



NOTICE TO THE MEMBERS

NOTICE is hereby given that the 29th Annual General Meeting of the Members of the **VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED** will be held at **'Dairy Plant situated at Deopur, S. No. 94/1A2, Biladi Road, Near Strach Factory, Deopur, Dhule Maharashtra - 424 005** on Saturday, the 30th day of September, 2023 at 11.00 A.M. to transact the following;

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements as at 31st March 2023 and together with Directors' and Auditors' Report thereon.
2. To fix and approve remuneration including reimbursement of expenses of Auditors.
3. To appoint Mr. Rajendra Bhadane (PAN: AJCPB1736B) as a Director of the company (subject to allotment of DIN), in place of Mr. Jagannath Mahadu Wani (DIN: 03509358) who retires by rotation at this meeting and not willing to get re-appointed.

SPECIAL BUSINESS

4. **To consider appointment of Mr. Suhas Vasant Wani as a Director liable to retire by rotation.**

To consider and if thought fit, to pass with or without modification the following resolution as Ordinary Resolution

"RESOLVED THAT, pursuant to provisions of section 152, 161(1) and other applicable provisions of Companies Act 2013 and Companies (Appointment of Directors) Rules, 2014, Mr. Suhas Vasant Wani (DIN: 10165974) who was appointed as an additional director of the company on 7th August, 2023 and who holds office till the date of this Annual General Meeting be and is hereby appointed as a director liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors of the company be and is hereby authorized to take such steps as may be necessary or desirable to give effect to this resolution."

5. **To consider appointment of Mrs. Snehal Kele as a Director liable to retire by rotation.**

To consider and if thought fit, to pass with or without modification the following resolution as Ordinary Resolution

"RESOLVED THAT, pursuant to provisions of section 152, 161(1) and other applicable provisions of Companies Act 2013 and Companies (Appointment of Directors) Rules, 2014, Mrs. Snehal Kele (DIN: 10192145) who was appointed as an additional director of the company on 7th August, 2023 and who holds office till the date of this Annual General Meeting be and is hereby appointed as a director liable to retire by rotation.



RESOLVED FURTHER THAT any one of the Directors of the company be and is hereby authorized to take such steps as may be necessary or desirable to give effect to this resolution.”

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED**

**VISHAL CHANDRAKANT KELE
DIRECTOR
DIN: 05133994**

**PLACE: DHULE
DATE: 07/08/2023**

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and that the proxy need not be the member of the company.
2. Proxies in order to be effective must be lodged with the company at its registered office at least 48 hours before the time appointed for the meeting.
3. Members Are Requested To:
 - (A) Notify immediately any change in their address to the company.
 - (B) Quote their folio number in all correspondence with the company.
4. The route map for the location of the aforesaid meeting is enclosed.
5. The Equity Shares of the Company are available for Dematerialization with National Securities Depository Limited and Central Depository Services (India) Limited.
6. The postal ballot form reached before scrutinizer on or before Saturday 7th October 2023 not later than close of working hours i.e. 17:00 Hours IST.
7. The result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized on Monday 9th October 2023 at the registered office of the company at 10.00 AM.

(Note : Meeting followed by Lunch)



ANNEXURE TO THE NOTICE

Explanatory statement a required under Section 102(1) of the Companies Act, 2013.

1. Appointment of Mr. Suhas Vasant Wani (DIN: 10165974) as a Director liable to retire by Rotation.

The Board of directors has appointed Mr. Suhas Vasant Wani (DIN: 10165974) as an additional director of the company with effect from 7th August, 2023. As per the section 161(1) of Companies Act, 2013, an additional director shall hold office up to the date of the next general meeting or the last date on which the annual general meeting should have been held, whichever earlier. A notice in writing proposing his candidature has been duly received at the registered office of the Company.

Mr. Suhas Vasant Wani (DIN:10165974) proposes himself to get appointed as a Director of the company at the AGM. The Board recommends his appointment and hereby seeks the approval of the members by way of an ordinary resolution passed at the Annual General Meeting for the confirmation of Mr. Suhas Vasant Wani as a director of the Company.

None of the directors except the appointee himself is concerned or interested in this resolution.

2. Appointment of Mrs. Snehal Vishal Kele (DIN: 10192145) as a Director liable to retire by Rotation.

The Board of directors has appointed Mrs. Snehal Vishal Kele (DIN: 10192145) as an additional director of the company with effect from 7th August, 2023. As per the section 161(1) of Companies Act, 2013, an additional director shall hold office up to the date of the next general meeting or the last date on which the annual general meeting should have been held, whichever earlier. A notice in writing proposing his candidature has been duly received at the registered office of the Company.

Mr. Snehal Vishal Kele (DIN:10192145) proposes himself to get appointed as a Director of the company at the AGM. The Board recommends his appointment and hereby seeks the approval of the members by way of an ordinary resolution passed at the Annual General Meeting for the confirmation of Mrs. Snehal Vishal Kele.

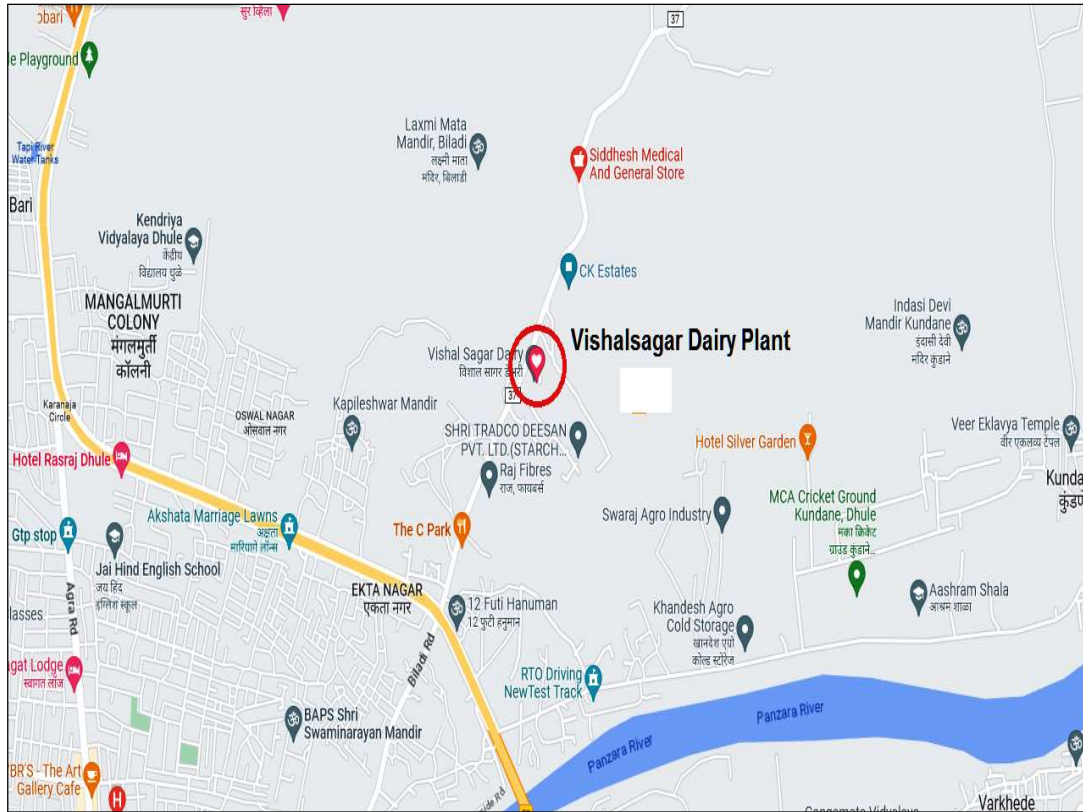
None of the directors except the appointee himself is concerned or interested in this resolution.

FOR VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED

VISHAL CHANDRAKANT KELE
DIRECTOR
(DIN: 05133994)
DATE: 07.08.2023



Route Map for the Annual General Meeting of the company to be held on Saturday, the 30th day of September, 2023 at 11.00 A.M. at Dairy Pant situated at Deopur S. No. 94/1A2, Biladi Road, Near Starch Factory, Deopur, Dhule Maharashtra- 424005





सदस्यांना सूचना

याद्वारे सूचना देण्यात येते की, विशालसागर होम अँड अॅग्रो प्रॉडक्टस् लि. च्या सदस्यांची २९ वी वार्षिक सर्वसाधारण सभा शनिवार दि. ३० सप्टेंबर २०२३ रोजी सकाळी ११ वाजता देवपूर, सर्वे नं. ९४/१अ२, दुग्ध प्रकल्प, विलाडी रोड, स्टार्च फॅक्टरी जवळ, देवपूर, धुळे, महाराष्ट्र - ४२४००५ येथे खालील कामकाजासाठी आयोजित करण्यात आली आहे.

सर्वसाधारण कामकाज

- १) दि. ३१ मार्च २०२३ अखेरच्या कार्यकाळाचा संचालक अहवाल, ताळेबंद, नफातोटा पत्रक व लेखा परिक्षित हिशोबाचा स्विकार करणे आणि त्यास मंजूरी देणे.
- २) लेखा परीक्षकाच्या खर्चाच्या प्रतिपूर्तीसह मोबदला निश्चित करणे आणि मंजूर करणे.
- ३) या बैठकीत रोटेशनद्वारे निवृत्त होणारे आणि इच्छुक नसलेल्या श्री. जन्नाथ महादू वाणी (DIN : 03509358) यांच्या जागी श्री. राजेंद्र भदाणे (PAN : AJCPB1736B) यांची कंपनीचे संचालक (डिन वाटपाच्या अधीन) म्हणून नियुक्ती करणे.

विशेष कामकाज

- ४) श्री. सुहास वसंत वाणी यांची रोटेशनद्वारे निवृत्त होणारे संचालक म्हणून नियुक्तीचा विचार करणे. विचार करून आणि योग्य वाटल्यास, खालील ठराव सामान्य ठराव म्हणून संमती देणे किंवा त्याशिवाय मंजूर करणे.
'ठराव करण्यात येतो की, कलम १५२, १६१(१) आणि कंपनी कायदा २०१३ आणि कंपनी (संचालकांची नियुक्ती) नियम २०१४ मधील इतर लागू तरतुदीनुसार श्री. सुहास वसंत वाणी (डिन १०१६५९७४) यांची संचालक म्हणून नियुक्ती करण्यात आली होती. दि. ७ ऑगस्ट २०२३ रोजी कंपनीचे संचालक आणि या वार्षिक सर्वसाधारण सभेच्या तारखेपर्यंत पद धारण करणाऱ्या आणि याद्वारे रोटेशनद्वारे निवृत्त होणारे संचालक म्हणून नियुक्ती केली जाईल.
असा ही ठराव करण्यात येतो की, कंपनीच्या संचालकांपैकी कोणताही एक संचालक या ठरावाची अंमलबजावणी करण्यासाठी आवश्यक किंवा योग्य अशी पावले उचलण्यासाठी अधिकृत आहे.'
- ५) सौ. स्नेहल विशाल केले यांची रोटेशनद्वारे निवृत्त होणारे संचालक म्हणून नियुक्तीचा विचार करणे. विचार करून आणि योग्य वाटल्यास, खालील ठराव सामान्य ठराव म्हणून संमती देणे किंवा त्याशिवाय मंजूर करणे.
'ठराव करण्यात येतो की, कलम १५२, १६१(१) आणि कंपनी कायदा २०१३ आणि कंपनी (संचालकांची नियुक्ती) नियम २०१४ मधील इतर लागू तरतुदीनुसार सौ. स्नेहल विशाल केले (डिन १०१९२१४५) यांची संचालक म्हणून नियुक्ती करण्यात आली होती. दि. ७ ऑगस्ट २०२३ रोजी कंपनीचे संचालक आणि या वार्षिक सर्वसाधारण सभेच्या तारखेपर्यंत पद धारण करणाऱ्या आणि याद्वारे रोटेशनद्वारे निवृत्त होणारे संचालक म्हणून नियुक्ती केली जाईल.
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संचालक मंडळाच्या आदेशावरून
विशालसागर होम अँड अॅग्रो प्रॉडक्टस् लि. करीता

स्थळ : धुळे
दि. ०७/०८/२०२३

विशाल चंद्रकांत केले
संचालक, डिन नंबर : ०५१३३९९४



टिप :

- १) सभेमध्ये उपस्थित राहण्याचा आणि मतदार करण्याचा अधिकार असलेल्या सदस्याला स्वतः ऐवजी उपस्थित राहण्यासाठी आणि मतदान करण्यासाठी प्रतिनिधी नियुक्ती करण्याचा अधिकार आहे आणि प्रतिनिधी कंपनीचा सदस्य असणे आवश्यक नाही.
- २) सदस्याने नियुक्ती केलेल्या प्रतिनिधीने त्याचा प्रतिनिधी नियुक्ती अर्ज सभेच्या ४८ तास आधी कंपनीच्या नोंदणीकृत कार्यालयात जमा करणे आवश्यक आहे.
- ३) सदस्यांना विनंती की,
 - अ) सदस्यांच्या पत्त्यात कोणताही बदल कंपनीला त्वरीत कळवावा.
 - ब) कंपनी सोबत पत्रव्यवहार करतांना कृपया आपला फोलिओ क्रमांक नमुद करावा.
- ४) उपरोक्त सभेच्या ठिकाचा मार्ग नकाशा जोडण्यात आला आहे.
- ५) कंपनीचे इक्विटी शेअर्स नॅशनल सिक्युरिटी डिपॉझिटरी लि. आणि सेंट्रल डिपॉझिटरी सर्विसेस (इंडिया) लि. कडे डीमटेरिलायझेशनसाठी उपलब्ध आहेत.
- ६) टपालद्वारे पाठविण्यात आलेली मतपत्रिका शनिवार दि. ७ ऑक्टोबर २०२३ रोजी किंवा त्यापूर्वी मिळाली नाही तर कामाकाजाचे तास संपल्यानंतर संध्याकाळी ५.०० वाजता छाननी करण्यात येईल.
- ७) टपालाद्वारे पाठविण्यात आलेल्या मतपत्रिकेचा निकाल सोमवार दि. ०९ ऑक्टोबर २०२३ रोजी कंपनीच्या नोंदणीकृत कार्यालयात सकाळी १०.०० वाजता कंपनीच्या कोणत्याही संचालकाद्वारे अधिकृतपणे घोषित केला जाईल.

सूचना

- * कायदेशीर कामासाठी अहवालाची इंग्रजी प्रत ग्राह्य धरण्यात येईल.
- * वार्षिक सर्वसाधारण सभेमध्ये सभासदांच्या मागणीवरून वार्षिक सभेच्या अजेंड्याची प्रत मराठीतून छापून सभासदांना पाठविली आहे.

सभेनंतर सर्व सभासदांसाठी स्नेहभोजनाची व्यवस्था करण्यात आलेली आहे.



BOARD'S REPORT

**To,
The Members**

Your Directors have pleasure in presenting the 29th Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2023.

1) FINANCIAL RESULTS:

The Financial Results of the Company for the year 2022-23 are summarized as under:

Particulars	Current Year (Rs. in 000)	Previous Year (Rs. in 000)
Revenue from Operations	2,71,57,402	2,52,82,316
Other Income	6,45,629	5,05,936
Total Revenue	2,78,03,371	2,57,88,252
Profit before Interest, Depreciation & Tax	65,45,099	61,91,617
Less: Interest	180	-
Less: Depreciation	1,87,589	2,21,351
Profit/ (Loss) Before Tax	63,57,330	59,70,266
Less: Tax Expenses		
Current Tax	17,04,764	15,97,989
Previous Year Tax	-	62,362
Deferred Tax	- 37,383	- 44,420
Net Profit/ (Loss) after Tax	46,89,949	43,54,335

2) OPERATIONS AND FUTURE PROSPECTS :

In the current year the Company achieved a total Net Profit of Rs. 46,89,949/- as compared to the previous financial year of Rs. 43,54,335/- . The total net profit is increased by 0.53%. as compared to previous year. Your Company is more committed towards maximization of profit & minimization of variable costs of the Company with the view of stable growth in the forthcoming years.

3) CHANGE IN NATURE OF BUSINESS :

During the year under review, there were no changes in nature of business of the Company. Company's major income which comprise of 10% or more of the total turnover of the company is from dairy business, Renting of property & supply of manpower.

4) DIVIDEND :

During the F.Y. 2022-23, the Directors have preferred to invest the funds in Business thus Board does not recommend dividend to the members



5) **TRANSFER TO RESERVES:**

During the year under review, the Company has not transferred any amount to its reserves.

6) **CHANGES IN CAPITAL OF THE COMPANY :**

During the year under review, there were no changes in the Authorised/ Issued / paid up Capital of the Company.

7) **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

There are no material changes and commitments affecting the financial position of the Company.

8) **DEPOSITS:**

During the year under review the Company has not invited, accepted or renewed or any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and company does not have any outstanding deposits falling within the purview of section 73 to section 76 of the Act.

9) **CHANGE IN DIRECTORS/KEY MANAGERIAL PERSONNEL :**

Mr. Vinod Krishnarao Morankar, (DIN: 03478766) resign from the post of Director of the Company w.e.f. 7th Auguts, 2023.

Mr. Jagannath Wani, (DIN: 03509358) Director of the Company, will retire by rotation at the ensuing Annual General Meeting and has intimated the company of his unwillingness to be re-appointed vide letter dated 1st August, 2023.

10) **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm that -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11) **STATUTORY AUDITOR**

M/s RSVA & Co., Chartered Accountants, (Registration No. 110504W) were appointed as Statutory Auditors of the Company by the Members at the 27th Annual General Meeting for a term of 5 consecutive years. i.e. until the conclonion of the Annual General Meeting to be held in the financial year 2026.



12) REPORTING OF FRAUDS BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the period under review, no frauds were reported by the Auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.

13) EXPLANATIONS OR COMMENTS BY THE BOARD ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMER IN THE AUDITORS' REPORT:

There are no adverse remarks in the Audit Report issued by the Statutory Auditor of the Company

14) NUMBER OF MEETINGS OF THE BOARD/ITS COMMITTEES:

During the year under review, the Board of Directors has met 5 (Five) times.

The details of the meetings and the directors who attended the meetings are given below :

Sr. No.	Dates of Meetings	Attended by Mr.Ravindra Vasantrya Khankari	Attended by Mr.Vinod Krishnarao Morankar	Attended by Mr.Jagannath Mahadu Wani	Attended by Mr. Vishal Chandrakant Kele
1.	06.05.2022	Yes	Yes	Yes	Yes
2.	11.08.2022	Yes	Yes	Yes	Yes
3.	01.12.2022	Yes	Yes	Yes	Yes
4.	27.12.2022	Yes	Yes	Yes	Yes
5.	01.03.2023	Yes	Yes	Yes	Yes

Your Company is regular in payment of remuneration to its directors.

15) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of Energy -

Sr. No.	Particulars	Remarks
1	The steps taken or impact on conservation of energy	The Company has invested in native Solar Power generation project
2	The steps taken by the company for utilising alternate sources of energy	
3	The capital investment on energy conservation equipments;	

**(B) Technology absorption -**

Sr. No.	Particulars	Remarks
1	Efforts made for technology absorption	NA
2	Benefits derived	NA
3	Expenditure on Research & Development, if any	NA
4	Details of technology imported, if any	NA
5	Year of import	NA
6	Whether imported technology fully absorbed	NA
7	Areas where absorption of imported technology has not taken place, if any	NA

(C) Foreign Exchange Earnings and outgo :

There is no foreign exchange earnings or outgo during the year under review.

16) PARTICULARS OF LOANS, GUARANTEES, SECURITIES OR INVESTMENTS:

During the year under review, the Company has not advanced any loans/ given guarantees/ provided securities or made any made investments.

17) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year under review the company has not entered into any new contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 except continuing contracts entered in the previous years. Hence **Form AOC-2** pursuant to Section 134(3) (h) of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014 is not attached.

18) INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS :

The Company has adequate internal financial controls with reference to the Financial Statements commensurate with the size of the company and the nature of its business. The board has evaluated the effectiveness of internal financial control systems of the Company pertaining to financial statement, reviewed major transactions and has taken steps for rectifying deficiencies, if any.

19) ANNUAL RETURN :

Pursuant to Section 92(3) of the Companies (Amendment) Act, 2017 a copy of the annual return for the financial year 2022-23 has been placed on the website of the company. The web link of the annual return is as follows: www.vishalsagar.in.

20) RISK MANAGEMENT POLICY :

The Board of Directors of Company are continuously monitoring various risk attached to business. On regular basis, board and senior managers identify the risk elements. Board and senior managers on the basis of past experience ensures management of risk and take necessary steps to mitigate the risks.

In the opinion of the Board there are no risk elements which may threaten the existence of the company except general market risks, risk due to effect of changes in government policies, competition risks and risk due to natural calamities.



21) **CORPORATE SOCIAL RESPONSIBILITY** : Not Applicable

22) **SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES**

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

23) **ORDER PASSED BY REGULATOR OR COURTS OR TRIBUNALS :**

There are no order passed by the regulator or courts or tribunals impacting the going concern status and Company's operations.

24) **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

As per Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, we have formed a committee and there are no cases found during the year 2022-23 regarding sexual Harassment of Women at Vishalsagar Home and Agro Products Limited under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

25) **MAINTENANCE OF COST RECORDS :**

The Company is not required to maintain the cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and accordingly such accounts and records are not made and maintained.

26) **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016**

Not Applicable

27) **DIFFERENCE BETWEEN VALUATION DONE AND AT THE TIME OF ONE TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS**

Not Applicable

28) **ACKNOWLEDGEMENT :**

The Board place on record their appreciations of the whole hearted and sincere co-operation received by the Company during the year from the employees, customers/ clients, bankers and various Government authorities at all levels.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
FOR VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED**

Vishal Chandrakant Kele
Director
Din No. 05133994

Ravindra V. Khankari
Director
DIN : 03478242

PLACE : Dhule
DATE : 07/08/2023



INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Vishalsagar Home and Agro Products Limited

Report on the Audit of the standalone financial statements

Opinion

We have audited the standalone financial statements of **Vishalsagar Home and Agro Products Limited** ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss, (statement of changes in equity) and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 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 March 31, 2023, and profit/loss, (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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure 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 ;
 - c) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account ;
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, reporting on the Internal Financial Controls under Clouse (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act"), refer to our separate Report in "**Annexure B**".
- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:



* directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”)

or

* provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries; and

(ii) The management has represented, that, to the best of it’s knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall:

* directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”)

or

* provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) of the Companies (Audit and Auditor’s) Rules, 2014 contain any material mis-statement.

v. The Company has not declared or paid dividend during the year.

(C) With respect to the matter to be included in the Auditor’s Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For RSV & Co.

Firm Registration No.: 110504W

Chartered Accountants

Place : Pune

Date : 07/08/2023

Abhijit Mundada (Partner)

Membership No.: 134685

UDIN: 23134685BGUUUV9814



ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

COMPANIES (AUDITOR'S REPORT) ORDER, 2020

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The company has maintained proper records showing full particulars showing full particulars of intangible assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, Company does not held immovable property, therefor clause (i) (c) of the order is not applicable to the company.
- (d) According to the information and explanations given by the management the company has not revalued any Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given by the management there are no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) According to the information and explanations given by the management the company does not hold any inventory, the reporting under this clause is not applicable.
- (b) The company has not raised or sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets, thus reporting under this clause is not applicable.
- (iii) According to the information and explanations given to us, 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 Act. Accordingly, the provisions of clause 3(iii) (a), (b), (c) (d) and (e) of the Order are not applicable to the Company and hence not commented upon.
- (iv) According to the information and explanations given to us, in respect of loans, investments and guarantees, provisions of Section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public. Therefore, the directives issued by the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company
- (vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act.
- (vii) (a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2022 for a period of more than six months from the date of becoming payable, details of which are given below;



- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of goods and service tax, cess and other material statutory dues were outstanding as at 31st March, 2023 for a period of more than six months from the date of becoming payable.
- (viii) As per information and explanation provided to us there were no transactions which were not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43) of 1961,
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks or financial institution or dues to debenture holders. The Company did not have any outstanding loans or borrowings dues in respect of government during the year.
- (b) The company is not declared wilful defaulter by any bank or financial institution or other lender.
- (c) The company has not applied for any loans during the financial year, thus reporting under this clause is not applicable.
- (d) As reported in above clause the company has not procured any loans during the financial year, thus reporting under this clause is not applicable.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures, thus reporting under this clause is not applicable.
- (f) As reported in above clause the company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, thus reporting under this clause is not applicable.
- (x) (a) As reported the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year, thus reporting under this clause is not applicable.
- (b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, thus the requirements of section 42 and section 62 of the Companies Act, 2013 are not applicable.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (b) Auditor has not filed the ADT-4 during the year. Hence, no disclosure is required for the clause.
- (c) Based upon the audit procedures performed we report that no whistle blower complaint has been registered by company during the year.
- (xii) In our opinion, the Company is not a Nidhi company. Therefore, the provisions of clause xii of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) Based on our examination the company has internal audit system which is commensurate with the size and nature of its business.



- (b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor has not observed any material discrepancies affecting audit report opinion.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in Section 192 of the Act.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company and company has also not entered into NBFC or financial institution transaction during the year.
- As per structure and transaction of the company, it can be ascertained that the company is not Core Investment Company (CIC) as per RBI Act, thus reporting under clause xvi (a),(b),(c) & (d) is not applicable.
- (xvii) As per the calculation suggested by guidance note on schedule III by ICAI, we can report that the company has not incurred the cash losses during the year.
- (xviii) Company has not appointed the new auditor for current year, hence we can report that no resignation has been provided by the statutory auditor.
- (xix) No exceptions has been noted related to liquidity risk, hence no reporting is required for the clause.
- (xx) On the basis of procedures performed, we report that the management has complied with the schedule VII and Section 135 of the Companies Act, 2013.
- (xxi) Company does not have any component .Accordingly, the requirement to report on clause 3(xx) of the Order is not applicable to the Company.

For RSVA & Co.

Firm Registration No.: 110504W

Chartered Accountants

Place : Pune
Date : 07/08/2023

Abhijit Mundada (Partner)
Membership No.: 134685



ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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 Vishalsagar Home And Agro Products Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on 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 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.

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

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 31 March 2023, 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 RSVA & Co.

Firm Registration No.: 110504W
Chartered Accountants

Place : Pune
Date : 07/8/2023

Abhijit Mundada (Partner)
Membership No.: 134685



Balanc Sheet as at 31st March 2023

(Amount in Rs. 000)

Particulars	Note	As at Mar 31 , 2023	As at Mar 31 , 2022
A) Equity and Liabilities			
1 Shareholders' Fund			
a Share Capital	3	7,315	7,315
b Reserves and Surplus	4	17,783	13,093
Total Share Holder's Fund		25,098	20,408
2 Share Application Money pending allotment			
3 Non-Current Liabilities			
a Deferred Tax Liabilities (Net)	5	243	280
b Other Long Term liabilities	6	10,000	10,000
Total Non Current Liabilities		10,243	10,280
4 Current Liabilities			
a Trade Payables	7		
A) MSME		-	-
B) Other than MSME		1,967	2,226
b Other Current Liabilities	8	502	459
c Short-Term Provisions	9	142	1,648
Total Current Liabilities		2,611	4,333
Total Equity and Liabilities		37,952	35,021
Assets			
1 Non - Current Assets			
a Property, Plant and Equipment and intangible assets			
i Property, Plant & Equipment	10	1,476	1,664
b Non-Current Investments	11	1	1
c Other Non Current Asset	12	1,198	713
Total Non Current Assets		2,676	2,379
2 Current Assets			
a Inventories	13	402	-
b Trade Receivables	14	745	1,136
c Cash and Cash Equivalents	15	17,698	13,630
d Other Current Assets	16	16,432	17,876
Total Current Assest		35,276	32,642
Total Assets		39,952	35,021
Summary of Significant Accounting Policies	1		
See accompanying Notes forming part of the Accounts	2		

The accompanying Notes form and are integral part of Balance Sheet. Subject to our separate report of even date.

For RSVA & Co.

Chartered Accountants

Firm Registration No.: 110504W

Abhijit Mundada (Partner)

Membership No.: 134685

Place: Pune

Date: 07/08/2023

For and on behalf of the Board of
VISHALSAGAR HOME AND AGRO PRODUCTS LTD.

V. C. Kele

(Director)

DIN : 05133994

R. V. Khankari

(Director)

DIN : 03478242



Statement of Profit & Loss Account for the year ended 31st March 2023

(Amount in Rs.000)

Particulars		Note	Period Ended Mar 31, 2023	Period Ended Mar 31, 2022
I	Revenue from Operations	17	27,157	25,282
II	Other Income	18	646	506
III	Total Income		27,803	25,788
IV	Expenses			
	a. Purchase of Stock-in-Trade	19	4,609	4,942
	b. Charges in inventories of Finished goods, stock in trade and WIP	20	(402)	-
	c. Employee benefits expense	21	15,149	13,280
	d. Finance Costs	22	2	1
	e. Depreciation and Amortisation	10	188	221
	f. Other Expenses	10	1,900	1,374
	Total Expenses		21,446	19,818
V	Profit/(Loss) before exceptional and extra ordinary items & tax		6,357	5,970
VI	Exceptiona Items		-	-
VII	Profit / (Loss) before extraordinary Items & Tax		6,357	5,970
VIII	Extraordinary Items		-	-
IX	Profit / (Loss) before Tax		6,357	5,970
X	Tax Expenses :			
	a. Current Tax		1,705	1,598
	Previous year Tax		-	62
	Add/Less (b) Deferred Tax (assets)/Liabilities		(37)	(44)
XI	Profit / (Loss) for the period form continuing operations		4,690	4,354
XII	Profit / (Loss) for the period form discontinuing operations		-	-
XIII	Tax expenses of discontinuing operations		-	-
XIV	Profit / (Loss) for the period from discontinuing operations (after Tax)		-	-
XV	Profit / (Loss) for the period		4,690	4,354
XVI	Earning per share (of Rs. 10/- each) Basic and diluted		641	595
	Summary of Significant Accounting Policies	1		
	The accompanying notes from an intgral part of the financial statement	2		

For RSVA & Co.

Chartered Accountants

Firm Registration No.: 110504W

Abhijit Mundada (Partner)

Membership No.: 134685

Place: Pune

Date: 07/08/2023

For and on behalf of the Board of
VISHALSAGAR HOME AND AGRO PRODUCTS LTD.

V. C. Kele

(Director)

DIN : 05133994

R. V. Khankari

(Director)

DIN : 03478242



Cash Flow Statement for the year ended 31st March 2022

(Amount in Rs.000)

Sl.	Particulars	Year Ended 31st March 2023	Year Ended 31st March 2022
A	Cash Flow from Operating Activities		
	Net Profit Before tax & extra ordinary item	4,689.95	4,354.33
	<u>Adjustment to Reconcile Profit Before Tax to Cash generated by</u>		
	Non Cash Items :		
	Depreciation and Amortisation	187.59	221.35
	Provision for Employee Benefits	-	-
	Non Operating Items :		
	Interest Paid	(645.97)	(505.94)
	Profit/Loss on Sale of Assets		
	Operating profit before Working Capital Changes	4,231.57	4,069.74
	Inventories		
	Trade Receivable	391.23	(64.55)
	Income Tax Provisions	1,667.38	1,615.93
	Other Current Assets	1,444.68	(726.84)
	Trade Payable	(258.35)	368.85
	Other Current Liabilities	42.53	(26.33)
	Short Term Provisions	(1,506.22)	5.51
	Other Non Current Assets	(484.75)	(108.90)
	Operating profit After Working Capital Changes	5,528.05	5,132.81
	Taxes paid including TDS, net of Refunds	1,667.38	1,615.93
	Net Cash from Operating Activities (A)	3,860.67	3,516.88
B	Cash flow from Investing Activity		
	Sale of Property Plant & Equipment	-	-
	Purchase of Property Plant & Equipment	-	-
	Outflow from Other Non Current Assets	-	-
	Net Cash used in Investing Activity (B)	-	-
C	Cash flow from Financing activity		
	Cash Received from Borrowings	-	-
	Repayment of Borrowings	-	-
	Interest Paid	645.97	505.94
	Net cash used in Financing Activity (C)	645.97	505.94
	Net Increase in Cash & Cash equivalents (A+B+C)	4,506.64	4,022.82
	Cash and Cash equivalents at the beginning of period	13,630.24	9,607.41
	Cash and Cash equivalents at the end of period	18,136.86	13,630.24

In Items of our report attached.

For RSVA & Co.

Chartered Accountants

Firm Registration No.: 110504W

Abhijit Mundada (Partner)

Membership No.: 134685

Place: Pune

Date: 07/08/2023

For and on behalf of the Board of
VISHALSAGAR HOME AND AGRO PRODUCTS LTD.

V. C. Kele

(Director)

DIN : 05133994

R. V. Khankari

(Director)

DIN : 03478242

**NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2023****1 Nature of Operations**

Vishalsagar Home And Agro Products Limited (“The Company”) was incorporated on 10 September, 1993.

2 Significant Accounting Policies**2.1 Corporate Information**

Vishalsagar Home and Agro Products Ltd. is a company incorporated and domiciled in India under the Companies Act, 2013 having its registered office in Dhule, Maharashtra. The Company is engaged in Dairy business. Currently, the Company has let out its Dairy Unit is mainly earning Rental Income.

2.2 Basis of preparation of Financial Statements

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting in conformity with the generally accepted accounting principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act 2013 (the Act) read with Rule 7 of the Companies (Accounts) Rules 2014, the provisions of the Act (to the extent notified) The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

2.3 Use of Estimates

The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that, affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year-end. Although these estimates are based upon management’s best knowledge of current events and actions, actual results may differ from those estimates. Any revisions to accounting estimates are recognised prospectively in current and future periods.

2.4 Current/Non-current Classification of Assets/Liabilities

The Company has classified all its Assets/Liabilities into Current/Non-current portion based on the time frame of 12 months from the date of financial statements. Accordingly, Assets/Liabilities expected to be realised/settled within 12 months from the date of financial statements are classified as Current and other Assets/Liabilities are classified as Non-Current.

2.5 Tangible Assets and Depreciation

Fixed assets are stated at cost of acquisition less accumulated depreciation. The cost comprises of the purchase price and the attributable cost of bringing the asset to its working condition for intended use. Expenses include Inward freight, duties, taxes and other directly attributable expenses.

Depreciation on fixed assets is provided on the Written Down Value Method pro-rata to the period of use. The rates of depreciation prescribed in Schedule II to the Act have been adopted by the Company, which in the view of the management reflects the useful life of the related fixed asset. Depreciation on assets sold during the year is recognised on a pro-rata basis to the profit and loss account till the date of sale.

2.6 Investments

Investments that are readily realisable and intended to be held for not more than twelve month from the date on which such investment is made are classified as current investments. Current investments are carried at lower of cost and fair value, which is determined for each individual investment. Cost includes related expenses such as Commission / brokerages etc.



Long-term investments are carried at cost less any other than temporary diminution in value, determined separately for each individual investment.

Profit or loss on sale of investments is determined on the basis of weighted average carrying amount of investments disposed off.

2.7 Revenue Recognition

Product Sales and Service

Revenue from sale of goods is recognised on transfer of significant risks and rewards of ownership when goods are dispatched and the title passes to the customers, net of discounts and rebates granted.

Conversion and Warehousing Charges

Revenue from conversion charges is recognised as the related services are performed.

Interest and Dividend

Interest on Fixed Deposits is recognised on time proportion basis taking into account the amount outstanding and the rate applicable. Dividend Income is recognised when right to receive is established by the date of Balance-sheet.

2.8 Foreign Currency Transactions

Transactions denominated in foreign currency are recorded at rates that approximate the exchange rate prevailing on the date of the respective transaction.

Monetary assets and liabilities in foreign currency, which are outstanding as at the year are translated at the year-end closing exchange rate and the resultant exchange differences are recognized in the Profit and Loss Account.

2.9 Provisions and Contingencies

Provision is recognised in the Balance Sheet when, the Company has a present obligation as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the present obligation and a reliable estimate of the amount of the obligation can be made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A disclosure by way of a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. There is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

2.10 Retirement Benefits

Provident Funds

All the employees of the Company are entitled to receive benefits under the Provident Fund, a defined contribution plan in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future Provident Fund benefits other than its annual contribution and recognizes such contributions as an expense in the year it is incurred.



Leave Encashment and Gratuity

Leave Encashment and Gratuity are provided on Cash Basis

2.11 Income Taxes

Income-tax comprises of current tax (i.e. amount of tax for the period determined in accordance with the income-tax law) and deferred tax (reflecting the tax effects of timing differences between accounting income and taxable income for the year). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantially enacted by the Balance Sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that they will be realised in future; however, where there is unabsorbed depreciation and carry forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each Balance Sheet date and written down or written-up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The Group recognises MAT credit available as an asset only to the extent that there is convincing evidence that the group will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset in accordance with the guidance note on accounting for credit available in respect of MAT under the Income tax Act, 1961, the said asset is created by way of credit to the Statement of Profit and Loss and shown as “MAT credit entitlement”. The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

2.12 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

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

2.13 Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand, cheques on hand and remittances in transit.



SCHEDULES TO AND FORMING PART OF BALANCE-SHEET

(Amount in Rs.000)

Particulars	As at March 31			
	2023	2022		
3. Share Capital				
a) Authorised	9,000	9,000		
9,000 Number of Equity shares of Rs. 1,000/- each	9,000	9,000		
1000 Number of 14% Preference Shares 1000/- each	1,000	1,000		
Total	10,000	10,000		
b) Issued Subscribed and Paid up				
7,315 Equity shares of Rs. 1,000/- each fully paid	7,315	7,315		
Total	7,315	7,315		
3A Reconciliation of the number of Shares Outstanding	31 March 2023		31 March 2022	
Equity Shares	Nos.	Rs.	Nos.	Rs.
At the beginning of the year	7,315	73,15,000	7,315	73,15,000
Movements for the year				
Outstanding at the end of the year	7,315	73,15,000	7,315	73,15,000
Total	7,315	73,15,000	7,315	73,15,000
3B The Details of Shareholders holding more than 5% shares	31 March 2023		31 March 2022	
Name of Shareholder	Nos.	% Held	Nos.	% Held
Vishal Chandrakant Kele	700	9.57	700	9.57
Chandrakant Kashinath Kele	676	9.24	676	9.24
Lata Chandrakant Kele	656	9.09	656	9.09
Snehal Vishal Kele	636	8.69	636	8.69
3C Shares held by promoters at the end of the year	31 March 2023		31 March 2022	
Name of Promoter	Nos.	% Held	Nos.	% Held
Vishal Chandrakant Kele	700	9.57	700	9.57
Chandrakant Kashinath Kele	676	9.24	676	9.24
Lata Chandrakant Kele	656	9.09	656	9.09
Snehal Vishal Kele	636	8.69	636	8.69
	2,677	36.59	2,677	36.59
Particulars	31 March 2023	31 March 2022		
4. Reserves & Surplus				
a) Security Premium				
Opening Balance	373	373		
Movement During the year				
Closing Balance	373	373		



(Amount in Rs.000)

Particulars	31 March 2023	31 March 2022
4. b) Retained Earnings		
Opening Balance	12,720	8,366
Profit / (Loss) for the year	4,690	4,354
Transfer to other reserves		
Closing Balance	17,410	12,720
Total Reserves & Surplus	17,783	13,093

Particulars	31 March 2023	31 March 2022
5. Deferred Tax Liabilities		
Difference in depreciation in block of fixed asset as per per tax books and financial books	243	280
Total	243	280

Particulars	31 March 2023	31 March 2022
6. Other Long Term Liabilities		
Valsad District co-operative Milk Products	10,000	10,000
Total	10,000	10,000

Notes to standalone financial statements for the year ended 31 March 2023 (Amount in Rs.000)

7 A. Trade Payable Ageing Schedule As on 31 March 2023

Particulars	Outstanding for the following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
i) MSME	-	-	-	-	-
ii) Others Payble	1,967	-	-	-	1,967
iii) Disputed Dues - MSME	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-

As on 31 March 2022

Particulars	Outstanding for the following periods from due date of payment				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	Total
i) MSME	-	-	-	-	-
ii) Others Payble	2,226	-	-	-	2,226
iii) Disputed Dues - MSME	-	-	-	-	-
iv) Disputed Dues - Others	-	-	-	-	-



(Amount in Rs.000)

Particulars	31 March 2023	31 March 2022
8. Other Current Liabilities		
Other Payble		
Advance from customers	13	7
Statutory Remittances		
Profession Tax Payble	14	14
Tax Deducted at Source	05	05
Employee State Insurance Contribution	32	31
Provident Fund Contribution	125	120
Goods and Services Tax	314	283
Total Other Current Liabilities	502	459
9. Short Term Provisions		
Provisin for Income Tax	85	1,598
Provision for Audit Fees	57	50
Total	142	1,648
11. Non Current Investments		
Unquoted Investments		
Investments in Debenture Bonds	1	1
Total Non Current Investments	1	1
12. Other Non current assets		
Fixed deposits with banks (Having Original Maturity for more than 12 Months)	34	32
Unsecured and Considered Good Deposit with Vendors	1,165	682
Total Other non current assets	1,198	713
13. Inventories		
a) Raw Materials	-	-
b) Work in Progress	-	-
c) Finished Goods	-	-
d) Stock in Trade	-	-
e) Stores and Spares	-	-
f) Loose Tools	-	-
g) Others	402	-
Total Inventories	402	-



VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED
Notes forming part of Financial statement for the year ended 31 March 2023
Note No. 10 and 23
 (All amount in Rupees Thousands unless otherwise stated)

Particulars	Land	Building	Plant and Machinery	Office Equipment	Computer	Vehicles	Electrical Installation	Software	Total
Gross Carrying value									
As at 1st April 2021	183	3,549	6,033		59		116		9,941
Additions									-
Deletion									-
Balance as at 31st March 2022	183	3,549	6,033	-	59	-	116	-	9,941
As at 1st April 2022	183	3,549	6,033	-	59	-	116	-	9,941
Additions									-
Deletion									-
Balance as at 31st March 2023	183	3,549	6,033	-	59	-	116	-	9,941
Accumulated Depreciation									
As at 1st April 2021	-	2,496	5,398		52		111		8,055
Amortization during the year		100	115		5		1		221
Disposal/discarded									-
Balance as at 31st March 2022	-	2,596	5,513	-	57	-	112	-	8,277
As at 1st April 2022	-	2,596	5,513	-	57	-	112	-	8,277
Amortization during the year		91	94		2		1		188
Disposal/discarded									-
Balance as at 31st March 2023	-	2,686	5,607	-	58	-	113	-	8,464
Carrying Value									
As on 31st March 2022	183	953	521	-	3	-	4	-	1,664
As on 31st March 2023	183	863	426	-	1	-	3	-	1,476



Particulars		As on 31st March 2023					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered goods		745	-	-	-	-	745
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade receivables - considered goods(Net of provision)		745	-	-	-	-	745
(ii) Undisputed Trade Receivables - considered doubtful		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade Receivables - considered doubtful(Net of provision)		-	-	-	-	-	-
(iii) Disputed Trade Receivables- considered goods		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Disputed Trade Receivables- considered goods(Net of provision)		-	-	-	-	-	-
(iv) Undisputed Trade Receivables - considered doubtful		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade Receivables - considered doubtful(Net of provision)		-	-	-	-	-	-

Particulars		As on 31st March 2022					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered goods		1,136	-	-	-	-	1,136
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade receivables - considered goods(Net of provision)		1,136	-	-	-	-	1,136
(ii) Undisputed Trade Receivables - considered doubtful		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade Receivables - considered doubtful(Net of provision)		-	-	-	-	-	-
(iii) Disputed Trade Receivables- considered goods		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Disputed Trade Receivables- considered goods(Net of provision)		-	-	-	-	-	-
(iv) Undisputed Trade Receivables - considered doubtful		-	-	-	-	-	-
Provision for doubtful debts		-	-	-	-	-	-
Undisputed Trade Receivables - considered doubtful(Net of provision)		-	-	-	-	-	-



(Amount in Rs.000)

Particulars	31 March 2023	31 March 2022
15. Cash and cash Equivalents		
a) Cash in Hand		
Cash in hand	128	168
b) Balances with banks		
i) In current accounts	16,618	12,511
ii) Unpaid Divident Account	952	952
Total Cash and cash Equivalents	17,698	13,630

Particulars	31 March 2023	31 March 2022
16. Other Current Assets		
Balances with Government Authorities		
Advance Tax and Income Tax - Current year	-	1,595
Advance Tax and Income Tax - Earlier Years	1,784	1,783
Income Tax Paid under Protest	355	355
Salary Advance	69	94
Advance to suppliers	574	374
Prepaid Licenses Fees	13	38
WIP Power Solar System Unit	13,638	13,638
Total Other Current Assets	16,432	17,876

Particulars	31 March 2023	31 March 2022
17. Revenue from Operatons		
Income from Operations	4,473	4,687
License Fee and Maintainance for Land, Plant and Machinery Building Rent	8,177	7,788
Reimbursement of Expenses	14,507	12,807
Total Revenue From Operations	27,157	25,282

Particulars	31 March 2023	31 March 2022
18. Other Income		
Divident & Interest Received	645	506
Other Income	1	-
Total Other Income	646	506

Particulars	31 March 2023	31 March 2022
19. Purchase of Stock in Trade		
Purchase	4,609	4,902
Total Purchase of Stock in Trade	4,609	4,942



(Amount in Rs.000)

Particulars	31 March 2023	31 March 2022
20. Changes in Inventories of Finished goods		
Opening Work in Progress	-	-
Closing Work in Progress	402	-
Total Changes in Inventories of Finished Goods	(402)	-

Particulars	31 March 2023	31 March 2022
21. Employee benefits expense		
Salary and Wages	12,667	11,499
PF Administrative charges	28	28
PF Employer's Contribution	663	650
ESIC Employer's Contribution	313	308
Bonus Paid	1,006	763
Staff Welfare Expenses	315	6
Gratuity Paid	157	26
Total Employee Benefits Expense	15,149	13,280

Particulars	31 March 2023	31 March 2022
22. Finance Costs		
Bank Charges	2	1
Interest on Late Payment of TDS	0.18	-
Total Finance Costs	2	1

Particulars	31 March 2023	31 March 2022
24. Other Expenses		
AGM Expenses	34	29
Advertisement Expenses	-	4
Audit Fees (Refer Note No. 26)	110	50
Director's Remueration (Refer Note No. 25)	600	600
Property Tax	6	6
Legal and License Fees	84	38
Postage and Telegram	24	24
Printing and Stationary	83	71
Professional Fees	555	124
Repairs and Maintenance	11	20
Office Rent	346	330
Professional Tax	2	2
GST Expenses	27	18
RDC Filling Fee	4	7
Traveling Expenses	15	-
Total Other Expenses	1,900	1,374



Note No.25 Ratio Analysis				
Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022	% of Variance	Reason For Variance
A) Current Ratio				
Current Assets (a)	35,275,735	32,642,375		
Current Laibilities (b)	2,610,613	4,332,657		
Current Ratio (a)/(b)	13.51	7.53	79%	Due to increase in trade payables as there is less liquidity in the market
(B) Return on Equity				
(a) Net profit after Tax	4,689,949	4,354,335		
(b) Total Equity	25,098,184	20,408,235		
Return on Equity (a)/(b) in %	0.19	0.21	-12%	As Increase in Cost of sales reduces profit resulted to reduction in Return on
(C) Trade Receivable Turnover Ratio				
(a) Sales	27,157,402	25,282,316		
(b) Average Trade Receivable (average of opening and Closing Balance is taken)	744,724	1,135,950		
Trade Receivable Turnover Ratio (a)/(b)	36	22	64%	Increase in sales
(D) Trade Payable Turnover Ratio				
(a) Sales	27,157,402	25,282,316		
(b) Average Trade Payable (average of opening and Closing Balance is taken)	2,096,383	3,154,213		
Trade Payable Turnover Ratio (a)/(b)	12.95	8.02	62%	Effective Collection from Creditors leads to increase in ratio
(E) Net Capital Turnover Ratio				
(a) Sales	27,157,402	25,282,316		
(b) Working Capital	35,275,735	32,642,375		
Net Capital Turnover Ratio (a)/(b)	0.77	0.77	-1%	Increase in trade payables
(F) Net Profit Ratio				
(a) Net profit after Tax	4,689,949	4,354,335		
(b) Sales	27,157,402	25,282,316		
Net Profit Ratio (a)/(b)	0.17	0.17	0%	As Increase in Cost of sales reduces profit resulted to reduction in Net Profit.
(G) Return on Capital Employed				
(a) Earnings before Interest and Taxes	6,357,330	5,970,266		
(b) Capital Employed (Capital Employed includes Net Worth+ long term Debts (Including current maturities) - Deferred Tax assets)	25,098,184	20,408,235		
Return on Capital Employed (a)/(b)	0.25	0.29	-13%	As Increase in Cost of sales reduces profit resulted to reduction in Net Profit.
(H) Return on Invetment				
Not Applicable				



26. Managerial Remuneration

(Amount in Rs.000)

SI	Particulars	Period ended March 31	
		2023	2022
a	Directors Remuneration	600	600
		600	600

27. Payments to Auditors

(Amount in Rs.000)

SI	Particulars	Period ended March 31	
		2023	2022
a	For Statutory and Tax Audit Fees	50	50
		50	50

28. Additional information as required by the Revised Schedule III of the Companies Act, 2013

(Amount in Rs.000)

SI	Particulars	Period ended March 31	
		2023	2022
a	Value of imports on CIF Basis in respect of		
	i Raw Material	Nil	Nil
	ii Components and Spares Parts	Nil	Nil
	iii Capital Goods	Nil	Nil
b	Value of Indigenous materials, spares parts and components consumed	4,609	4,942
c	Activity In foreign currency	Nil	Nil
	Earning in Foreign Currency		
	Income from Operations	Nil	Nil
	Expenditure in Foreign Currency		
	Fees for professional and Consultation Fees	Nil	Nil
	Foreign Travel	Nil	Nil
	Net Gain or (Loss) on Foreign Currency Transaction	Nil	Nil
d	Dividends remitted in foreign currency	Nil	Nil



29. Earning Per Share

(Amount in Rs.000)

Particulars	Year ended March 31	
	2023	2022
Net Profit after tax as per Statement of Profit and Loss (A)	4,386	4,354
Weighted average number of equity share for calculating basic EPS (B)	7	7
Weighted average number of equity share for calculating basic EPS (C)	7	7
Basic earning per equity share (in Rupees) (face value of Rs. 1000/- per share) (A) / (B)	599.53	595.26
Diluted earning per equity share (In Rupees) (face value of Rs. 1000/- per share) (A) / (C)	599.53	595.26

30. Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, is not exceeding the threshold limit of Corporate Social Responsibility (CSR). Therefore, No needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities.

31. Related Party Transactions

a. Key Management Personnel and their relatives:

S1	Designation	Name
1	Director	Ravindra Vasant Rao Khankari
2	Director	Vinod Krishnarao Morankar
3	Director	Jagannath Mahadu Wani
4	Director	Vishal Chandrakant Kele

b. Transaction and balances with related parties have been set below:

(Amount in Rs.000)

	Name of the Party and Nature of the Transaction	Transactions during the year		Closing Balance (Receivable) / Payable	
		Year ended March 31 2023	Year ended March 31 2022	Year ended March 31 2023	Year ended March 31 2022
		1	Vishal Chandrakant Kele		
	Milk Purchase	2,635	2,866	(89)	35
	Office Rent	346	330	63	-
	Cattle Feed Sales	1,835	1,814	-	-
	Director Remuneration	600	600	50	-



32. In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on the realisation in the ordinary course of business at least equal to the amount at which they are stated. Loans and Advances and Creditors are subject to reconciliation, confirmation and consequential adjustments if any.

33. Leave Encashment and Gratuity is provided on Cash Basis.

34 Other Statutory Information

- i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- v) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries)
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

35. Previous Year Comparatives

Previous year's figures have been regrouped or rearranged wherever necessaries so as to conform to current year's presentation.

For RSV & Co.

Chartered Accountants
Firm Registration No.: 110504W

Abhijit Mundada (Partner)
Membership No.: 134685
Place: Pune
Date: 07/08/2023

For and on behalf of the Board of
VISHALSAGAR HOME AND AGRO PRODUCTS LTD.

V. C. Kele
(Director)
DIN : 05133994

R. V. Khankari
(Director)
DIN : 03478242



प्रति,

मा. भागधारक बंधू आणि भगिनी,

मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड, धुळे.

दि. ०१/०८/२०२३

विषय: भारत सरकार यांचे दि. १०/०९/२०१८ राजपत्रानुसार, आपले मूर्त रूप असलेले शेअर्स (कागदरूपी समभाग) हे डिमॅट रूपात (अमूर्त / इलेक्ट्रॉनिक रूपात) करून पूर्तता करणे बाबत

मा. भागधारक बंधू आणि भगिनींनो,

सप्रेम नमस्कार !

सदर पत्राद्वारे कळविण्यात येते की, मे. कार्पोरेट कार्य मंत्रालय, भारत सरकार, यांनी आपल्या दिनांक १०/९/२०१८ रोजीच्या राजपत्राद्वारे भारतातील सर्व 'पब्लिक लिमिटेड' कंपन्यांना, ज्या शेअर बाजारपेठेत अनॉदणीकृत/असूचीबद्ध आहेत, अश्यासर्व कंपन्यांना आपले भौतिक / मूर्त रूप असलेले शेअर्स (कागदरूपी समभाग) हे डिमॅटरूपात (अमूर्त / इलेक्ट्रॉनिक रूपात) करून पूर्तता करण्याचे निर्देश दिले आहेत. सदर राजपत्रानुसार दि. १०/०२/२०१८ पासून सर्व समभागाचे व्यवहार (खरेदी-विक्री) हे अमूर्त रूपात (डिमॅट अकाऊंट) व्हावे केले जातील. सदर प्रक्रियेमध्ये दोन भाग आहेत -

1) मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड यांचे मार्फत होण्याची प्रक्रिया / कामे -

- i) कंपनीने, NSDL अथवा CDSL, या Depository पैकी एकास कराराकरून Depository म्हणून नेमणे. सदर Depository ही एका बँकेप्रमाणे, कंपनीतील सर्व समभागांचे लेखा-जोखा बघण्याचे काम करते. तसेच सदर Depository नेमण्यासोबत एका RTA Agent ला नेमणे आवश्यक आहे. सदर RTA Agent ही Depository आणि कंपनी यांचेतील एका दुआप्रमाणे सर्व कामे वार्षिक तत्वावर बघण्याचे काम करते.
- **आपल्या कंपनीने, CDSL ला Depository म्हणून नेमले आहे व CVL (CDSL ventures Limited) या कंपनीला RTA Agent म्हणून नेमले आहे.**
- ii) वरील दोन्ही नेमणूकीनंतर व इतर कागदपत्रांची पूर्ततेनंतर Depository मार्फत कंपनीस एक अद्वितीय असा ISIN नंबर प्राप्त होतो. तसेच RTA Agent यांना कंपनी कडून दिलेल्या अद्ययावत समभागाची तपशीलवार यादी दिल्यानंतर सर्व समभाग हे मूर्त रूपातून, अमूर्त रूपात (Demat) रूपांतरीत केले जातात व कंपनीच्या ISIN नंबरशी संलग्न केली जातात.
- **आपल्या कंपनीने, ISIN नंबर प्राप्त केला असून त्यास क्र. INE0CYE01018 असा आहे.**

2) भागधारक यांचे मार्फत होण्याची प्रक्रिया / कामे -

सदरचे dematerialised share (अमूर्त समभाग) डिमॅट अकाऊंटमध्ये जमा करण्याकरीता आपणास डिमॅट अकाऊंट उघडून आपल्या मूर्त शेअर्सची (समभागाची) माहिती, आपल्या शेअर्स ब्रोकरला कळविणे आवश्यक आहे. त्यानंतर, सदरची माहिती आपल्या शेअर्स ब्रोकरमार्फत डिपॉझिटरी कडे पाठविण्यात येते व त्यानंतरच सदरचे शेअर आपल्या डिमॅट अकाऊंट मध्ये जमा होतात आणि आपणास आपल्या समभागांचे व्यवहार / हस्तांतरण करता येते.

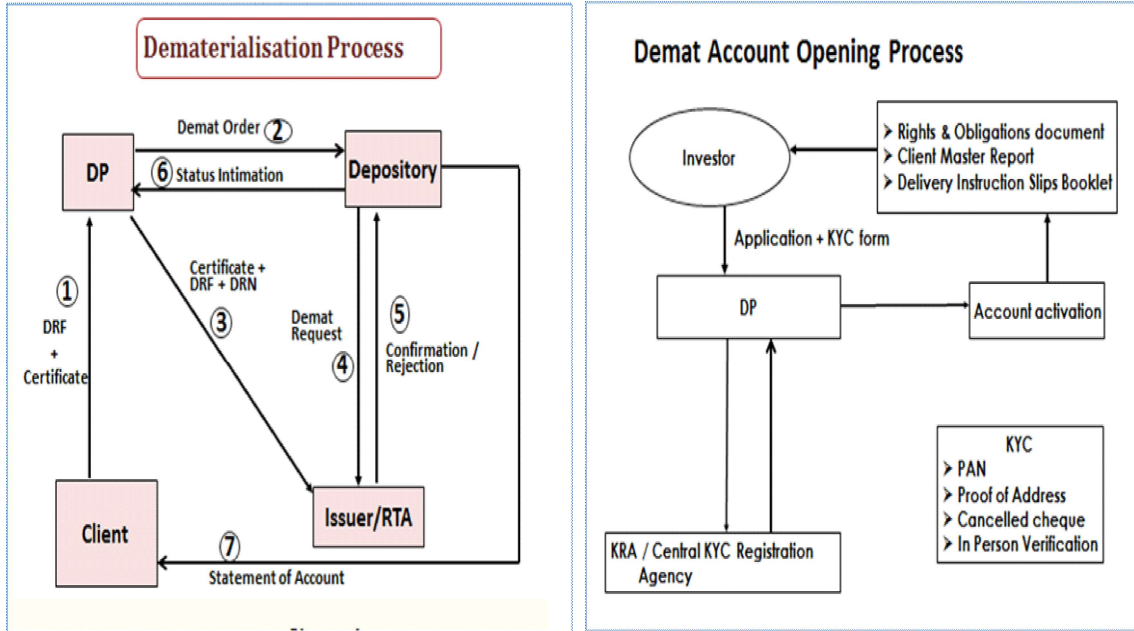
- i) डिमॅट/ ट्रेडिंग अकाऊंट उघडणे (डिमॅट असल्यास नविन अकाऊंट उघडणे आवश्यक नाही)
- ii) आपल्या शेअर्सची (समभागाची) माहिती DRF - Dematerialisation Request Form द्वारे, आपल्या शेअर्स ब्रोकर मार्फत Depository (CDSL) ला कळविणे.

तरी सर्व भागधारक बंधू आणि भगिनींना विनंती की, आपण आपले भौतिक / मूर्त रूप असलेले शेअर्स (कागदरूपी समभाग) हे डिमॅट रूपात (अमूर्त / इलेक्ट्रॉनिक रूपात) करून पूर्तता करावी. कळावे, आभारी आहे.

मे. विशालसागर होम अँड अग्रो प्रोडक्ट्स लिमिटेड,
संचालक

डिमेंट रूपात (इलेक्ट्रॉनिक रूपात) शेअर्सचे फायदे -

- १) इलेक्ट्रॉनिक रूपातील शेअर्सकेल्यास कागदी खोटे/बनावट शेअर्सचे व्यवहार करणे अशक्य होते.
- २) शेअर्स व्यवहाराकरीता, इलेक्ट्रॉनिक रूपातील शेअर्स नोंदणीकरीता कोठे पाठविण्याची आवश्यकता नाही.
- ३) इलेक्ट्रॉनिक रूपातील शेअर्सचे व्यवहार विनाविलंब होतात.
- ४) सदरमुळे, अनावश्यक खर्च, लिखा-पढी आणि कागदपत्रे करण्याची गरज राहत नाही.
- ५) गुंतवणूकदार आपल्या सर्व गुंतवणूकी आपल्या एकाच Demat A/c मध्ये एकावेळी बघू शकतो व त्याचे नियोजन करू शकतो.
- ६) गुंतवणूकदारास त्यांचे गुंतवणूकीचे सर्व लाभ जसे की बोनस/राईट्स डिव्हिडन्ट आपोआप त्यांच्या Demat A/c द्वारे घर बसल्या मिळतात. तसेच गुंतवणूकीतून मिळणारे डिव्हिडन्ट आपोआप त्यांच्या Demat A/c शी संलग्न Bank A/c मध्ये जमा होतात.





Appeal to Shareholders

Dematerialization of shares

1. Step 1- Opendemat account.

In case the shareholder is not having the demat account in CDSL Depository. The first step is to open a demat account in CDSL with any of Depository Participant registered with CDSL.

2. Step 2 – submission of physical share certificate(s) to respective Depository Participant (DP)

After opening the successfully Demat account, shareholder(s) need to surrendered the original physical share certificate(s) to their respective Depository Participant (DP) along with a duly filled and signed Demat Request Form (DRF).

3. Once the successfully setup of the DRN into CDSL system by Depository Participant (DP), Certificate(s) and DRF along with other documents received from shareholders if any will be sent to Company in case the RTA availing the facility “Only electronic connectivity”.

4. RTA will send Demat Confirmation Report (DCR) with details of DRN received from CDSL/NSDL system to the Issuer company for confirmation as below :

- a) For verification of Shareholder's signature with signature recorded available with them
 - b) For verification of Certificate no./ Dist no. details are correct and tallying with master data available with them.
 - c) To verify their records for litigation of shares /Court injunction pending if any
 - d) To verify the genuity of physical share certificates & duplicate share certificates issued by company or new share certificates issued due to stock split/exchange of share certificates.
 - e) To verify STOP transfer noted by company for any reason previously
- 5. Company need to send a scanned copy of duly filled DCR with stamped and signed by authorized signatory through their registered email ID and hard copy to be dispatch in due course.**

On receipt of the DCR, RTA will take the further steps to credit the shares to BO's demat account.



VISHALSAGAR
HOME & AGRO PRODUCTS LTD.

CTS No. 4486/A1-1A, Office No.: F-1, First Floor,
Dinesh Complex, Nehru Chowk,
Agra Road, Deopur, Dhule - 424002
Phone : (02562) 224048,
E-mail : vishalsagar.dairy@gmail.com

ATTENDANCE SLIP

I hereby record my presence at the Annual General Meeting held on Saturday the 30th day of September, 2023 at 11:00 A.M. at **Dairy Plant situated at Deopur S. No. 94/1A2, Biladi Road, Near Starch Factory, Deopur Dhule Maharashtra - 424 005**

Member's Folio No. :

Name of Member / Proxy Holder :

No. of Shares held :

Members / Proxy Holders Signature :

NOTES :

1. Members / Proxy Holders are requested to produce the attendance slip duly signed for admission to the meeting hall.
2. Members are requested to bring their copy of the Annual Report
3. Formal system of entry will be strictly adhered.



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Phone : (02562) 224048,
E-mail : vishalsagar.dairy@gmail.com

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

CIN: U01110MH1993PLC073894

Name of the company: VISHALSAGAR HOME AND AGRO PRODUCTS LIMITED

Registered office: CTS No. 4486/A1-1A, Office No. F-1, First Floor, Dinesh Complex,
Nehru Chowk, Agra Road, Deopur, Dhule- 424002

Name of the member (s) :

Registered address :

E-mail Id:

Folio No/ Client Id :

DP ID :

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:....., or failing him

2. Name:

Address:

E-mail Id:

Signature:....., or failing him

3. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual
general meeting of the company to be held on the Saturday the 30th day of September, 2023 at
11:00 A.M. at **Dairy Plant situated at Deopur S. No. 94/1A2, Biladi Road, Near Starch
Factory, Deopur Dhule Maharashtra - 424 005** and at any adjournment thereof in respect of
such resolutions as are indicated below :



VISHALSAGAR
HOME & AGRO PRODUCTS LTD.

CTS No. 4486/A1-1A, Office No.: F-1, First Floor,
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Phone : (02562) 224048,
E-mail : vishalsagar.dairy@gmail.com

Resolutions :

Ordinary Business

1. To receive, consider and adopt the Financial Statements as at 31st March 2023 and together with Director's and Auditors' Report thereon.
2. To fix and approve remuneration including reimbursement of expenses of Auditors.
3. To appoint Mr. Rajendra Bhadane (PAN: AJCPB1736B) as a Director of the company (subject to allotment of DIN), in place of Mr. Jagannath Mahadu Wani (DIN: 03509358) who retires by rotation at this meeting and not willing to get re-appointed.

Special Business:

4. To appoint Mr. Suhas Vasant Wani (DIN: 10165974) as a Director who is liable to retire by rotation.
5. To appoint Mrs. Snehal Vishal Kele (DIN: 10192145) as a Director who is liable to retire by rotation.

Signed this..... day of _____, 2023

Signature of shareholder

Signature of Proxy holder(s)

Affix one
Rupee
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.