

SHIVAGRICO IMPLEMENTS LIMITED

**41ST ANNUAL REPORT
2019-2020**

SHIVAGRICO IMPLEMENTS LIMITED

BOARD OF DIRECTORS

Mr. Vimalchand M. Jain	Chairman
Mr. Hemant Ranawat	Executive Director
Mr. Vinit Ranawat	Director upto 30-09-2019 (AGM Date)
Mr. Bhavesh Shah	Independent Non Executive Director
Mrs. Manju Singhvi	Independent Non Executive Director
Mr. Suresh Chandra Agarwal	Independent Non Executive Director
Mr. Maulik Kalyanji Gosher	Company Secretary & Compliance Officer

AUDITORS

Ambavat Jain & Associates LLP

Chartered Accountants
5B Ground Floor, Onlooker Building,
14, Sir P.M. Road,
Fort, Mumbai - 400 001

Registrar and Share Transfer Agents:

Big Share Services Pvt. Ltd.

1st Floor, Bharat Tin Work Building,
Opp. Vasant Oasis, Next to Keys Hotel,
Marol Makwana Road, Andheri (E), Mumbai - 400 059
Tel.No.: 022-62638200
Email: investor@bigshareonline.com

BANKERS

HDFC BANK LTD.

SANDERAO ROAD, FALNA,
DIST. PALI - 306116
RAJASTHAN

REGD. OFFICE

A-1, Adinath Apartments,
281, Tardeo Road,
Mumbai - 400 007

FACTORY

A-38/C-38, Rana Pratap Marg,
H.M. Nagar, Falna 306116
Rajasthan

SHIVAGRICO IMPLEMENTS LIMITED

ADDRESS : A-1 Ground Floor, Adinath Apartment, 281, Tardeo Road, Mumbai- 400007

CIN : L28910MH1979PLC021212

E-MAILID: shivimpl@shivagrigo.com

Website :- : www.shivagrigo.com

NOTICE

NOTICE is hereby given that the **Forty First ANNUAL GENERAL MEETING (“AGM”)** of the members of **SHIVAGRICO IMPLEMENTS LIMITED** will be held on Wednesday, the 30th day of September, 2020 at 11.00 a.m. through Video Conferencing (VC) / Other Audio-Visual Means (“OAVM”) to transact the following business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 including the Audited Balance Sheet as on 31st March, 2020 and the statement of Profit & Loss Account of the Company for the year ended as on that date and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Hemant Ranawat (DIN: 00194870), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. Appointment of Mrs.Manju Singhvi as an Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Mrs. Manju Singhvi (DIN: 07145282), who was appointed as an Independent Director and who holds office of Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company on the Board of the Company, not liable to retire by rotation for a second term of 5 (five) consecutive years with effect from the date of this Annual General Meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

For Shivagrigo Implements Limited

Sd/-

Vimalchand Jain

Chairman

DIN: 00194574

Mumbai, 21st August, 2020

Registered Office

A-1, Adinath Apartments,
281, Tardeo Road,
Mumbai- 400 007.

CIN:- L29810MH1979PLC021212

TEL:- 022-23893022/23

Email:- shivimpl@shivagrigo.com

Website:- www.shivagrigo.com

Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed. The Annual General Meeting (“AGM”) of the Company is scheduled to be held on Wednesday, September 30, 2020, at 11.00 a.m.. (IST) through two-way Video Conferencing (“VC”) or Other Audio Visual Means (‘OAVM’) and the voting for items to be transacted in the Notice to this AGM shall be only through remote electronic voting process or electronic voting during the AGM, in compliance with applicable provisions of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, and the General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19” and General Circular No. 20/ 2020 dated May 5, 2020, in relation to “Clarification on holding of Annual General Meeting (AGM) through video Conferencing (VC) or Other Audio Visual Means (OAVM)” all issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”) and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Circular dated May 12, 2020, in relation to “Additional relaxation in relation to

SHIVAGRICO IMPLEMENTS LIMITED

compliance with certain provisions of Listing Regulations - COVID-19 pandemic". The deemed venue for the AGM will be the place from where the Chairman of the Board conducts the meeting.

2. Further, pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 is sent in electronic form only to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the 41st AGM has been uploaded on the website of the Company at www.shivagrigo.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") at www.bseindia.com and the AGM Notice is also available on the website of National Depository Services (India) Limited ("NDSL") (agency for providing the Remote e-Voting facility) i.e. <https://www.evoting.nsdl.com>.
3. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed.
4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with.
Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and Proxy Form and Attendance Slip are not annexed to this Notice.
5. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Big Share Services Private Limited (Big Share) for assistance in this regard.
6. To support the 'Green Initiative', Members who have not yet registered their e-mail addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Big share in case the shares are held by them in physical form.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Big Share in case the shares are held by them in physical form.
8. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Big Share in case the shares are held in physical form.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Big Share, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. The Register of Members and Share Transfer Books of the Company will be closed from Monday, September 28, 2020 to Wednesday 30, 2020 (both days inclusive) for the purpose of AGM.
11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the register of Members of the Company will be entitled to vote at the AGM.
12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
13. At the Thirty Nineth AGM held on September 29, 2018 the Members approved appointment of M/s. Ambavat Jain & Associates LLP, Chartered Accountants, (Firm Registration No. 109681W) as Statutory Auditors of the Company to hold office for a period of four years from the conclusion of that AGM till the conclusion of the Forty Third AGM. Since the requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM.
14. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
15. Statement pursuant to Section 102 (1) of the Act setting out the material facts concerning each item of special business i.e. Item Nos. 3 set out in the Notice is annexed hereto.
16. Instructions for e-voting and joining the AGM are as follows:

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A. VOTING THROUGH ELECTRONIC MEANS

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
- ii. The remote e-voting period commences on Friday, 25th September, 2020 (9:00 a.m. IST) and ends on Tuesday September 29, 2020 (5:00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday, 23rd September, 2020 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC/ OAVM facility and have not cast 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 during the AGM.
- iii. The Board of Directors has appointed Mr. Narayan Parekh, (ACS-8059), (CP 6448) Partner of PRS Associates, Fort, Mumbai, Practising Company Secretary as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iv. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- vi. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
- vii. The details of the process and manner for remote e-voting are explained herein below: Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 are mentioned below:

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under "Shareholders" section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click one-voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is :
A) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
B) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your beneficiary ID is 12***** then your user ID is 12*****
C) For Members holding shares in Physical Form.	EVEN number of followed by Folio Number registered with the company. For example, if EVEN IS 123456 and folio number is 001*** then user ID is 123456001***

5. Your password details are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

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- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i) If your e-mail ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox from evoting@nsdl.com. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User' and your 'initial password'.
 - ii) In case you have not registered your e-mail address with the Company/ Depository, please follow instructions mentioned below in this notice.
2. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:
- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) "Physical User Reset Password?" (If you are holding share sin physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the one-time password (OTP) based login for casting the votes on the e-Voting system of NSDL.
3. After entering your password, click on Agree to "Terms and Conditions" by selecting on the checkbox.
4. Now, you will have to click on "Login" button.
5. After you click on the "Login" button, Home page of e-voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify our vote.

General Guidelines for shareholders

1. Institutional/ Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to np@prssec.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" Option available on <https://www.evoting.nsdl.com> to reset the password.
3. In case of any queries relating to e-voting you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800- 222-990 or send a request at evoting@nsdl.co.in.

In case of any grievances connected with facility for e-voting, please contact Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. E- mail: evoting@nsdl.co.in / pallavid@nsdl.co.in, Tel: 91 22 2499 4545/1800-222-990.

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Process for registration of e-mail id for obtaining Annual Report and user ID/password for e-voting and updation of bank account mandate:

Physical Holding	<p>Send a request to the Registrar and Transfer Agents of the Company, Big Share at bhagwan@bigshareonline.com providing Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) for registering e-mail address.</p> <p>Following additional details need to be provided in case of updating Bank Account Details:</p> <ol style="list-style-type: none"> a) Name and Branch of the Bank, b) the Bank Account type, c) Bank Account Number allotted by their banks after implementation of Core Banking Solutions d) 9 digit MICR Code Number, and e) 11 digit IFSC Code f) a scanned copy of the cancelled cheque bearing the name of the first shareholder.
Demat Holding	Please contact your Depository Participant (DP) and register your e-mail address and bank account details in your demat account, as per the process advised by your DP.

B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

1. Members will be able to attend the AGM through VC/ OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> by using their remote e-voting login credentials and selecting the EVEN for Company's AGM.
2. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.
3. Facility of joining the AGM through VC/ OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in/1800-222-990.
4. Members seeking any information with regard to any items provided in the AGM Notice including the Annual Accounts and any queries relating to the business /operations of the Company, are requested to write to the Company mentioning their name, DP ID and Client ID number /folio number and mobile number, to reach at least forty-eight hours prior to the AGM i.e. on or before 11.00 a.m. (IST) on September 28, 2020 at shivimpl@shivagrigo.com and responses to such queries will be appropriately addressed by the Chairman of the meeting. Due to technical reasons, the length of a question may possibly be limited to a certain number of characters; however, the number of questions a shareholder or its authorized representative can submit will not be affected thereby. The Management will decide, at its due discretion, whether and how it will answer the questions. It can summarize questions and select, in the interest of the other shareholders, meaningful questions. Only questions in the English language will be taken into account. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM, with the Company preserving the right to answer frequently asked questions upfront on the Company's website.

Other Instructions

1. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favorer against, if any, to the Chairperson or a person authorized her in writing, who shall countersign the same.
2. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.shivagrigo.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

SHIVAGRICO IMPLEMENTS LIMITED

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT

The following Explanatory Statement sets out the material facts relating to the business under item No.3 of the accompanying notice dated 21st August, 2020.

Item No. 3

Mrs. Manju Singhvi (DIN: 07145282) was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. She holds office as Independent Director of the Company up to the conclusion this Annual General Meeting (AGM) of the Company.

Mrs. Manju Singhvi is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as Director.

She holds office as Independent Director up to the date of this AGM. 6 (Six) Board Meetings were conducted during the year and she had attended all the meetings. Evaluation of performance of the Director along with other Directors was conducted on February 6, 2020 and her performance was found satisfactory. She holds Nil shares in the Company.

The Board at their meeting held on 21st August, 2020, reviewed her contributions as independent Director during the term of office of five years and was of opinion that she is a person of integrity. Mrs. Manju Singhvi possesses appropriate skills, expertise, experience and knowledge to act as an Independent Director.

The Company has also received declaration from Mrs. Manju Singhvi that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations.

In the opinion of the Board, Mrs. Manju Singhvi fulfill the conditions for appointment as Independent Director as specified in the Act and the Listing Regulations.

The Company has received notices in writing from a member under Section 160 of the Act proposing the candidature of Mrs. Manju Singhvi for the office of Independent Director of the Company.

The Board, based on the performance evaluation of Independent Director and as per the recommendation of the Nomination and Remuneration Committee, considers that, given her background and experience and contributions made by her during her tenure, the continued association of Mrs. Manju Singhvi would be beneficial to the Company and it is desirable to continue to avail her services as Independent Director.

Accordingly, it is proposed to re-appoint Mrs. Manju Singhvi as Independent Director of the Company, not liable to retire by rotation for a second term of five years on the Board of the Company with effect from the date of this AGM.

Mrs. Manju Singhvi is independent of the management. Details of Director whose re-appointment as Independent Director is proposed at Item Nos. 3, is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and

(ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letter of appointment of Mrs. Manju Singhvi setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

Mrs. Manju Singhvi is interested in the resolution set out at Item No. 3 of the Notice with regard to her re- appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise In these resolutions.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

For Shivagrigo Implements Limited

Sd/-

Vimalchand Jain

Chairman

DIN: 00194574

Mumbai, 21st August, 2020

Registered Office

A-1, Adinath Apartments,
281, Tardeo Road,
Mumbai- 400 007.

CIN:- L29810MH1979PLC021212

TEL:- 022-23893022/23

Email:- shivimpl@shivagrigo.com

Website:- www.shivagrigo.com

SHIVAGRICO IMPLEMENTS LIMITED

ANNEXURE TO THE NOTICE:

Brief Resume of Persons to be Re-appointed as director of The Company at the Annual General Meeting Pursuant To Regulation 36 of the sebi (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Name of Director	Mr. Hemant Ranawat	Mrs. Manju Singhvi
Date of Birth	24/08/1976	02/06/1970
Date of Appointment	28/09/2001	31/03/2015
Age	44	50
Qualification	Graduate	Graduate
Nature of Expertise	Business	Business
Expertise	20 Years	12 years
Directorship in Indian other Public Listed companies as on 31.3.2020	1	-
Membership / Chairmanship of committees in other Indian Public Limited Companies As on 31.3.2019	-	-
No of shares held in the Company as on 31.3.2020	132100	Nil

SHIVAGRICO IMPLEMENTS LIMITED

DIRECTORS REPORT

Your Directors have pleasure in presenting the Forty First Annual Report of the Company along with the Audited Statement of Accounts for the year ended 31st March, 2020.

1. **FINANCIAL RESULTS:**

Particulars	(Rupees in Lakhs)	
	31-03-2020	31-03-2019
Total Income	2540.12	2568.87
Profit before Depreciation, Interest & Tax	178.00	95.63
Depreciation	132.09	131.30
Interest	86.56	75.46
Profit (Loss) before Tax	(40.65)	(111.13)
Provision for Tax-[Net]	3.97	(27.77)
Profit (loss) after Tax	(44.62)	(83.36)

2. **PERFORMANCE & RESULTS:**

The Total turnover of the company during the year review was Rs.2540.12 Lakhs as compared to Rs. 2568.87 lakhs in the year 2018-2019. The company has incurred a net loss after tax of Rs. 44.62 Lakhs as compared to net loss after tax of Rs. 83.37 Lakhs in the corresponding year. The turnover remains stagnant during the year under review as compared to last year. There is reduction in loss before and after tax due to reduction in manufacturing expenses and efficiency in material consumption. But there is a significant jump in Employee benefit expenses. However overall performance is encouraging as compared to last year.

3. **OPERATIONS AND FUTURE PLANS**

Looking to the present scenario the management of the company has taken following steps:

(a) **EXPORT :**

Looking to the success of past year's Export performance in Srilanka, Nepal, European and South African markets, the company is pursuing the same measures for further increase.

(b) **NEW PRODUCT DEVELOPMENT**

With the installation of Roughing Mill and other equipment the Company has started Rolling Nickel Chromium alloys wires and expects this work to grow in this segment.

Company is also offering different variant in existing products line to meet the customer's requirement.

(c) **FUEL EFFICIENCY**

With the installation of waste Heat recovery system Company has improved its fuel efficiency.

4. **CHANGES IN THE NATURE OF BUSINESS, IF ANY:**

There is no Change in the nature of Business of the company.

5. **DIVIDEND:**

In view of the loss incurred during the year, your Board of Directors regrets their inability to declare dividend for the year 2019-20

6. **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal Auditors are an integral part of the internal control mechanism. To maintain its objectivity and independence, the Internal Auditors reports to the Chairman of the Audit Committee of the Board

7. **EXTRACT OF ANNUAL RETURN:**

In accordance with requirements under Section 134(3)(a) of the companies Act, 2013, the details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as (Annexure- A).

8. **STATUTORY AUDITORS AND AUDITOR'S REPORT:**

M/s. Ambavat Jain & Associates LLP (Firm registration No. 109681W), the Statutory Auditors of the company hold office till the conclusion of 43rd AGM of the company. The Board has recommended the appointment of M/s. Ambavat Jain & Associates LLP Chartered Accountants (Firm registration No. 109681W) as the Statutory Auditors of the

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company for a terms of 2 years, from the conclusion of this AGM till the conclusion of 43rd AGM of the company for approval of the members.

The notes on financial statements referred to in the Auditors Report are self-explanatory and do not call for any other comments. The Auditors Report contains an unmodified opinion.

9. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Ankush Thereja & Company firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2019-20. The Secretarial Audit Report (Annexure-B) forms a part of the Board's report to the Members. The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

10. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The provisions of Section 134 (3) (o) and 135(1) of the Companies Act, 2013 read with Rule 8 of Companies (CSR) rules is not applicable to the Company as it is not falling under the criteria mentioned in the Act.

11. DIRECTORS:

A Changes in directors and Key Managerial Personnel

Directors retiring by rotation

In terms of Section(s) 149, 152 and all other applicable provisions of the Companies Act, 2013, for the purpose of determining the Directors liable to retire by rotation, the Independent Directors are not included in the total number of Directors of the Company. Accordingly, Mr. Hemant Ranawat (DIN: 00194870) shall retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment as a Director of the Company.

Director's Appointment.

The Nomination and Remuneration Committee has recommended re-appointment of Mrs. Manju Singhvi (DIN: - 07145282) as an Independent Director for the second term of five (5) consecutive years on the expiry of her current term of office.

Brief profile of the Directors proposed to be re-appointed as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are part of the Notice convening the Annual General Meeting.

Vacation of Office of Director

Mr. Vinit Ranawat who was appointed as an Additional Director on 14th November, 2018 pursuant to the provisions of Section 161 of the Companies Act, 2013 and other applicable provisions if any of the Companies Act, 2013 and he is liable to retire on 30th September, 2019 and accordingly vacated the office of Directorship on 30th September, 2019 due to non re-appointment.

Appointment/Resignation of Company Secretary and Key Managerial Personnel

During the year under review, Ms. Swati Sethi has resigned from the post of company Secretary and Compliance officer of the Company.

During the year under review, Mr. Maulik Kalyanji Gosher has been appointed as a company Secretary and Compliance officer of the Company.

B. Familiarization Program for Independent Directors

Every Independent Director of the Company is provided with ongoing information about the industry and the Company so as to familiarize them with the latest developments. The Independent Directors also visit the facilities at various locations of the Company where they can visit and familiarize themselves with the operations of the Company.

C. Annual Evaluation of Board of Directors, its Committees and individual Directors:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual evaluation of its own performance, the directors individually, as well as the working of its committees. The structured evaluation report was prepared after taking into consideration inputs received from the directors covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its committees. A separate exercise was carried out to evaluate the performance of individual directors including the Chairman of the Board who are evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interests of the Company and its minority shareholders etc. The performance evaluation of the Independent directors was carried out by the entire Board. The performance evaluation of the Chairman and the non-independent directors was carried out by the independent directors who also reviewed the adequacy and flow of information of the Board. The directors expressed their satisfaction with the evaluation process.

SHIVAGRICO IMPLEMENTS LIMITED

12. DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Directors have given declarations that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

13. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other business matters.

The notice of Board Meeting is given well in advance to all the Directors. The Agenda of the Board / Committee meetings is circulated at least a week prior to the date of the meeting.

During the year under review, six (6) Board Meetings and 4 Audit committee meetings and 2 meeting of Nomination and Remuneration Committee were convened and held. Details of each such meeting are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

14. COMMITTEES OF THE BOARD

During the financial year 2019-20, the Company had three (3) Committees of the Board, namely

- * Audit Committee
- * Nomination and Remuneration Committee
- * Stakeholders Relationship Committee

The Board decides the terms of reference for these committees. Minutes of meetings of the Committees are placed before the Board for information. The details as to the composition, terms of reference, number of meetings and related attendance, etc. of these Committees are provided in detail, in the Corporate Governance Report which forms a part of this Annual Report.

15. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has established a vigil mechanism (Whistle Blower Policy) for Directors and employees of the Company to report genuine concerns. The Whistle Blower Policy provides for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The policy is also available on the website of the Company: www.shivagrigo.com

16. NOMINATION AND REMUNERATION POLICY:

The Nomination & Remuneration Committee of the Board of Directors has adopted a policy which deals with the manner of selection and appointment of Directors, Senior Management and their remuneration. The policy is in compliance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee and also the Board for their approval. Prior omnibus approval of the Audit Committee is obtained for the transactions, which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all related party transactions is placed before the Audit Committee and the Board of Directors for their approval on a quarterly basis.

The transactions with the related parties are disclosed in Note No. 37 to the 'Notes on Accounts forming part of the Annual Report.

18. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Information in accordance with the provisions of pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) (A) & (B) of the Companies (Accounts) Rules, 2014, as amended from time to time, regarding conservation of energy and technology absorption is given in the statement annexed as Annexure C hereto and forming part of the report.

19. CORPORATE GOVERNANCE:

The paid up Equity Share Capital and Net Worth as per audited Balance Sheet as at 31st March, 2020 of our company is Rs. 501,36,000/ and Rs.6,05,29,300/- respectively. In view of the same and pursuant to clause 15 (2)(a) of SEBI (LODR) Regulations, 2015, the compliance with the Corporate Governance provisions as specified of Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C,D and E of Schedule V of SEBI (LODR) Regulations, 2015 shall not apply to our company.

However as a matter of good corporate Governance practice, a detailed report on the Corporate Governance system and practices of the Company forming part of this report is given as a separate section of the Annual report.

SHIVAGRICO IMPLEMENTS LIMITED

20. RISK MANAGEMENT POLICY

The Company follows a proactive risk management policy, aimed at protecting its assets and employees which at the same time ensuring growth and continuity of its business. Further, regular updates are made available to the Board at the Board meeting and in special cases on ad-hoc basis.

21. DIRECTORS RESPONSIBILITY STATEMENT:

In compliance with Section 134(3) (c) of the companies Act, 2013, your directors, on the basis of information made available to them, confirm the following for the year under review:

- (i) In the preparation of the annual financial statements for the year ended March 31, 2020, the applicable accounting standards had been followed and that no material departures have been made from the same.
- (ii) They have 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 loss of the company for that period;.
- (iii) They have 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.
- (iv) They have prepared the annual accounts on a going concern basis.
- (v) They have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- (vi) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

22. MANAGEMENT DISCUSSION AND ANALYSIS

A Management Discussion and Analysis on the business and operations of the company forming part of this report is given as a separate section of the annual report.

23. MANAGERIAL REMUNERATION

During the year under review, the Company has not paid any remuneration, sitting fees for attending Board/ Committee Meetings and Commission to any of its Directors.

24. RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEES:

During the year under review, no remuneration has been paid to any of the directors, and hence the ratio of remuneration of each Director to the median of the employees has not been calculated.

25. PERSONNEL/PARTICULARS OF EMPLOYEES:

The company continues to maintain cordial relationship with its workforce.

There were no employees during the whole or part of the year that were in receipt of remuneration in excess of limits as covered under the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The total number of permanent employees employed with your company as 31st March, 2020 is 168 as compared to 125as on 31st March, 2019.

26. INDUSTRIAL RELATIONS

The industrial relations continued to be generally peaceful and cordial during the year. Your Directors recognize and appreciate the sincere and hard work, loyalty, dedicated efforts and contribution of all the employees during the year under review.

27. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The details of earnings and expenditure in foreign currency are given in Note no.41 in the Notes to the Accounts.

28. SEXUAL HARASSMENT:

During the year under review, there were no cases filed or reported pursuant to the Sexual Harassment of women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

29. DEPOSITS:

The Company has not accepted any deposits from public within the purview of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review and no amount of principal or interest on fixed deposits was outstanding as on the Balance Sheet Date.

30. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provision of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

SHIVAGRICO IMPLEMENTS LIMITED

31. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

32. CASH FLOW STATEMENT:

In conformity with the Accounting Standard-3 issued by the Institute of Chartered Accountants of India and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Cash Flow Statement for the year ended March 31, 2020 is annexed to the accounts.

33. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS, IF ANY:

There are no significant material order passed by the Regulators/ Courts which would impact the going concern status of your Company and its future operations.

34. MATERIAL EVENTS OCCURRING AFTER BALANCE SHEET DATE:

Due to implementation of Goods & Service Tax market is very uncertain and normal activities have taken hit. Normal activity may resume within 3 to 6 months and hence in absence of normal demand, production activities are slowly down resulting in higher cost of productions

This financial year 2019-20 was a very challenging year for the company, the business scenario in India was volatile and tough in the first half 2019-20. The auto sector showed down trend with depressed Steel demand, so to come to terms, the company has focused on export led strategy in the first half of the year by increasing customer base in South Africa, Srilanka, Bangladesh, Nepal, Spain, Mexico, Columbia, America, apart from Tata's conversion (Job Work), we have also concentrated on tapping Local markets, down south, Maharashtra.

The key focus area for the company in a post Covid is to focus on reducing cost base and digitalization to ensure business continuity, the global pandemic has ensured sustainability has now become relevant than ever.

35. AMOUNT TRANSFER TO RESERVES:

During the year under review, the question of transferring any amount to reserves does not arise pursuant to the provisions of Section 134(3) (j) of the Companies Act, 2013 .

36. ISSUE OF SHARES:

The Company during the year under review has not issued any Sweat Equity Shares or Shares with differential rights or under Employee Stock option scheme nor did it buy-back any of its shares.

37. SUBSIDIARIES:

Since the Company has no subsidiaries, provisions of Section 134(3)(q) of the Companies Act, 2013 read with Rule 8(5)(iv) of Companies (Accounts) Rules, 2014 are not applicable.

38. LISTING WITH STOCK EXCHANGE:

The Company confirms that it has paid the Annual Listing Fees for the year 2020-21 to BSE where the Company's Shares are listed.

39. ACKNOWLEDGMENTS:

Yours Company and its Directors wish to sincerely thank all the customers, financial institutions, creditors etc for their continuing support and co-operation.

Yours Directors express their appreciation for the dedicated and sincere services rendered by the employees of the Company and also sincerely thank the shareholders for the confidence reposed by them in the company and from the continued support and co-operation extended by them.

**For and on behalf of the Board of Directors
For Shivagrigo Implements Limited**

**Sd/-
Vimalchand Jain
Chairman
DIN: 00194574**

Mumbai, 21st August, 2020
Registered Office
A-1, Adinath Apartments,
281, Tardeo Road,
Mumbai- 400 007.

CIN:- L29810MH1979PLC021212
TEL:- 022-23893022/23
Email:- shivimpl@shivagrigo.com
Website:- www.shivagrigo.com

SHIVAGRICO IMPLEMENTS LIMITED

ANNEXURE A

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31st March, 2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L28910MH1979PLC021212
2.	Registration Date	16/04/1992
3.	Name of the Company	Shivagrigo Implements Limited
4.	Category/Sub category of the Company	Company Limited by Shares/Non-govt Company
5.	Address of the Registered office & contact details	A-1, Adinath Apartment, 281, Tardeo Road, Mumbai - 400 007. Tel. : 022-23893022 / 23 Email : shivimpl@shivagrigo.com
6.	Whether listed Company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Big Share Services Pvt Ltd 1st Floor, Bharat Tin Works Bldg, Opp. Vasant Oasis Apts., (Next to Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai 400 059.

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)

S. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Iron & Steel Forging Products	3431 & 3432	32%
2	Iron & Steel Rolling Products	3300	54%
3	Conversion (Job) Work	3300,3431 & 3432	14%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S I. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
Not Applicable					

VI. 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 this year (As on 01/04/2019)				No. of Shares held at the end of the year (As on 31/03/2020)				& Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(1) Indian									
a) Individual/ HUF	2357387	1500	2358887	47.05	2367287	0	2367287	47.01	0.16
b) Central Govt/State Govt(s)	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	719100	0	719100	14.34	719100	0	719100	14.34	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total	3076487	1500	3077987	61.39	3086387	0	3086387	61.56	0.16

SHIVAGRICO IMPLEMENTS LIMITED

Category of Shareholders	No. of Shares held at the beginning of this year (As on 01/04/2019)				No. of Shares held at the end of the year (As on 31/03/2020)				& Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2) Foreign									
a) NRIs-	0	0	0	0	0	0	0	0	0
Individuals	0	0	0	0	0	0	0	0	0
b) Other –	0	0	0	0	0	0	0	0	0
Individuals	0	0	0	0	0	0	0	0	0
c)Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
e)Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	3076487	1500	3077987	61.39	3086387	0	3086387	61.560	0.16
B. Public Shareholding									
3. Institutions									
a) Mutual Funds	39700	4100	43800	0.87	39700	4100	43800	0.87	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total	39700	4100	43800	0.87	39700	4100	43800	0.87	0
Public Share Holding									
4. Non-Institutions									
a) Bodies Corp.	104439	19400	123839	2.47	99839	16600	116439	2.32	(0.15)
b) Individuals	0	0	0	0	0	0	0	0	0
i) (Capital upto to Rs.1 Lakh)	373582	976000	1349582	26.92	393949	946400	1340349	26.73	(0.18)
ii) (Capital upto to Rs.1 Lakh)	223206	141900	365106	7.28	234895	141900	376795	7.52	0.23
c) Any other Specify									
1) Hindu Undivided Family	47831	0	47831	0.95	47930	0	47930	0.96	0.00
2) Trusts	0	0	0	0	0	0	0	0	0
3) Clearing Member	4455	0	4455	0.09	900	0	900	0.02	(0.07)
4) Non Resident Indians (NRI)	0	0	0	0	0	0	0	0	0
5) Non Resident Indians (NRI)	0	0	0	0	0	0	0	0	0
6) Non Resident Indians (NRI)	1000	0	1000	0.02	1000	0	1000	0.02	0
7) Directors Relative	0	0	0	0	0	0	0	0	0
8) Employees	0	0	0	0	0	0	0	0	0
9) Overseas Bodies Corporates	0	0	0	0	0	0	0	0	0
10) Unclaimed Suspense Account	0	0	0	0	0	0	0	0	0
11) IEPF	0	0	0	0	0	0	0	0	0
12) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
13) NBFCs registered with RBI	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	754513	1137300	1891813	37.73	778513	1104900	1883413	37.57	(0.17)
Total Public Shareholding	794213	1141400	1935613	38.61	818213	1109000	1927213	38.44	(0.17)

SHIVAGRICO IMPLEMENTS LIMITED

(C) Shares held by Custodians and against with Depository Receipts have been issues

(C) Shares held by Custodians	0	0	0	0	0	0	0	0	0
(i) Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
(ii)Public	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	3870700	1142900	5013600	100	3904800	1109000	5013600	100	0.00

(ii) Shareholding of Promoter-

Sr.No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding 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	VIMALCHAND M JAIN	835000	16.65	0	835000	16.65	0	0
2	SDD AGENCIES PVT LTD	719100	14.34	0	719100	14.34	0	0
3	VINIT NAVRATAN RANAWAT	528500	10.54	0	528500	10.54	0	0
4	ARCHANA RANAWAT	172903	3.45	0	172903	3.45	0	0
6	ANITA RANAWAT	133513	2.66	0	141913	2.83	0	0.17
6	HEMANT RANAWAT	132100	2.63	0	132100	2.63	0	0
7	INDERCHAND M RANAWAT	92450	1.84	0	92450	1.84	0	0
8	KIRAN M RANAWAT	65400	1.30	0	65400	1.30	0	0
9	ANAND KIRAN RANAWAT	90200	1.80	0	90200	1.80	0	0
10	AASHA HEMANT RANAWAT	71370	1.42	0	71370	1.42	0	0
11	MRIDULA INDERCHAND RANAWAT	56350	1.12	0	56350	1.12	0	0
12	HARSH HASMUKH RANAWAT	43850	0.88	0	43850	0.88	0	0
13	CHHAYA HASMUKH RANAWAT	44850	0.89	0	44850	0.89	0	0
14	HASMUKH RANAWAT	42701	0.85	0	42701	0.85	0	0
15	PUSHPA RANAWAT	20900	0.42	0	20900	0.42	0	0
16	HANSLI RANAWAT	20800	0.41	0	20800	0.41	0	0
17	MOHINI JAIN	8000	0.16	0	8000	0.16	0	0
	Total	3077987	61.39	0	3086387	61.56	0	0.17

(iii) Change in Promoter's Shareholding (Please specify, if there is no change)

Shareholder's Name	Shareholding at the beginning of the year		Date	Increase/ Decrease in shareholding	Cumulative Shareholding during the year	
	No. of Shares at the the beginning (01-04-19 / end of year 31-03-20)	% of total shares of the company			No. of Shares	% of total shares of the company
ANITA RANAWAT	133513	2.66	05/04/2019	2400	135913	2.71
			26/04/2019	1200	137113	2.73
			23/08/2019	4800	141913	2.83
Total	133513	2.66		8400	141913	2.83

SHIVAGRICO IMPLEMENTS LIMITED

(iv) Shareholding Pattern of top the Shareholders :
(Other than Directors, Promoters and Holders of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase / Decrease in share-holding	Reason	Cumulative Shareholding during the year	
		Shares	% of total Shares of the Company				No. of Shares	% of total shares of the company
1	VSL SECURITIES LTD.	72198	1.44	-	-	-	72198	1.44
2	RAJESH R. PATEL	58400	1.16	-	-	-	58400	1.16
3	INDIAN BANK MUTUAL FUND	39700	0.79	-	-	-	39700	0.79
4	GHISOOMAL DEVCHAND SURANA	34637	0.69	-	-	-	34637	0.69
5	SHIRISH SHIKHARCHAND POONGLIA	31100	0.62	-	-	-	33100	0.66
6	JEETENDRA KAPOOR	30000	0.60	-	-	-	30000	0.60
7	ARVINDKUMAR J. SANCHETI	25500	0.51	-	-	-	25500	0.51
8	MANJUL MANGILAL JAIN	23500	0.47	-	-	-	23500	0.47
9	NIRANJANA HASMUKH SHAH	20499	0.41	-	-	-	20499	0.41
10	AJAY P. BAFNA	19000	0.38	-	-	-	19000	0.38

v Shareholding of Directors and Key Managerial Personnel :

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Vimalchand M. Jain	835000	16.65	835000	16.65
2	Hemant Ranawat	132100	2.63	132100	2.63
3	*Vinit Ranawat	528500	10.54	528500	10.54

* Upto 30th September, 2019

vi INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment. (Rupees in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	969.27	315.04	0	1284.31
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0.54	0	0	0.54
Total (i + ii + iii)	969.81	315.04	0	1284.85
Change in Indebtedness during the financial year				
* Addition	0.00	143.88	0	143.88
* Reduction	(84.95)	0	0	(84.95)
Net Change	(84.95)	143.88	0	58.93
Indebtedness at the end of the financial year				
i) Principal Amount	884.32	458.92	0	1343.24
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0.79	0	0	0.79
Total (i + ii + iii)	885.11	458.92	0	1344.03

vi REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Mr. Vimalchand Jain	*Mr. Vinit Ranawat	Mr. Hemant Ranawat	Total Amount
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit				
	- others, specify...				
5	Others, please specify	Nil	Nil	Nil	Nil
	Total (A)	Nil	Nil	Nil	Nil

* Director upto 30th September, 2019

SHIVAGRICO IMPLEMENTS LIMITED

No sitting fees for attending the Board Meetings have been paid to the aforesaid Executive directors

B. REMUNERATION TO OTHER DIRECTORS (Independent)

SN.	Particulars of Remuneration	Mr. Bhavesh Shah	Mrs. Manju Sanghvi	Mr. S. C. Agarwal	Total Amount
1	Fees for attending board committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil

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

SN	Particulars of Remuneration	Key Managerial Personnel
1	Gross salary	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil
2	Stock Option	Nil
3	Sweat Equity	Nil
4	Commission	Nil
	- as % of profit	Nil
	others, specify...	Nil
5	Others, please specify	Nil
	Total (C)	

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					
Penalty	Nil				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	Nil				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil				
Punishment					
Compounding					

SHIVAGRICO IMPLEMENTS LIMITED

ANNEXURE B

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2020

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

To,
The Members,
Shivagrigo Implements Limited
A-1, Ground Floor,
Adinath Apartment,
281, Tardeo Road,
Mumbai - 400 007.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shivagrigo Implements Limited (CIN: L28910MH1979PLC021212)** (hereinafter called "the Company") for the Financial Year ended **31st March, 2020**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's 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** ("Review Period") 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) 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') :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) 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 **(Not applicable to the Company during the review Period)**;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the review Period)**;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the review Period)**;
 - (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 **(Not applicable to the Company during the review Period)**; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the review Period)**.
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) On the basis of information and explanations given to us and representation made by the management, we are of the opinion that no other Acts, Laws and Regulations are applicable specifically to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

SHIVAGRICO IMPLEMENTS LIMITED

- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the review period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Generally, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent to the director and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever, required.

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 review period there were no specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having a major bearing on the Company's affairs.

For ANKUSH THEREJA & COMPANY

Company Secretaries

CS ANKUSH THEREJA

ACS: 40059| COP No. - 14841

ICSI UDIN: A040059B000603028

Date : August 21st, 2020

Place : Delhi

Note: This report is to be read with our letter of even date which is annexed as "Annexure-A" and forms an integral part of this report.

Annexure -"A"

To,

The Members,

Shivagrigo Implements Limited

A-1, Ground Floor, Adinath Apartment,

281, Tardeo Road, Mumbai - 400 007.

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

- 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 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 of the Company.
- 4) Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For ANKUSH THEREJA & COMPANY

Company Secretaries

CS ANKUSH THEREJA

ACS: 40059| COP No. - 14841

ICSI UDIN: A040059B000603028

Date : August 21st, 2020

Place : Delhi

SHIVAGRICO IMPLEMENTS LIMITED

ANNEXURE C

CONSERVATION OF ENERGY, R&D, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO
Information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014.

1. Consumption of Coal							
Name of Process		Production		Consumption of Coal (in Rs.)		Average Per MT	
		Current	Previous	Current	Previous	current	Previous
		Year	Year	Year	Year	year	year
	Units	(M/T)	(M/T)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Rolling	M.T	8999	8994	9538848	8337884	1060	927
Full Forging	M.T	1571	1445	1618191	1314881	1030	910
Partial Forging	M.T	501	603	4999171	493416	997	818
TOTAL		11071	11042	11656210	10146181		

Note : Current year average rates are inclusive of freight which is Rs. 1240/- M/T

2. Consumption of Power							
Name of Process		Production		Consumption of Power (in Rs.)		Average Per MT	
		Current	Previous	Current	Previous	current	Previous
		Year	Year	Year	Year	year	year
	Units	(M/T)	(M/T)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
Rolling	M.T	8999	8994	9673831	9228338	1075	1026
Full Forging	M.T	1571	1445	1725023	1576412	1098	1091
Partial Forging	M.T	501	603	508024	608338	1015	1008
TOTAL		11071	11042	11906878	11413088		

Note:

- Fix charges were revised from Rs. 185/- to 270/- per KVA.
- The electrical Consumption of Rolling, Forging and other activities have been bifurcated on practical estimate as separate measurement of consumption are not feasible.

3. High Speed Diesel (for Generator) Power Generation: Nil

4. Technology Absorption: - Nil

5. Foreign Exchange earnings and outgo:- The details of Foreign exchange earnings and outgo are as under.
(Rupees in Lakhs)

Particulars	2019-20	2018-19
Foreign Exchange Earned	541.41	406.31
Foreign Exchange Used	3.53	3.79

SHIVAGRICO IMPLEMENTS LIMITED

CORPORATE GOVERNANCE REPORT

The Directors present the Company's report on Corporate Governance for the Year ended 31st March, 2020. In accordance with the Listing Agreement under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with BSE Limited, the Report containing the details of Corporate Governance systems and process at Shivagrigo Implements Limited is as under:

1. Company's philosophy on code of Governance:

Corporate Governance is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organization. Good Corporate Governance leads to long term shareholder value and enhances interest of other stakeholders. It brings into focus the fiduciary and the trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value.

2. Board of Directors:

(i) The Company's Board of Directors comprises of Five (5) Directors including three Independent Directors as on March 31, 2020. All the Independent Directors on the Board are eminent professionals, having wide range of skills and experience in business, industry, finance, law and public enterprises. The composition of the Board is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

(ii) The composition of Board of Directors during the year, their names and the category of position held, number of Directorships and Committee positions held by them and the details of attendance of each Director at the Board Meetings and Annual General Meeting (AGM) are as under:

Name of the Directors	Whether Promoter, Executive Director or Non-Executive Director/ Independent Director	No of Board Meetings attended	Attendance of last AGM	*No. of outside Director-ship held	No. of Board Committees of other Companies in which a member#
Mr.Vimalchand M Jain	Chairman-Non Executive Director (Promoter)	6	Yes	Nil	Nil
Mr. Hemant Ranawat	Executive Director (Promoter)	6	Yes	1	Nil
Mr. Vinit Ranawat (*)	Director (Promoter)	2	Yes	Nil	Nil
Mr. Bhavesh Shah	Non-Executive Independent Director	6	Yes	Nil	Nil
Mr. Suresh Chandra Agarwal	Non- Executive Independent Director	6	No	Nil	Nil
Ms. Manju Singhvi	Non- Executive Independent Director	6	No	Nil	Nil

(*) Vacated office 30th September, 2019.

* Excludes Private Limited Companies.

Excludes 1) Committees other than Audit Committee and Stakeholders Relationship/Shareholder's /Investor's Grievance Committee and 2) Committee Membership/Chairmanship in Companies other than Public Limited Companies.

(iii) Board Meetings and Annual General Meeting:

During the year under review, Six (6) Board Meetings were held, the dates being 29th May, 2019, 12th June, 2019, 14th August, 2019, 14th November, 2019, 12th January, 2020 and 14th February, 2020. The gap between two consecutive meetings did not exceeded one hundred and twenty days. All the information required to be furnished to the Board was made available to them along with detailed Agenda Notes.

The last Annual General Meeting was held on 30th September, 2019.

(iv) Shareholding of Non- Executive Directors in the Company:

The Shareholding of the Non- Executive Directors in the Company as on 31st March, 2020.

Name of Directors	Category	No. of Shares held
Mr Bhavesh Shah	Independent	Nil
Mr. Suresh Chandra Agarwal	Independent	Nil
Ms. Manju Singhvi	Independent	Nil

SHIVAGRICO IMPLEMENTS LIMITED

(v) Disclosure of relationships between Director inter-se:

Table given below shows the relationship between the Directors:

Name of the Directors	Designation	*Relationship between Directors Inter-se
Mr. Vimalchand Jain	Promoter	Father of Mr. Hemant Ranawat
Mr. Hemant Ranawat	Promoter	Son of Mr. Vimalchand Jain
Mr. Vinit Ranwat	Promoter	Nephew of Mr. Vimalchand Jain
Mr. Bhavesh Shah	Independent	Not related to any other Director
Mr. Suresh Chandra Agarwal	Independent	Not related to any other Director
Ms. Manju Singhvi	Independent	Not related to any other Director

* As per definition of Relative under Section 2(77) read with Rule 4 of the Companies (Specification of Definitions Details) Rules, 2014 of the Companies Act, 2013.

(vi) Familiarisation programmes for Independent Directors:

Every Independent Director of the Company is provided with ongoing information about the industry and the Company so as to familiarize them with the latest developments. The Independent Directors also visit the facilities at various locations of the Company where they can visit and familiarize themselves with the operations of the Company.

The details of the Policy for the familiarization programmes for the Independent Directors are hosted on the website of the Company which can be accessed at the website: www.shivagrigo.com.

2.2 Board Committees:

The Board has constituted the following Committees of Directors:

A) Audit Committee:

(i) Terms of Reference of the Audit Committee:

The terms of reference of Audit Committee are in accordance with the requirements as per Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015. The brief description of the terms of reference of the Audit Committee is as under:

The scope and role of the Audit Committee is to review Internal Audit Reports, Statutory Auditor's Report on financial statements, to generally interact with Internal Auditors to review their finding, suggestions and other related matter and with Statutory Auditors, to review Quarterly Financial Statements before submission to the Board for approval, discuss the financial performance, transactions with related parties etc.

At a special invitation, Statutory Auditors, Internal Auditors, Chief Financial Officer, the Executive Directors attend the Audit Committee Meetings to clarify points raised by the Committee.

The Chairman of the Audit Committee Mr. Bhavesh Shah was present at the last Annual General Meeting of the Company held on September 30, 2019, to address the shareholders queries, pertaining to the Annual Accounts of the Company.

(ii) The Audit Committee comprised of 2 Independent Directors and 1 Executive Promoter Director. The Independent Directors are eminent professionals having experience in Industry, Corporate Finance, Accounts and Corporate Law. Composition of the Audit Committee meets the requirements of Section 177 of the Companies Act, 2013 and Rules made there under alongwith the Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Four Meetings of the Audit Committee were held during the year ended March 31st, 2020 on the following dates: 29th May, 2019, 14th August 2019, 14th November 2019 and 14th February 2020. The attendance of each member at the Meetings was as under:

Name of Members	Designation	Category	Number of Meetings attended
Mr. Bhavesh Shah	Chairman	Non-Executive Independent Director	4
Mr. Hemant Ranawat	Member	Executive Director	4
Mrs. Manju Singhvi	Member	Non-Executive Independent Director	4

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B) Nomination and Remuneration Committee:

(i) Terms of Reference of the Nomination and Remuneration Committee:

The terms of reference of Nomination and Remuneration Committee are in accordance with the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The brief description of the terms of reference of the Nomination and Remuneration Committee is as under:

The Committee is vested with the responsibility to function as per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and recommends to the Board the specific compensation package for the Executive Directors and fees payable to Non- Executive Directors besides framing guidelines for overall compensation packages of Directors/ Key Managerial Personnel (KMP).

(ii) The Nomination and Remuneration Committee comprised of all Independent Director. Composition of the Committee meets the requirements of Section 178 of the Companies Act, 2013 and Rules made there under alongwith the Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Two Meeting of the Nomination and Remuneration Committee were held during the year ended 31st March, 2020. on 27th September, 2019 and 22nd January 2020. The attendance of each member at the meetings was as under:

Name of Members	Designation	Category	Number of Meetings attended
Mr. Bhavesh Shah	Chairman	Non-Executive Independent Director	2
Mr. Suresh Chandra Agarwal	Member	Non-Executive Independent Director	2
Ms. Manju Singhvi	Member	Non-Executive Independent Director	2

(iii) Remuneration Policy:

The Non-Executive Directors do not draw any remuneration from the Company including the sitting fees. Presently, the Company does not have any Stock Option Scheme.

C) Stakeholders Relationship Committee:

(i) The term of reference of Stakeholders Relationship Committee are in accordance with requirements of Section 178 of the Companies Act; 2013and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The brief description of the terms of reference of the Stakeholders Relationship Committee is as under:

The scope and role of the Committee is to consider and resolve the grievances of shareholders of the Company.

The main object of the Committee is the satisfactory redressal of investor's complaints and providing quality services to the Shareholders of the Company.

(ii) The Stakeholders Relationship Committee comprised of 2 Independent Directors and one Executive Director.

Name of Members	Designation	Category	Number of Meetings attended
Mrs. Manju Singhvi	Chairman	Non-Executive Independent Director	2
Mr. Bhavesh Shah	Member	Non-Executive Independent Director	2
Mr. Hemant Ranawat	Member	Executive Non Independent Director	2

Two Meetings of the Stakeholders Relationships Committee were held on 14th August, 2019 and 14th February, 2020. During the period under review no complaints was received.

(iii) Share Transfer System:

In order to expedite the process of share transfers, the Board of Directors of the Company has delegated the power of share transfers, split, transposition, transmission etc., to a committee which meets twice a month for the purpose.

Shares lodged for transfer in the physical form either at the Registered office of the Company or at the Registrar's office are normally processed at the earliest and within 15 days from the date of its receipt provided the documents are complete in all respects. There were no share transfers pending for more than 15 days as on 31st March, 2020.

The Company has designated an exclusive e-mail ID viz www.shivagrigo.com for redressal of shareholder's complaints/ grievances.

SHIVAGRICO IMPLEMENTS LIMITED

D) Independent Directors Meeting:

The terms of reference of the Independent Directors Meeting broadly comprises:

- Evaluation of performance of Non Independent Directors and the Board of Directors as a whole.
- Evaluation of performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- Evaluation of quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

One Meeting of the Independent Directors was held during the year ended 31st March, 2020 on 6th February, 2020 All the Independent Directors were present at the Meeting.

E) (i) Annual General Body Meetings held in last three years:

All the General Meetings during the preceding three years were held at P-4, Party hall, 4th Floor, The Majestic, Anna Saheb Patil Marg, Khed Gully X Lane, Prabhadevi, Mumbai- 400 025. The date, time and Special Resolutions passed thereat are as follows:

Year	Date	Time
2016-17	29 th September, 2017	11.00 a.m.
2017-18	29 th September, 2018	11.00 a.m.
2018-19	30 th September, 2019	11.00 a.m.

(ii) Special Resolution passed in previous three AGMs :

AGM Date	Special Resolutions Passed
29 th September, 2017	NIL
29 th September, 2018	NIL
30 th September, 2019	NIL

(iii) Whether Special Resolution were put through postal ballot last year : Nil

(iv) Any special resolution proposed to be conducted through postal ballot this year: No

3. Means of Communication:

All important information relating to the Company, its financial performance, shareholding pattern, business, quarterly results, press releases are published in English Daily newspaper and in Marathi daily paper in the Mumbai edition. The financial results of the Company are also available on the website of the Company and BSE Limited. A Management Discussion and Analysis Report is a part of the Company's Annual Report.

4. General Shareholder Information:

(i) Annual General Meeting for the Financial Year 2019-20

Date : 30th September, 2020

Time : 11.00 a.m.

Venue : The Company is conducting the AGM through VC / OAVM pursuant to the MCA circular dated May 05, 2020 and as such there is no requirement to have a venue for the AGM. For details please refer to the Notice of the AGM.

(ii) Financial Calendar 2019-20 (Tentative):

First Quarterly Results : By 14thAugust, 2020
Second Quarterly Results : By 14thNovember, 2020
Third Quarterly Results : By 14thFebruary, 2021
Fourth Quarterly Results : By 30th May, 2021

(iii) Date of Book Closure : 28th September, 2020 to 30thSeptember, 2020 (both days Inclusive)

(iv) Listing on Stock Exchanges : BSE Limited, Mumbai

(v) Stock Code

Scrip ID : SHIVAGR

Scrip Code : 522237

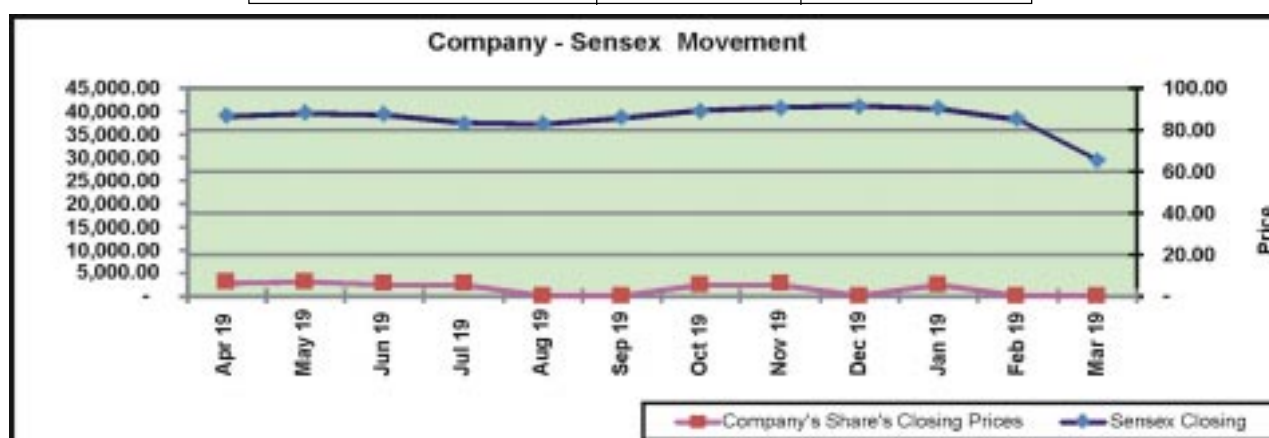
ISIN No. : INE092H01014

(vi) CIN : L28910MH1979PLC021212

SHIVAGRICO IMPLEMENTS LIMITED

(vii) **Stock Market Price Data:** Monthly High and Low at the BSE Limited for the financial year ended 31stMarch, 2020

Month	Quotation at BSE Ltd.	
	High (Rs.)	Low (Rs.)
April, 2019	6.28	6.28
May, 2019	6.50	6.50
June, 2019	6.50	5.60
July, 2019	5.32	5.32
August, 2019	-	-
September, 2019	-	-
October, 2019	5.32	5.06
November, 2019	5.31	5.31
December, 2019	-	-
January, 2020	5.05	5.05
February, 2020	-	-
March, 2020	-	-



(ix) Registrar and Transfer Agent:

The Company has engaged the services of M/s. Big Share Services Private Limited SEBI registered. Category- I Registrar as its Share Transfer Agent for both physical and demat segments of Equity Shares of the Company. Members are advised to approach M/s. Big Share Services Private Limited, the Registrar and Transfer Agent for processing the transfers, sub-division, consolidation, splitting of securities, demat and remat request directly.

Name and Address : Big Share Services Private Limited.,
1st Floor, Bharat Tin Works Building.
Opp. Vasant Oasis Apts., (Next to Keys Hotel)
Marol Maroshi Road, Andheri East,
Mumbai – 400 059

Telephone : 022-62638200

Email : investor@bigshareonline.com

(x) Dematerialisation of Equity Shares:

The Company has established required connectivity with National Securities Depository Limited and Central Depository Services (India) Limited and the same are available in electronic segment under ISIN – INE092H01014.

(xi) Outstanding GDRs/Warrants, Convertible Bonds, Conversion date and likely impact on equity:

There is no GDR/ADR/Warrants or any convertible Instruments pertaining conversion or any other instrument likely to impact the equity share capital of the Company.

SHIVAGRICO IMPLEMENTS LIMITED

(xii) Distribution of Shareholding as on March 31, 2020:

Group of Shares	No. of Shareholders	No. of Shares held	% to Total Shares
1 to 500	1712	488403	9.74
501 to 1000	353	313417	6.25
1001 to 2000	104	175331	3.50
2001 to 3000	38	99133	1.98
3001 to 4000	18	66700	1.33
4001 to 5000	18	84618	1.69
5001 to 10000	22	170577	3.40
10001 and above	41	3615421	72.11
Total	2306	5013600	100

(xiii) Shareholding Pattern as on March 31, 2020:

	No of Shares Held	%
Promoters and Persons Acting in Concert	3086387	61.56
Banks, Financial institutions, Mutual Funds, Insurance Companies	43800	0.87
Body Corporate	116439	2.32
Non Resident Indians	1000	0.02
Clering Member	900	0.02
Indian Public	1765074	35.21
TOTAL	5013600	100

(xiv) Plant Location:

A-38/C-38, Rana Pratap Marg, H.M. Nagar, Falna- 306 116, Rajasthan

(xv) Address for Correspondence:

Shivagrigo Implements Limited,
A-1, Adinath Apartments, 281, Tardeo Road,
Mumbai- 400 007.
Tel. No: 022- 2389 3022/23
Fax No: 022- 2380 2678
Email: shivimpl@shivagrigo.com
Website: www.shivagrigo.com

5. Other Disclosures:

- (I) There are no materially significant transactions with related parties viz., Promoters, Directors or the Management, their Subsidiaries or relatives etc., having potential conflict with Company's interest at large.
- (II) The Company has followed all relevant Accounting Standards and Indian GAAP as may be amended from time to time while preparing the financial statements.
- (III) There have been no instances of non-compliances by the Company on any matter related to Capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority.
- (IV) During the year under review, exercise on Risk Management was carried out and reviewed periodically covering the entire spectrum of business operations of the Company. The Board has been informed about the risk assessment and minimization procedures through means of a properly defined frame work. Business risk assessment, evaluation and its management is an opening process within the Company.
- (V) There was no pecuniary relationship or transactions of Non-executive Directors vis-à-vis the Company during the year under review. The Company has no stock option policy as part of remuneration package applicable for Whole-time Directors or its employees.
- (VI) Reconciliation of Share Capital Audit:

A qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted Capital with NSDL and CDSL and total issued and listed capital of the Company as per books. The Secretarial Audit Report confirms that the total issued/ paid up capital is in accordance with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

SHIVAGRICO IMPLEMENTS LIMITED

(VII) The Company has no Subsidiary.

(VIII) Web link for policy on dealing with related party transactions is www.shivagrigo.com.

(IX) Disclosure of commodity price risks and commodity hedging activities:- N.A.

6. CODE OF CONDUCT:

The Company has complied with the Code of Conduct for Directors and Senior Management approved by the Board. The Code of Conduct is made available on the website of your company.

7. CEO/CFO CERTIFICATION:

Mr. Hemant Ranawat, Director of the Company who is entrusted with the Finance functions also has issued necessary Certificate pursuant to the Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and same is attached forms part of the Annual Report.

8. MANAGEMENT DISCUSSION AND ANALYSIS:

Management discussion and analysis forms part of the Annual Report.

9. Code of Insider Trading

The Company has adopted and implemented a Code of Conduct to SEBI (Prohibition of Insider Trading Regulations, 2015). The code lays down the guidelines, which include procedures to be followed and disclosures to be made by the insiders while dealing with the shares of the Company.

10. Matrix showing skills/expertise/competencies of Directors :

The Company is engaged in the business of rolling and forging of Agricultural implements and other products. The Board comprises of highly renowned professionals drawn from diverse fields. For its effective collective functioning, the Board has identified broad skills/expertise/competencies required in the context of its business and the sector in which it operates viz. (a) standing and knowledge with significant achievements in business, professionals and public services (b) financial or business literacy/skills (c) rolling and forging industry experience and the same are available among the Board collectively.

11. In the opinion of the Board, all the independent Directors of the Company, fulfil the conditions specified in the SEBI Listing Regulations and are independent of the Management.

12. Payments To Statutory Auditor

Ambavat Jain & Associates LLP Chartered Accountants Firm's Registration Number: 109681W have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors's fees, on consolidated basis for the year 2019-20 is given below :

Particulars	Amount (Rupees)
A) AS AUDITOR	
Audit Fee (including limited review)	3,00,000
TOTAL	3,00,000

13. Any Query on Annual Report:

Name	Mr.Hemant Ranawat
Contact No.	022-23893022
Email ID	shivimpl@shivagrigo.com

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby affirmed that all the Board members and Senior Management Personnel have complied with the Code of Conduct of the Company as adopted by the Company for the year ended 31st March, 2020.

For Shivagrigo Implements Limited
Sd/-

HEMANT RANAWAT
Executive Director and Chief Financial Officer

Date: 21.08.2020

Place: Mumbai

SHIVAGRICO IMPLEMENTS LIMITED

CEO/CFO CERTIFICATION

To,
The Board of Directors
Shivagrigo Implement Limited
Mumbai

I, Hemant Ranawat, Executive Director, of the Company do hereby certify that:

- a) I have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Company and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the auditors and the Audit Committee
 - i. Significant changes in internal control during the year;
 - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. There have been no instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Shivagrigo Implements Limited

Sd/-

HEMANT RANAWAT

Executive Director and Chief Financial Officer

Date: 21.08.2020

Place: Mumbai

SHIVAGRICO IMPLEMENTS LIMITED

Management discussion and analysis report

A) Industry structure and developments

- a) The steel industry has been one of the primary beneficiaries of the India's rapid economic growth over the past couple of decades, however steel demand remained subdued in the year 2020 largely due to lower consumption from construction, auto, infrastructure, real estate and manufacturing industries. Further the slowdown in the government infrastructure investments and credit tightness impacted demand and consequently weighed in pricing.
- b) The world steel association expects Indian steel demand to contract by 18% in current year 2020. On the back of pandemic induced, abrupt halt of economic activities, current year 2021 demand is also expected to sharply recover and expand by 15% while the domestic steel industry is likely to witness a decline in the next term, the economy leads towards nearly normalcy level in the coming months.
- c) A gradual recovery especially in the 2nd half of financial year 2020-21 is expected mainly led by govt. thrusts on infrastructure and construction related projects with improving consumer sentiment in other sectors.
- d) The Indian economy slowed down from 3rd Quarter for FY 2019-2020 due to the slump in the automotive sector coupled with slowing down of Investments compounded by a standstill during the general elections in May 2019. Weak economic activity, sharp fall in investments, drop in manufacturing, capital goods, consumer durables automotive and construction and infrastructure sectors adversely impacted the steel demand, down with a growth of 8.2 % in FY 2018-19 to 1.4% in FY 2019-20.
- e) This financial year 2019-20 was a very challenging year for shivagrigo, the business scenario in India was volatile and tough in the first half of 2019-20. The auto sector showed down trend with depressed steel demand , so to come to terms , the company has focused to a strong export led strategy in the first half of the year by increasing customer base in South Africa, Srilanka , Bangladesh, Nepal , Spain, Mexico, Columbia, America. Apart from Tata's conversion (job work), we have also concentrated on tapping local markets, down south, Maharashtra.

f) The company is ISO certified compliant for all products.

B) Opportunities

- i) The company, with a long term view has initiated several costs saving measures, and is increasingly focusing on exports, this was however had disruptions due to the disruption in economic activity caused by the pandemic containment measures, which has affected production targets for the next financial year, and due to uncertainty of lack of manpower.
- ii) The company will be concentrating apart from local market, even on exports to increase volumes including liquidation of existing inventory to offset the loss of volumes and increase cash flows. Targeted cost saving measures to recalibrate the cost base across all areas of operations.

C) Threats

The key focus areas for shivagrigo in a post Covid is to focus on reducing cost base and digitalisation to ensure business continuity. The global pandemic has ensured that sustainability has now become relevant than ever.

D) Segment wise performance

The company has one segment

Rolling and Forging segment

The company deals in Rolling & Forging of Agricultural implements and other products. All the products made by the company essentially emanate from Rolling & forging division.

Others

Overall production in rolling division for the present year was 2072 MT as compared with last year production of 2048 with an increase of 1.17%

Both the above production figures include the production against conversion activity also.

The overall Rolling products sale this year is Rs. 1280 Lacs as against previous year sale of Rs. 1223 Lacs and Forging sale Rs. 751 Lacs as against previous year sales of Rs. 726 Lacs

However the conversion charges this year is Rs. 348 Lacs as against previous year of Rs. 336 Lacs

E) Financial and operation performance

Turnover

The turnover of the Company for the current year was Rs.25,40,11,621/- as compared to Rs.25,68,87,334/- decreased by 1.12% approximately from the last year.

SHIVAGRICO IMPLEMENTS LIMITED

Operation Profit (PBIDT) & margin

Profit/(Loss) before Interest, Depreciation and Tax of the Company for the year is increased from Rs 95,63,273/- to Rs.1,77,99,631/- which is 86.12%

Power & Fuel Cost.

The Power and Fuel cost increased from Rs. 2,15,59,269/- to Rs. 2,35.63,008/- which is 9.29%.

Employees Cost

This year employee cost of Rs.300.85 lacs (App.) Increased from Rs199.40 lacs (App.) mainly due to decrease in contract labour charges of Rs.150.34 lac of previous year as against Rs.73.52 lacs this year. The overall effect of both these cost taken together is an increase of Rs.25.50 lacs this year.

Interest

The company has incurred interest cost of Rs. 86.56 lacs as against Rs. 75.46 lacs in the previous year increased by 14.71% on account of capitalization in previous year.

Profit/(Loss) before Tax

The (Loss) before tax for the current year is Rs. 40.65 as compared to the loss for the year 2019 of Rs. 1,11.13 lacs-decreased by 36.58%.

Income Tax

The company has not provided any tax in this year due to loss. However the company has provided Deferred tax in the both the years.

Financial ratio:

Particulars	FY - 2018-2019	FY - 2019-2020
Debtors turnover	9.55	10.01
Inventory turnover	2.58	2.50
Interest coverage ratio	-ve	0.53
Current ratio	0.93	0.90
Debt equity ratio	0.18	2.20
Operating profit margin	-ve	0.00
Net profit margin	-ve	0.00

F) Human Resources Industrial Relation

The company has established team working of all employees at various levels at factory site. The company is managed under the guidance office executive director Mr, Hemant Ranawat who in turn is supported by the office staff, senior foremen, supervisors and assistants. Each division has its in charge / foreman work are supported by assistants and work shop staff. The supervisor assists foreman and acts as a link between management systems and further developed cordial relations. Regular meeting with union leader maintains harmony. The company has legal consultants to ensure timely compliance with labour law.

H) Cautionary statement

Statement in the management discussion and analysis describing the company objectives, projections estimated and expectations maybe 'forward-looking statements' within the meaning applicable to securities laws and regulations.

Actual results could differ materially from those expressed or implied important factor that could make a difference to the companies Operation including economic conditions affecting demand/ supply and price conditions in the domestic and overseas market, changes in the government regulation. Tax laws and other statutory and other incidental factors.

SHIVAGRICO IMPLEMENTS LIMITED

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Shivagrigo Implements Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Shivagrigo Implements Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of standalone Profit and Loss (including other comprehensive income), standalone Statement of Changes in Equity and standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and Loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 standalone 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 the standalone financial statements.

Key Audit Matters

Key audit matters ("KAM") are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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 the key audit matters to be communicated in our report.

The Key Audit Matters	How our audit addressed the key audit matter
Physical Verification of Inventories	
Management's physical verification of inventories done subsequent to the year-end was not physically observed due to restrictions imposed on account of COVID-19.	<p>We have carried out following procedures with respect to the existence of inventories as at the year-end:</p> <ul style="list-style-type: none">• Evaluated the design and implementation of the controls over physical verification of inventory and tested the operating effectiveness of these controls during the interim periods.• We have performed alternate procedures to audit the existence of inventory as per the guidance provided in SA 501 "Audit Evidence - Specific Consideration for Selected Items", including<ul style="list-style-type: none">• Inspection of supporting documentation relating to stock verification performed by management.• In case of stock lying at third party location examining third party confirmations.• Performing roll back procedures.

SHIVAGRICO IMPLEMENTS LIMITED

Adoption of Ind AS 116-Leases	
<p>As described in Note 35 to the standalone financial statements, during the current year the Company has adopted Ind AS 116, Leases ('Ind AS 116'), the new standard on lease accounting. The application and transition to this accounting standard is complex and is an area of focus in our audit as the Company has different leases with different contractual terms. Ind AS 116 introduces a new lease accounting model wherein lessees are required to recognize a right-of-use (ROU) asset and a lease liability arising from a lease on its balance sheet. The lease liabilities are initially measured by discounting future lease payments during the lease term as per the contract/arrangement. Adoption of the standard involves significant judgments and estimates including, determination of the discount rates and the lease term. The Company adopted the modified retrospective approach method to transition to Ind AS 116, consequently comparative financial information was not restated. Additionally, the standard mandates detailed disclosures with respect of transition.</p> <p>Refer Note 35 the standalone financial statements.</p>	<p>Our audit procedures on adoption of Ind AS 116 include the following :</p> <ul style="list-style-type: none"> • Evaluated the design and implementation of the processes and internal controls relating to implementation of the new lease standard. • Based on our evaluation of the contractual agreements entered into and our knowledge of the business, assessed the appropriateness of the leases identified by the Company. <p>Evaluated the reasonableness of the discount rates used in computing the lease liabilities.</p> <ul style="list-style-type: none"> • On transition to Ind AS 116 during the year: <ul style="list-style-type: none"> • Evaluated the method of transition and related adjustments. • Tested completeness of the lease data by reconciling the Company's lease commitments as at 31 March 2019 to data used in computing the ROU asset and related lease liabilities. • Assessed the key terms and conditions of each lease with the underlying lease contracts, evaluated computation of lease liabilities and challenged the key estimates such as discount rates and the lease term. • Tested the lease accounting and estimates / judgements used by the Company. • Evaluated the appropriateness of the accounting policy, disclosures provided under the new lease standard and assessed the completeness and mathematical accuracy of the relevant disclosures, including those related to transition.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

Our opinion on the standalone 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 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 financial statements or our knowledge obtained in the 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's Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, loss (including other comprehensive income), changes in equity and cash flows 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. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the

SHIVAGRICO IMPLEMENTS LIMITED

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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 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 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 control 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 with reference to standalone financial statements 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 and Board of Directors in the standalone financial statements.
- 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 auditors' 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 financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 auditors' 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 the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 - (A) As required by Section 143(3) of the Act, 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.

SHIVAGRICO IMPLEMENTS LIMITED

- (c) The standalone Balance Sheet, the standalone Statement of Profit and Loss (including other comprehensive income), the standalone Statement of Changes in Equity and the standalone Statement of Cash Flows dealt with by this Report are in agreement with the 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 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company has disclosed the impact of pending litigations as at 31 March 2020 on its financial position in its standalone financial statements - Refer Note 39 to the standalone financial statements;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - As informed to us, the Company is not required to transfer any amount to investor education and protection fund.
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16) as amended:
According to information and explanation given to us, the company has not paid/provided for any managerial remuneration during the year.

For Ambavat Jain & Associates LLP.

Chartered Accountants

Firm Registration No: 109681W

Place: Mumbai
Date: 29-06-2020

Ashish J Jain
Partner

Membership No.111829

UDIN : 20111829AAAACD4315

Annexure - A to the Auditors' Report

*(Referred to in paragraph 1 under 'Report on other Legal & Regulatory Requirements'
Section of our report of even date)*

- [i] (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) These fixed assets have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- [ii] As informed to us, the inventory in the company's possession has been physically verified at reasonable intervals during the year by the management. In respect of inventory lying with the third parties, the same have substantially been confirmed by them at reasonable intervals during the year. The discrepancies noticed on verification between physical stock and book records were not material.
- [iii] The company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, clause 3(iii) of the Order is not applicable.

SHIVAGRICO IMPLEMENTS LIMITED

- [iv] As informed to us, the Company has neither given any loans nor made any investment or provided guarantee or security during the year. Accordingly clause 3(iv) of the Order is not applicable
- [v] The company has not accepted any deposits from the public. Accordingly clause 3(v) of the Order is not applicable.
- [vi] As informed to us, maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for any of the product of the Company.
- [vii] (a) In our opinion and according to the information and explanations given to us, the company has generally been regular in depositing with the appropriate authorities the undisputed statutory dues applicable to it. There were no arrears of outstanding undisputed statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there were no dues of income tax, sales tax, custom duty, service tax, goods and service tax, value added tax, and other statutory dues which have not been deposited on account of any dispute except the following :

Nature of Statue	Amount (Rs)in Lacs	Forum where dispute is pending
Excise Duty	1.09	CESTAT , New Delhi

- [viii] According to the information and explanations given to us, the company has not defaulted in repayment of loans to banks during the year. The company has not obtained any loans or borrowings from any financial institutions, government or debenture holders.
- [ix] The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion and according to the information and explanation given to us, the term loans taken by the company have been applied for the purpose for which they were raised.
- [x] According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit
- [xi] According to the information and explanations give to us, the Company has not paid/provided for any managerial remuneration during the year. Accordingly paragraph 3(xi) is not applicable.
- [xii] In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- [xiii] According to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- [xiv] According to the information and explanations give to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- [xv] According to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- [xvi] According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Ambavat Jain & Associates LLP.
Chartered Accountants
Firm Registration No: 109681W

Place: Mumbai
Date: 29-06-2020

Ashish J Jain
Partner
Membership No.111829
UDIN : 20111829AAAACD4315

SHIVAGRICO IMPLEMENTS LIMITED

Annexure - B to the Auditors' Report

(Referred to in paragraph 1A (f) under 'Report on other Legal & Regulatory Requirements' Section of our report 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 Shivagrigo Implements Limited ("the Company") as of 31st March 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls 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 ('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 to 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 the 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, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 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 of the standalone 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 controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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 (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

SHIVAGRICO IMPLEMENTS LIMITED

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management 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

Considering the size of the company and nature of its business, in our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 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.

For Ambavat Jain & Associates LLP.

Chartered Accountants

Firm Registration No: 109681W

Place: Mumbai

Date: 29-06-2020

Ashish J Jain

Partner

Membership No.111829

UDIN : 20111829AAAACD4315

SHIVAGRICO IMPLEMENTS LIMITED

BALANCE SHEET AS AT 31-03-2020

Particulars	NOTE NO.	AS AT 31- 03 - 2020 RUPEES	AS AT 31 - 03 - 2019 RUPEES
I Assets			
(1) Non-current assets			
(a) Property, Plant and Equipment	1.1	75,819,629	85,296,166
(b) Capital work-in-progress	1.2	6,249,862	3,667,688
(c) Intangible assets	1.3	34,658	24,222
(d) Right-of-Use Assets	1.4	1,171,500	–
(e) Financial Assets			
(i) Investments	2	16,500	16,500
(f) Deferred tax assets (Net)	16	2,604,574	2,685,061
(g) Other non-current assets	3	1,591,842	1,591,842
(h) Income-tax Assets (Net)	4	2,318,566	2,313,895
		<u>89,807,130</u>	<u>95,595,375</u>
(2) Current assets			
(a) Inventories	5	100,259,837	86,380,124
(b) Financial Assets			
(i) Trade receivables	6	27,845,763	26,935,812
(ii) Cash and cash equivalents	7	185,249	193,964
(iii) Bank Balances Other than mentioned in (ii) above	8	1,231,440	1,159,706
(iv) Other financial assets	9	276,334	224,044
(c) Other Current Assets	10	10,847,097	12,247,919
		<u>140,645,720</u>	<u>127,141,570</u>
Total Assets		<u><u>230,452,850</u></u>	<u><u>222,736,944</u></u>
II EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity Share capital	11	50,136,000	50,136,000
(b) Other Equity	12	10,926,450	16,290,472
		<u>61,062,450</u>	<u>66,426,472</u>
(2) LIABILITIES			
(A) Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	8,170,050	12,181,342
(ii) Lease Liability		10,142	
(iii) Other financial liabilities	14	-	2,866,754
(b) Other non-current liabilities	15	5,000,000	5,000,000
		<u>13,180,192</u>	<u>20,048,096</u>
(B) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	122,205,162	112,812,178
(ii) Trade payables	18		
(A) Total outstanding dues of micro enterprises and small enterprises		163,054	5,211,449
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		24,938,176	13,772,783
(iii) Other financial liabilities	19	4,190,160	3,700,639
(b) Other Current Liabilities	20	4,713,656	765,327
		<u>156,210,208</u>	<u>136,262,377</u>
Total Equity and Liabilities		<u><u>230,452,850</u></u>	<u><u>222,736,944</u></u>

Significant Accounting Policies

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm Registration No. : 109681W

(Ashish J. Jain)

Partner

Membership No. 111829

On behalf of the Board

(Vimalchand M. Jain)

Director

(Hemant Ranawat)

Whole-time Director

Chief Financial Officer

MUMBAI

Dated : 29th June, 2020.

(Bhavesh Shah)

Director

(Maulik Kalyanji Gosher)

Company Secretary

SHIVAGRICO IMPLEMENTS LIMITED

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31-03-2020

Particulars	NOTE NO.	2019-20 RUPEES	2018-19 RUPEES
Income			
I Revenue From Operation	21	250,390,092	253,319,557
II Other Income	22	3,621,529	3,567,777
III Total Income (I + II)		<u><u>254,011,621</u></u>	<u><u>256,887,334</u></u>
IV Expenses			
a) Cost of material consumed	23	146,182,540	158,425,710
b) Purchases of Stock-in-Trade	24	1,738,296	1,123,784
c) Change in inventories of finished goods, Work in Progress and Stock in Trade	25	(4,794,601)	(132,570)
d) Manufacturing expenses	26	48,793,532	50,587,016
e) Employee benefits expense	27	30,084,685	19,939,911
f) Finance costs	28	8,655,559	7,545,740
g) Depreciation and amortization		13,209,179	13,130,214
h) Other expenses	29	14,207,537	17,380,210
Total Expenses (IV)		<u><u>258,076,726</u></u>	<u><u>268,000,016</u></u>
V (Loss)/Profit before tax (V - VI)		(4,065,106)	(11,112,682)
VI Tax expenses :	30		
(i) Current tax		-	988
(ii) Deferred tax		397,279	(2,777,317)
VII (Loss)/Profit for the year (VI- V)		(4,462,385)	(8,336,352)
VIII Other Comprehensive Income			
Items that will not be reclassified to profit & loss			
(i) Remeasurement gains on defined benefit plans		(1,218,429)	(81,133)
(ii) Income-tax on above	30	316,792	21,095
Total Other Comprehensive Income for the year (net of tax)		<u><u>(901,637)</u></u>	<u><u>(60,038)</u></u>
IX Total Comprehensive Income for the year (VII+VIII)		<u><u>(5,364,022)</u></u>	<u><u>(8,396,391)</u></u>
X Earnings per equity share	31		
(a) Basic		<u><u>(0.89)</u></u>	<u><u>(1.66)</u></u>
(b) Diluted		<u><u>(0.89)</u></u>	<u><u>(1.66)</u></u>

Significant Accounting Policies

The accompanying notes are an integral part of the Financial Statements.

As per our report of even date

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm Registration No. : 109681W

On behalf of the Board

(Ashish J. Jain)

Partner

Membership No. 111829

(Vimalchand M. Jain)

Director

(Hemant Ranawat)

Whole-time Director
Chief Financial Officer

MUMBAI

Dated : 29th June, 2020.

(Bhavesh Shah)

Director

(Maulik Kalyanji Gosher)

Company Secretary

SHIVAGRICO IMPLEMENTS LIMITED

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

Accounting Policy

Cash flows are reported using the indirect method, whereby profit/(loss) for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.

Particulars	31/03/2020 Rupees	31/03/2019 Rupees
Cash flow from operating activities		
Profit/(Loss) before tax	(4,065,106)	(11,112,682)
Adjustment to reconcile net profit to net cash provided by operating activities		
Depreciation and Amortisation Expense	13,209,179	13,130,214
Allowance for Doubtful trade receivable	627,422	-
Finance Cost	8,655,559	7,545,740
Loss on disposal of asset	16,720	(75,089)
Interest income	(205,608)	(230,921)
Other Adjustments	(1,218,429)	(81,133)
Operating profit before working capital changes	17,019,737	9,176,129
Net changes in		
Trade receivables	(1,537,373)	(13,821,172)
Inventories	(13,879,713)	(220,393)
Other Financial Assets	(52,290)	87,009
Other Assets	1,400,822	(2,082,133)
Trade payables	6,116,998	2,892,444
Other Liabilities	3,948,329	(965,241)
Other Financial Liabilities	(2,377,233)	67,920
Cash generated from operations	10,639,277	(4,865,437)
Taxes paid (net of refunds)	4,670	(5,828)
Net cash provided by/(used in) operating activities	10,634,607	(4,859,609)
Cash flow from Investing activities		
Payment for purchase of property, plant and equipment	(7,553,729)	(8,090,882)
Proceeds from disposal of property, plant and equipment	50,400	1,305,023
Bank Deposits placed	(71,733)	(63,025)
Interest received	205,608	230,921
Net cash provided by/(used in) operating activities	(7,369,455)	(6,617,963)
Cash Flows from Financing activities		
Borrowings Net	5,381,692	18,713,905
Interest Paid	(8,655,559)	(7,545,740)
Net cash provided by/(used in) financing activities	(3,273,867)	11,168,166
Net change in cash and cash equivalents	(8,715)	(309,406)
cash and cash equivalents at the beginning of the financial year	193,964	503,370
cash and cash equivalents at the end of the financial year	185,249	193,964

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm Registration No. : 109681W

On behalf of the Board

(Ashish J. Jain)

Partner

Membership No. 111829

(Vimalchand M. Jain)

Director

(Hemant Ranawat)

Whole-time Director

Chief Financial Officer

MUMBAI

Dated : 29th June, 2020.

(Bhavesh Shah)

Director

(Maulik Kalyanji Gosher)

Company Secretary

SHIVAGRICO IMPLEMENTS LIMITED

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

A. Equity Share Capital

Particulars	Balance as at 1 April 2018	Issued during the year	Balance as at 31 March 2019	Issued during the year	Balance as at 31 March 2020
Equity share capital	50,136,000	-	50,136,000	-	50,136,000

B. Other Equity

Particulars	Reserves & Surplus			Other comprehensive income	Total
	Capital Reserve	Securities premium reserve	Retained earnings		
Balance as at 1 April 2018	1,500,000	10,058,995	13,133,042	(5,175)	24,686,862
Loss for the year			(8,336,352)		(8,336,352)
Other comprehensive income (Net of Tax)				(60,038)	(60,038)
Balance as at 31 March 2019	1,500,000	10,058,995	4,796,690	(65,213)	16,290,472
Loss for the year		-	(4,462,385)	-	(4,462,385)
Other comprehensive income (Net of Tax)				(901,637)	(901,637)
Balance as at 31 March 2020	1,500,000	10,058,995	334,305	(966,850)	10,926,450

For Ambavat Jain & Associates LLP

Chartered Accountants
Firm Registration No. : 109681W

(Ashish J. Jain)

Partner
Membership No. 111829

MUMBAI

Dated : 29th June, 2020.

On behalf of the Board

(Vimalchand M. Jain)

Director

(Bhavesh Shah)

Director

(Hemant Ranawat)

Whole-time Director
Chief Financial Officer

(Maulik Kalyanji Gosher)

Company Secretary

SHIVAGRICO IMPLEMENTS LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Shivagrigo Implements Ltd. is a company limited by shares, incorporated and domiciled in India having its Registered Office A-1 Ground Floor, Adinath Apartment, 281, Tardeo Road, Mumbai 400007. The Company primarily deals in Rolling and Forging of agricultural implements and other products.

2. STATEMENT OF COMPLIANCE, BASIS OF PREPARATION, USE OF ESTIMATES AND JUDGEMENTS AND SIGNIFICANT ACCOUNTING POLICIES :

I. Statement of Compliance

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and relevant provisions of the Companies Act, 2013.

II. Basis of Preparation

The Financial Statements of the company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for :

- Financial instruments - measured at fair value;
- Defined Benefit Plans - plan assets are measured at fair value.

III. Use of estimates and Judgements

In preparing the Financial Statements in conformity with accounting principles and standards generally accepted in India, management is required to make estimates, judgements and assumptions that affect reported amounts of assets and liabilities and the disclosure of contingent assets and contingent liabilities as at the date of Financial Statements and the amounts of revenue and expenses during the reported period. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to such estimates is recognized in the period the same is determined and in any future periods that may be determined to be affected. The Company has based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the estimates and assumptions when they occur. The key assumptions concerning the future and other key sources of estimation that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the subsequent financial year/years, are described below.

Impact of COVID-19

The COVID-19 pandemic is rapidly spreading throughout the world. The operations of the Company were impacted following nationwide lockdown announced by the Government of India with effect from 25th March 2020. The Company has resumed operations in a phased manner as per directives from the Government of India. The Company has evaluated impact of this pandemic on its business operations and financial position. Having reviewed the underlying data and based on current estimates the Company expects the carrying amount of assets will be recovered and there is no significant impact on liabilities accrued. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial statements. The Company will continue to monitor any material changes to future economic conditions.

Other critical accounting estimates and judgements

- o **Useful lives of property, plant and equipment and intangible assets:** The Company reviews the useful life of property, plant and equipment and Intangible assets as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.
- o **Impairment testing:** Property, plant and equipment and Intangible assets that are subject to amortisation/ depreciation are tested for impairment when events occur or changes in circumstances indicate that the recoverable amount of the asset is less than its carrying value. The calculation involves use of significant estimates and assumptions.

SHIVAGRICO IMPLEMENTS LIMITED

- o **Income Taxes:** Deferred tax assets are recognized to the extent that it is regarded as probable that deductible temporary differences can be realized. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management's expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit or Loss. Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit or Loss.
- o **Fair value measurement of financial instruments:** The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. This involves significant judgements in selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.
- o **Litigation:** From time to time, the Company is subject to legal proceedings the ultimate outcome of each being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a liability will crystallize and the amount of the liability can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavorable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigation provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.
- **Defined benefit plans:** The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each Balance Sheet date.

IV. Significant Accounting Policies

Following is the list of the significant accounting policies adopted in the preparation of these separate Financial Statements of Shivagrigo Implements Ltd. These policies have been consistently applied to all the period presented, unless otherwise stated.

a. 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 realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- 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 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 non-current.

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

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

SHIVAGRICO IMPLEMENTS LIMITED

b. Fair value measurement

The Company measures financial instruments, at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of un-observable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 -Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities are generally considered to approximate their carrying amounts largely due to the short-term maturities of these instruments.

This note summarizes accounting policy for a fair value. Other fair value related disclosures are given in the relevant notes.

c. Revenue recognition

The Company earns revenue primarily from sale of products and sale of services. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. 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. Revenue is measured net of indirect taxes, returns and discounts.

Sale of Products

Revenues are recognized when the Company satisfies the performance obligation by transferring a promised products to a customer. A product is transferred when the customer obtains control of that product, which is at the point of transfer of custody to customers where usually the title is passed, provided that the contract price is fixed or determinable and collectability of the receivable is reasonably assured. Revenue in respect of export sale is recognized on the date of bill of lading. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Sale of services

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction shall be recognized by reference to the stage of completion of the transaction at the end of reporting period.

SHIVAGRICO IMPLEMENTS LIMITED

Interest Income

Revenue from interest is recognized on accrual basis and determined by contractual rate of interest.

Duty Drawback and Other Claims

Duty Drawback and Other Claims are accounted for as and when all the conditions are satisfied under the relevant regulations for making the claims and is measurable on a reliable basis and it is probable that the economic benefits will flow to the company.

d. Transactions in Foreign Currency

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction. All monetary assets and liabilities as at the Balance sheet date are restated at the applicable exchange rates prevailing on that date. All exchange differences arising on transactions are charged to Profit & Loss Account.

e. Tax expenses

(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted, by the end of the reporting period.

(ii) Deferred Tax

Deferred Income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the separate Financial Statements.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and Deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other Comprehensive Income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax is accounted for in accordance with tax laws which give rise to future economic benefits in the form of tax credit against which future income tax liability is adjusted and is recognized as deferred tax asset in the balance sheet.

f. Leases

The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- i) the contract involves the use of an identified asset
- ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- iii) the Company has the right to direct the use of the asset. At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases of low value assets. For these short-term and leases of low value assets, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

SHIVAGRICO IMPLEMENTS LIMITED

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made.

A lease liability to re-measured upon the occurrence of certain events such as change in the lease term or a change in an index or rate used to determine lease payments. The re-measurement normally also adjusts the leased assets.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

g. Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Such impairment loss is recognised in the Statement of Profit and Loss. Assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period. In case of such reversal, the carrying amount of the asset is increased so as not to exceed the carrying amount that would have been determined had there been no impairment loss. Such reversal of impairment loss is recognised in the Statement of Profit and Loss.

h. Cash and cash equivalents and other bank balances

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash in hand, cash at bank and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Other Bank Balances include balances other than those classified as cash and cash equivalents and deposits with banks that are restricted for withdrawal and usage.

i. Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. Trade receivables is generally considered approximate their carrying amount largely due to the short-term maturity of this instrument.

j. Inventories

Inventories are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- **Raw materials:** Cost of raw materials used for manufacture is determined on first in first out basis which includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.
- **Finished goods and work in progress:** Cost includes cost of direct materials and a proportion of labour and other manufacturing overheads based on the normal operating capacity. Cost is determined on first in first out basis
- **Traded goods:** Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

k. Property, Plant and Equipment

Freehold land is carried at historical cost. Other items of property, plant and equipment are stated at historical cost less depreciation. Historical Cost represents direct expenses incurred on acquisition or construction of the assets and the attributable share of indirect expenses and interest.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and such cost can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred

Items of Capital work-in-progress that are not yet ready for their intended use on the reporting date are carried at cost being direct cost, related incidental expenses and attributable interest.

SHIVAGRICO IMPLEMENTS LIMITED

I. Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment other than freehold land and Rolls, is provided on 'Written Down Value Method' based on useful life as prescribed under Schedule II of the Companies Act 2013.

- Freehold Land is not depreciated
- Based on technical valuation, the useful life of Rolls has been estimated as 1 year

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

m. Intangible Assets

Intangible Assets are stated at cost less accumulated amortization and net of impairments, if any. An intangible asset is recognised if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and its cost can be measured reliably. Intangible assets are amortized on straight line basis over their estimated useful lives. An intangible asset is derecognized on disposal, or when no future economic benefits are expected to arise from continued use of the asset. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in the Statement of Profit and Loss when the asset is derecognized.

n. Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of respective assets during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

o. Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortized cost using the effective interest method. Trade payables is generally considered approximate their carrying amount largely due to the short-term maturity of this instrument.

p. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when there is a present legal or statutory obligation or constructive obligation as a result of past events and where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for

Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made..

Contingent assets where it is probable that future economic benefits will flow to the Company are not recognised but disclosed in the Financial Statements. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

q. Employee Benefits

(i) Short-term obligations

The costs of all short-term employee benefits (that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service) are recognised during the period in which the employee renders the related services. The accruals for employee entitlements of benefits such as salaries, bonuses and annual leave represent the amount which the Company has a present obligation to pay as a result of the employees' services and the obligation can be measured reliably. The accruals have been calculated at undiscounted amounts based on current salary levels at the Balance Sheet date.

SHIVAGRICO IMPLEMENTS LIMITED

(ii) Post-employment obligations

The Company operates the following post-employment schemes:

Gratuity Fund -

The Company makes annual contributions to gratuity funds administered by the Life Insurance Corporation of India. The gratuity plan provides for lump sum payment to vested employees on retirement, death or termination of employment of an amount based on the respective employee's last drawn salary and tenure of employment. The Company accounts for the net present value of its obligations for gratuity benefits, based on an independent actuarial valuation, determined on the basis of the projected unit credit method, carried out as at the Balance Sheet date. The obligation determined as aforesaid less the fair value of the plan assets is reported as a liability or assets as of the reporting date. Actuarial gains and losses are recognised immediately in the Other Comprehensive Income and reflected in retained earnings and will not be reclassified to the Statement of Profit and Loss.

Provident Fund -

The Company pays provident fund contributions to a fund administered by Government Provident Fund Authority. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

r. Earnings per share

Earnings per share (EPS) Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Group by the weighted average number of Ordinary shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares.

s. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

A. Financial assets

(i) Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

(ii) Subsequent measurement

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria. The Company's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset.

For purposes of subsequent measurement, financial assets are classified as under:

o Financial Assets at amortized cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Such financial assets are subsequently measured at amortized cost using the effective interest method.

Effective interest method : The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

o Financial Assets at fair value through other comprehensive income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows and to selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

SHIVAGRICO IMPLEMENTS LIMITED

o Financial Assets at fair value through profit or loss (FVTPL)

Financial asset not measured at amortised cost or at fair value through other comprehensive income is carried at fair value through the statement of profit and loss.

(iii) Impairment of financial assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through other comprehensive income. The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables that do not constitute a financing transaction as permitted by Ind AS 109 Financial instrument, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

(iv) De-recognition of financial assets

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

B. Financial Liabilities

i Initial recognition and measurement:

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

ii Subsequent measurement:

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.

iii De-recognition

A financial liability is de-recognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

On behalf of the Board

(Vimalchand M. Jain)
Director

(Hemant Ranawat)
Whole-time Director
Chief Financial Officer

(Bhavesh Shah)
Director

(Maulik Kalyanji Gosher)
Company Secretary

SHIVAGRICO IMPLEMENTS LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1.1 PROPERTY, PLANT & EQUIPMENT

Particulars	Gross Carrying Amount				Depreciation/Amortisation				Net Carrying Amount	
	As at 01/04/2019	Additions	Deductions/ Adjustment	As at 31/03/2020	Upto 31/03/2019	For the year	Deduction/ Adjustment	Upto 31/03/2020	As on 31/03/2020	As on 31/03/2019
(i) Tangible Assets										
Lease Hold Land	2,229,942	-	2,229,942	0	1,045,555.00	-	1,045,555	-	-	1,184,387
Freehold Land	158,840	-	-	158,840	-	-	-	-	158,840	158,840
Buildings	47,779,605	100,000	-	47,879,605	26,123,870.00	1,877,528	-	28,001,398	19,878,207	21,655,735
Plant & Machinery	167,560,492	4,328,420	-	171,888,912	107,417,890.05	10,481,494	-	117,899,384	53,989,528	60,142,602
Office Equipments	4,677,497	468,178	651,525	4,494,150	4,225,558.13	297,964	638,684	3,884,838	609,312	451,939
Furniture & Fixtures	1,498,035	-	-	1,498,035	1,441,011.00	4,606	-	1,445,617	52,418	57,024
Vehicles	3,246,984	52,500	781,055	2,518,429	1,601,345.00	512,536	726,776	1,387,105	1,131,324	1,645,639
Total	227,151,396	4,949,098	3,662,522	228,437,972	141,855,229	13,174,128	2,411,015	152,618,342	75,819,629	85,296,166
Total Previous Year	186,653,749	33,253,576	2,349,859	217,557,465	120,754,362	9,696,418	1,536,398	128,914,382	88,643,083	65,899,386

1.2 Capital Work-in-Progress

Particulars	As at 01/04/2019	Additions	Capitalisation/ Deductions	As at 31/03/2020
Plant & Machinery	3,667,688	3,772,170	1,189,996	6,249,862
	3,667,688	3,772,170	1,189,996	6,249,862
Total Previous Year	6,574,070	7,571,259	10,477,641	3,667,688

1.3 Intangible Assets

Particulars	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As on 01/04/2019	Additions	Deductions/ Adjustment	As on 31/03/2020	Upto 31/03/2019	For the year	Deduction/ Adjustment	Upto 31/03/2020	As on 31/03/2020	As on 31/03/2019
Computer Software	96,888	22,458	-	119,346	72,666	12,022	-	84,688	34,658	24,222
Total Previous Year	96,888	-	-	96,888	56,698	15,968	-	72,666	24,222	40,190

1.4 Right of Use Assets

Particulars	Gross Carrying Amount				Amortisation				Net Carrying Amount	
	As on 01/04/2019	Additions	Deductions/ Adjustment	As on 31/03/2020	Upto 31/03/2019	For the year	Deduction/ Adjustment	Upto 31/03/2020	As on 31/03/2020	As on 31/03/2019
Right of use Lease Hold Land	-	2,240,084	-	2,240,084	-	23,029	1,045,555	1,068,584	1,171,500	-
	-	2,240,084	-	2,240,084	-	23,029	1,045,555	1,068,584	1,171,500	-
Total Previous Year	-	-	-	-	-	-	-	-	-	-

Notes :-

- During the year ended on 31 March 2020 and 31 March 2019, there is no impairment loss determined at each level of Cash Generating Units. The recoverable amount was based on value in use and was determined at the level of Cash Generating Units.
- Borrowing costs amounting to Rs. 2,20,415/- (2019 - Rs.9,05,256/-) are capitalised on property, plant and equipment under construction.
- Deduction from carrying amount of lease hold land and from accumulated depreciation thereon represent transition impact on adoption of IND AS 116, Leases

For and on behalf of the Board of Directors

(Vimalchand M. Jain)
Director

(Hemant Ranawat)
Executive Director

(Bhavesh Shah)
Director

SHIVAGRICO IMPLEMENTS LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	As at	
	31st March,2020	31st March,2019
2 NON-CURRENT INVESTMENTS		
Trade Investments Unquoted :	16,500	16,500
33 Equity Shares of Falna Udyog Mandal Ltd, of Rs 500/- Fully paidup		
Aggregate Value of unquoted investments	16,500	16,500
3 OTHER NON-CURRENT ASSETS		
(Unsecured considered good)		
Security Deposits Utility	1,591,842	1,591,842
	1,591,842	1,591,842
4 INCOME TAX ASSETS (net)		
Advance Tax / TDS less provisions	2,318,566	2,313,895
	2,318,566	2,313,895
5 INVENTORIES		
(As taken, valued and certified by the management)		
Stores and spares	7,741,489	7,702,556
Finished Goods	15,886,112	14,085,930
Stock-in-trade (in respect of goods acquired for trading)	269,890	189,166
Work in Progress	45,583,581	42,669,886
Raw Materials	25,400,322	17,296,668
Other Consumables	5,378,443	4,435,918
	100,259,837	86,380,124
6 TRADE RECEIVABLES		
Trade Receivable considered good - Unsecured	27,845,763	26,935,812
Trade Receivable which have significant increase in Credit Risk	627,422	-
Less : Allowances for expected credit loss	(627,422)	-
	27,845,763	26,935,812
7 CASH & CASH EQUIVALENTS		
Balances with banks in current accounts	155,137	158,355
Cash on hand	30,112	35,609
	185,249	193,964
8 OTHER BALANCES WITH BANKS		
(Unsecured considered good)		
Bank deposits with maturity of Less than 3 months	858,027	-
Bank deposits with maturity of more than 3 months but less than 12 months	373,412	1,159,706
	1,231,440	1,159,706

Note:

1. Bank deposits are held as margin money against Bank guarantees.

SHIVAGRICO IMPLEMENTS LIMITED

		As at		
		31st March,2020	31st March,2019	
9	OTHER CURRENT FINANCIAL ASSETS			
	(Unsecured considered good)			
	Employees Advances	247,525	196,237	
	Interest accrued on fixed deposits	28,809	27,807	
		276,334	224,044	
10	OTHER CURRENT ASSETS :			
	Balances with Govt. Authorities	8,713,132	6,181,569	
	Prepaid Expenses	667,050	714,241	
	Others	1,466,915	5,352,109	
		10,847,097	12,247,919	
11	EQUITY SHARE CAPITAL			
11.1	AUTHORISED :			
	6990000 Equity Shares of Rs 10/- each	69,900,000	69,900,000	
	1000 Nos 9% Cumulative Redeemable preference shares of Rs.100/- each	100,000	100,000	
		70,000,000	70,000,000	
11.2	ISSUED, SUBSCRIBED AND FULLY PAID			
	5013600 Equity Shares of Rs 10/- Each Fully Paidup	50,136,000	50,136,000	
		50,136,000	50,136,000	
11.3	The reconciliation of the number of shares outstanding is set out below :			
	No. of Equity Shares at the beginning of the year	5,013,600	5,013,600	
	No.of Equity Shares at the end of the year	5,013,600	5,013,600	
11.4	The Company has one class of equity shares having a par value of Rs.10/- per share. These shares rank pari passu in all respects including voting rights, entitlement to dividend and distribution of assets of the Company in the event of liquidation.			
11.5	The details of Shareholders holding more than 5% shares			
	Name of the Shareholder	%	No of Shares	% No of Shares
	Vimal Chand M Jain	16.65%	835000	835,000 16.65%
	SDD Agencies P Ltd	14.34%	719100	719,100 14.34%
	Vinit N Ranawat	10.54%	528500	528,500 10.54%
12	OTHER EQUITY			
	Capital Reserve			
	Opening Balance	1,500,000	1,500,000	
	Closing Balance	1,500,000	1,500,000	
	Securities Premium			
	Opening Balance	10,058,995	10,058,995	
	Closing Balance	10,058,995	10,058,995	

SHIVAGRICO IMPLEMENTS LIMITED

	As at	
	31st March,2020	31st March,2019
Retained Earnings		
Opening Balance	4,796,690	13,133,042
Less : Loss for the year	(4,462,385)	(8,336,352)
Closing Balance	<u>334,305</u>	<u>4,796,690</u>
Other Comprehensive Income		
Opening Balance	(65,213)	(5,175)
Add /Less: Items that will not be reclassified to Profit & Loss (Net of Tax)	(901,637)	(60,038)
	<u>(966,850)</u>	<u>(65,213)</u>
	<u>10,926,450</u>	<u>16,290,472</u>
13 NON-CURRENT BORROWINGS		
Secured :		
i) Term loan from HDFC Bank (Secured against hypothecation of Plant and Machinery, repayable in 60 installment of Rs.161,577/- each @ 10.20% p.a., last installment due on April' 2024)	5,080,664	6,403,841
ii) Term Loan from HDFC Bank (100 lacs) (Secured against hypothecation of Plant and Machinery, repayable in 60 installment of Rs.2,11,734/- each @ 10.20% p.a., last installment due on Feb. 2022)	2,218,272	4,483,457
iii) Term Loan from HDFC Bank (Secured against hypothecation of Vehicle, repayable in 60 installment of Rs.42,782/- each @ 8.20% p.a., last installment due on Jan. 2023)	871,114	1,294,044
	<u>8,170,050</u>	<u>12,181,342</u>
14 OTHER NON - CURRENT FINANCIAL LIABILITIES		
Creditors for Capital Goods	-	2,866,754
	-	<u>2,866,754</u>
15 OTHER NON CURRENT LIABILITIES		
Advnace from Customers	5,000,000	5,000,000
	<u>5,000,000</u>	<u>5,000,000</u>
16 DEFERRED TAX ASSETS (NET)		
DEFERRED TAX LIABILITIES		
Property, Plant & Equipment	3,921,552	3,479,830
	<u>3,921,552</u>	<u>3,479,830</u>
DEFERRED TAX ASSETS		
MAT Credit Entitlement	(114,349)	(114,349)
Unused Tax Losses	(6,066,760)	(5,935,514)
Disallowances u/s43B	(181,887)	(115,028)
Allowance for Doubtfull Debts	(163,130)	
	<u>(6,526,126)</u>	<u>(6,164,891)</u>
Net Deferred Tax ASSETS	<u>(2,604,574)</u>	<u>(2,685,061)</u>

SHIVAGRICO IMPLEMENTS LIMITED

		As at	
		31st March,2020	31st March,2019
17	CURRENT BORROWINGS		
	Secured :		
	Cash Credit Facilities From HDFC Bank Ltd.	66,316,529	67,689,806
	EPC From HDFC Bank Ltd	9,995,939	13,617,992
	(These credit facilities are secured against hypothecation by way of first and exclusive charge of present and future stock, book debts and collateral security of immovable properties of the Company and personal guarantees of the directors at the interest rate of 9.60% p,a in case of cash credit and 9.60% p.a. in case of EPC)		
	Unsecured :		
	From Directors	45,892,694	31,504,380
		122,205,162	112,812,178
18	TRADE PAYABLES		
	Trade payables		
	Total outstanding dues of micro enterprises and small enterprises	163,054	5,211,449
	Total outstanding dues of creditors other than micro enterprises and small enterprises	24,938,176	13,772,783
		25,101,230	18,984,232
	(Refer Note No.38 for the details relating to micro and small enterprises)		
19	OTHER CURRENT FINANCIAL LIABILITIES		
	Current Maturities of long term borrowings		
	Term Loan from HDFC Bank	2,203,007	1,951,695
	(Secured against hypothecation of Plant and Machinery, repayable in 60 installment of Rs.2,11,734/- each @ 10.20% p.a., last installment due on Feb 2022)		
	Term Loan from HDFC Bank	422,930	389,741
	(Secured against hypothecation of Vehicle, repayable in 60 installment of Rs.42,782/- each @ 8.20 % p.a., last installment due on Jan 2023)		
	Term Loan from HDFC Bank	1,323,177	1,096,159
	(Secured against hypothecation of Plant and Machinery, repayable in 60 installments of Rs.1,61,577/- each @ 10.20% p.a., last installment due on April 2024)		
		3,949,114	3,437,595
	Interest accrued but not due on borrowings	78,561	53,658
	Creditors for capital goods	162,486	209,386
		4,190,161	3,700,639

SHIVAGRICO IMPLEMENTS LIMITED

		As at	
		31st March,2020	31st March,2019
20	OTHER CURRENT LIABILITIES		
	Advance from Customers	4,407,512	502,112
	Statutory Dues payable	306,144	263,215
		4,713,656	765,327
21	REVENUE FROM OPERATIONS		
	Sales of Products	203,068,398	204,900,933
	Sales of Services	34,820,051	33,594,833
	Other Operating Income	12,501,644	14,823,792
		250,390,092	253,319,557
21.1	PARTICULARS OF SALE OF PRODUCTS		
	Rolling Products	127,993,704	132,296,632
	Agricultural Implements	75,074,694	72,604,300
		203,068,398	204,900,933
21.2	PARTICULARS OF SALE OF SERVICES		
	Conversion charges & Job work	34,820,051	33,594,833
		34,820,051	33,594,833
21.3	PARTICULARS OF OTHER OPERATING INCOME		
	Sale of Scrap	12,501,644	14,823,792
		12,501,644	14,823,792
22	OTHER INCOME :		
	Interest Income :		
	on Bank Fixed Deposits	80,818	72,791
	on Income tax refund	28,338	49,084
	on Electricity Deposits	96,452	104,169
	on Excise Duty refund		4,877
	Duty Draw Back	1,032,320	793,491
	Export Incentives	1,365,064	1,205,390
	Profit on sale of Property, Plant & Equipment	-	75,089
	Allowance for doubtful debts w/back	-	39,516
	Foreign Exchange gains (net)	985,347	1,218,945
	Sundry balance w/back	33,190	4,425
		3,621,529	3,567,777
23	COST OF MATERIALS CONSUMED		
	Opening Stock	17,296,668	17,619,553
	Add :- Purchases	154,286,193	156,861,865
	Add :- Capital Goods Converted to Stock in Trade	-	1,240,961
	Less :- Closing Stock	25,400,322	17,296,668
		146,182,540	158,425,710
24	PARTICULARS OF PURCHASES OF STOCK-IN-TRADE		
	Trading Purchases (Agricultural Implements)	708,466	1,123,784
	Trading Purchases(Bars)	970,220	-
	Trading Purchases(TMT)	59,610	-
		1,738,296	1,123,784

SHIVAGRICO IMPLEMENTS LIMITED

		As at	
		31st March,2020	31st March,2019
25	CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRES & STOCK-IN-TRADE		
	Opening Stock :		
	Work in Progress	42,669,886	39,404,714
	Stock-in-trade	189,166	274,855
	Finished Goods	14,085,930	17,132,843
		56,944,982	56,812,412
	Closing Stock :		
	Work in Progress	45,583,581	42,669,886
	Stock-in-trade	269,890	189,166
	Finished Goods	15,886,112	14,085,930
		61,739,583	56,944,982
		(4,794,601)	(132,570)
26	MANUFACTURING EXPENSES		
	Stores, Spares and Packing Materials	7,587,527	4,176,585
	Contract Labour Charges	7,352,414	15,034,183
	Power & Fuel	23,563,088	21,559,269
	Transportation Charges	3,405,275	4,138,304
	Job work charges	4,475,937	3,634,882
	Repairs to buildings	167,987	335,207
	Repairs to machinery	823,266	842,417
	Insurance	166,757	209,248
	Other Factory expenses	1,251,282	656,923
		48,793,532	50,587,016
27	EMPLOYEE BENEFITS EXPENSES		
	Salaries, Wages, Bonus etc.	28,284,588	18,549,644
	Contribution to Provident Fund and other funds	1,282,903	943,308
	Employees Welfare Expenses	517,194	446,959
		30,084,685	19,939,911
28	FINANCE COSTS		
	Interest Expenses	8,467,062	7,208,768
	Other borrowing cost	187,587	336,972
	Interest on Lease Liability	910	
		8,655,559	7,545,740
29	OTHER EXPENSES		
	Sales Promotion and Marketing expenses	352,216	417,285
	Commission on sales	44,306	92,386
	Repairs others	383,745	506,932
	Insurance	91,005	98,761
	Communication expenses	431,423	403,676
	Travelling & Conveyance	1,510,274	1,737,806
	Printing & Stationery	147,911	179,172
	Legal & Professional expenses	993,965	745,541
	Rates and taxes	4,049,339	8,058,393
	<u>Payment to Auditors</u>		
	Statutory audit fees	300,000	300,000
	Transport and handling charges	3,819,611	3,077,493
	Prior Period Expenses	-	69,794
	Allowance for Doubtful Debts	627,422	
	Miscellaneous expenses	1,439,602	1,692,972
	Loss on Sale of Assets	16,720	
		14,207,537	17,380,210

SHIVAGRICO IMPLEMENTS LIMITED

	As at	
	31st March,2020	31st March,2019
30 TAX EXPENSE		
(a) Recognised in Profit and Loss Section		
Current Tax		
Tax pertaining to Current Year	-	-
Tax pertaining to prior period	-	988
Deferred tax		
Tax pertaining to Current Year	397,279	(2,777,317)
	397,279	(2,776,329)
(b) Recognised in Other Comprehensive Income		
Income tax expenses on remeasurements of employee defined benefit plans	316,792	21,095
	316,792	21,095
Total tax expense (a) + (b)	714,071	(2,755,234)
(c) Reconciliation of tax expense and the accounting profit multiplied by tax rate :		
Loss before income tax expenses	(4,065,106)	(11,112,682)
Tax at the rate of 26% [2019 - 26%]	(1,056,927)	(2,889,297)
<u>Tax effect of amounts which are not deductible/taxable</u>		
Expenses/Losses not deductible	795,393	24,036
Allowances/Income not taxable	(38,598)	
Profit on sale of fixed assets	-	(19,523)
Ind AS adjustments	-	24,727
Others	1,014,204	103,835
Adjustments recognised in the current year in relation to the current tax prior years	0	988
-		
Income tax expense recognised in the Statement of Profit and Loss (A + B)	714,071	(2,755,234)
31 Earnings per equity share		
(Loss)/Profit after tax	(4,462,385)	(8,336,352)
Weighted average number of equity shares	5,013,600	5,013,600
Nominal Value of equity shares	10	10
Earning per equity share - Basic & Diluted	(0.89)	(1.66)

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32 FAIR VALUE MEASUREMENTS

(a) Financial instruments by category

	As at 31/03/2020		As at 31/03/2019	
	FVOCI	Amortised cost	FVOCI	Amortised cost
Financial Assets				
Investment				
Equity instrument	16,500		16,500	
Trade receivables		27,845,763		26,935,812
Cash & Cash Equivalents		185,249		193,964
Bank balances other than mentioned above		1,231,440		1,159,706
Other financial assets		276,334		224,044
Total Financial Assets	16,500	29,538,786	16,500	28,513,526
Financial Liabilities				
Borrowings		134,324,326		128,431,115
Interest Accrued but not due		78,561		53,658
Trade payables		25,101,230		18,984,232
Capital creditors		162,486		3,076,140
Lease Liability		10,142		
Total Financial Liabilities	-	159,676,745	-	150,545,146

(b) Financial Assets and Liabilities measured at fair value - recurring fair value measurements

	As at 31/03/2020			As at 31/03/2019		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets						
Financial instrument at FVOCI (Investments in 33 equity shares of Falna Udyog Mandal Ltd of Rs.500/- - Unquoted)	-	-	16,500	-	-	16,500
Total Financial Assets	-	-	16,500	-	-	16,500

(c) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognized and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair values, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

(i) Quantitative disclosures of fair value measurement hierarchy for assets and liabilities as at 31.03.2020:

	Fair value measurement using				
	Date of valuation	Quoted price in active market level(1)	Significant observable inputs level(2)	Significant unobservable inputs level(3)	Total
Financial Assets measured at FVOCI- Unquoted Equity Shares	31/03/2020	-	-	16,500	16,500

(ii) Quantitative disclosures of fair value measurement hierarchy for assets and liabilities as at 31.03.2019:

	Fair value measurement using				
	Date of valuation	Quoted price in active market level(1)	Significant observable inputs level(2)	Significant unobservable inputs level(3)	Total
Financial Assets measured at FVOCI- Unquoted Equity Shares	31/03/2019	-	-	16,500	16,500

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Level 1: Level 1 hierarchy includes Financial Instruments measured using quoted prices. This includes listed equity instruments that have quoted price.

Level 2: The fair value of Financial Instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, included in level 3.

Note:

The management assessed that cash and cash equivalents, trade receivables, trade payables, capital creditors, bank cash credits and other financial assets are generally considered approximates their carrying amounts largely due to the short term maturities of these instruments,

(d) Reconciliation of the financial assets measured at fair value using significant unobservable inputs (level 3)

Unquoted securities		Rupees
As at 01/04/2019		16,500
Acquisitions		-
As at 31/03/2020		<u>16,500</u>

33 Financial Risk Management

The Company's activities expose it to market risk (including currency risk, interest rate risk and other price risk), liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Company's risk management is carried out by a director under policies approved by the Board of Directors. Director identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of non-derivative financial instruments and investment of excess liquidity. The risk management includes identification, evaluation and identifying the best possible option to reduce such risk.

(A) Market risk

(i) Foreign currency risk

Foreign currency risk arises from future commercial transactions and recognized assets or liabilities denominated in a currency that is not the Company's functional currency (INR). The exposure of the Company to foreign currency risk is not significant. However, this is closely monitored by the Management to decide on the requirement of hedging. The position of unhedged foreign currency exposure to the Company as at the end of the year expressed in INR are as follows :

Currency

	Asset (Receivable) INR	Liability (Payable) INR	Net Receivable/ (Payable) INR
31/03/2020			
US Dollar (USD)	13,810,719	946,910	12,863,810
Exposure to foreign currency risk	13,810,719	946,910	12,863,810
31/03/2019			
US Dollar (USD)	4,784,972	413,311	4,371,661
Exposure to foreign currency risk	4,784,972	413,311	4,371,661

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments

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	Impact on profit Increase/(Decrease)	
	March 31, 2020	March 31, 2019
USD sensitivity		
INR/USD Increases by 5%	643,190	218,583
INR/USD Decreases by 5%	(643,190)	(218,583)

(ii) Interest rate risk

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period depends on the mixed of fixed rate and floating rate of the borrowings and the expected movement of market interest rate. The status of borrowings in terms of fixed rate and floating rate are as follows:

	31/03/2020	31/03/2019
Fixed rate borrowings	1,294,044	1,683,785
Variable rate borrowing	87,137,588	95,242,950
Total borrowings (Interest bearing)	88,431,632	96,926,735

As at the end of the reporting period, the Company had the following variable rate borrowings outstanding

	Weighted average interest rate	Balance	% of total loans
31/03/2020			
Cash Credit	9.80%	66,316,529	75.01%
Export Packing credit	4.43%	9,995,939	11.28%
Term loans	10.11%	10,825,120	12.24%
		87,137,588	98.54%
31/03/2019			
Cash Credit	9.64%	67,689,806	69.84%
Export Packing credit	5.80%	13,617,992	14.05%
Term loans	10.13%	13,935,152	14.37%
		95,242,950	98.26%

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates

	Impact on profit Increase/(Decrease)	
	March 31, 2020	March 31, 2019
Interest rates – increase by 50 basis points	435,688	476,215
Interest rates – decrease by 50 basis points	(435,688)	(476,215)

(B) Credit risk

Credit risk is the risk that a counter party will default on contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities primarily trade receivables. Credit risk on cash and cash equivalents and other bank balances is limited as the company generally invests in deposits with banks. Trade receivables consist of customers from different geographical areas. In order to mitigate the risk of financial loss from defaulters, the Company has an ongoing credit evaluation process in respect of customers who are allowed credit period. In respect of walk-in customers the Company does not allow any credit period and therefore, is not exposed to any credit risk. In general, it is presumed that credit risk has significantly increased since initial recognition if the payments are more than 30 days past due. Outstanding customer receivables are regularly monitored. An impairment analysis is performed for all major customers at each reporting date on an individual basis. The maximum exposure to credit risk at the reporting date in respect of trade receivables is disclosed in note 6.

Reconciliation of loss allowance provision – Trade receivables

	Rupees
Loss allowance on April 01, 2019	-
Changes in loss allowance	627,422
Loss allowance on March 31, 2020	627,422

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(C) Liquidity risk

The Company has a liquidity risk management framework for managing its short term, medium term and long term sources of funding vis-à-vis short term and long term utilization requirement. This is monitored through a rolling forecast showing the expected net cash flow, likely availability of cash and cash equivalents, and available undrawn borrowing facilities.

(i) Financing arrangements: The position of undrawn Borrowing Facilities at the end of reporting period are as follows:

<u>Working Capital facilities from bank</u>	<u>March 31, 2020</u>	<u>March 31, 2019</u>
Expiring within one year		
Cash Credit From HDFC Bank Ltd.	7,683,471	6,310,194
Floating rate of interest	9.60%	10.60%
EPC facility From HDFC Bank Ltd.	7,504,061	1,382,008
Floating rate of interest	9.60%	9.50%

(The company is eligible for subvention interest @ 4% p.a. on EPC)

The bank Cash Credit Facilities may be drawn at any time and may be terminated by the bank without notice

(ii) Maturities of Financial Liabilities

The tables below analyse the Company's Financial Liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative Financial Liabilities.

Contractual maturities of Financial Liabilities:

	<u>Within One Year</u>	<u>More than One Year</u>	<u>Total</u>
31-Mar-20			
Non-derivatives			
Borrowings	126,154,275	8,170,050	134,324,326
Interest Accrued but not due	78,561	-	78,561
Trade Payables	25,101,230	-	25,101,230
Liability for Capital Expenditure	162,486	-	162,486
Lease Liability		10,142	10,142
	<u>151,496,553</u>	<u>8,180,192</u>	<u>159,676,745</u>
31-Mar-19			
Non-derivatives			
Borrowings	116,249,773	12,181,342	128,431,115
Interest Accrued but not due	53,658	-	53,658
Trade Payables	18,984,232	-	18,984,232
Liability for Capital Expenditure	209,386	2,866,754	3,076,140
	<u>135,497,049</u>	<u>15,048,096</u>	<u>150,545,145</u>

34 Capital management

For the purpose of the Company's capital management, equity includes issued equity capital, securities premium, capital reserve and retained earnings attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value. The Company's Capital Management objectives are to maintain equity including all reserves to protect economic viability and to finance any growth opportunities that may be available in future so as to maximize shareholders' value. The Company is monitoring capital using debt equity ratio as its base, which is debt to equity. The company's policy is to keep debt equity ratio below two and infuse capital if and when it is required through issue of new shares and/or better operational results and efficient working capital management. There is constant endeavour to reduce debt as much as feasible and practical by improving operational and working capital management.

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Debt-to-equity ratio are as follows:

	31/03/2020	31/03/2019
Debt (A)	134,324,326	128,431,115
Equity (B)	61,062,450	66,426,472
Debt/Equity (A/B)	2.20	1.93

35 Leases

As a lessee

The Company has leases that were classified as finance leases applying Ind AS 17. For such leases, the carrying amount of the right-of-use asset and the lease liability at the date of initial application of Ind AS 116 is the carrying amount of the lease asset and lease liability on the transition date as measured applying Ind AS 17. Accordingly, such leases have been reclassified from property, plant and equipment to right-of-use assets and corresponding lease liability is reflected as lease liability-non current in the balance sheet.

	Not later than 1 year	Later than 1 Year	Total
31/03/2020			
Lease Liability	-	10,142	10,142

36. Disclosures as per IND AS-19, "Employee Benefits" are given below :

(i) Short Term Employee Benefits

- I. The Company has provided for bonus amounting to Rs. 6,99,567/- (Previous year Rs.4,42,416/-) for all its employees under the Payment of Bonus Act, which has been recognized in the Statement of Profit & Loss for the year.
- II. During the year the company has recognized Leave Salary amounting to Rs.79,433/- (Previous year Rs.80,527/-) in the statement of Profit & Loss on payment basis.
- III. During the year the company has recognized Employees State Insurance Scheme amounting to Rs.6,95,037/- (Previous year Rs.5,89,186/-) in the Statement of Profit and Loss .

(ii) Long Term Employee Benefits

The Company has classified the various Long Term Employee Benefits as under:-

I. Defined Contribution Plans

- a) Contribution to Provident Fund
- b) Contribution to Pension Scheme

During the year, the Company has recognized the following amounts as expenses in the Profit and Loss Account -

	2019-20 Rs.	2018-19 Rs.
- Contribution to Provident Fund	1,95,388	1,29,544
- Contribution to Pension Scheme	3,45,630	1,95,978

II. Defined Benefit Plan

The Employees Gratuity Fund Scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the projected unit credit method which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

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Valuation in respect of gratuity have been carried out by an independent actuary as at the Balance Sheet date, based on the following assumptions:-

1. Assumption	31-03-2020	31-03-2019
Discount Rate	7.25%	7.5 %
Salary Escalation	8%	8 %
2. Changes in the Present Value of Obligation		
Present value of obligations as at beginning of year.	32,12,284	31,06,375
Interest cost	2,40,929	2,48,510
Current Service Cost	2,15,611	1,85,636
Benefits Paid	0	(4,09,270)
Actuarial (gain)/ loss on obligations	12,18,429	81,133
Present Value of Obligations as at Year end	48,87,353	32,12,384
3. Changes in the Fair Value of Plan Assets		
Fair value of plan assets at beginning of year	31,13,437	30,99,470
Expected return on plan assets	2,18,443	2,23,433
Contributions	0	1,99,804
Benefits Paid	0	(4,09,270)
Actuarial gain/(loss) on Plan assets	NIL	NIL
Fair Value of Plan Assets at Year end	33,31,880	31,13,437
4. Fair value of Plan Assets		
Fair value of plan assets at beginning of year	31,13,437	30,99,470
Actual return on plan assets	2,18,443	2,23,433
Contributions	0	1,99,804
Benefits Paid	0	(4,09,270)
Fair value of plan assets at the end of year	33,31,880	31,13,437
Funded status	(15,55,472)	(98,947)
Excess of Actual over estimated return on plan assets	NIL	NIL
Actual rate of return = Estimated rate of return as ARD falls on 31st March)		
5. Actuarial Gain/Loss recognized		
Actuarial (gain)/ loss on obligations	(12,18,429)	(81,133)
Actuarial (gain)/ loss for the year - plan assets	NIL	NIL
Total (gain)/ loss for the year	12,18,429	81,133
Actuarial (gain)/ loss recognized in the year	12,18,429	81,133
6. Amounts Recognized in the Balance Sheet		
Present value of obligations as at the end of year	48,87,353	32,12,384
Fair value of plan assets as at the end of the year	33,31,880	31,13,437
Funded status	(15,55,472)	(98,947)
Net asset/(liability) recognized in balance sheet	(15,55,472)	(98,947)
7. Expenses Recognised in the Statement of Profit and Loss		
Current Service cost	2,15,611	1,85,636
Interest Cost	2,40,929	2,48,510
Expected return on plan assets	(2,18,443)	(2,23,433)
Net Actuarial (gain) / loss recognized in the year	12,18,429	81,133
Expenses recognised in statement of Profit and loss Account	14,56,526	2,91,846

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37 Disclosure of Related parties & related party transactions

a) Enterprises in which Key Management Personnel having significant influence and with whom transactions have taken place during the year and/or where balances exist

- i) Mokal Granites
- ii) Sanghvi Dhanrupji Devaji & Co. Money Changers Pvt. Ltd.
- iii) Deesons Investment & Finance Pvt. Ltd.

b) Key Management Personnel:

- i) Shri Vimalchand Jain
- ii) Shri Hemant Ranawat

c) Relatives of Key Management Personnel:

- i) Smt. Bharti Kothari
- ii) Smt. Archana Ranawat

Nature of Transactions	Key Management Personnel	Relative of Key Managerial Personnel	Enterprises in which Key Management Personnel having significant influence
	2019-20 2018-19	2019-20 2018-19	2019-20 2018-19
Salary & Bonus	-	7,60,302	-
	-	5,00,000	-
Weighing Charges	-	-	97,801
	-	-	81,310
Foreign Exchange Purchase	-	-	17,307
	-	-	48,728
Purchases	-	-	64,924
	-	-	NIL
Loan Taken	20,400,000	-	-
	17,000,000	-	-
Loan Repaid	6,011,686	-	-
	5,460,620	-	-

Balance Outstanding	Key Management Personnel	
	31.03.2020	31.03.2019
Unsecured Loans	45,892,694	31,504,380
Trade Payables	418,352	-
Trade Payables	Associates/Others	
	31.03.2020	31.03.2019
	17,756	95,170

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38 Additional information in terms of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	31-03-2020	31-03-2019
i) Principal amount remaining unpaid on	163,054	5,211,449
ii) Interest due thereon as on	NIL	NIL
iii) Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, alongwith the amount of the payment made to the supplier beyond the appointed day during the year.	NIL	NIL
iv) Interest due and payable for the period of delay in marking payment (which have been paid but beyond the day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
v) Interest accrued and remainig unpaid as at	NIL	NIL
vi) Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises.	NIL	NIL

Details of dues to Micro Enterprises and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 (MSME Act) are based on information made available to the Company.

39 Contingent liabilities (to the extent not provided for)

	As at 31/03/2020	As at 31/03/2019
Claims of Excise Duty not acknowledged by the company (matters with Joint Commissioner of Central Excise, Jaipur - II)	-	1,161,633
Claims of Excise Duty not acknowledged by the company (matters with CESTAT, New Delhi)	109,378	109,378
	<u>1,09,378</u>	<u>1,271,011</u>

40 Segment Reporting

Operating Segment are reported in a manner consistent with the internal reporting provided to the Chief Operating decision maker. Segments have been identified taking into account the nature of the products the differing risks and returns, the organisational structure and internal reporting system. The Company deals in Rolling and Forging of Agricultural Implements and Other Products. All the Products made by the Company essentially emanate from Rolling and Forging division and as such it is the only reportable operating segment as per Ind AS 108, "Operating Segment". As the Company is engaged in a single operating segment, segment information has been provided based on geographical location of the customers as under :-

Revenue from operations

Country	2019-20	2018-19
India	190,046,728	204,389,755
Other overseas locations	60,343,364	48,929,802
Total Revenue	250,390,092	253,319,557

Revenue from major customers, individually contributing 10% or more of total revenue -

Rolling and Forging - India	29,150,221	-
Other overseas locations	-	39,391,121

The Company does not have any non-current assets located outside India.

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41 Expenditure /Earnings in foreign Currency

Particulars	2019-20	2018-19
<u>Expenditure</u>		
Exhibition Expenses	256,896	258,370
Overseas travel expenses	96,416	120,432
<u>Earnings</u>		
Exports (FOB)	54,141,183	40,630,734

42 Commitments

Particulars	As at 31.03.2020	As at 31.03.2019
Capital Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)	-	500,000

43 The previous year's figures are grouped / regrouped or arranged / rearranged wherever necessary to make them incomparable with current year's figures.

As per our report of even date

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm Registration No. : 109681W

(Ashish J. Jain)

Partner

Membership No. 111829

MUMBAI

Dated : 29th June, 2020.

On behalf of the Board

(Vimalchand M. Jain)

Director

(Hemant Ranawat)

Whole-time Director

Chief Financial Officer

(Bhavesh Shah)

Director

(Maulik Kalyanji Gosher)

Company Secretary