

**SYMBIOX INVESTMENT TRADING CO LIMITED**

*44<sup>th</sup>*

***ANNUAL REPORT***

***2022-2023***

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## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Mahavir Verma	-	Whole Time Director
Mrs. Mina Devi Agarwal	-	Director
Mr. Bappa Mitra	-	Director
Mr. Samit Ray	-	Director
Mrs. Rajkumari Naskar	-	Director
Mr. Nitesh Poddar	-	Director

### **KEY MANAGERIAL PERSONS**

Mr. Mahavir Verma	-	Chief Financial Officer
Mrs. Neha Pansari	-	Company Secretary/Compliance Officer

### **BANKERS**

Yes Bank Limited; Dalhousie Branch, Kolkata  
IndusInd Bank, Brabourne Road Branch

### **AUDITORS**

**For SSRV & ASSOCIATES.**

Chartered Accountants

**ICAI Firm Registration: 135901W**

**Office NO. 2015, 2<sup>nd</sup> Floor, Gundecha Ind. Estate. Akurli Road,  
Kandivali (E.), Mumbai - 400101**

Email : [ssrvandassociates@gmail.com](mailto:ssrvandassociates@gmail.com)

### **REGISTRAR & SHARE TRANSFER AGENT**

M/s. ABS CONSULTANT PVT. LTD,  
99 Stephen House, 6th Floor,  
4, B.B.D Bagh (E),  
Kolkata- 700001, W.B  
Phone Nos. :( 033) 2230-1043, 2243-0153,  
Email Id: [absconsultant@vsnl.net](mailto:absconsultant@vsnl.net)

(Corporate Identity Number: L65993WB1979PLC032012)  
Registered Office: 221, Rabindra Sarani, 3<sup>rd</sup> Floor, Room No.1, Kolkata-700001

**SYMBIOX INVESTMENT & TRADING COMPANY LTD.**

**CIN NO. L65993WB1979PLC032012**

**Regd. Office: 221, Rabindra Sarani, 3<sup>rd</sup> Floor**

**Room no. 1, Kolkata-700007**

Website: [www.symbioxinvestment.com](http://www.symbioxinvestment.com); E-mail: [symbioxinvestment100@gmail.com](mailto:symbioxinvestment100@gmail.com)

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Notice is hereby given that 44<sup>th</sup> Annual General Meeting of the members of the **SYMBIOX INVESTMENT TRADING CO LIMITED** will be held on Friday, 29<sup>th</sup> September, 2023 at the 01.30 P.M. Proxy form and attendance slip are not attached since the meeting is through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') To Transact the Following Businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Annual Financial Statements (Including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2023, the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mr. SAMIT RAY [DIN: 08406285] who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS**

**Item No 3:** To consider and, if thought fit, to pass with or without modification(S), the following resolution as a **SPECIAL RESOLUTION:**

To appoint Mr. Swapan Sardar as an "Independent Director" of the Company for a period of 5 (Five) years commencing from September 29<sup>th</sup>, 2023, to consider and if thought fit, to pass the following resolution as

"RESOLVED THAT pursuant to the provisions of section 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 Clause 49 of the Listing Agreement, Mr Swapan Sardar, (holding DIN: 08406285), has given the deposit of the requisite amount under section 160 of the Companies Act, 2013 proposing his candidature for the office to act as Non-Executive Director of the Company, and has submitted a declaration that he meets the criteria for Independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby recommended by the Nomination and Remuneration Committee to act as an Independent Director of the Company to hold office for 5 (five) consecutive years Commencing from the date of this Annual General Meeting and shall not be liable to retire by rotation"

"RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and rules made there under [including any Statutory modification(s) or re-enactment(s) thereof for the time being in force], Mr. Swapan Sardar be paid such fees and commission as the Board may approve from time to time and Subject to such limits, prescribed or as may be prescribed from time to time."

**Item No.4: Appointment of Mr. Samit Ray ( DIN No. 08406285) as a Whole Time Director of the Company.**

To Consider and if thought fit to pass with or without modification(S), following resolution as a **Special Resolution**

To consider and approve the following resolution with or without modification, as a Special Resolution: "RESOLVED THAT pursuant to the provisions of sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory

modification or re-enactment thereof) read with Schedule - V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and subject to the approval of the Central Government, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if necessary, and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, on recommendation of the Nomination and remuneration committee, consent of the members be and is hereby accorded to the appointment of Mr. Samit Ray ( Din No. 08406285) as Whole Time Director of the Company for a period of 3 (Three) years with effect from 05<sup>th</sup> September, 2023 upto and including 31st August, 2026 .

"RESOLVED FURTHER THAT the remuneration payable to Whole Time Director shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

**Item No.5: Appointment of Mrs. Sunita Show ( DIN No. 09673548) as a Executive Director of the Company.**

To Consider and if thought fit to pass with or without modification(S), following resolution as a **Special Resolution**

To consider and approve the following resolution with or without modification, as a Special Resolution: "RESOLVED THAT pursuant to the provisions of sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule - V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and subject to the approval of the Central Government, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if necessary, and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, on recommendation of the Nomination and remuneration committee, consent of the members be and is hereby accorded to the appointment of Mrs. Sunita Show ( Din No. 09673548) as Executive Director of the Company for a period of 3 (Three) years with effect from 05<sup>th</sup> September, 2023 upto and including 31st August, 2026 .

"RESOLVED FURTHER THAT the remuneration payable to Director shall not exceed the overall ceiling of the total managerial remuneration as provided under section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

**Date:** 05/09/2023

**By order of the Board  
Symbiox Investment & Trading Co. Limited**

**Place:** Kolkata

Sd/-

**Samit Ray  
Director  
DIN No. 08406285**

## **NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Corporate Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The AGM will be held through VC/OAVM, the route map of the venue of the Meeting and attendance slip is not annexed hereto

2. The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2023 to 29<sup>th</sup> September, 2023 (Both days inclusive).
3. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
4. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID Numbers for identification.
5. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. Members holding shares in electronic form may note that bank particulars registered against their respective registered accounts will be used by the Company for the payment of dividend. The Company or its Registrar and Share Transfer Agent cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
8. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Share Transfer Agents (M/s. ABS Consultants Private Limited.)

9. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the 44<sup>th</sup> Annual Report to the Meeting.
10. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to M/s. ABS Consultants Private Limited., Share Transfer Agents of the Company for their doing the needful.
11. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
12. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
13. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
14. Electronic copy of the 44<sup>rd</sup> Annual Report for 2022-23 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2022-23 is being sent in the permitted mode.
15. Members may also note that the Notice of the 44<sup>th</sup> Annual General Meeting and the Annual Report for 2022-23 will also be available on the Company's website [www.symbioxinvestment.com](http://www.symbioxinvestment.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [symbioxinvestment100@gmail.com](mailto:symbioxinvestment100@gmail.com).

#### **16. Voting through electronic means**

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 22.09.2023, i.e., the date prior to the commencement of book closure date are entitled to vote on

the Resolutions set forth in this Notice. The remote e-voting period will commence at 09.00 a.m. on Tuesday 26th of September, 2023 and will end at 5.00 p.m. on Thursday 28th of September, 2023. The facility for voting through electronic voting system ('Insta Poll') shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through 'Insta Poll'. The Company has appointed Mr. Akhil Agarwal, Practising Company Secretary having Membership No. A35073 to act as the Scrutinizer, to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting refer to the detailed procedure given hereinafter.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTEE-VOTING AND E-VOTING DURING AGM/EGM AND JOININGMEETING THROUGH VC/OAVMARE AS UNDER:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using



remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <http://symbioxinvestment.com> The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -**

The remote e-voting period begins on 26<sup>th</sup> September, 2023 at 09:00 A.M. and ends on 28<sup>th</sup> September 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 22.09.2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22.09. 2023.

#### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

#### **Step 1: Access to NSDL e-Voting system**

#### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under

“Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**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 ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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 on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>

5. Password details for shareholders other than Individual shareholders 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.
  - 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. 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 email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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 ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send 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 to e-mail **akhilkumaragarwal@ymail.com** with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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) by email to symbioxinvestment100@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to symbioxinvestment100@gmail.com.. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the 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 to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
  3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
  5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at symbioxinvestment100@gmail.com.. The same will be replied by the company suitably.
  6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
  7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
  8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
- (C) Members who need assistance before or during the AGM, can contact Ms. Pallavi Mhatre, Senior Manager, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call 1800 1020 990 / 1800 22 44 30.

**By order of the Board**

**For Symbiox Investment & Trading Co Limited**

**Date:** 05/09/2023  
**Place:** Kolkata

Sd/-

**Samit Ray**  
**Director**  
**DIN No. 08406285**



## **Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 on Item No.3, 4 and 5**

### **Item No. 3: Appointment of Mr. Swapan Sardar (DIN: 09672631) as a Director of Company.**

In terms of the requirements of the section 149, 152, 160, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder of Companies Act, 2013 approval of the members of the Company is required for the appointment of Mr. Swapan Sardar as an Independent Director of the Company.

The Company has received the consent from Mr. Swapan Sardar as required under the provisions of Section 149(6) of the Companies Act, 2013 and the Rules framed thereunder as well as Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and also declaration confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and that no order of Securities and Exchange Board of India (SEBI) or any other such authority has been passed against Mr. Swapan Sardar debaring him from accessing the capital markets and restraining from holding the position of Director in any listed company.

In the opinion of the Board of Directors, Mr. Swapan Sardar possesses the requisite integrity, expertise and experience and fulfil the criteria of Independence as specified under Section 149 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as may be amended from time to time.

The brief profile of Mr. Swapan Sardar in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is provided in **Annexure- I**

### **Item No 4: Appointment of *Mr. Samit ray* (DIN: 08406285) as a Whole time Director of Company.**

Mr. Samit Ray is eligible to be appointed as a Whole Time Director on the Board of Directors of the Company. As per the provisions of Section 161 of the Companies Act, 2013, Mr. Ray shall hold office up to the date of the ensuing Annual General Meeting of the Company. The Company has received valid notice and requisite deposit from a Member of the Company under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. Ray for the office of Director. In view of the background and experience of Mr Ray, it will be in the interest of the Company that he continues as a whole time director of the Company.

The Board of Director considered the matter of his appointment and felt that his continued association would be of immense benefit to the Company and it is therefore, desirable to continue to avail his service as Management & Finance. Accordingly, the Board recommends the Resolution relating to his appointment as a Management & Finance, for the approval by the members of The Company.

Mr Samit Ray, 58 Years, has given her consent to act as a Executive whole time Director of the Company. Mr. Ray is a B. Com; she has vast experience in Management & Finance.

Except Mr Samit Ray, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the above matter.

**Item No 5: Appointment of Ms. Sunita Show (DIN NO: 09673548) as an Executive Director of Company.**

Ms. Sunita Show, is appointed as an Additional Executive Director on the Board of Directors of the Company w.e.f 05th September, 2023. As per the provisions of Section 161 of the Companies Act, 2013, Mrs. Show shall hold office up to the date of the ensuing Annual General Meeting of the Company. The Company has received valid notice and requisite deposit from a Member of the Company under Section 160 of the Companies Act, 2013, proposing the candidature of Mrs. Show for the office of Director. In view of the background and experience of Mrs. Show, it will be in the interest of the Company that he continues as a director of the Company.

The Board of Director considered the matter of her appointment and felt that his continued association would be of immense benefit to the Company and it is therefore, desirable to continue to avail his service as Marketing & Finance. Accordingly, the Board recommends the Resolution relating to his appointment as a Marketing & Finance, for the approval by the members of The Company.

Mrs. Sunita Show, 37 Years, was appointed as an Additional Executive Director of the Company on 05<sup>th</sup> September, 2023. Mrs Show is a B. Com; she has vast experience in Marketing & Finance.

Except Mrs. Sunita Show, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the above matter.

1.	Director Identification Number (DIN):	09673548
2.	Name (in full):	<b>SUNITA SHOW</b>
3.	Father's Name (in full):	<b>NIMAI DAS</b>
4.	Address:	200/6 KALIGHAT ROAD KOLKATA WB 700026
5.	E-mail id:	<a href="mailto:showsunita4@gmail.com">showsunita4@gmail.com</a>
6.	Mobile no.	8910435293
7.	Income-tax PAN	OOYPS0597N
8.	Occupation:	Business
9.	Date of birth:	19/06/1986
10.	Nationality:	Indian
11.	Experience	Sunita Show has appointed as an Executive Director of the Company, she is Experience in Marketing and Accounts since 10 years therefore her experience and knowledge are very useful our Company.

**ANNEXURE- I**

1.	Director Identification Number (DIN):	09672631
2.	Name (in full):	<b>SWAPAN SARDAR</b>
3.	Father's Name (in full):	<b>KESTO SARDAR</b>
4.	Address:	47A, KALI TEMPLE ROAD, KALIGHAT, KOLKATA-700026
5.	E-mail id:	<a href="mailto:swapanguest1970@gmail.com">swapanguest1970@gmail.com</a>
6.	Mobile no.	9051438445
7.	Income-tax PAN	FWVPS8011R
8.	Occupation:	Business
9.	Date of birth:	21/04/2000
10.	Nationality:	Indian
11.	Experience	Swapan Sardar has experience in Finance and Accounts and qualification is B.Com. He is a young and energetic their idea and knowledge are very helpful of our Company.

# Directors' Report

Dear Members,

The Board of Directors are pleased to present the Company's 44th Annual Report along with the audited accounts for the financial year ended March 31, 2023.

## FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Standalone Financial results are summarized below:

(Amount in hundred)

Particulars	March 31, 2023	March 31, 2022
Net Sales	398235.86	183010.25
Other Income	1641.56	1267.76
Total Income	399877.42	184278.01
Profit before taxation	21549.83	18766.79
<b>Tax Expenses:</b>		
Current Tax	5638.40	4879.40
Deferred Tax	-	-
Extraordinary Items (net of Tax Expenses)	-	-
Profit after Tax	15911.43	13887.39

## RESERVES

The Company has not transferred any amount to General Reserve.

## DIVIDEND

With a view to conserve resources for working capital requirements and rising capital expenditure, directors considered it prudent not to recommend any dividend for the year under review.

## SHARE CAPITAL

The paid-up equity capital as on March 31, 2023 was Rs. 312,873,300. During the year under review, no issue of equity shares with differential voting rights was completed. Further, the Company has not issued any sweat equity nor granted any employee stock options.

## GLOBAL HEALTH PANDEMIC FROM COVID-19

The World Health Organization declared a global pandemic of the Novel Corona virus disease (COVID-19) on February 11, 2022. In enforcing social distancing to contain the spread of the disease, our offices and client offices all over the world have been operating with minimal or no staff for extended periods of time. In keeping with its employee-safety first approach, the Company quickly instituted measures to trace all employees and be assured of their well-being. Our teams reacted with speed and efficiency, and quickly leveraged technology to shift the workforce to an entirely new 'work-from-home' model. Proactive preparations were done in our work locations during this transition to ensure our offices are safe.

## CHANGES IN THE NATURE OF BUSINESS

During the year, there has been no Change in the nature of the Business of the Company. No material changes and commitments have occurred between the end of the financial year and date of report.

## CHANGE OF NAME

There has been no change in the name of the Company during the financial year 2022-23.

### **NUMBER OF MEETING OF BOARD**

The Board of Directors duly met **8 (Seven)** times on **30.05.2022, 01.08.2022, 23.08.2022, 12.11.2022, 29.11.2022, 05.01.2023, 30.01.2023 and 17.02.2023** in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

### **PUBLIC DEPOSITS**

Your Company has not accepted any deposits from the public or shareholder during the year, nor has any unclaimed or unpaid deposits at the end of the financial year 2022-23.

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The company has not given loans or guarantees but has invested in the Equity Shares of the other Companies. The details of the investments made by company during the year under review are given in the financial statements.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls system with reference to financial statements. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. During the year, such controls were tested and no reportable weakness in the design or operation was observed.

### **CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES**

In accordance with the requirements of the provisions of section 135 of the Act, the Company has constituted a Corporate Social Responsibility (“CSR”) Committee. The composition and terms of reference of the CSR Committee is provided in the Corporate Governance Report.

Since your Company do not have the net worth of Rs. 500 Cr or more, or turnover of Rs. 1000 Cr or more, or a net profit of Rs. 5 Cr. or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

### **CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION**

The required information as per rule 8(3) of the companies (Accounts) Rules, 2014 is provided hereunder:

#### **A. Conservation of Energy:**

Your Company’s operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

#### **B. Technology Absorption:**

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

#### **C. Foreign Exchange Earnings and Out Go:**

1. Foreign Exchange Earnings: NIL
2. Foreign Exchange Outgo: NIL

### **DIRECTOR AND KEY MANAGERIAL PERSONNEL**

#### **a. Changes in Director and Key Managerial Personnel (KMP):**

The Board of the Company during the Financial Year was as follows:

Ms Rajkumari Naskar appointed as a Director of the Company from 12/02/2023.

Composition of Board post change is as follows:

<b>Sr. No.</b>	<b>Name Of Directors</b>	<b>Designation</b>	<b>Date of Appointment</b>
<b>1.</b>	Mina Devi Agarwal	Non-Executive - Independent Director	06/01/2016
<b>2.</b>	Bappa Mitra	Non-Executive - Independent Director	08/04/2019

3.	Mahavir Verma	Whole Time Director & CFO	08/04/2019
4.	Samit Ray	Executive director	08/04/2019
5.	Rajkumari Naskar	Non-Executive - Independent Director	12/02/2022
6.	Nitesh Poddar	Non-Executive - Independent Director	28/09/2022

### Declaration of Independence

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of Companies Act, 2013 read with the Schedules and Rules issued there under as well as Regulation 25 of the Listing Regulations. The Independent Directors have also complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Code of Conduct for directors and senior management personnel.

#### b. Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed under Listing Regulations. Listing Regulations mandates that the Board shall monitor and review the Board evaluation framework.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the **Nomination and Remuneration Committee** (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole was evaluated, taking into account the views of executive directors and nonexecutive directors.

The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

#### c. Disclosure Relating To Remuneration Of Directors, Key Managerial Personnel

In accordance with Section 178 and other applicable provisions if any, of the Companies Act, 2013 read with the Rules issued there under and Regulation 19 of the Listing Regulations the Board of Directors had formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee. The salient aspects covered in the Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors and other matters have been outlined in the Corporate Governance Report which forms part of this Report.

#### d. Number Of Meetings of The Board of Directors and Audit Committees

Your Board of Directors duly met **8 (Seven)** times on **30.05.2022, 01.08.2022, 23.08.2022, 12.11.2022, 29.11.2022, 05.01.2023, 30.01.2023 and 17.02.2023** in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minute Book maintained for the purpose. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The Audit Committee duly met **Four (4)** times during the financial year i.e., on **30.05.2022, 01.08.2022, 12.11.2022 and 30.01.2023** in respect of which proper notices were given and the proceedings were properly recorded and signed in the Minute Book maintained for the purpose.

#### **e. Directors Responsibility Statement**

Pursuant to Section 134 (3) (c) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

- (a) In the preparation of the annual accounts for the year ended **31<sup>st</sup> March, 2023**, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 profit of the company for that period;
- (c) 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;
- (d) They have prepared the annual accounts on a going concern basis;
- (e) 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
- (f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **FORMAL ANNUAL EVALUATION**

As per section 149 of the Companies Act, 2013 read with clause VII (1) of the schedule IV and rules made there under, the independent directors of the company had a meeting on 30.01.2023 without attendance of non-independent directors and members of management. In the meeting the following issues were taken up:

- (a) Review of the performance of non-independent directors and the Board as a whole;
- (b) Review of the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) Assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The meeting also reviewed and evaluated the performance of non-independent directors. The company had 2 (Two) non-independent directors namely:

- I. Mr. Samit Ray - Non- Independent & Executive
- II. Mr. Mahavir Verma - Non- Independent & Executive

The meeting was recognized for shaping up of the company and putting the company on accelerated growth path. They devoted more time and attention to bring up the company to the present level.

**The meeting also reviewed** and evaluated the performance the Board as whole in terms of the following aspects:

- Preparedness for Board/Committee meetings
- Attendance at the Board/Committee meetings
- Guidance on corporate strategy, risk policy, corporate performance and overseeing acquisitions and disinvestments.
- Monitoring the effectiveness of the company's governance practices
- Ensuring a transparent board nomination process with the diversity of experience, knowledge, perspective in the Board.
- Ensuring the integrity of the company's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for financial and operational control and compliance with the law and relevant standards.

Mr. Mahavir Verma, chairman of the company has performed exceptionally well by attending board meetings regularly, by taking active participation in the discussion of the agenda and by providing required guidance from time to time to the company for its growth etc.

It was noted that the Board Meetings have been conducted with the issuance of proper notice and circulation of the agenda of the meeting with the relevant notes thereon.

### **CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or any other related parties as defined under the Companies Act, 2013, which may have potential conflict with interest of the company.

### **LISTING AGREEMENT:**

The Securities and Exchange Board of India (SEBI), on September 2, 2015, issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the aim to consolidate and streamline the provisions of the Listing Agreement for different segments of capital Markets to ensure better enforceability. The said regulations were effective December 1, 2015. Accordingly, all listed entities were required to enter into the Listing Agreement within six months from the effective date. The company entered into Listing Agreement with CSE Limited, MCX Limited and BSE Limited.

### **LISTING WITH STOCK EXCHANGES:**

The Company confirms that it has paid the Annual Listing Fees for the year 2022-2023 to The Calcutta Stock Exchange Limited, MCX Limited and BSE Limited, where the Company's Shares are listed. The Company Listed on BSE effective from 14th August, 2015.

The scrip code number of the Equity Shares of the Company is as follows:

- BSE                               **539278/SYMBIOX**
- MSE                               **SYMBIOX**
- CSE                               **029461**

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

In line with the provisions of the Section 177(9) of the Act and the regulation 27(2) of LODR with stock exchanges, the Company has adopted Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

This vigil mechanism provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the chairperson of the Audit committee, in exceptional cases. The Company Secretary is the designated officer for effective implementation of the policy and dealing with the complaints registered under the policy.

### **AUDITORS' REPORT**

Auditor's Report does not contain any qualification, reservation or adverse remarks. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

### **SECRETARIAL AUDIT REPORT**

During the year, Secretarial Audit was carried out by Mr. Akhil Agarwal, Practicing Company Secretary, the Secretarial Auditor of the Company for the financial year 2022-2023.

As Secretarial Auditor has pointed out certain observation in his report, the Board of directors the company state that those non-compliance of the provisions of the Companies Act, 2013, were due to ambiguity and uncertainty of the applicability of the same for the relevant period. However, the company would ensure that, in future all the provisions are complied with the fullest extent.

Report of the Secretarial Audit in Form **MR-3** for the financial year ended March 31, 2023 is enclosed as **Annexure- "I"** to the Report.



### **STATUTORY AUDITOR**

**M/s SSRV& ASSOCIATES** Chartered Accountants, (**FRN NO. 135901W**), was appointed as Statutory Auditors of the company retires at the ensuing Extra Ordinary General Meeting held on 17.02.2023. As required under the provisions of Section 139 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) **M/s SSRV& ASSOCIATES** Chartered Accountants, (**FRN NO. 135901W**), be and is hereby appointed as the Statutory Auditor of the Company as on 30.01.2023. **M/s SSRV& ASSOCIATES** Chartered Accountants, (**FRN NO. 135901W**), will hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of AGM to be held in the year 2027, subject to ratification by members at every AGM, on a remuneration as may be mutually agreed upon by the Board of Directors and the Auditor plus applicable taxes and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit.

The Board recommends the appointment of **M/s SSRV& ASSOCIATES** Chartered Accountants, (**FRN NO. 135901W**)- Mumbai, as the statutory auditors of the Company from the conclusion of this Annual General meeting till the conclusion of the next Annual General Meeting.

### **CEO/CFO/MD CERTIFICATION**

The Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 27(2) of LODR certifying that the Financial Statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs and the same forms a part of this report marked as **Annexure- "II"**.

### **EXTRACTS OF ANNUAL RETURN**

As provided under Section 92(3) of the Act, the extract of the Annual Return in form **MGT-9** is annexed herewith as "**Annexure-III**".

### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:**

The Disclosure pertaining to remuneration and other details as required under the provisions of section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Management Personnel) Rules, 2014 forms part of the Directors Report .

### **DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013, that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

### **BUSINESS RISK MANAGEMENT**

Your Company has a structured framework to satisfy that sound policies, procedures and practices are in place to manage the key risks under risk framework of the company. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

### **PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197(12) read with Rule, 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

**Particulars of Employees pursuant to section 134(3)(q) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014.**

1. None of the employees was employed throughout the financial year, which was in receipt of remuneration exceeding Rs. 6,000,000/- per annum or more. Therefore, Rule 5(2)(i) of the captioned Rules is not applicable.
2. None of the employees was employed throughout the financial year, which was in receipt of remuneration exceeding Rs. 500,000/- per month. Therefore, Rule 5(2)(ii) of the captioned Rules is not applicable.
3. No employee is a relative of any director or Key Managerial personnel of the Company.

Therefore, Rule 5(2)(iii) of the captioned Rules is not applicable to any employee.

In accordance with provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the annexure pertaining to the names and other particulars of employees is available for inspection by Members at the Registered Office of the Company, 21 (Twenty-one) days before and up to the date of the ensuing Annual General Meeting during the business hours on working days. Any Shareholder interested in obtaining a copy of the said Annexure may write to the Company Secretary & Compliance Officer at the Registered Office of the Company.

**CORPORATE GOVERNANCE**

The Company has complied with the corporate governance requirements as stipulated under Regulation 27(2) of the LODR entered into with the stock exchanges. A separate section on corporate governance is provided, along with a certificate from the auditor confirming the compliance of conditions of Corporate Governance as stipulated under Regulation 27(2) of the LODR entered into with the stock exchanges is annexed and forms part of this report.

**MANAGEMENT DISCUSSION & ANALYSIS REPORTS**

As required under Regulation 34 of the Listing Regulations with Stock Exchanges, the Management Discussion And Analysis Report is enclosed as a part of this report.

**POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE**

The Company has a policy of zero tolerance for sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- o No. of complaints received: Nil
- o No. of complaints disposed off: Nil

**AUDIT COMMITTEE**

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report. And during the year under review, there were no instances when recommendation of audit committee was not accepted by the board.

**POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS**

The Company's policy on directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the directors' report.

## **TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

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).

### **GENERAL DISCLOSURES**

#### **• DISCLOSURE UNDER SECTION 43(a) (ii) OF THE COMPANIES ACT, 2013**

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

#### **• DISCLOSURE UNDER SECTION 54(1) (d) OF THE COMPANIES ACT, 2013**

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1) (d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

#### **• DISCLOSURE UNDER SECTION 62(1) (b) OF THE COMPANIES ACT, 2013**

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1) (b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

#### **• DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013**

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

### **ACKNOWLEDGEMENT**

Your directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company.

Your directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company like SEBI, BSE, NSE, MCX, NSDL, CDSL, HDFC Bank etc. for their continued support for the growth of the Company.

**For and on behalf of the Board**

**Mina Devi Agarwal**  
**Director**  
**DIN No. 07370734**

**Nitesh Poddar**  
**Director**  
**DIN No. 09673614**

**Samit Ray**  
**Whole Time Director**  
**DIN: 08406285**

**Place: Kolkata**  
**Date: 05/09/2023**

**FORM MR -3**

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

**[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
Symbiox Investment & Trading Company Limited  
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.  
KOLKATA - 700007

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Symbiox Investment & Trading Company Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my 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 authorised 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 **March 31, 2023** 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 extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **(Not Applicable to the Company during the Audit Period).**
5. 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) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009-**(as the company has not issued any shares during the financial year under review; the said regulations was not applicable to the Company);**
  - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993- **(as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review, the said regulation are not applicable to the company);**
  - e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **(The equity shares of the company are neither delisted nor proposed to be delisted. Hence the provision of said regulation are not applicable to the company);**
  - f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **(The Company has not bought back or propose to buy-back any of its securities during the year under review, the said regulation is not applicable to the company ;)**
  - g) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- **(as the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review, the said regulation was not applicable to the company);**

I have also examined compliance with the applicable clauses of the following: -

- Secretarial Standards with respect to Meeting of Board of Director (SS-1), General Meeting (SS-2) and Dividend (SS-3) issued by The Institute of Company Secretaries of India related to Board meetings, General Meeting and Dividend;
- The Listing Regulations Issued by the SEBI i.e., SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Further based on my 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 course and conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 complied with proper Board-processes and compliance mechanism in place to the extent, in the manner as required under the various provisions of Companies Act, 2013, SEBI Act, 1992 and all other laws and applicable provisions there under mentioned above, subject to the following observations;

**I 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.
- Proper notice is given to all Directors to schedule the Board meetings in compliance with the provisions of Section 173(3) of the Companies Act, 2013, agenda and detailed notes on agenda were sent at least seven days in advance, 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.
- Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

I 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 except granting of Loans and scale of operation over purchase and sale of shares, inventory and for expenses incurred.

I further Inform/report that during the year under review, the following events or actions had a major bearing on its affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.:

I further report that:

- During the audit period, there were no instances of:
  - (i) Public/Rights/Preferential issue of Shares/debentures/ sweat equity.
  - (ii) Redemption/buy-back of securities.
  - (iii) Merger/ amalgamation/ reconstruction etc.
  - (iv) Foreign technical collaborations

**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.

**For Akhil Agarwal  
Practicing Company Secretary**

**Sd/-**

**Akhil Agarwal**

**PARTNER**

**ACS No. 35073**

**CP No.: 16313**

**UDIN NO. A035073E000894635**

**Place: Kolkata**

**Date: 30/08/2023**

“ANNEXURE A”

**To,  
The Members,  
Symbiox Investment & Trading Company Limited**  
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.  
KOLKATA - 700007

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the 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. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Akhil Agarwal  
Practicing Company Secretary**

Sd/-

**Akhil Agarwal  
PARTNER  
ACS No. 35073  
CP No.: 16313  
UDIN NO. A035073E000894635  
Place: Kolkata  
Date: 30/08/2023**

**Whole Time Director Certification**

I, Samit Ray (Whole Time Director) of Symbiox Investment Trading & Co. Ltd hereby certify that:

1. I have reviewed the balance sheet and profit and loss account, and all its schedules and notes to accounts, as well as the cash flow statement.
2. Based on my knowledge, information and belief, these statements do not contain any untrue statement of a material fact or omit to state a material fact that might be misleading with respect to the statements made.
3. Based on my knowledge, information and belief, the financial statements and other financial information included in this report present a true and fair view of the company's affairs for the period presented in this report and are in compliance with the existing accounting standards, applicable laws and regulations.
4. To the best of my knowledge, information and belief, no transactions entered into by the company during the year are fraudulent, illegal or volatile of the Company's Code of Conduct.
5. I am responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting.
6. I have disclosed, based on my most recent evaluation, wherever applicable, to the Company's Auditors and the Audit Committee of the Company's Board of Directors all significant deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps taken or proposed to be to rectify the deficiencies;

I have indicated to the Auditors and the Audit Committee:

- a) Significant changes in the Company's internal control over the financial reporting during the year;
- b) All significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements;
- c) Any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

**FOR AND ON BEHALF OF THE BOARD,  
SYMBIOX INVESTMENT & TRADING COMPANY LTD**

**Place: Kolkata  
Date: 05/09/2023**

**Sd/-  
Samit Ray  
Whole Time Director  
DIN No. 08406285**

**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31st March, 2023**

**ANNEXURE-III**

*[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:**

i	CIN	:	L65993WB1979PLC032012
ii	Registration Date	:	14-May-1979
iii	Name of the Company	:	<b>SYMBIOX INVESTMENT &amp; TRADING CO LTD</b>
iv	Category of the Company	:	Public company
v	(a) Address of the Registered office	:	221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1. KOLKATA - 700007
	(b) Contact details		Email: symbioxinvestment100@gmail.com
vi	Whether listed company	:	YES
vii	Name and Address and Contact detail of Registrar & Transfer Agents, if any	:	ABS CONSULTANT PVT LTD 99, Stephen House, 6th Floor, Kolkata - 700001. E-MAIL - ABSCONSULTANTS99@GMAIL.COM

**II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% To total turnover of the Company
1	Trading	141	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% Of shares held	Applicable Section
1	Nil				

Note: Section 2(87) is for Subsidiary company, Section 2(6) is for Associate Company



**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**i. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 1-April-2022]				No. of Shares held at the end of the year [As on 31-March-2023]				% Change during the year
	Demat	Physical	Total	% Of total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<b>(1) Indian</b>									
a) Individual/HUF	40,900	-	40,900	0.13%	40,900.00	-	40,900.00	0.13%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,000,000	-	1,000,000	3.20%	1,000,000	-	1,000,000	3.20%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub-total A1: -</b>	<b>1,040,900</b>	<b>-</b>	<b>1,040,900</b>	<b>3.33%</b>	<b>1,040,900</b>	<b>-</b>	<b>1,040,900</b>	<b>3.33%</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRI - Individual/	-	-	-	-	-	-	-	-	-
b) Other - Individual/	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Others	-	-	-	-	-	-	-	-	-
<b>Sub-total A2: -</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = A1+A2</b>	<b>1,040,900</b>	<b>-</b>	<b>1,040,900</b>	<b>3.33%</b>	<b>1,040,900</b>	<b>-</b>	<b>1,040,900</b>	<b>3.33%</b>	<b>-</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-

h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total B1:-</b>	-	-	-	-	-	-	-	-	-
<b>2. non-Institutions</b>									
a) Bodies Corp.		-	-	-	-	-	-	-	
i) Indian	15074380	-	15074380	48.18	2178908	-	2178908	6.96	-41.22
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals				-				-	-
i) Individual shareholders holding [nominal share capital upto Rs. 1 lakh	4973460	5002	4978462	15.91	19316285	360002	19676287	62.89	46.98
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	9691139	476500	10167639	32.5	8176081	121500	8297581	26.52	-5.98
c) Others (specify)	25949	-	25949	0.08	93654	-	93654	0.30	0.22
<b>Sub-total (B)(2):-</b>	<b>29,764,928</b>	<b>4,81,502</b>	<b>30,246,430</b>	<b>96.67%</b>	<b>29,764,928</b>	<b>4,81,502</b>	<b>30,246,430</b>	<b>96.67%</b>	<b>0.00%</b>
<b>Total Public Shareholding (B)</b>	<b>29,764,928</b>	<b>4,81,502</b>	<b>30,246,430</b>	<b>96.67%</b>	<b>29,764,928</b>	<b>4,81,502</b>	<b>30,246,430</b>	<b>96.67%</b>	<b>0.00%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Total of share held by Custodian (C)</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>30,805,828</b>	<b>4,81,502</b>	<b>31,287,330</b>	<b>100.00%</b>	<b>30,805,828</b>	<b>4,81,502</b>	<b>31,287,330</b>	<b>100.00%</b>	<b>0.00%</b>

I SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)								
V.								
ii. Shareholding of Promoters								
Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year [As on 1-April-2022]			No. of Shares held at the end of the year [As on 31-March-2023]			% 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	GAURAV AUDICHYA	40,900	0.13%		40,900	0.13%		
2	TYRO COMMERCIAL PRIVATE LIMITED	1,000,000	3.20%		1,000,000	3.20%		
	<b>Total</b>	<b>1,040,900</b>	<b>3.33%</b>		<b>40,900</b>	<b>3.33%</b>		

iii. Change in Promoters' Shareholding										
Sr. No.	Shareholder's Name	Shareholding				Date	Increase / Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares held at the beginning of the year [As on 1-April-2022]	% of total Shares of the company	No. of Shares held at the end of the year [As on 31-March-2023]	% of total Shares of the company				No. of Shares	% of total Shares of the company
		-	-	-	-	-	-	-	-	
	<b>Total</b>									

iv. Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDR's and ADR's)										
Sr. No.	Shareholder's Name	Shareholding				Date	Increase / (Decrease) in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares held at the beginning of the year [As on 1-April-2022]	% of total Shares of the company	No. of Shares held at the end of the year [As on 31-March-2023]	% of total Shares of the company				No. of Shares	% of total Shares of the company
I	VIMAL RAMNARAYAN	-	-	425000	1.36%	30.09.22	Increase	Purchase	125000	
						14.10.22	Decrease	Sale	25000	
						21.10.22	Increase	Purchase	250000	
						28.10.22	Increase	Purchase	8317	
						04.11.22	Decrease	Sale	358317	
						20.01.23	Increase	Purchase	225000	
						27.01.23	Increase	Purchase	10000	

	TOSHNIWAL					03.02.23	Increase	Purchase	200000	
						24.02.23	Decrease	Sale	10000	
2	SKSE SECURITIES LIMITED PROPRIETARY ACCOUNT		-		1.32%	30.09.22	Decrease	Sale	294912	
						14.10.22	Increase	Purchase	159475	
						21.01.22	Decrease	sale	314563	
						04.11.22	Increase	Purchase	47921	
						11.11.22	Decrease	Sale	47921	
						27.01.22	Increase	Purchase	395342	
						3.02.23	Increase	Purchase	95761	
						17.03.23	Decrease	sale	5301	
		450000		4136260		24.03.23	Decrease	Sale	72176	
3	ABHILASHA SINGHANIA	400000	1.28	400000	1.28%					
4	SALIM KASAMBHAI FULANI		-		1.21%	30.09.22	Increase	Purchase	150000	
						14.10.22	Increase	Purchase	117275	
						21.10.22	Decrease	Sale	20278	
						28.10.22	Decrease	Sale	246997	
						03.02.23	Increase	Purchase	384308	
		-		377804		24.03.23	Decrease	Sale	6504	
5	JAYESHKUMAR BALDEVBHAI PARMAR		-		0.99%	21.10.22	Increase		38500	
						28.10.22	Increase	Purchase	35500	
						04.11.22	Decrease	sale	39000	
						11.11.22	Increase	Purchase	78400	
						25.11.22	Increase	Purchase	400	
						02.12.22	Increase	Purchase	24600	
						09.12.22	Increase	Purchase	250	
						16.12.22	Increase	Purchase	40000	
						06.01.23	Decrease	Sale	40000	
						03.02.23	Decrease	Sale	18141	
						10.02.23	Increase	Purchase	180	
						10.03.23	Increase	Purchase	24012	
						17.03.23	Increase	Purchase	93699	
						24.03.23	Increase	Purchase	69622	
						31.03.23	Increase	Purchase	1780	
		-		309802						
6	SUNAYANA INVESTMENT	275143	0.88*	275143	0.88%					
7	MADHUR BUILDCON PRIVATE LIMITED		-		0.70%	30.09.22	Increase	Purchase	300000	
						21.10.22	Decrease	Sale	300000	
						13.01.23	Increase	Purchase	105244	
						21.01.23	Increase	Purchase	114763	
		-		220007						
8	MIDLAND FINANCIAL ADVISORY PRIVATE LIMITED		-		0.64%	23.09.22	Decrease	Sale	200000	
						04.11.22	Decrease	Sale	7000	
						13.01.23	Decrease	Sale	277	
		207500		200388		31.03.23	Increase	Tr	200165	
9	INDIAN CLEARING ORPORATION	192100	0.61%	192100	0.61%					

LTD.									
10	STARROSE DEALER PRIVATE LIMITED	500	-	151011	0.48%	30.09.22	Increase	Tr	563730
						07.10.22	Increase	Tr	432007
						28.10.22	Decrease	Sale	900000
						04.11.22	Decrease	Sale	96237
						31.12.22	Increase	Purchase	71000
						06.01.22	Increase	Purchase	170011
						20.01.23	Decrease	Sale	90000
11	EMERALD COMMERCIAL LIMITED	1638000	5.24%	1000		23.09.22	Decrease	Sale	1500000
						30.09.22	Decrease	Sale	125000
						04.11.22	Decrease	Sale	12000
12	SK GROWTH FUND PRIVATE LIMITED	1222500	3.91%	0		03.06.22	Decrease	Sale	1500
						10.06.22	Decrease	Sale	54367
						12.08.22	Increase	Purchase	200000
						23.09.22	Decrease	Sale	1350000
						30.09.22	Decrease	Sale	10000
						04.11.22	Decrease	Sale	6000
						24.03.23	Decrease	Sale	633
13	OVERALL LOGISTICS PRIVATE LIMITED	615000	1.97%	0	0	23.09.22	Decrease	Sale	250000
						30.09.22	Decrease	Sale	250000
						04.11.22	Decrease	Sale	115000
14	SUNGOLD MERCHANDISE PRIVATE LIMITED	597000	1.91%	500		23.09.22	Decrease	Sale	575000
						04.11.22	Decrease	Sale	21500
15	SUBHLABH INVESTMENT CONSULTANT PRIVATE LIMITED	595000	1.90%	0		30.09.22	Decrease	Sale	595000
16	NEWEDGE VINIMAY PRIVATE LIMITED	592584	1.89%	0		22.07.22	Decrease	Sale	592584
17	SUBHLABH MERCHANDISE PRIVATE LIMITED	563730	1.80%			30.09.22	Decrease	Sale	563730
18	GYANDEEP FINANCIAL ADVISORY PRIVATE LIMITED	550000	1.76%	1000		15.04.22	Increase	Purchase	125000
						22.04.22	Increase	Purchase	63000
						23.09.22	Decrease	Sale	664500
						04.11.22	Decrease	Sale	72500
19	RUDRA PRO BUILD PRIVATE LIMITED	531607	1.70%	107		23.09.22	Decrease	Sale	225000
						04.11.22	Decrease	Sale	3065000

**v Shareholding of Directors and Key Managerial Personnel**

Sr. No.	Shareholder's Name	Shareholding				Date	Increase / Decrease in Shareholding during the year	Reason	Cumulative Shareholding during the year	
		No. of Shares held at the beginning of the year [As on 1-April-2022]	% of total Shares of the company	No. of Shares held at the end of the year [As on 31-March-2023]	% of total Shares of the company				No. of Shares	% of total Shares of the company
1		-	-	-	-					
2		-	-	-	-					
	<b>TOTAL</b>	-	<b>0.00%</b>	-	<b>0.00%</b>					

**V INDEBTEDNESS**

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

Sl. No.	Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
i	Principal Amount	-	-	-	-
ii	Interest due but not paid	-	-	-	-
iii	Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>		-	-	-	-
<b>Change in Indebtedness during the financial year</b>					
i.	Addition	-	-	-	-
ii.	Reduction	-	-	-	-
<b>Net Change</b>		-	-	-	-
<b>Indebtedness at the end of the financial year</b>					
i	Principal Amount	-	-	-	-
ii	Interest due but not paid	-	-	-	-
iii	Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>		-	-	-	-

**V REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**I**

**i. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
<b>1</b>	Gross salary				
	(a) Salary as per provisions contained in Sec 17(1) of the Income Tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
<b>2</b>	Stock Option	-	-	-	-
<b>3</b>	Sweat Equity	-	-	-	-
<b>4</b>	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
<b>5</b>	Others, please specify	-	-	-	-
<b>Total</b>		-	-	-	-
Ceiling as per the Act (Being 10% of the Net Profits of the Company as calculated under Section 198 of the Companies Act, 2013)					

**REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Remuneration to other directors:

Particulars of Remuneration				Total Amount
<b>Independent Directors</b>				
Fee for attending board committee meetings	-	-	-	-
Commission	-	-	-	-
Others, please specify	-	-	-	-
<b>Total (1)</b>				-
<b>Other Non-Executive Directors</b>				
Fee for attending board committee meetings	-	-	-	-
Commission	-	-	-	-
Others, please specify	-	-	-	-
<b>Total (2)</b>				-
<b>Total</b>				-
<b>Total Managerial Remuneration</b>				-
<b>Overall Ceiling as per the Act (Being 11% of the Net Profits of the Company as calculated under Section 198 of the Companies Act, 2013)</b>				-

**Remuneration To Key Managerial Personnel Other Than Md/Manager/Wtd**

Particulars of Remuneration	Key Managerial Personnel			
	CEO	Company Secretary	CF O	Total
Gross salary	-	2,50,000.00	-	2,50,000.00
(a) Salary as per provisions contained in Sec 17(1) of the Income Tax Act, 1961	-	-	-	-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission	-	-	-	-
- as % of profit	-	-	-	-
- others, specify...	-	-	-	-
Others, please specify	-	-	-	-
<b>Total</b>	-	2,50,000.00	-	2,50,000.00

**PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES**

Against the Company	None
Against the Directors	None
Against other Officers in Default under the Companies Act, 2013:	None

## Declaration by Director

I, **Samit Ray**, Whole Time Director of Symbiox Investment Trading & Co. Ltd, hereby declare that all the members of the Board of Directors have affirmed compliance with the Code of Conduct applicable to them as laid down by the Board of Directors in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2023.

For and on behalf of the Board

**Place: Kolkata**  
**Date: 05/09/2023**

Sd/-  
**Samit Ray**  
**Whole Time Director**  
**DIN: 08406285**

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**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members of  
**Symbiox Investment & Trading Company Limited**  
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.  
KOLKATA - 700007

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Symbiox Investment & Trading Company Limited** having CIN L65993WB1979PLC032012 and having registered office at **221, Rabindra Sarani, 3<sup>rd</sup> Floor, Room No.1, Kolkata-700007**. (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)), BSE as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SR. NO.	NAME OF DIRECTORS	DIN
1	MINA DEVI AGARWAL	07370734
2	BAPPA MITRA	08405997
3	MAHAVIR VERMA	08406239
4	SAMIT RAY	08406285
5	RAJKUMARI NASKAR	09409954
6	NITESH PODDAR	09673614

I further hereby inform that, ensuring the eligibility for the appointment / continuity of Director on the Board is the responsibility of the Company. Our responsibility is to issue this certificate based on verification of documents and information available in the public domain. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Akhil Agarwal**  
**Practicing Company Secretary**

Sd/-

**Akhil Agarwal**  
**PARTNER**  
**ACS No. 35073**  
**CP No.: 16313**  
**UDIN NO. A035073E000842110**

**Place: Kolkata**  
**Date: 22/08/2023**

## CERTIFICATE OF CORPORATE GOVERNANCE REPORT

**To,**  
**The Members of**  
**SYMBIOX INVESTMENT & TRADING CO LTD**  
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.  
KOLKATA - 700007

I have reviewed the implementation of Corporate Governance procedures by Symbiox Investment & Trading Company Limited during the year ended 31st March, 2023, with the relevant records and documents maintained by the Company, furnished to me for my review and the report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of corporate governance is the responsibility of the management. My examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

On the basis of my review and according to the information and explanations given to me, the company has complied with the conditions of Corporate Governance as stipulated in Regulation 27(2) of LODR with the Stock Exchanges in all material respects. There were no Investors grievances pending for a period exceeding one month against the Company as per the records maintained by the Stake Holders Relationship Committee.

**For Akhil Agarwal**  
**Practicing Company Secretary**

**Sd/-**  
**Akhil Agarwal**  
**PARTNER**  
**ACS No. 35073**  
**CP No.: 16313**

**UDIN NO. A035073E000894657**

**Place: Kolkata**  
**Date: 30/08/2023**

# Management Discussion and Analysis

## FORWARD-LOOKING STATEMENT

The report contains forward-looking statements, identified by words like ‘plans’, ‘expects’, ‘will’, ‘anticipates’, ‘believes’, ‘intends’, ‘projects’, ‘estimates’ and so on. All statements that address expectations or projections about the future, but not limited to the Company’s strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company’s actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

## INTERNATIONAL SCENARIO

The global growth forecast for 2023 and 2024 had already been revised downward in the last World Economic Outlook (WEO), partly because of the negative effects of tariff increases enacted in the United States and China earlier this year. Global growth, which peaked at close to **3.9% in 2023**, softened to **6.8% in 2024**, is projected to decline further to **6.3% in 2023**. Although a 3.3% global expansion is still reasonable, the outlook for many countries is very challenging, with considerable uncertainties in the short term, especially as advanced economy growth rates converge toward their modest long-term potential.

The risks to the global outlook remain skewed to the downside amid high policy uncertainty. The global economy also remains susceptible to a sudden shift in market sentiment and associated tightening in financial conditions. On the upside, if recent tariff increases are rolled back and trade tensions resolved, rising business confidence could lift growth. Further, fiscal policy should strike the right balance between growth and debt sustainability objectives as appropriate in individual countries. In countries with high debt, gradual fiscal adjustment is needed, particularly if financing risks are large. Depending on country circumstances, efforts should continue to raise revenue, reduce debt-related vulnerabilities, and make steady progress on economic and financial rebalancing.

The Indian economy witnessed robust industrial growth during FY 2022-21 and the momentum is expected to continue next year as well. The real challenge on the supply side is to reverse the slowdown in the growth of the agriculture sector and sustain the growth momentum in the industry. However, India's GDP growth is expected to accelerate moderately to **4.5%** in FY2022-22, driven by continued investment strengthening-particularly private improved export performance and resilient consumption.

## INDIAN TEXTILE INDUSTRY

### 1. Initiation

The Textile industry in India is highly diversified with a wide range of segments ranging from products of traditional handloom, handicrafts, wool and silk products to the organized textile industry. It is the second largest industry in terms of providing employment opportunities to more than 35 million people in the country.

### 2. Segment Wise or Product Wise Performance:

While maintaining its position in the market as the largest producer of jute in the world, India is also the second largest producer and exporter of cotton in the world at USD 6.3 billion, marginally close to China. The size of India's textile and apparel market recorded USD 108.5 billion in 2015 and is expected to reach USD 226 billion by 2023, growing at a CAGR of 8.7% between 2009 and 2023.

### **3. Outlook & Government Initiatives**

In order to follow the goal of making India's development inclusive, the central government is focusing on a number of policies in providing best manufacturing and infrastructure to local artisans, technology and innovation, enhancing skills and strengths of the local industry. Amended Technology Up Gradation Funds Scheme (ATUFS) is one of the various policy initiatives & programmes which have been implemented for development of textiles and handicrafts, particularly for technology, infrastructure creation and skill development. ATUFS provides one-time capital subsidy on investment in labour intensive segments and garment manufacturing and design studios. For apparel/garment and technical textiles subsectors, a subsidy of upto 15% is provided on capital investment, subject to a ceiling of INR 30 Cr. over five years, whereas, for other subsectors, the subsidy is upto 10 % with a ceiling of INR 20 Cr.

The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as export demand.

#### **TECHNICAL TEXTILE**

Technical textiles are functional fabrics, which find applications across multiple end-use industries such as automobile, construction, and others. These materials exhibit enhanced performance as compared to conventional textiles. Technical textiles are an important part of the textile industry and its potential is still largely untapped in India. However, with the increase in disposable income, the consumption of technical textiles is also expected to increase.

By 2022-22 the technical textile sector is projected to reach a market size of Rs.2 lakh cr. To boost the technical textile sector, Ministry of Textiles has taken the initiative of persuading all the user Ministries at the highest level to incorporate the technical textiles in their specifications, manuals, guidelines etc. With growing awareness and consumption of technical textiles, greater innovation in the field and demand from end-use industries, the country is a promising destination with an increasing demographic dividend and consumption scenario. The global technical textile market was valued at USD 234,715 Mn. in 2018 and is projected to reach to USD 334,938 Mn. by 2025, growing at a CAGR of 4.5% from the year 2019 to 2025.

#### **STRENGTHS AND OPPORTUNITIES**

- ❖ Complete value chain from the procurement of raw materials to the production of finished goods.
- ❖ Huge untapped potential for the development of technical textiles
- ❖ Make in India campaign covering 25 sectors including the textile and garment industry has been launched. Large and diversified segments in this industry that provide wide variety of products.
- ❖ ASEAN countries to develop as a textile and garment manufacturing hub, so opportunities for global and regional export should improve.
- ❖ New Product development which needs additional focus in Indian Companies in order to move up the value chain and capture a great global market share
- ❖ Vibrant domestic market, enabling manufacturers to spread out risk

#### **WEAKNESS AND THREATS**

- ❖ Use of outdated manufacturing technology from the low-end supplier which has resulted in low value addition in the industry.

- ❖ India is its geographical distance from major global markets of US, Europe and Japan in contrast to its rivals like Mexico, China etc which are comparatively nearer. Big geographical distance results in high shipping expenses and lengthy lead-time.
- ❖ Fragmented Industry leads to lower ability to expand and emerge as ‘world –class’ players.
- ❖ Intense competition in domestic market.
- ❖ Volatile exchange rate situation.

## **BUSINESS OVERVIEW & INDUSTRY DEVELOPMENTS**

The company is mainly into Trading in Investments & textile. The company has a wide variety of sarees from plain to be to cater to the growing industry and offer its products to all the age groups. The company is slowly progressing towards becoming a one stop shop for all the retailers. The company is planning to venture into trading of other merchandise products through the existing chain of Wholesalers and Retailers.

As regards developments in the industry and your company’s performance for the year under review in relation to those developments, the same has been explained in greater details in Directors Report under Performance Review.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is well defined. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to other Directors. The Accounts Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and based on the report of internal audit the management undertakes corrective action in the respective areas and thereby strengthens the controls. Significant audit observations and recommendations if any, along with corrective actions thereon are required to be presented to the Audit Committee of the Board. During this financial year no such observations have been made.

## **DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The Financial Performance of the company for the year under review is disclosed in the Directors report. Please refer to Directors’ Report for the detail study on the performance review of the company.

## **HUMAN RESOURCES AND INDUSTRIAL RELATIONS**

The industrial relations remained cordial throughout the year. The employees of the Company have extended a very productive cooperation in the efforts of the management to carry the Company to greater heights. Continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees and workmen of the Company.

## **FORTHCOMING STATEMENT**

The statements made above may be construed as Forward-Looking Statements within the meaning of the applicable laws and regulations. Actual performance of the Company may vary substantially depending upon the business structure and model from time to time. Important external and internal factors may force a downtrend in the operations of the Company.

## **REPORT OF THE DIRECTOR'S CORPORATE GOVERNANCE REPORT**

The Directors present the Company's Report on Corporate Governance pursuant to Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges.

### **I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:**

The philosophy of governance has been deeply rooted in the culture of the Company over a long period of time. The Company continues to deliver value to its various stakeholders. The practice of responsible governance has enabled the Company to maintain sustainability, while meeting the expectations of all stakeholders and the society at large. Besides complying with Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Company has adopted various practices and set reasonable standards for conducting business. The Company endeavours to improve upon aspects like transparency, professionalism, accountability and fair disclosures, on an ongoing basis and takes necessary steps towards growth and enhancing value for its shareholders.

The Company has complied with all the regulations stipulated by the Securities Exchange Board of India (SEBI) in the Listing Regulations.

### **II. GOVERNANCE FRAMEWORK**

The Company's Governance structure consists of Board of Directors, its Committees and the Management.

### **III. BOARD OF DIRECTORS:**

The Company has a balanced mix of Executive and Non-Executive Directors as on 31st March, 2023. As on 31st March, 2023, SITCL's Board comprised of **6 (Six)** Directors, out of which 3 (Three) were Non-Executive Independent Director. It is our belief that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance

#### **i. Number of Board Meetings:**

During the year ended March 31, 2023, 8 (Eight) Board Meeting were held on **30.05.2022, 01.08.2022, 23.08.2022, 12.11.2022, 29.11.2022, 02.01.2023, 30.01.2023 and 17.02.2023**. The gap between two consecutive meetings did not exceed 120 days.

The necessary quorum was present for all the meetings.

Name Designation	Category of Directorship	No. of Meetings		No. of other Directorships and Committee Membership/ Chairmanship	No. of other Directorship held in Listed Companies	
		Held	Attended		Directorships	Membership
Mina Devi Agarwal	NED & ID**	8	8	-	-	-
Samit Ray	ED	8	8	-	-	-
Bappa Mitra	NED & ID**	8	8	-	-	-
Nitesh Poddar	NED & ID**	4	4	-	-	-
Mahavir Verma	ED	8	8	-	-	-
Rajkumari Naskar	NED & ID**	8	8	-	-	-

\*ED- Executive Director

\*\*NED & ID- Non- Executive Director & Independent director

**Skills / Expertise / Competencies of the Board of Directors:**

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- i. Leadership – Ability to envision the future and prescribe a strategic goal for the Company, help the Company to identify possible road maps, inspire and motivate the strategy, approach, processes and other such key deliverables and mentor the leadership team to channelize its energy/ efforts in appropriate direction.
- ii. Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
- iii. Business Strategy, Marketing, Corporate Governance, Administration, Decision Making
- iv. Financial and Management skills
- v. Gender, ethnic, national or other diversity- Representation of gender, ethnic, geographic, cultural or other perspectives that expands the Boards understanding of the needs and viewpoints of clients, employees, governments and other stakeholders.
- vi. Professional skills and specialized knowledge in relation to Company's business.

**iii. Separate Meeting of Independent Directors:**

As stipulated under Schedule IV of the Companies Act, 2013 and the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on February 13, 2023 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

**iv. Evaluation of the Board's Performance:**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 27(2) of SEBI (LODR) Regulation, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee and Nomination & Remuneration Committee.

The result of the evaluation done by Independent Directors was reported to the Chairman of the Board. It was reported that the performance evaluation of the Board & Committee's was satisfactory. The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. The Directors expressed their satisfaction with the evaluation process.

**v. Prevention of Insider Trading Code:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

#### **IV. COMMITTEES OF THE BOARD**

In accordance with the requirement of the Listing Regulation entered into with the Stock Exchanges read with provisions of the Companies Act, 2013, the Company has constituted 3 Committees, viz.

- A. Audit Committee;
- B. Nomination and Remuneration Committee;

C. Shareholders Grievances Committee; the details of which are as under:

**A) AUDIT COMMITTEE:**

In line with the provisions of the Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges read with Section 177 of the Companies Act, 2013, the Company constituted Audit Committee.

*i. Terms of Reference:*

The terms of reference of the Audit Committee are as per the guidelines set out in the listing agreement with the stock exchanges read with section 177 of the Companies Act, 2013. These broadly include:

- (i) Develop an annual plan for Committee;
- (ii) Review of financial reporting processes;
- (iii) Review of risk management, internal control and governance processes;
- (iv) Discussions on quarterly, half yearly and annual financial statements;
- (v) Interaction with statutory, internal and cost auditors;
- (vi) Recommendation for appointment, remuneration and terms of appointment of auditors; and
- (vii) Risk management framework concerning the critical operations of the Company.

***In addition to the above, the Audit Committee also reviews the following:***

- a) Matter included in the Director's Responsibility Statement.
- b) Changes, if any, in the accounting policies.
- c) Major accounting estimates and significant adjustments in financial statement.
- d) Compliance with listing and other legal requirements concerning financial statements.
- e) Disclosures in financial statement including related party transactions,
- f) Qualification in draft audit report.
- g) Scrutiny of inter-corporate loans & investments.
- h) Management's Discussions and Analysis of Company's operations.
- i) Valuation of undertakings or assets of the company, wherever it is necessary.
- j) Periodical Internal Audit Reports and the report of Fraud Risk Management Committee.
- k) Findings of any special investigations carried out either by the Internal Auditors or by the external investigating agencies.
- l) Letters of Statutory Auditors to management on internal control weakness, if any.
- m) Major non routine transactions recorded in the financial statements involving exercise of judgment by the management.
- n) Recommend to the Board the appointment, re-appointment and, if required the replacement or removal of the statutory auditors and cost auditors considering their independence and effectiveness, and recommend the audit fees.
- o) Subject to review by the Board of Directors, review on quarterly basis, Related Party Transactions entered into by the Company pursuant to each omnibus approval given.

*ii. Composition and Meetings:*

The Audit Committee consists of three Independent Directors and one Executive Director. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise. The Audit Committee meets **4 times, 30.05.2022, 01.08.2022, 12.11.2022, and 30.01.2023** during



the financial year ended 31st March, 2023. The attendance records of the members at the meeting were as follows:

Sr. No.	Name	Designation	No of Meetings held/attended
1.	Mrs. Mina Devi Agarwal	Member	4 of 4
2.	Mr. Bappa Mitra	Chairperson	4 of 4
5.	Ms. Rajkumari Naskar	Member	4 of 4

#### **B) NOMINATION & REMUNERATION COMMITTEE:**

The Board of Directors of the Company has constituted a Nomination & Remuneration Committee (N & R Committee) held on **23.08.2022** as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 27(2) of SEBI (LODR) Regulations, 2015. The object of Nomination & Remuneration Committee is to recommend/ review the remuneration of Managing Directors/Whole-Time Directors. The remuneration policy of the Company is directed towards rewarding performance and attracting new talents/retaining them. While deciding the remuneration, the Committee takes into account the financial position of the Company, trend in the Industry, Appointee's qualification, experience, past performance, past remuneration etc.

##### **i. Terms of Reference:**

The terms of reference of the Nomination & Remuneration Committee are as under:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
2. To carry out evaluation of every director's performance.
3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
4. To formulate the criteria for evaluation of Independent Directors and the Board.
5. To devise a policy on Board diversity.
6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
7. To administer, monitor and formulate detailed terms and conditions of the Employees' stock Option Scheme including:
  - i. the quantum of options to be granted under Employees' Stock Option Scheme per employee and in aggregate;
  - ii. the conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
  - iii. the exercise period within which the employee should exercise the option, and that the option would lapse on failure to exercise the option within the exercise period;
  - iv. the specified time period within which the employee shall exercise the vested options in the event of termination or resignation of an employee;
  - v. the right of an employee to exercise all options vested in him at one time or at various points of time within the exercise period;
  - vi. the procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions, such as rights issues, bonus issues, merger, sale of division and others;
  - vii. the granting, vesting and exercising of options in case of employees who are on long leave; and
  - viii. the procedure for cashless exercise of options.

8. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
9. To perform such other functions as may be necessary or appropriate for the performance of its duties.

**ii. Composition of the Nomination & Remuneration Committee is as follows:**

Sl. No.	Name	Designation	Category
1.	Ms. Mina Devi Agarwal	Member	Independent/Non-Executive
2.	Mr. Bappa Mitra	Chairperson	Independent/Non-Executive
3.	Ms. Rajkumari Naskar	Member	Independent/Non-Executive

This Committee has been formed to carry out the function as contained in the Listing Agreement and under the provisions of Section 178 of the Companies Act, 2013 and shall enjoy necessary powers and authority reviews commensurate with its functions.

**iii. Policy for selection and appointment of Directors and their Remuneration:**

The Nomination & Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

**a) Criteria of selection of Non-Executive Directors**

The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.

In case of appointment of Independent Directors, the N&R Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The N&R Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The N&R Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director:

- i) Qualification, expertise and experience of the Directors in their respective fields;
- ii) Personal, Professional or business standing;
- iii) Diversity of the Board.

In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

**b) Remuneration Policy:**

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board Meetings.

A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**iv. a) Chief Executive Officer (CEO)/Managing Director (MD) & Chief Financial Officer (CFO) - Criteria for selection / appointment:**

For the purpose of selection of the CEO/MD & CFO, the Nomination and Remuneration Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required

for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

**b) Remuneration for the CEO/Managing Director & CFO:**

At the time of appointment or re-appointment, the CEO/Managing Director & CFO shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the CEO/Managing Director & CFO within the overall limits prescribed under the Companies Act, 2013.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the CEO/Managing Director & CFO comprises only of fixed component. The fixed component comprises salary, allowances, perquisites, amenities and retrieval benefits.

**c) Remuneration Policy for the Senior Management Employees:**

In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure the relationship of remuneration and performance benchmark is clear.

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R Committee for its review and approval.

**C) SHAREHOLDERS / INVESTORS GRIEVANCES & SHARE TRANSFER COMMITTEE:**

The Stakeholders' Relationship Committee is comprising of Mr. Bappa Mitra, Independent Director as the Chairman and Mr. Samit Ray, Mrs. Rajkumar Naskar and Ms. Mina Devi Agarwal as members of the Committee held on **01.08.2022, 17.02.2023**.

- The Stakeholder Relationship / Share Transfer / Transmission Committee have been formed to look into share transfer and related applications received from shareholders, with a view to accelerate the transfer procedures.
- The Committee inter alia considers applications for transfer, transmission, split, consolidation of share certificates and cancellation of any share certificate in compliance with the provisions in this regard. The Committee is authorised to sign, seal or issue any new share certificate as a result of transfer, consolidation, splitting or in lieu of share certificates lost, defaced or destroyed.

The role of the Committee is as follows:

- Consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividend, etc;
- Ensure expeditious share transfer process in line with the proceedings of the Share Transfer Committee;
- Evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company.
- 

**OTHER COMMITTEES**

**I. VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 27(2) of SEBI (LODR) Regulations, 2015 and a Vigil Mechanism for directors and employees to report genuine concerns has been established.

The purpose of the "Whistle-blower Policy" is to allow employees to raise concerns about unacceptable, improper or unethical practices being followed in the organization. They will be protected against any

adverse action and/ or discrimination as a result of such a reporting, provided it is justified and made in good faith. The Chairman of the Audit Committee has been designated for the purpose of receiving and recording any complaints under this policy.

The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.symbioxinvestment.com](http://www.symbioxinvestment.com)

## V. GENERAL BODY MEETINGS:

### i) General Meetings

#### a. Annual General Meeting:

The details of the last three Annual General Meetings (AGMs) of the Company are as under:

<i>Financial Year</i>	<i>Date &amp; Time</i>	<i>Venue</i>
2022-23	17 <sup>th</sup> February, 2023 ( EOGM) at 01.00 P.M	221, Rabindra Sarani, Near Marwari Relief Society, Kolkata-700007
2021-22	28 <sup>th</sup> September, 2022 at 10.00 A.M	221, Rabindra Sarani, Near Marwari Relief Society, Kolkata-700007
2020-21	30 <sup>th</sup> September, 2021 at 10.00 A.M	221, Rabindra Sarani, Near Marwari Relief Society, Kolkata-700007

#### b. Extraordinary General Meeting:

One Extraordinary General Meeting of the members of the company were held during the year 2022-23.

#### ii) Special Resolution:

During the Financial Year 2022-23, the members of the Company have passed special resolution.

#### iii) Details of Resolution passed through postal ballot:

During the year under review, no special resolution was passed through the postal ballot.

## VI. DISCLOSURES:

### i. RELATED PARTY TRANSACTIONS:

There are no materially significant transactions with the related parties' viz. Promoters, Directors or the Management, or their relatives or Subsidiaries that had potential conflict with the Company's interest. Suitable disclosure as required by the Accounting Standard (AS- 18) has been made in the Annual Report.

There are no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company which has potential conflict with the interests of the Company at large.

- ii. No penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the last three years.
- iii. The Company has in place a mechanism to inform the Board members about the Risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the executive management.
- iv. During the year ended 31st March,2023 the Company does not have any material listed/unlisted subsidiary companies as defined in Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges.
- v. The Independent Directors have confirmed that they meet the criteria of 'Independence' as stipulated under Regulation 27(2) of the Listing Agreement.

## VII. MD/CFO CERTIFICATION:

The WTD Mr. Sanit Ray have issued certificate pursuant to the provisions of Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges certifying that the financial

statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is attached and forms part of this Report.

**VIII. VII. MEANS OF COMMUNICATION:**

The quarterly, half yearly and annual results of the Company are sent to the stock exchanges immediately after they are approved by the Board and are also published in one vernacular newspaper and one English newspaper. The results are also displayed on the company's website [www.symbioxinvestment.com](http://www.symbioxinvestment.com). The results are published in accordance with the guidelines of the Stock Exchanges. The Management Discussion And Analysis Report forms part of the Company's Annual report.

**IX. VIII. GENERAL'S SHAREHOLDERS INFORMATION:**

**a) Annual General Meeting through ('VC')/Other Audio-Visual Means ('OAVM'):**

**Day & Date** : Friday, 29<sup>th</sup> September, 2023

**Time** : 01.30 P.M.

**Venue** : 221, Rabindra Sarani, Om Shree Market, 3rd Floor, Kolkata-700007, West Bengal

As required under Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges, particulars of directors seeking appointment / re-appointment at the forthcoming AGM are given in the Annexure to the notice of the AGM to be held on September 28, 2023.

**b) Financial Calendar:**

***Calendar for Financial Year 2022-23:***

The meetings of Board of Directors for approval of quarterly financial results during the Financial Year 2022-23 to be held on the following dates:

First Quarter Results	By mid of August, 2022 (Tentative)
Second Quarter and Half Yearly Results	By mid of November, 2022 (Tentative)
Third Quarter Results	By mid of February, 2023 (Tentative)
Fourth Quarter and Annual Results	By mid of May 2023 (Tentative)

**c) Listing Fees:**

The Company has paid listing fee for the Financial Year 2022-23 to the above Stock Exchanges.

**d) Book Closure:**

The Register of Members and Transfer Books of the Company will remain closed from 23<sup>rd</sup> day of September, 2023 to 29<sup>th</sup> day of September, 2023 (both days inclusive)

**d) Listing in stock exchanges and stock codes:**

The names of stock exchanges at which the equity shares are listed and respective stock codes are as under:

Name of the Stock Exchanges	Stock Code/ Security Code
The Calcutta Stock Exchange Limited	29461
Metropolitan Stock Exchange of India Limited	SYMBIOX
BSE Limited	539278

**e) The ISIN number for the Company equity share: INE653R01012**

**f) CIN: L65993WB1979PLC032012**

**g) Outstanding GDR's/ADR's/Warrant's/Convertible instruments and their impact on equity: NIL**

**h) Market Price Data:**

The shares of the Company are listed on The Calcutta Stock Exchange Limited, Metropolitan Stock Exchange of India Ltd. and on BSE limited Stock Market Price for the Financial Year 2022-2023 are-

Month	MCX			BSE			CSE		
	High	Low	Monthly	High	Low	Monthly	High	Low	Monthly
	(Rs.)	(Rs.)	Close	(Rs.)	(Rs.)	Close	(Rs.)	(Rs.)	Close
April, 2022	Not Traded	Not Traded	Not Traded	6.85	3.88	4.28	Not Traded	Not Traded	Not Traded
May, 2022	Not Traded	Not Traded	Not Traded	5.56	3.93	3.93	Not Traded	Not Traded	Not Traded
June, 2022	Not Traded	Not Traded	Not Traded	3.91	2.81	3.16	Not Traded	Not Traded	Not Traded
July, 2022	Not Traded	Not Traded	Not Traded	4.79	3.00	4.78	Not Traded	Not Traded	Not Traded
August,2022	Not Traded	Not Traded	Not Traded	4.78	4.55	4.75	Not Traded	Not Traded	Not Traded
September,2022	Not Traded	Not Traded	Not Traded	8.03	4.30	7.63	Not Traded	Not Traded	Not Traded
October,2022	Not Traded	Not Traded	Not Traded	12.82	5.92	12.82	Not Traded	Not Traded	Not Traded
November,2022	Not Traded	Not Traded	Not Traded	15.57	6.56	6.56	Not Traded	Not Traded	Not Traded
December,2022	Not Traded	Not Traded	Not Traded	7.89	4.10	5.47	Not Traded	Not Traded	Not Traded
January,2023	Not Traded	Not Traded	Not Traded	7.39	4.81	6.61	Not Traded	Not Traded	Not Traded
February,2023	Not Traded	Not Traded	Not Traded	7.19	4.65	4.66	Not Traded	Not Traded	Not Traded
March,2023	Not Traded	Not Traded	Not Traded	4.90	3.40	3.46	Not Traded	Not Traded	Not Traded

**i) E-Voting:**

In terms of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration Rule), 2014 framed there under and Regulation 44 of the Listing Agreement, the Company is providing e-voting facility to its Members in respect of all Members' resolutions proposed to be passed at this Annual General Meeting.

**j) Share Transfers Agent:**

**Name and Address:** M/s. ABS CONSULTANT PVT. LTD,  
99 Stephen House, 6th Floor,  
4, B.B.D Bagh (E),  
Kolkata- 700001, W.B

**Telephone:** Phone Nos. :( 033) 2230-1043, 2243-0153,

**E-mail ID:** Email Id: [absconsultant@vsnl.net](mailto:absconsultant@vsnl.net)

**k) Share Transfer System:**

All physical share transfers are affected within 15 days of lodgement, subject to the documents being in order.

**l) Dematerialisation of shares and liquidity:**

For the purpose of providing Dematerialisation & Liquidity facility to its shareholders, Company admitted its securities in the Depository System of National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL). Under the depository system, the international securities identification number (ISIN) allotted to the Company's shares are INE653R01012.

As on 31st March, 2023, all the shares of the Company were in Physical Form. However as on the date of this report, the shares of the promoters have been dematerialised and Company has taken necessary steps by informing its shareholders for the same.

**m) Address for correspondence:**

SYMBIOX INVESTMENT & TRADING CO LIMITED

**Add.:** 221, Rabindra Sarani, 3<sup>rd</sup> Floor, 1<sup>st</sup> Floor, Kolkata-700007

**Telephone:** 033- 32515833

**Email Id:** [symbioxinvestment100@gmail.com](mailto:symbioxinvestment100@gmail.com)

**Website:** [www.symbioxinvestment.com](http://www.symbioxinvestment.com)

**Place: Kolkata**

**Date: 05/09/2023**

**For and on behalf of the Board**

**Sd/-**

**Samit Ray**

**Whole Time Director**

**DIN: 08406285**

**INDEPENDENT AUDITOR'S REPORT**

To the Members of **SYMBIOX INVESTMENT & TRADING CO LTD**

**Opinion**

We have audited the financial statements of **SYMBIOX INVESTMENT & TRADING CO LTD** ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March 2023, and the statement of Profit and Loss 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 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 31<sup>st</sup> March, 2023, its **profit** and its cash flows for the year ended on that date

- a) In the case of the balance sheet, of the state of affairs of the company as at March 31, 2023
- b) In the case of the Profit and Loss Account, of the profit for the period ended on that date and
- c) In the case of cash flow statement, for the cash flows for the year ended on that date
- d) And the changes in equity for the year ended on that date

**Basis for Opinion**

We conducted our audit in accordance with the Accounting Standards (AS) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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.

**Key Audit Matters**

Key audit matters 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 communicated in our report.

S. No.	Key Audit Matter	Auditor's Response
1.	Nil	Nil



### **Information other than the financial statements and auditors' report thereon**

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

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

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

### **Responsibilities of Management and Those Charged with Governance for the 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (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 financial statements 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.

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

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

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("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', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. 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 and the Cash Flow Statement 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 (AS) 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
- g) With respect to the matter to be included in the Auditor's Report under section 197(16), 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) which are required to be commented upon by us.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any 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. (a) The management has represented that, to the best of it's 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, 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 on behalf of the Ultimate Beneficiaries;  
  
(b) The management has represented, that, to the best of its 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, whether, 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  
  
(c) Based on such audit procedures that have been 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), as provided under (a) and (b) above, contain any material mis-statement.

- v. No dividend have been declared or paid during the year by the company.

**For SSRV& ASSOCIATES.  
Chartered Accountants  
Firm Regn No. 135901W**

**Sd/-**

**CA VISHNU KABRA  
Partner  
Membership No. 403437**

**Date: 29.05.2023  
Place: Kolkata  
UDIN : 23403437BGWDMA4986**

## Annexure 'A'

**The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".**

We report that:

- (i) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company is maintaining proper records showing full particulars of intangible assets;
- (b) As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, except the following:-

Description of Property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
NIL					

- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) As explained to us, no proceedings have been 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) As explained to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.
- (iii) (a) During the year the company has made investments or guarantee or security or granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- (b) According to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prima facie prejudicial to the company's interest;
- (c) There is no stipulation of schedule of repayment of principal and payment of interest and therefore we are unable to comment on the regularity of

repayment of principal & payment of interest.

(d) Since the term of arrangement do not stipulate any repayment schedule we are unable to comment whether the amount is overdue or not.

(e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties except following:

Name of Party	Amount renewed or extended	% of total loan	Remark, if any
	Nil		

(f) The company has granted loans or advances in the nature of loans repayable on demand.

(iv) In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

(v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013.

(vi) As per information & explanation given by the management, maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

(vii) (a) According to the records made available to us, company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2023 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 is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

(viii) According to the information and explanations given by the management, no transactions 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.

(ix) (a) In our opinion and according to the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given by the management, the company is not declared willful defaulter by any bank or financial institution or other lender;

(c) In our opinion and according to the information and explanations given by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained, except for:

Nature of the fund raised	Name of the lender	Amount diverted (Rs.)	Purpose for which amount was sanctioned	Purpose for which amount was utilized	Remarks
			Nil		

(d) In our opinion and according to the information and explanations given by the management, funds raised on short term basis have not been utilized for long term purposes.

(e) In our opinion and according to the information and explanations given by the management, 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,

(f) In our opinion and according to the information and explanations given by the management, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

(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.

(xi) (a) According to the information and explanations given by the management, no fraud by the company or any fraud on the company has been noticed or reported during the year;

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company

(xii) The company is not a Nidhi Company. Therefore, clause xii is not applicable on the company.

(xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements,

(xiv) (a) In our opinion and based on our examination, the company have adequate internal audit system.

(xv) On the basis of the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) (a) In our Opinion and based on our examination, the Company is not required to

registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

- (xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the information obtained from the management and audit procedures performed and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
- (xx) Based on our examination, the provision of section 135 are not applicable on the company. Hence this clause is not applicable on the company.
- (xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

**For SSRV& ASSOCIATES.**  
**Chartered Accountants**  
**Firm Regn No. 135901W**

**Sd/-**  
**CA VISHNU KABRA**  
**Partner**  
**Membership No. 403437**

**Date: 29.05.2023**  
**Place: Kolkata**  
**UDIN : 23403437BGWDMA4986**



## **Annexure: 'B'**

### ***Report on Internal Financial Controls with reference to financial statements***

#### **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 **SYMBIOX INVESTMENT & TRADING CO LTD** ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **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 March 31, 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.

#### **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. 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 judgement, 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 authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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.

**For SSRV& ASSOCIATES.  
Chartered Accountants  
Firm Regn No. 135901W**

Sd/-

**CA VISHNU KABRA  
Partner  
Membership No. 403437**

**Date: 29.05.2023  
Place: Kolkata  
UDIN : 23403437BGWDMA4986**

**SYMBIOX INVESTMENT & TRADING CO LTD**  
(CIN: L65993WB1979PLC032012)

Balance Sheet as at 31st March, 2023

(Rs. In hundred)

Particulars	- Note No	As at 31st March, 2023	As at 31st March, 2022
<b>ASSETS</b>	-		
(1) Non-current assets			
(a) Property, Plant and Equipment	2	374.85	374.85
(b) Financial Assets			
(i) Investments			-
(c) Deferred tax assets (net)		-	-
(2) Current assets			
(a) Inventories		20,802.50	-
(i) Investments	3	12,72,227.95	17,54,444.45
(ii) Trade receivables	4	79,734.22	86,752.25
(iii) Cash and cash equivalents	5	54,205.82	19,234.80
(iv) Short Term Loans and Advances	6	18,48,903.98	13,20,588.87
Total Assets		<u>32,76,249.32</u>	<u>31,81,395.22</u>
<b>EQUITY AND LIABILITIES</b>			
(1) Equity			
(i) Equity Share capital	7	31,28,733.00	31,28,733.00
(ii) Other Equity & Reserves	8	3,647.24	(12,039.78)
(2) LIABILITIES			-
(i) Non-current liabilities			
(a) Financial Liabilities		-	-
(i) Borrowings	9	-	-
(ii) Current liabilities			
(a) Financial Liabilities		-	-
(i) Trade payables	10	1,32,982.04	59,932.25
(b) Other current liabilities	11	5,248.64	(109.65)
(c) Provisions	12	5,638.40	4,879.40
(d) Current Tax Liabilities (Net)			
Total Equity and Liabilities		<u>32,76,249.32</u>	<u>31,81,395.22</u>

The accompanying notes form an integral part of these standalone financial statements.

This is the Balance Sheet referred to in our report of even date.

For SSRV& ASSOCIATES.  
Chartered Accountants  
Firm's Registration No.: 135901W

Sd/-  
CA VISHNU KANT KABRA  
PARTNER  
Membership No.: 403437  
UDIN: 23403437BGWDMA4986

Place: Kolkata  
Date: 29.05.2023

For and on behalf of the Board of Directors

sd/-  
MAHAVIR VERMA  
Wholetime  
Director /  
CFO(KMP)

DIN-08406239

sd/-  
MINA DEVI AGARWAL  
Director  
DIN-07370734

sd/-  
BAPPA MITRA  
Director

DIN-08405997

sd/-  
SAMIT RAY  
Director  
DIN-08406285

**SYMBIOX INVESTMENT & TRADING CO LTD**

(CIN: L65993WB1979PLC032012)

**Statement of Profit and Loss for the year ended 31st March 2023 (Rs. In hundred)**

	<u>Particulars</u>	<u>Note No.</u>	<u>As at 31st March, 2023</u>	<u>As at 31st March, 2022</u>
<b>I</b>	Revenue From Operations	13	3,98,235.86	1,83,010.25
<b>II</b>	Other Income	14	1,641.56	1,267.76
<b>III</b>	<b>Total Income (I+II)</b>		<b>3,99,877.42</b>	<b>1,84,278.01</b>
<b>IV</b>	<b>EXPENSES</b>			
	Purchases of Stock-in-Trade	15	3,43,974.16	1,09,475.00
	Change in stock in trade		-20,802.50	-
	Employee benefits expense	16	19,220.01	16,300.00
	Payment to Auditors	17	250.00	250.00
	Finance costs	18	17.41	14.32
	Other expenses	19	35,668.51	39,471.90
	Total expenses (IV)		<b>3,78,327.59</b>	<b>1,65,511.22</b>
<b>V</b>	Profit/(loss) before exceptional items and tax (I- IV)		<b>21,549.83</b>	<b>18,766.79</b>
<b>VI</b>	Exceptional Items		-	-
<b>VII</b>	Profit/(loss) before tax (V-VI)		21,549.83	18,766.79
<b>VIII</b>	Tax expense:			
	(1) Current tax		5,638.40	4,879.40
	(2) Current tax expenses for prior year		-	-
	(3) Deferred tax		-	-
<b>IX</b>	Profit (Loss) for the period from continuing operations (VII-VIII)		<b>15,911.43</b>	<b>13,887.39</b>
<b>X</b>	Earnings per equity share (for continuing operation):			
	(1) Basic		0.001	0.000

The accompanying notes form an integral part of these standalone financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

**For SSRV& ASSOCIATES.**

**Chartered Accountants**

**Firm's Registration No.: 135901W**

**For and on behalf of the Board of Directors**

sd/-

**MAHAVIR VERMA**

Wholetime

Director /

CFO(KMP)

DIN-08406239

sd/-

**BAPPA MITRA**

Director

DIN-08405997

Sd/-

**CA VISHNU KANT KABRA**

**PARTNER**

**Membership No.: 403437**

**UDIN: 23403437BGWDMA4986**

sd/-

**MINA DEVI AGARWAL**

Director

DIN-07370734

sd/-

**SAMIT RAY**

Director

DIN-08406285

**Place: Kolkata**

**Date: 29.05.2023**

**SYMBIOX INVESTMENT & TRADING CO LTD**  
(CIN: L65993WB1979PLC032012)  
**CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2023**

	For the year ended 31st March 2023 (Rupees in hundred)	For the year ended 31st March 2022 (Rupees in hundred)
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit before tax and after extra-ordinary items (As per profit & loss account)	21,549.83	18,766.79
Adjustments for items not included	-224.41	-
<b>Operating Profit before working capital changes</b>	<b>21,352.42</b>	<b>18,766.79</b>
Working capital adjustments:		
(Increase)/ decrease in current loans and advances	-5,28,315.11	195,385.71
(Increase)/ decrease in Trade receivables	7,018.03	-86,722.25
(Increase)/ decrease in inventories	-20,802.50	-
(Increase)/ decrease in other current assets	-	-
Increase/ (decrease) in Borrowings	-	-
Increase/ (decrease) in current liabilities	78,408.08	-160,094.90
<b>Cash generated from operations</b>	<b>-4,42,366.08</b>	<b>-32,664.65</b>
Direct Taxes Paid	4,879.40	2,438.16
<b>Net cash flow from operating activities (A)</b>	<b>-447,245.48</b>	<b>-35,102.81</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Proceed from sale(purchase) of investments	4,82,216.50	39,543.35
(Increase)/decrease in capital expenditure	-	-
(Increase)/ decrease in fixed assets	-	-
<b>Net cash flow from investing activities (B)</b>	<b>4,82,216.50</b>	<b>39,543.35</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of equity shares	-	-
Share Application Money received(refund)	-	-
<b>Net cash flow from financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net cash flow during the year (A + B + C)</b>	<b>34,971.02</b>	<b>4,440.54</b>
<b>Add: Opening cash and cash equivalents</b>	<b>19,234.80</b>	<b>14,794.26</b>
<b>Closing cash and cash equivalents</b>	<b>54,205.82</b>	<b>19,234.80</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	914.76	7,589.26
Deposit with banks in current accounts	53,291.06	11,645.54
<b>Toal cash and cash equivalents</b>	<b>54,205.82</b>	<b>19,234.80</b>

This is the Balance Sheet referred to in our report of even date.

For SSRV& ASSOCIATES.  
Chartered Accountants  
Firm's Registration No.: 135901W

Sd/-  
CA VISHNU KANT KABRA  
PARTNER  
Membership No.: 403437

UDIN: 23403437BGWDMA4986

Place: Kolkata  
Date: 29.05.2023

For and on behalf of the Board of Directors

sd/-  
MAHAVIR VERMA  
Wholetime  
Director /  
CFO(KMP)

DIN-08406239

sd/-  
MINA DEVI AGARWAL  
Director  
DIN-07370734

sd/-  
BAPPA MITRA  
Director

DIN-08405997

sd/-  
SAMIT RAY  
Director  
DIN-08406285

## **Note 1 – Significant Accounting Policies and Notes thereon**

### **Corporate information**

**M/s SYMBIOX INVESTMENT & TRADING CO LTD** (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. **221, RABINDRA SARANI, 3<sup>RD</sup> FLOOR, ROOM NO.1, KOLKATA – 700007**, being a Public Limited Company, its shares are listed on BSE, MSEI, CSE stock exchanges. The company's Principal Business in Investment like Loans & Advance and Investments.

### **Note 1 –SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS:**

#### **a. Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other relevant provisions of the Act.

For the year ended 31st March, 2023, the financial statements of the Company have been prepared in compliance with the Indian Accounting Standards (Ind AS) noticed under Section 133 of Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Accounting Standards) Amendment Rules, 2016.

#### **b. Basis of preparation of financial statements**

The Company has prepared the Financial Statements which comprise the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2023, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements).

These financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest INR", except otherwise indicated.

#### **c. Use of estimates and judgements**

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

**d. Presentation of Financial Statements**

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

**e. Revenue Recognition**

Revenue is recognized based to the extent it is probable that the economic benefit will flow to the company and 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 excludes taxes & duties collected on behalf of the Government and is reduced for estimated customer returns, rebates and other similar allowances.

Interest Income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the company and significant risk and reward incidental to sale of products is transferred to the buyer, usually on delivery of the goods.

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

**f. Inventories**

Inventories are valued at the lower of cost and net realizable value (NRV). At cost or Net Realizable value whichever is lower.

**g. Cash Flow Statement**

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents includes cash on hand, term deposits and other short term highly liquid investments, net of bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within short-term borrowing in balance sheet.

**h. Tangible fixed assets**

Fixed assets are stated at cost, less depreciation and impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Particular	Estimated life in Years
COMPUTER	3

**i. Depreciation**

Depreciation on fixed assets is provided on a straight-line basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the Schedule II to the Companies Act, 2013, whichever

is higher. However Management has not estimated the useful lives of assets and rate is used as per the Companies Act, 2013.

**j. Borrowing**

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

**k. Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. In the current year, the custom duty paid on acquisition of Fixed asset has been capitalized as the duty paid is not refundable. All other borrowing costs are recognized in Statement of Profit and Loss in the period in which they are incurred.

**l. Retirement and other employee benefits**

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

**m. Income taxes**

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax Laws used to compute the amounts are those that are enacted, at the reporting date.

Deferred Taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets including the unrecognized deferred tax assets, if any, at each reporting date, are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date and are adjusted for its appropriateness.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company 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 Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax 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 Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.



**n. Earnings per share**

Basic earnings per share is computed by dividing the profit/(loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit/(loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

**o. Cash flow statement**

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transaction of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

**p. Provisions, Contingent Liabilities & Contingent Assets**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

	As at 31st March, 2023	As at 31st March, 2022
(a) Contingent Liabilities Security given by the company in respect of loans taken by other companies	Nil	Nil
(b) Commitments	Nil	Nil

**q. Earning and Expenditure in Foreign Currency**

	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Earnings	Nil	Nil
Expenditures	Nil	Nil

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

The Company has no dealing with any party registered under the Micro, Small and Medium Enterprises Development Act, 2006.

**s. Cash and cash equivalent**

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

**t. Related party transaction**

As per the Ind AS 24, the disclosures of transactions with the related parties are given below -:

Name	Relation	Amount	Interest
Neha Pansari	Preceding CS	2,50,000	0

**u. Event occurring after the date of balance sheet**

Where material event occurring after the date of the balance sheet are considered up to the date of approval of accounts by the board of director

**v. Recoverability of trade receivables**

Required judgments are used in assessing the recoverability of overdue trade receivables and for determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate risk of non-payment.

**w. The Company has reclassified/regrouped previous year figures where necessary to confirm to the current year's classification**

**For SSRV& ASSOCIATES.**  
**Chartered Accountants**  
**Firm's Registration No.: 135901W**

**Sd/-**  
**CA VISHNU KANT KABRA**  
**PARTNER**  
**Membership No.: 403437**  
**UDIN: 23403437BGWDMA4986**

**Place: Kolkata**  
**Date: 29.05.2023**

**For and on behalf of the Board of Directors**

**sd/-**  
**MAHAVIR VERMA**  
**Wholetime**  
**Director /**  
**CFO(KMP)**  
**DIN-08406239**

**sd/-**  
**BAPPA MITRA**  
**Director**  
**DIN-08405997**

**sd/-**  
**MINA DEVI AGARWAL**  
**Director**  
**DIN-07370734**

**sd/-**  
**SAMIT RAY**  
**Director**  
**DIN-08406285**

**SYMBIOX INVESTMENT & TRADING CO LTD**  
**(CIN: L65993WB1979PLC032012)**  
**NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2023**  
**AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE**  
**DEPRECIATION ON FIXED ASSETS AS PER COMPANIES ACT' 2013**

**NOTES: 2**

**Fixed Assets (Tangible Assets)**

Sr. No	Particulars	Gross Block			DEPRECIATION			Net Block	
		Balance as on 31.03.2022	Addition/ Deletion	Balance as on 31.03.2023	Balance as on 31.03.2022	During the year	Balance as on 31.03.2023	WDV balance as on 31.03.2023	WDV balance as on 31.03.2022
1	COMPUTER	1351.20	0.00	1351.20	976.35	0.00	976.35	374.85	374.85
	<b>TOTAL</b>	<b>1351.20</b>	<b>0.00</b>	<b>1351.20</b>	<b>976.35</b>	<b>0.00</b>	<b>976.35</b>	<b>374.85</b>	<b>374.85</b>

**NOTES**

(i) All above assets are freehold assets.

(ii) Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful live as specified in schedule II.

Depreciation on Computer has not been provided as residual value is more than WDV shown in the books.

**For SSRV& ASSOCIATES.**

**Chartered Accountants**

**Firm's Registration No.: 135901W**

**Sd/-**

**CA VISHNU KANT KABRA**  
**PARTNER**

**Membership No.: 403437**

**UDIN: 23403437BGWDMA4986**

**Place: Kolkata**

**Date: 29.05.2023**

**For and on behalf of the Board of Directors**

**sd/-**

**MAHAVIR VERMA**

**Wholetime  
Director /  
CFO(KMP)**

**DIN-08406239**

**sd/-**

**MINA DEVI AGARWAL**

**Director**

**DIN-07370734**

**sd/-**

**BAPPA MITRA**

**Director**

**DIN-08405997**

**sd/-**

**SAMIT RAY**

**Director**

**DIN-08406285**

**Note 3: Current Investments**

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Trade Investment</b>		
In Quoted equity shares	46,444.45	46,444.45
In Unquoted equity shares (As per List attached)	12,25,783.50	17,08,000.00
<b>Total</b>	<b>12,72,227.95</b>	<b>17,54,444.45</b>

**Note 4: Trade Receivables**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Sundry Debtors Less than Six Months	79,734.22	86,752.25
<b>Total</b>	<b>79,734.22</b>	<b>86,752.25</b>

**Note 5: Cash and Cash Equivalents**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balances with banks In current accounts	53,291.06	11,645.54
Cash in hand	914.76	7,589.26
<b>Total</b>	<b>54,205.82</b>	<b>19,234.80</b>

**Note 6: Short Term Loans and Advances**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Loans to Others	18,40,087.45	13,10,523.85
Tax Deducted at Sources	8,816.53	10,065.02
<b>Total</b>	<b>18,48,903.98</b>	<b>13,20,588.87</b>

**Note 7: Share capital**

**(Rs. In hundreds)**

Particulars	Mar-23		Mar-22	
	Number of shares	Amount	Number of shares	Amount
<b>(a) Authorised</b> Equity shares of Rs. 10/- each with voting rights	3,13,00,000	31,30,000.00	3,13,00,000	31,30,000.00
	3,13,00,000	31,30,000.00	3,13,00,000	31,30,000.00
<b>(b) Issued</b> Equity shares of Rs. 10/- each with voting rights	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
<b>(c) Subscribed and fully paid up</b> Equity shares of Rs. 10/- each with voting rights	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
<b>Total</b>	<b>3,12,87,330</b>	<b>31,28,733.00</b>	<b>3,12,87,330</b>	<b>31,28,733.00</b>

Refer Notes (i) to (ii) below

**Notes:**

**(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

**(Rs. In hundreds)**

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
<b>Issued, Subscribed and Fully Paid-up</b> <i>Equity shares with voting rights</i>				
- Number of shares	3,12,87,330	-	-	3,12,87,330
- Amount (Rs.)	31,28,733.00	-	-	31,28,733.00
- Number of shares	3,12,87,330	-	-	3,12,87,330
- Amount (Rs.)	31,28,733.00	-	-	31,28,733.00

**(ii) Details of shares held by each shareholder holding more than 5% shares:**

**(Rs. In hundreds)**

Class of shares / Name of shareholder	Mar-23		Mar-22	
Equity shares with voting rights	-	0.00	-	0.00
EMERALD COMMERCIAL LIMITED	-	0.00	16,38,000	5.24
<b>Total</b>	<b>-</b>	<b>0.00</b>	<b>16,38,000</b>	<b>5.24</b>

**Statement of changes in equity for the year ended March 31, 2023**  
(Rs. In hundreds)

Equity shares of Re. 10 each issued, subscribed and fully paid	Mar-23		Mar-22	
	Number	Value	Number	Value
Balance at the beginning of the year	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
Changes during the year	-	-	-	-
Balance at the end of the year	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00

**Note 8: Reserves & Surplus**

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>(a) Securities premium account</b>		
Opening balance	4366.50	4366.50
Add: Premium on shares issued during the year	-	-
	4366.50	4366.50
Less: Utilised during the year for:	-	-
Closing balance	<b>4,366.50</b>	<b>4,366.50</b>
<b>(b) Surplus / (Deficit) in Statement of Profit and Loss</b>		
Opening balance	-16,406.28	-36870.08
Add: Profit / (Loss) for the year	15,911.43	13,887.39
Add: Adjusted	-224.41	6,576.41
Closing balance	<b>-719.26</b>	<b>-16,406.28</b>
<b>Total</b>	<b>3,647.24</b>	<b>-12,039.78</b>

**Note 9: Borrowings**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Unsecured Loans	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Note 10: Trade Payable**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Sundry Creditors	1,32,982.04	59,932.25
<b>Total</b>	<b>1,32,982.04</b>	<b>59,932.25</b>

**Note 11: Other Current Liabilities**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Audit Fees Payable	250.00	250.00
TDS Payable	322.00	-19.44
TCS Payable	52.50	52.50
Expenses Payable	4,624.14	-392.71
<b>Total</b>	<b>5,248.64</b>	<b>-109.65</b>

**Note 12: Short Term Provisions**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for Income Tax	4,879.40	9,014.57
Add: During the year	5,638.40	4,879.40
Less: paid/adjusted	4,879.40	9,014.57
<b>Total</b>	<b>5,638.40</b>	<b>4,879.40</b>

**Note 13: Revenue from operations**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Sale of Textile Goods	-	1,05,286.25
Sale of Shares	3,16,140.55	-
Interest Received	82,095.31	77,724.00
<b>Total</b>	<b>3,98,235.86</b>	<b>1,83,010.25</b>

**Note 14: Other Income**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Interest on refund of tax	859.56	-
Capital Gains	695.00	1,224.26
Dividend Receipt	87.00	43.50
<b>Total</b>	<b>1,641.56</b>	<b>1,267.76</b>

**Note 15: Purchase of Stock in Trade**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Purchase of Textile Goods	-	1,09,475.00
Purchase of shares	3,43,974.16	-
<b>Total</b>	<b>3,43,974.16</b>	<b>1,09,475.00</b>

**Note 16: Employee Benefit Expenses**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Salaries & Wages	19,220.01	16,300.00
<b>Total</b>	<b>19,220.01</b>	<b>16,300.00</b>

**Note 17: Payment to Auditors**

Particulars	As at 31st March, 2023	As at 31st March, 2022
As Statutory Audit Fees	250.00	250.00
As Tax Audit Fees	-	-
<b>Total</b>	<b>250.00</b>	<b>250.00</b>

**Note 18: Finance Cost**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Bank Charges	16.50	-
Delay charges	0.26	-
Demat Charges	0.65	14.32
<b>Total</b>	<b>17.41</b>	<b>14.32</b>

**Note 19: Other expenses**

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advertisement Expenses	444.56	308.46
Business Promotion Expenses	3,874.90	3,343.75
Commission & Brokerage on Financial Lending	-	15,000.00
Bad-Debt	9,863.08	3,330.65
E - Voting Expenses	236.00	59.00
Filing Fees & Subscription	92.00	42.00
General Expenses	796.57	612.24
Interest on TDS	0.33	-
Listing and Depository Fee	5,480.80	7,277.10
Registrar fees	5,171.65	-
Postage, Telegram & Courier Charges	489.97	405.70
Printing & Stationary Expenses	601.69	528.02
Professional & Legal Fees	2,800.56	3,912.12
Rent Expenses	1,200.00	1,200.00
Selling & distributors Expenses	2,637.02	1,975.23
Telephone Expenses	519.74	307.28
Travelling and Conveyance Expenses	1,399.64	1,110.35
Website Maintenance	60.00	60.00
<b>Total</b>	<b>35,668.51</b>	<b>39,471.90</b>



**SYMBIOX INVESTMENT & TRADING CO. LIMITED**

(CIN: L65993WB1979PLC032012)

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2023

AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE

**Additional Disclosure Requirements - Schedule III & CARO 2020**

**Share Capital**

**Shares held by promoters at the end of the year 31st March 2023**

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
	<b>Individual</b>			
1	GAURAV AUDICHYA	40,900.00	0.13	
	<b>Bodies Corporate</b>			
1	TYRO COMMERCIAL PRIVATE LIMITED	10,00,000.00	3.20	-
	<b>Total</b>	<b>10,40,900.00</b>	<b>3.33</b>	<b>-</b>

**Shares held by promoters at the end of the year 31st March 2023**

Sr. No.	Promoter Name	No. of Shares	% of total shares	% Change during the year
	<b>Individual</b>			-
1	GAURAV AUDICHYA	40,900.00	0.13	
	<b>Bodies Corporate</b>			
1	TYRO COMMERCIAL PRIVATE LIMITED	10,00,000.00	3.20	-
	<b>Total</b>	<b>10,40,900.00</b>	<b>3.33</b>	<b>-</b>

**Trade Payables - Ageing Disclosures**

**Trade Payables ageing schedule: As at 31st March,2023**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	1,29,590.11	-	-	3,391.93	1,32,982.04
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Other	-	-	-	-	-

**Trade Payables ageing schedule: As at 31st March,2023**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	54,740.32	-	-	5,191.93	59,932.25
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Other	-	-	-	-	-

**Trade Payables - MSME Disclosures : na**

Trade Receivables- Ageing Disclosures						
Trade Receivables ageing schedule as at 31st March,2023						
Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	14,415.47	65,318.75	-	-	-	79,734.22
(i) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

**Trade Receivables ageing schedule as at 31st March,2023**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables -considered good	82,668.75	4,053.50	30.00	-	-	86,752.25
(i) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

**Loans & Advances to Related Parties**

Following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any

(a) repayable on demand or

(b) without specifying any terms or period of repayment

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loan and Advances in
Promoters	NA	
Directors		
KMPs		
Related Parties		

**Capital WIP / Intangible Assets under Developments****(iv) & (v) Capital-Work-in Progress (CWIP) / Intangible assets under development (ITAUD)**

(a) For Capital-work-in progress / Intangible assets under development (ITAUD), following ageing schedule shall be given:

**CWIP/ITAUD aging schedule:**

CWIP/ITAUD	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total*
Projects in progress	NA				
Projects temporarily suspended					

(b) For Capital-work-in progress / Intangible assets under development (ITAUD), whose completion is overdue or has exceeded its cost compared to its original plan, following completion schedule should be given:

**CWIP/ITAUD completion schedule shall be given\*\*:**

CWIP/ITAUD	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project 1	NA			
Project 2				

**Details of Benami Property held : NA****Comments on details submitted to Banks & reconciliation thereof -**

(vii) **Where the Company has borrowings from banks or financial institutions on the basis of security of current assets, it shall disclose the following:- NA**

(viii) **Wilful Defaulter : NA**

(ix) **Relationship with struck off companies : NA**

(x) **Registration of charges or satisfaction with Registrar of Companies**

Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof shall be disclosed.

(xi) **Compliance with number of layers of companies : NA**

(xii) **Following Ratios to be disclosed:- ATTACHED**

(xiii) **Compliance with approved Scheme(s) of Arrangements : NA**

(xiv) **Utilisation of Borrowed funds and share premium: NA**

**Property, Plant & Equipments & Intangible Assets - Revaluation****IV.Additional Regulatory Info**

(ii) **Where the Company has revalued its Property, Plant and Equipment, the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered**

**SYMBIOX INVESTMENT & TRADING CO LTD**

Notes to Financial Statements for the year ended 31st March,2023

<b>Note : Calculation of Important Financial Ratios</b>			
<b>Particulars</b>		<b>2022-23</b>	<b>2021-22</b>
<b>1) Current Ratio</b>			
<u>Current Assets</u>			
Cash & Cash Equivalents		54,205.82	19,234.80
Other Current Assets		18,69,706.48	13,20,588.87
Trade Receivables		79,734.22	86,752.25
	Total	20,03,646.52	14,26,575.92
<u>Current Liabilities</u>			
Other Current Liabilities		10,887.04	4,769.75
Trade Payables		1,32,982.04	59,932.25
	Total	1,43,869.08	64,702.00
	Current Ratio	13.93	22.05

<b>2) Debt Equity Ratio</b>			
<u>Total Liability</u>			
		32,76,249.32	31,81,395.22
<u>Shareholder's Equity</u>			
Equity Share Capital		31,28,733.00	31,28,733.00
Reserves & Surplus		3,647.24	-12,039.78
	Total	31,32,380.24	31,16,693.22
	Debt Equity Ratio	1.05	1.02

**3) Debt Service Coverage Ratio**

<b>4) Return on Equity Ratio</b>			
<u>Net Income</u>			
Profit after Tax		15,911.43	13,887.39
<u>Shareholder's Equity</u>			
Equity Share Capital		31,28,733.00	31,28,733.00
Reserves & Surplus		3,647.24	-12,039.78
	Total	31,32,380.24	31,16,693.22
	Return on Equity Ratio	0.0051	0.0045

**5) Inventory Turnover Ratio**

COGS		3,43,974.16	-
			-
<u>Average Inventory</u>		-10,401.25	-
Inventory Turnover Ratio		-33.07	-

**6) Trade Receivables Turnover Ratio**

Net credit Sales		65,318.75	82,668.75
<u>Average Receivables</u>			
Average account receivables		79,734.22	86,752.25
Trade Receivable Turnover Ratio		0.82	0.95

**7) Trade Payables Turnover Ratio**

	Net credit Purchase		28,465.00	
	<u>Average Payables</u>			
	Average account payables		5,248.64	
	Trade Payable Turnover Ratio		5.42	-

**8) Net Capital Turnover Ratio**

	Net Annual Sales		3,16,140.55	1,05,286.25
	<u>Total Assets</u>			
	Assets		32,76,249.32	31,81,395.22
	Net Capital Turnover Ratio		0.10	0.03

Remarks:

**9) Net Profit Ratio**

	Net Profit after Tax		15,911.43	13,887.39
	Revenue		3,99,877.42	1,84,278.01
	Net Profit Ratio		3.98	7.54

Remarks:

**10) Return on Capital Employed**

	<u>Earnings Before Interest and Tax</u>			
	Profit after Tax		15,911.43	13,887.39
	Add: Interest			-
	Add: Tax		5,638.40	4,879.40
		Total	21,549.83	18,766.79
	<u>Capital Employed</u>			
	Total Assets		32,76,249.32	31,81,395.22
	Less: Current Liabilities		1,43,869.08	64,702.00
			31,32,380.24	31,16,693.22
	Return on Capital Employed		0.0069	0.0060

**ROAD MAP TO AGM VENUE**

**SINCE THE MEETING IS THROUGH VIDEO CONFERENCING, ROAD MAP OF  
AGM VENUE IS NOT ATTACHED.**