1403.31	
Total Equity		3861.02	3524.40	3130.08	
Liabilities					
I. Non-current liabilities					
(a) Financial Liabilities					
(i) Borrowings	16	25.85	35.16	64.55	
(b) Deferred tax liabilities (Net)	17	3.68	5.08	7.48	
Non- current Liabilities		29.53	40.24	72.03	
II. Current liabilities					
(a) Financial Liabilities					
(i) Borrowings	18	3452.25	2886.75	2515.69	
(ii) Trade payables	19	302.36	388.91	89.51	
(iii) Other Current Liabilities	20	16.34	16.34	48.07	
(b) Other current liabilities	21	61.29	146.67	66.24	
(c) Provisions	22	114.86	154.62	172.97	
Current Liabilities		3947.10	3593.29	2892.48	
TOTAL EQUITY AND LIABILITIES		7837.65	7157.93	6094.59	
Summary of significant accounting policies	2				
The accompanying notes from 1 to 45 are an integral part of the financial statements .					

AS PER OUR REPORT OF EVEN DATE
For Devpura Navlakha & Co.
Chartered Accountants
FRN No: 121975W
Sd/-
(CA Ashwini Devpura)
Partner

Mem. No: 047390
UDIN: 20047390AAABU4120

Place : Ahmedabad
Date : 18th June, 2020

For & On behalf of the Board of Directors
Sanginita Chemicals Limited

sd/-
(Mr. Dineshsinh Chavada)
Chairman & Managing Director
(DIN : 01497977)

sd/-
(Ms. Sangita D Chavada)
Chief Financial Officer

sd/-
(Mrs. Hansaben Chavada)
Non-Executive Director
(DIN : 00479509)

sd/-
(Mr. Vijaysinh Chavada)
Whole Time Director
(DIN : 00479413)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020

(Amount in Lacs)

Sr. No.	PARTICULARS	Note No.	Year ended March 31, 2020	Year ended March 31, 2019
I.	Revenue from operations			
	Sale of Products	23	15,978.08	18,759.30
	Revenue from operations		15,978.08	18,759.30
II.	Other Income	24	22.62	15.41
III.	Total Income (I+II)		16,000.70	18,774.71
IV.	Expenses			
	Cost of material consumed	25	13,506.92	17,533.38
	Purchases of Stock-in-trade		1,358.81	-
	changes in inventories of finished goods work			
	in-progress and stock-in-trade	26	(38.30)	(5.44)
	Employees Benefit expense	27	52.98	52.41
	Finance cost	28	329.21	318.72
	Depreciation and amortisation expense	29	74.69	70.43
	Other expenses	30	266.38	258.94
	Total expense (IV)		15,550.69	18,228.44
V.	Profit before exceptional items and tax (III-IV)		450.01	546.27
VI.	Exceptional item		-	-
VII.	Profit before tax (V-VI)		450.01	546.27
VIII.	Tax expense			
	(1) Current tax	31	114.66	154.34
	(2) Short/ (Excess) provision of IT earlier year written back		0.13	0.01
	(3) Deffered Tax Asset	31	(1.40)	(2.40)
IX.	Total Tax Expense		113.39	151.95
X.	Profit for the year after tax (VIII-IX)		336.62	394.32
XI.	Other comprehensive income		-	-
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods:		-	-
XII.	Total other comprehensive income for the year, net of tax		-	-
XIII.	Total comprehensive income for the year (X+ XII)		336.62	394.32
XIV.	Earning per equity share			
	[nominal value Rs 10 per share Rs 10/-			
	(1) Basic	32	1.95	2.28
	(2) Diluted	32	1.95	2.28
	Summary of significant accounting policies	2		

The accompanying notes from 1 to 45 are an integral part of the financial statements .

AS PER OUR REPORT OF EVEN DATE

For Devpura Navlakha & Co.

Chartered Accountants

FRN No: 121975W

Sd/-

(CA Ashwini Devpura)

Partner

Mem. No: 047390

UDIN: 20047390AAABU4120

Place : Ahmedabad

Date : 18th June, 2020

For & On behalf of the Board of Directors

Sanginita Chemicals Limited

sd/-

(Mr. Dineshsinh Chavada)

Chairman & Managing Director

(DIN : 01497977)

sd/-

(Ms. Sangita D Chavada)

Chief Financial Officer

sd/-

(Mrs. Hansaben Chavada)

Non-Executive Director

(DIN : 00479509)

sd/-

(Mr. Vijaysinh Chavada)

Whole Time Director

(DIN : 00479413)

STATEMENT OF CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

		(Amount in Lacs)	
Sr.no.	Particulars	31st March, 2020	31st March, 2019
1	Cash Flow From Operating Activities		
	Net Profit before taxation and extra ordinary items	450.01	546.27
	Adjustment for :		
	Depreciation & Amortisation cost	74.69	70.43
	Finance Cost	329.21	318.72
	Less: Non Operating Income	(13.61)	(12.92)
	Operating Profit before working capital changes	390.29	376.23
	(Increase)/Decrease in Debtors	(742.06)	840.30
	(Increase) /Decrease in inventories	(144.01)	(465.09)
	(Increase)/Decrease in Other Non Current Assets	-	(14.34)
	(Increase)/Decrease in Other current Assets	211.43	(944.09)
	Increase/(Decrease) in Trade Payables	(86.55)	299.40
	Increase/(Decrease) in Other current Liabilities	(85.38)	80.42
	Increase/(Decrease) in Other Financial Liabilities	-	(31.74)
	Increase/(Decrease) in Short Term Provision- Other	(0.08)	(0.09)
	Cash Generated from operations	(846.65)	(690.85)
	Less: Income tax paid	(154.49)	(172.59)
	Net Cash flow from operating activities (1)	(160.84)	59.06
2	Cash Flow From Investing Activities		
	Purchase of Fixed Assets	(81.50)	(92.92)
	Rent income	13.61	12.92
	Net Cash From Investing Activities (2)	(67.89)	(80.00)
3	Cash Flow From Financing Activities		
	Proceeds From Current- Financial Borrowings	565.50	371.07
	Repayment of Non Current- Financial Borrowing	(9.30)	(29.39)
	Interest Paid	(329.21)	(318.72)
	Net Cash Issued in financing activities (3)	226.99	22.96
	Net Increase in cash and cash equivalents (1+2+3)	(1.74)	2.02
	Cash & cash equivalents at the beginning of the period	4.38	2.36
	Cash & cash equivalents at the end of the period	2.64	4.38

Notes:

- 1 The above cash flow Statement has been Prepared under the " Indirect Method" as set out in IND AS-7, " Statement of Cash Flow"
- 2 Components of Cash & Cash Equivalents as under:

		(Amount in Lacs)	
Particulars		Year ended March 31, 2020	Year ended March 31, 2019
Cash and cash equivalents comprise of (Note-10)			
Cash on Hand		0.60	2.51
Balances with Banks		2.04	1.87
Cash and cash equivalent restated		2.64	4.38

AS PER OUR REPORT OF EVEN DATE
For Devpura Navlakha & Co.
Chartered Accountants
FRN No: 121975W
Sd/-
(CA Ashwini Devpura)
Partner

Mem. No: 047390
UDIN: 20047390AAABU4120

Place : Ahmedabad
Date : 18th June, 2020

For & On behalf of the Board of Directors
Sanginita Chemicals Limited

sd/-
(Mr. Dineshsinh Chavada)
Chairman & Managing Director
(DIN : 01497977)

sd/-
(Ms. Sangita D Chavada)
Chief Financial Officer

sd/-
(Mrs. Hansaben Chavada)
Non-Executive Director
(DIN : 00479509)

sd/-
(Mr. Vijaysinh Chavada)
Whole Time Director
(DIN : 00479413)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2020

A. Equity Share Capital

Balance	Amt in lakh
	Note-13
As at April 1, 2018	1,726.77
Issue of Equity share Capital	-
As at March 31, 2019	1,726.77
Issue of Equity share Capital	-
As at March 31, 2020	1,726.77

B. Other Equity

Attributable to the equity holders	Amt in lakh		
Particulars	Reserves & Surplus		Total
	Retained Earnings	Share Premium	
Balance as at April 1, 2018	771.74	631.57	1,403.31
Profit/ Loss for the Period	394.32	-	394.32
Other comprehensive income for the year	-	-	-
Total Comprehensive income for the year	394.32	-	394.32
Issue of Share Capital	-	-	-
Balance as at March 31, 2019	1,166.06	631.57	1,797.63
Balance as at April 1, 2019	1,166.06	631.57	1,797.63
Profit/ Loss for the Period	336.62	-	336.62
Other comprehensive income for the year	-	-	-
Total Comprehensive income for the year	-	-	-
Issue of Share Capital	-	-	-
Balance as at March 31, 2020	1,502.68	631.57	2,134.25

The accompanying notes from 1 to 45 are an integral part of the financial statements .

AS PER OUR REPORT OF EVEN DATE
For Devpura Navlakha & Co.
Chartered Accountants
FRN No: 121975W
Sd/-
(CA Ashwini Devpura)
Partner

Mem. No: 047390
UDIN: 20047390AAABU4120

Place : Ahmedabad
Date : 18th June, 2020

For & On behalf of the Board of Directors
Sanginita Chemicals Limited

sd/-
(Mr. Dineshsinh Chavada)
Chairman & Managing Director
(DIN : 01497977)

sd/-
(Ms. Sangita D Chavada)
Chief Financial Officer

sd/-
(Mrs. Hansaben Chavada)
Non-Executive Director
(DIN : 00479509)

sd/-
(Mr. Vijaysinh Chavada)
Whole Time Director
(DIN : 00479413)

NOTES TO AND FORMING PART OF FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2020

1. **Corporate Information:**

Sanginita Chemicals Limited (The company) is a public limited company which was initially registered as a private limited company with Registrar of Companies Gujarat with CIN number L24100GJ2005PLC047292 Since 15.12.2005 and engaged in the business of manufacturing of Chemicals having registered office at 301, 3rd Floor, Shalin Complex, Sector-11, Gandhinagar, Gujarat, India Pin 382 011 and factory address at Block No. 1133, Nr GIDC- Chhatral Phase IV, At : Chhatral, Ta- Kalol, Dist, Gandhinagar, Gujarat, India.

From 23rd day of December 2016, the company Sanginita Chemicals Pvt. Ltd. is converted in to a Public Limited company limited by shares under section 18 of the company's act 2013 and so the name of the company is changed to **SANGINITA CHEMICALS LIMITED** from the same date.

The Company has made an Initial Public Offer of 45,66,000 Equity Shares of Rs. 10/- each with premium of Rs. 12/- per share for cash at Rs.22. vide Prospectus dated 23rd February, 2017. So the company made an IPO of an amount of Rs. 10,04,52,000/-. The Company has successfully completed the Initial Public Offering (IPO) pursuant to the applicable SEBI Rules and Regulations. The IPO opened on 1st March, 2017 and closed on 3rd March, 2017.

The IPO of the Company received an encouraging response from the investors and the public issue was oversubscribed. The Equity Shares of the Company have been listed on SME Platform of NSE Limited on 10th March, 2017.

The Equity shares of the Company listed on the SME Platform of NSE Limited have been migrated from the SME Platform to the Main Board w.e.f. 15th July, 2019 vide NSE Notice Number: NSE/LIST/85500 dated 11th July, 2019. In view of this, the Companies (Indian Accounting Standards) Rules, 2015 has become applicable for the financial year 2019-20.

The financial statements were authorized for issue in accordance with a resolution of the Board of directors on June 18, 2020.

2. **Significant Accounting Policies**

2.1 **Basis of Preparation :**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

For all periods up to and including the year ended 31st March, 2019, the company has prepared its financial statements in accordance with Accounting Standards notified under section 133 of the Companies Act, 2013 (the "Act") read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP). Refer to Note 4 for information of how the transition from previous GAAP to Ind AS has affected the Company's Balance sheet, Statement of Profit & Loss and Statement of cash flow.

2.2 **Historical Cost Convention**

The financial statements have been prepared on a historical cost basis.

2.3 **Rounding of amounts**

The financial statements are presented in INR and all values are rounded to the nearest Lakhs & decimal thereof.

2.4. **Summary of Significant Accounting Policies**

The following are the significant accounting policies applied by the Company in preparing its financial statements consistently to all the periods presented including the preparation of the opening Ind AS Balance Sheet as at April 1, 2018 being the date of transition to Ind AS:

2.5. **Current Versus Non-Current Classification :**

The company presents assets and liabilities in the Balance Sheet based on current/non current classification.

An asset is treated as current when it is :

- Expected to be realized or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as noncurrent.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

The operating cycle is the time between acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve month as its operating cycle.

2.6. Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Difference between actual results and estimates are recognized in the period in which the results are known / materialized.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

2.7. Foreign Currencies :

The Company's financial statements are presented in INR, which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are initially recorded in the company's functional currency at the exchange rates prevailing on the date of the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are restated in the functional currency at the exchange rates prevailing on the reporting date of financial statements. Exchange differences arising on settlement of such transactions and on translation of monetary items are recognized in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates on the dates of the initial transactions.

2.8. Impairment of assets

Consideration is given at each Balance Sheet date to determine whether there is any indication of impairment of the carrying amounts of the Company's assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount.

2.9. Property, Plant And Equipment (PPE):

PPE are stated at cost, net of GST and depreciation. No specific borrowing is incurred to increase the fixed assets so no interest on borrowing is capitalized in fixed assets during the current financial year. Building includes road, staff quarters, security room, gate, compound wall etc.

Company maintains a separate and special in-house research laboratory for the development, expansion and invention of new and innovative techniques for easy and speedy process of output, for maintenance of quality of products and also to search out new products for the betterment and expansion of business.

Derecognition

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

Depreciation:

- Depreciation, on fixed assets, has been provided in the accounts as per schedule II of the Companies Act, 2013.
- Depreciation on fixed assets is provided on Written Down Value method.
- Depreciation has been charged pro-rata from the date of additions on Written down Value Method as per Schedule II of the Companies Act, 2013.
- One of the directors of the company himself handles the technical, manufacturing department and as per the written representation received from the director, useful life of laboratory equipment is taken as 20 years.
- Residual value of all the assets is taken at 4%.
- As per schedule II the life of the office equipments is 5 years however there are some equipments which are already used for more than 5 years and so the life is taken more than 5 years as the amount involved is very low.
- Additions made in the plant and machinery during the year are grouped on monthly basis for computation of prorata depreciation.

2.10. Investment Property

Property which is held for long-term rental yields or for capital appreciation or both, is classified as Investment Property. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The Company depreciates investment properties over their estimated useful lives, as specified in Schedule II to the Companies Act, 2013.

Investment properties are derecognized either when they have been disposed off or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in Statement of Profit and Loss in the period in which the property is derecognized.

2.11. Intangible Assets:

Intangible assets are measured on initial recognition at cost and are subsequently carried at cost less any accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles are not capitalized.

The intangible assets of the Company are assessed to be of finite lives and are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The Company reviews amortization period on an annual basis.

Intangible assets are amortized on straight line basis over their estimated useful lives as follows:

Intangible Assets	Estimated useful life (Years)
Share issue expense	5 Years

During the year company has amortized share issue expense of Rs. 5.25 Lacs (Previous Year- Rs. 5.25 Lacs)

2.12. Financial assets**Initial recognition and measurement:**

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis.

Subsequent measurement:

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets:

Financial assets that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- The asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- The contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest.

All other financial asset is subsequently measured at fair value.

Financial assets at cost:

Investments in subsidiaries, associates and joint ventures are accounted for at cost.

De recognition of financial assets:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On de recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received / receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

2.13. Financial liabilities and equity instruments**Classification as debt or equity**

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Trade and other payables

Trade and other payables are recognized at the transaction cost, which is its fair value, and subsequently measured at amortized cost.

De recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

2.14. Leases:

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The company has not entered into any such transaction.

2.15. Inventories:

Inventories are valued at the lower of cost or net realizable value after providing for obsolescence and other losses, wherever considered necessary.

Cost comprises of Following:

- 1) Raw Material cost includes Cost of Purchase ;
- 2) Finished Goods cost is raw material and cost of conversion;
- 3) Stores & Spares cost is includes Cost of Purchase;.

Cost is determined on First-in-First-out (FIFO) basis or specific identification basis as applicable.

2.16. Cash And Cash Equivalent

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand.

2.17. Provisions And Contingent Liabilities

Provisions are recognized in the accounts in respect of present probable obligations, the amount of which can be reliably estimated.

There is no contingent liability in the balance sheet of the company.

2.18. Revenue Recognition

Revenue from operations is recognized when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

- a) Sales are shown at net of sales returns, GST but discount and incentives are separately booked as expenditure.
- b) Export Sales are booked at the rate on the date of transaction and the resultant gain or loss on realization on transaction is accounted as Exchange rate difference and is dealt with Statement of Profit and Loss.

2.19. Borrowing Cost:

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

No borrowings are created for acquiring Property, Plant & Equipment during the year.

2.20. Employee Benefits:

- Short-term employee benefits are recognized as expenses at the undiscounted amount in the profit and loss account for the year in which the related service is rendered.
- Post employment and other long term employee benefits are recognized as an expense in the profit and loss account for the year in which the employee has rendered services.
- As explained by the management that there is no employee in the company who is entitle for gratuity benefit so no provision of gratuity is made.

2.21. Taxes:

Tax expense comprises of current income tax and deferred tax.

Current income tax:

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred Tax:

Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax liability/assets, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

2.22. Earnings Per Share:

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

2.23. Preliminary Expense or Expense to be written off

During the current year, the company has written off share issue expense of Rs. 5.25 Lacs (Previous year- Rs. 5.25 Lacs)

3. Significant accounting judgments, estimates and assumptions

The application of the Company's accounting policies as described in Note 2, in the preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis and any revisions thereto are recognized in the period in which they are revised or in the period of revision and future periods if the revision affects both the current and future periods. Actual results may differ from these estimates which could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Estimates and assumptions

The estimates at 1st April, 2018 and at 31st March, 2019 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies).

The estimates used by the Company to present these amounts in accordance with Ind AS reflect conditions at 1st April, 2018, the date of transition to Ind AS and as of 31st March, 2019.

Key Sources of estimation uncertainty:

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

3.1. Useful lives of property, plant and equipment

Useful lives of property, Plant & Equipments are taken as per useful lives given in Part-C of Schedule II to the Companies Act, 2013.

3.2. Investments

In case of investments, the Management assesses whether there is any indication of impairment in the value of investments. However, there is no investment as on 31/03/2020.

4.0. First-time adoption of Ind AS

These financial statements for the year ended March 31, 2020 are the first annual Ind AS financial statements, the Company has prepared in accordance with Ind AS. For periods up to and including the year ended March 31, 2019, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013 read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP) Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for periods ending on March 31, 2020 together with the comparative period data as at and for the year ended March 31, 2019 as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening balance sheet was prepared as at April 1, 2018 the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements including the balance sheet as at April 1, 2018 and the previously published Indian GAAP financial statements as at and for the year ended March 31, 2019.

Exemptions applied

Ind AS 101 "First-time Adoption of Indian Accounting Standards" allows first-time adopter certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

Ind AS Optional Exemption**Deemed cost of property, plant and equipment**

The Company has elected to continue with the carrying value of all its property, plant and equipments recognized as of 1st April, 2018 measured as per the previous GAAP and use that carrying value as its deemed cost on transition date.

Ind AS mandatory Exemption**Estimates**

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP unless there is objective evidence that those estimates were in error

Classification and measurement of financial assets

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of the facts and circumstances that exist at the date of transition to Ind AS.

Reconciliations between previous GAAP and Ind AS

Ind AS 101 requires an entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from previous GAAP to Ind AS.

Reconciliation between previous GAAP and Ind AS**Reconciliation of equity as at March 31, 2019 & April 1, 2018****(Rs. in Lacs)**

Particulars	As at March 31, 2019	As at April 1, 2018
Equity under previous GAAP	3524.40	3130.08
Adjustments to Ind AS	-	-
Equity as per Ind AS	3524.40	3130.08

Reconciliation of total comprehensive income reconciliation for the year ended March 31, 2019.**(Rs. in Lacs)**

Particulars	2018-19
Profit after Tax as per Previous GAAP	394.32
Adjustments to Ind AS	-
Profit after Tax as per Ind AS	394.32
Other comprehensive Income (Net of tax)	-
Total Comprehensive income as per Ind As	394.32

5. Regrouped, Recast, Reclassified

Figures of the earlier year have been regrouped or reclassified to conform to Ind AS presentation requirements.

Note 6 : Property, plant and equipment

(Amount in Lacs)

Fixed Assets	Furniture & fixture	Land & Buildings	Vehicles	Office equipment	Plant & Machinery	Laboratory	Total
Gross Carrying Value							
as at April 1, 2018	3.05	264.85	56.59	6.01	473.32	17.16	820.97
Additions	-	-	21.04	0.44	71.86	0.23	93.57
Deductions	-	-	14.27	-	-	-	14.27
As at March 31, 2019	3.05	264.85	63.36	6.45	545.18	17.38	900.27
Additions	0.56	-	-	-	81.14	-	81.69
Deductions	-	-	0.19	-	-	-	0.19
As at March 31, 2020	3.60	264.85	63.17	6.45	626.32	17.38	981.77
Depreciation and Impairment							
As at April 1, 2018	2.85	150.98	18.97	4.89	290.73	11.85	480.26
Depreciation for the year	0.06	10.85	18.64	0.30	31.47	0.73	62.06
Deductions	-	-	13.62	-	-	-	13.62
As at March 31, 2019	2.92	161.83	23.99	5.19	322.20	12.58	528.70
Depreciation for the year	0.11	9.72	14.30	0.29	41.45	0.65	66.51
Deductions	-	-	-	-	-	-	-
As at March 31, 2020	3.02	171.55	38.29	5.48	363.65	13.23	595.21
Net Block							
As at March 31, 2020	0.58	93.30	24.88	0.97	262.67	4.16	386.56
As at March 31, 2019	0.13	103.02	39.37	1.26	222.98	4.81	371.56
As at April 1, 2018	0.19	113.87	37.63	1.12	182.59	5.31	340.71

(Amount in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Note 7 : Investment Property			
Building			
Gross Carrying Amount			
Opening	80.95	80.95	80.95
Addition	-	-	-
Disposal	-	-	-
Balance as at end of the year	80.95	80.95	80.95
Accumulated Depreciation			
Opening	25.70	22.58	19.27
Depreciation	2.93	3.12	3.31
Disposals	-	-	-
Balance as at end of the year	28.63	25.70	22.58
Net Carrying Amount	52.32	55.25	58.37

a) Fair value of investment Properties

The fair value of the Company's investment properties at the end of the year have been determined on the basis of estimation of valuation carried out by the management and on basis of Management assessment, fair value of asset is more than carrying amount of the Investment Property

- b) During the year, the Company carried out a review of the recoverable amount of investment properties. As a result there were no allowances for impairment required for these properties.
- c) The Company has earned a rental income of Rs. 13.61 Lacs (31st March 2019 : Rs. 12.92 Lacs)

SANGINITA CHEMICALS LIMITED

(Amount in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Note 8 : Intangible assets			
Share Issue Expense	5.27	10.52	15.77
Total	5.27	10.52	15.77
Note 9 : Other Non-current assets			
Unsecured, considered good			
Other Advances other than Capital Advances			
Security Deposit	21.21	21.21	6.87
Total	21.21	21.21	6.87
Note 10 : Inventories			
(Inventories Valued & Certified by Management)			
Raw Materials	1794.10	1688.65	1234.24
Finished Goods	235.27	196.97	191.53
Stores and Spares	8.29	8.03	2.79
Total	2037.66	1893.65	1428.56
Note 11: Trade receivables			
Unsecured, considered good	3917.37	3175.31	3560.00
Doubtful	-	-	-
Less : Allowance for doubtful debts	-	-	-
Total Trade and other receivables	3917.37	3175.31	3560.00
Note 12: Cash and cash equivalent			
Balance with Bank			
Current Accounts	2.04	1.87	0.88
Cash on hand	0.60	2.51	1.48
Total cash and cash equivalents	2.64	4.38	2.36
Note 13 : Other Current assets			
Unsecured, considered good			
(i) Other than Capital Advances			
Advance to suppliers	1287.13	1460.62	494.81
(ii) Prepaid Expenses	0.45	0.52	0.15
(iii) Other	127.04	164.91	186.99
Total	1414.62	1626.05	681.95

Note 14 : Equity share capital

(In Lacs)

Particulars	As at March 31, 2020		As at March 31, 2019		As at April 1, 2018	
	No. of shares	In Lacs	No. of shares	In Lacs	No. of shares	In Lacs
Authorised share capital						
Equity shares of '10/- each	18000000	1800.00	18000000	1800.00	18000000	1800.00
Preference shares of '10/- each	-	0.00	-	0.00	-	0.00
Issued and subscribed share capital						
Equity shares of '10/- each	17267700	1726.77	17267700	1726.77	17267700	1726.77
Subscribed and fully paid up						
Equity shares of '10/- each	17267700	1726.77	17267700	1726.77	17267700	1726.77
Total	17267700	1,726.77	17267700	1,726.77	17267700	1,726.77

ANNUAL REPORT 2019-2020

14.1 Reconciliation of shares outstanding at the beginning and at the end of the reporting period

(In Lacs)

Particulars	As at March 31, 2020		As at March 31, 2019		As at April 1, 2018	
	No. of shares	in Rs.	No. of shares	in Rs.	No. of shares	in Rs.
At the beginning of the year	17267700	1726.77	17267700	1726.77	17267700	1726.77
Add :						
Shares allotted during the year	-	-	-	-	-	-
Outstanding at the end of the year	17267700	1726.77	17267700	1726.77	17267700	1,726.77

14.2. Terms/ Rights attached to the equity shares

The Company has one class of shares referred to as equity shares having a par value of Rs.10 each. Each shareholder is entitled to one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company in proportion to their shareholding.

14.3. Number of Shares held by each shareholder holding more than 5% Shares in the company

(In Actual)

Name of the Shareholder	As at March 31, 2020		As at March 31, 2019		As at April 1, 2018	
	% of shareholding	No. of shares	% of shareholding	No. of shares	% of shareholding	No. of shares
Dineshsinh B Chavada	17.03%	2940900	17.03%	2940900	17.03%	2940900
Hansaben D Chavada	8.60%	1485000	8.60%	1485000	8.60%	1485000
Vijaysinh D Chavda	5.31%	916500	5.31%	916500	5.31%	916500
Sanginita Industries Pvt. Ltd.	40.17%	6935916	40.17%	6935916	40.17%	6935916

(Amount in Lacs)

Particulars	Reserves & Surplus		
	Retained Earnings	Share Premium	Total
Note 15 : Other Equity			
Balance as at April 1, 2018	771.74	631.57	1,403.30
Profit/ Loss for the Period	394.32	-	394.32
Other comprehensive income for the year	-	-	-
Total Comprehensive income for the year	394.32	-	394.32
Issue of Share Capital	-	-	-
Balance as at March 31, 2019	1,166.05	631.57	1,797.62
Balance as at April 1, 2019	1,166.05	631.57	1,797.62
Profit/ Loss for the Period	336.62	-	336.62
Other comprehensive income for the year	-	-	-
Total Comprehensive income for the year	-	-	-
Issue of Share Capital	-	-	-
Balance as at March 31, 2020	1,502.67	631.57	2,134.24

SANGINITA CHEMICALS LIMITED

(Amount in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Note 16: Long-term Borrowings			
Long-term Borrowings			
Non-current portion			
Secured			
Car loan from Banks	14.10	27.41	26.90
Working Capital term Loan from Bank	-	-	8.40
Unsecured			
From Related Parties	11.75	7.75	29.25
Total Long term borrowings	25.85	35.16	64.55
Current maturities			
Secured			
Car loan from Banks	16.34	16.34	9.07
Working Capital term Loan from Bank	-	-	39.00
	16.34	16.34	48.07
Total	42.19	51.50	112.62

Car Loan From Bank

Kotak Mahindra bank Jeep Compass Car Loan @8.51% p.a are repayable in 36 monthly installements.

Kotak Mahindra bank Jaguar Car Loan @7.75% p.a are repayable in 60 monthly installements.

Note 17: Deferred Tax Liabilities (Net)
(a) Deferred Tax Liabilities (Net)

Property, Plant & Equipment		3.68	5.08	7.48
Gross Deferred Tax Liabilities	Total (A)	3.68	5.08	7.48
Deferred Tax Assets (B)		-	-	-
Gross Deferred Tax Assets	Total (B)	-	-	-
Net Deferred Tax Liabilities	Total (A-B)	3.68	5.08	7.48

(b) Movement in deferred tax liabilities (net) for the year ended 31st March, 2020

Particulars	Opening Balance as at 1st April, 2019	Recognized in Profit & loss account	Closing Balance as at 31st March, 2020
Tax effect of items constituting deferred tax liabilities			
Property, plant and Equipment	5.08	-1.40	3.68
Total	5.08	-1.40	3.68
Tax effect of items constituting deferred tax assets	-	-	-
Net Deferred Tax Liabilities	5.08	-1.40	3.68

(c) Movement in deferred tax liabilities (net) for the year ended 31st March, 2019

Particulars	Opening Balance as at 1st April, 2018	Recognized in Profit & loss account	Closing Balance as at 31st March, 2019
Tax effect of items constituting deferred tax liabilities			
Property, plant and Equipment	7.48	-2.40	5.08
Total	7.48	-2.40	5.08
Tax effect of items constituting deferred tax assets	-	-	-
Net Deferred Tax Liabilities	7.48	-2.40	5.08

(Amount in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019	As at 1st April, 2018
Note 18: Short-term Borrowings			
Secured			
Working Capital Loans repayable on demand from Banks			
Cash Credit	3452.25	2886.75	2298.23
Working Capital Demand loan	-	-	200.00
Working Capital term loan	-	-	17.46
Total short-term borrowings	3452.25	2886.75	2515.69

Cash credit, working capital demand loan (WCDL) and working capital term loan (WCTL) from the bank is secured by way of hypothecation of all existing and future current assets/ Movable fixed assets as well as mortgage of Immovable Properties of the company & Personal Guarantee of Directors.

Note 19: Trade payable**Trade Payables**

- For Micro and Small Enterprise	243.93	24.10	53.58
- Other than Micro and Small Enterprise	58.43	364.81	35.93
Total	302.36	388.91	89.51

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Principal amount remaining unpaid to any supplier as at the end of the accounting year	243.93	24.10	53.58
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-	-
The amount of interest due and payable for the year	-	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-	-

The Disclosure in respect of the amounts payable to Micro and Small Enterprises have been made in the financial statements based on the information received and available with the Company. Further, in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date. These facts have been relied upon by the auditors.

Note 20: Other current financial liabilities

Current Maturity of long term borrowings	16.34	16.34	48.07
Total	16.34	16.34	48.07

Note 21 : Other current liabilities**Current**

- Payable in respect of Capital Goods	1.80	3.56	4.27
- Payable in respect of Expense	40.82	49.59	54.89
Statutory dues	6.79	81.87	0.21
Security Deposit	3.36	3.36	1.75
Others	8.52	8.29	5.13
Total	61.29	146.67	66.24

Note 22 : Short term provisions

Provision For Income Tax	114.66	154.34	172.59
Other	0.20	0.28	0.38
Total	114.86	154.62	172.97

SANGINITA CHEMICALS LIMITED

	(Amount in Lacs)	
Particulars	2019-20	2018-19
Note 23 : Revenue from operations		
Sale of Products	15978.08	18759.30
Total	15978.08	18759.30
Note 24 : Other income		
Office Rent Income	13.61	12.92
Kasar	1.90	1.68
Foreign Exchange Gain	7.11	0.13
Profit on Sale of Car	-	0.69
Total	22.62	15.41
Note 25 : Cost of materials consumed		
Raw Material at the beginning of the year (Including Stores & Spares)	1696.67	1237.03
Add : Purchases	13609.61	17974.34
Add: Purchase expense (Direct)	3.03	18.69
Less : Raw Material at the end of the year (Including Stores & Spares)	(1802.39)	(1696.68)
Total	13506.92	17533.38
Note 26 : Changes in inventories of finished goods, work-in-progress		
Stock at the end of the year		
Finished Goods	235.27	196.97
Work-in-Progress	-	-
Total	235.27	196.97
Stock at the beginning of the year		
Finished Goods	196.97	191.53
Work-in-Progress	-	-
Total	196.97	191.53
(Increase) / Decrease in stocks	(38.30)	(5.44)
Note 27 : Employee benefits expense		
Salaries, Wages & Bonus Etc.	49.79	48.55
Contribution to Provident & Other Funds	1.75	2.24
Welfare Expenses	1.44	1.62
Total	52.98	52.41
Note 28 : Finance costs		
Interest expense - Loans	301.18	285.58
Other Borrowing cost		
- Bank Charges	0.58	0.01
- Legal Expense	19.25	19.23
- Processing Fees	8.20	13.90
Total	329.21	318.72

ANNUAL REPORT 2019-2020

	(Amount in Lacs)	
Particulars	2019-20	2018-19
Note 29 : Depreciation and amortization expense		
Depreciation on Tangible assets (Refer Note 6)	69.44	65.18
Share issue expense	5.25	5.25
Total	74.69	70.43
Note 30 : Other expenses		
Rent office	2.30	1.80
Insurance	2.32	1.59
Electric Expenses	4.65	3.33
Maintenance of building	1.15	0.76
Maintenance of plant and machinery	35.84	37.70
Export Exps	17.09	0.69
Security Charges	5.98	4.97
Transport exps	113.32	134.94
Power	61.98	44.91
Crane Exps	3.00	1.39
Consultancy Charges	4.53	3.78
Office Exps	1.25	1.20
Legal & Professional	6.33	5.39
Payment to Statutory Auditor	0.49	0.30
Cost Audit Fees	0.20	0.20
Maintenance of Vehicles	0.61	0.39
TDS- Penalty & Interest	0.06	0.01
Petrol	1.24	2.11
GST Exps	0.49	4.44
Cash Discount	-	4.78
Other Expense	3.55	4.26
Total	266.38	258.94
Payment to Statutory Auditors		
For Audit fees	0.30	0.20
For Tax Audit	-	0.05
For others Services- Limited Review	0.19	0.05
Total	0.49	0.30
Note 31 : Income tax		
The major component of income tax expense for the years ended March 31, 2020 and March 31, 2019 are:		
Current tax		
Current income tax	114.66	154.34
Short/ (Excess) provision of IT written back	0.13	0.01
Deferred tax		
Deferred tax expense	(1.40)	(2.40)
Income tax expense reported in the statement of profit and loss	113.39	151.95
Reconciliation of deferred tax assets / (liabilities), net		
Particulars	31-Mar-20	31-Mar-19
Opening balance as of April 1	(5.08)	(7.48)
Tax income/(expense) during the year recognised in profit or loss	1.40	2.40
Tax income/(expense) during the year recognised in OCI	-	-
Closing balance as at March 31	(3.68)	(5.08)

(Amount in Rs.)		
Particulars	2019-20	2018-19
Note 32 : Earning per share		
Earning per share (Basic and Diluted)		
Profit attributable to ordinary equity holders	33662382	39432438
Total no. of equity shares at the end of the year	17267700	17267700
Weighted average number of equity shares		
For basic EPS	17267700	17267700
For diluted EPS	17267700	17267700
Nominal value of equity shares	10	10
Basic earning per share	1.95	2.28
Diluted earning per share	1.95	2.28
Weighted average number of equity shares		
Weighted average number of equity shares for basic EPS	17267700	17267700
Effect of dilution: Share options	-	-
Weighted average number of equity shares adjusted for the effect of dilution	<u>17267700</u>	<u>17267700</u>

33. Unsecured Loans:

The loan taken from directors is unsecured.

34. The breakup of Micro & Small Enterprise is provided to us by the management and the same is accepted by us.

35. All the balances in the balance sheet are as per books of accounts and are subject to third party confirmations and reconciliation.

36. In the opinion of the board, the current assets, loans & advances and other receivables have value on realization in ordinary course of business at least equal to the amount at which they are stated in the balance sheet.

37. The Company has not proposed any dividend on paid up share capital during the year under audit.

38. C.I.F. Value of Imports

	For the year ended on 31-March-2020 (Amount in Lacs)	For the year ended on 31-March-2019 (Amount in Lacs)
Raw Materials	260.69	2190.14

39. F.O.B. Value of Exports

F.O.B. Value of Export	566.01	71.01
------------------------	--------	-------

40. Expenditure in Foreign Currency on Account of

Purchase of Material	260.69	2190.14
----------------------	--------	---------

41. Consumption of Raw Materials

Imported	260.69	2190.14
	1.93%	12.49%
Indigenous	13246.23	15343.24
	98.07%	87.51%
Total	<u>13506.92</u>	<u>17533.38</u>

42. Segment reporting

The company is operating in single segment hence therefore segment reporting is not disclosed separately.

43. Due to outbreak of COVID-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks, and believes that the impact is likely to be short term in nature. The management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due.

44. Disclosure pursuant to Related Party

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Company are as follows:

Name of Related Parties & Nature of Relationship**(I) Shareholders :**

Shri Dineshsinh B. Chavada, Smt. Hansaben D. Chavada, Shri Vijaysinh D. Chavda and Sanginita Industries Pvt. Ltd. are holding totally 71.11 % equity shares in the Company.

(II) Subsidiaries of the Company:

There is no subsidiary of the company.

(III) Holding Company

There is no holding company of this company.

(IV) Key Management Personnel :

Shri Dineshsinh B. Chavada - Managing Director & Chairperson
Shri Vijaysinh D. Chavda - Whole Time Director
Ms. Sangita D. Chavda - Chief Financial Officer

(V) Associates Entities :

There is no associate entity of the company.

(VI) Relatives:

Ms. Anita D. Chavda, Mr. Bhikhuji Chavda and Mr. Pratapsinh Vaghela are relatives of directors of the company.

Note: Related party relationship is as identified by the company and relied upon by the Auditor

The following transactions were carried out with the related parties referred in above in the ordinary course of business.

Sr. Particulars	Major Stake holder Sanginita Ind. Pvt. Ltd.	Board of Directors	Other Relatives
1. Share Capital invested of (No of shares)	6935916	5342400	423384
2. % of share contribution	40.17%	30.94%	2.45%
3. Rent Exp.	NIL	Rs. 2,30,000/-	NIL
4. Rent Deposit	NIL	Rs. 2,00,000/-	NIL
5. Salary Exp	NIL	Rs. 12,00,000/-	NIL

Particulars	31.03.2020 (In Rs.)	31.03.2019 (In Rs.)
Rent / lease rent expense		
Hansaben D Chavada	2,30,000	1,80,000
Share Holding By KMP		
Dineshsinh Chavada	2,94,09,000	2,94,09,000
Hansaben D Chavada	1,48,50,000	1,48,50,000
Vijaysinh Chavda	91,65,000	91,65,000
Share Holding by relatives of KMP		
Anitaben Chavda	41,26,320	41,26,320
Bhikhuji Chavda	11,100	11,100
Pratapsinh Vaghela	60,000	60,000
Deposit		
Hansaben D Chavada (Rent Deposit)	2,00,000	2,00,000
Remuneration paid/payable to KMP		
Dineshsinh Chavada	5,40,000	2,40,000
Vijaysinh Chavda	5,10,000	3,60,000
Hansaben D Chavada	1,50,000	-

Unsecured Loans	Balance as on 01.04.2019	Loan Accepted	Loan Repaid	Balance as on 31.03.2020
Dineshsinh Chavada	7,00,000	6,00,000	2,00,000	11,00,000
Hansaben D Chavada	30,000	-	-	30,000
Vijaysinh Chavda	45,000	-	-	45,000

Unsecured Loans	Balance as on 01.04.2018	Loan Accepted	Loan Repaid	Balance as on 31.03.2019
Dineshsinh Chavada	7,00,000	-	-	7,00,000
Hansaben D Chavada	7,30,000	-	7,00,000	30,000
Vijaysinh Chavda	14,95,000	-	14,50,000	45,000

45. Events occurring after the Balance Sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to approval of the financial statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the financial statements.

The company is having disputed liabilities for Gujarat Value Added Tax, 2003 (VAT) of Rs. 10.60 Lacs as on 31st March, 2020. However on 6th June, 2020, company received order in its favor and there is no any demand exist.

AS PER OUR REPORT OF EVEN DATE**For Devpura Navlakha & Co.****Chartered Accountants****FRN No: 121975W****Sd/-****(CA Ashwini Devpura)****Partner****Mem. No: 047390****UDIN: 20047390AAABU4120****Place : Ahmedabad****Date : 18th June, 2020****For & On behalf of the Board of Directors****Sanginita Chemicals Limited****sd/-****(Mr. Dineshsinh Chavada)**

Chairman & Managing Director

(DIN : 01497977)

sd/-**(Ms. Sangita D Chavada)**

Chief Financial Officer

sd/-**(Mrs. Hansaben Chavada)**

Non-Executive Director

(DIN : 00479509)

sd/-**(Mr. Vijaysinh Chavada)**

Whole Time Director

(DIN : 00479413)

[illegible]

Book-Post

To,

If undelivered, please return to :
SANGINITA CHEMICALS LIMITED
(CIN: L24100GJ2005PLC047292)
Registered Office: 301, 3rd Floor, Shalin Complex,
Sector - 11, Gandhinagar - 382011
Ph.: 079- 23240270
Website: www.sanginitachemicals.co.in