



# SSMD AGROTECH INDIA LIMITED

(Formerly Known As SSMD AGROTECH INDIA PVT. LTD.)

GST NO. 07ABLCS8591F1ZR

CIN NO. U10611DL2023PLC421046

Contact No. +91 11-45380705 | Email : info@houseofmanohar.com

Website : www.houseofmanohar.com

Ref. No.....

Dated .....

## NOTICE

Notice is hereby given that the **2nd Annual General Meeting** of the members of **SSMD Agrotech India Limited** will be held on **Monday, 22<sup>nd</sup> day of September, 2025 at 11:00 A.M.** at the Registered Office of the Company at **Khasra No. 640-641, Village-Siraspur, Libaspur Road, Libaspur, North West Delhi, Delhi-110042**, to transact the following business:

### **ORDINARY BUSINESS:**

#### **1. Adoption of Financial Statements**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Reports of the Board of Directors and Auditors thereon.

To consider and, if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**"RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby approved and adopted."

#### **2. Re-appointment of Director**

To re-appoint Ms. Surbhi Munjal (DIN: 09593268), who is liable to retire by rotation and, being eligible, offers herself for re-appointment.

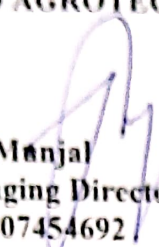
To consider and, if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with relevant rules thereof, Ms. Surbhi Munjal

(DIN: 09593268), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

For & on behalf of the Board

**SSMD AGROTECH INDIA LIMITED**

  
Ishu Manjal  
Managing Director

DIN: 07454692

Add: G-215, Preet Vihar  
East Delhi, Delhi-110092



Date: 01.08.2025

Place: Delhi



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## BOARD REPORT

To,  
The Members,  
SSMD AGROTECH INDIA LIMITED  
Registered Office: Khasra No. 640/641, Libaspur Road, Village Siraspur, Siraspur,  
North West Delhi, Delhi, India, 110042

The Directors have immense pleasure in presenting their Annual Report on the business and operations of the Company, together with the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March 2025.

### 1. Summary of Financial Performance of the Company:

(Rs. in lakhs)

	Current Year	Previous Year
Net Sales/Income from Operations	9,917.95	220.11
Other Income	0.45	0
<b>Total Income</b>	<b>9,918.40</b>	<b>220.11</b>
Profit before Depreciation, Exceptional Items & Tax	780.70	2.58
Depreciation	43.76	0
Profit before Exceptional Items & Tax	736.95	2.58
Exceptional Items: Prior Period Item	0	0
<b>Profit before Tax</b>	<b>736.95</b>	<b>2.58</b>
Provision for current year income-tax	200.69	0.73
Deferred Tax	(1.50)	0
<b>Net Profit after Tax</b>	<b>537.75</b>	<b>1.85</b>
<b>EPS* (Basic)</b>	<b>101.13</b>	<b>18.51</b>
<b>(Diluted)</b>	<b>101.13</b>	<b>18.51</b>



## **2. Financial Review/ State of affairs of the Company:**

The Company is engaged in the business of manufacturing and trading of agro food products such as gram flour, puffed rice, ramdana, pulses, rice, atta, other flours, animal cattle feed, poha, roasted chana, sattu, etc., through a B2B model supported by a robust distribution network, wholesalers, institutional customers and a unique D2C dark store factory-driven model. The Company acquired the entire business operations of M/s Manohar Lal Jai Gopal Agro Industries and M/s S.S. Agro India, sole proprietorship concerns of Mr. Ishu Munjal, through a Business Transfer Agreement effective from April 01, 2024. The Company has delivered performance in line with expectations during the year under review.

The highlights of the Company's performance are as under: -

- (a) Revenue from operations increased by Rs. 9,697.84 Lakhs from Rs. 220.11 Lakhs to Rs. 9,917.95 Lakhs.
- (b) Net Profit for the year increased by Rs. 535.90 lakhs from Rs. 1.85 Lakhs to Rs. 537.75 lakhs due to expansion of business.
- (c) Earnings per share for the year increased by Rs. 82.62 from Rs. 18.51 to Rs. 101.13.

The Directors are optimistic about company's business and hopeful of better performance with increased revenue in next year.

## **3. Transfer to Reserves, if any proposed**

The Company has transferred Rs. 537.75 Lakhs to the Reserve and surplus of the Company during the financial year under review.

## **4. Dividend, if any recommended**

The Board of Directors of the company, after considering holistically the relevant circumstances and keeping in view the company's dividend distribution policy, has decided that it would be prudent, not to recommend any Dividend for the year under review.

## **5. Web Link of Annual Return, if any**

Pursuant to Section 134(3) (a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return as on 31<sup>st</sup> March 2025 in Form No. MGT-7 is available on the Company's website and can be accessed at the web-link: <https://www.houseofmanohar.com/>





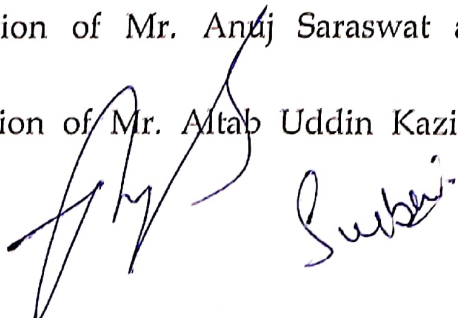
#### **6. Change in Nature of Business, if any**

During the year under review, the Company has expanded its scope of operations by adding new business objects, duly approved through a Board Resolution dated 08th March 2025 and a Shareholders' Resolution dated 13th March 2025. The newly added objects include : (i) carrying on the business of milling in all its branches and setting up mills for processing wheat, gram, cereals, pulses, chana sattu, maida, atta, sooji, and other allied or agro-based products, as well as manufacturing food products such as macaroni, pasta, namkeen, biscuits, flakes, and confectionery; (ii) producing, extracting, refining, storing, importing, exporting, transporting, packing, re-packing, distributing and dealing in all kinds of flours and running flour mills of any description; and (iii) engaging in the manufacturing, importing, exporting, trading, dealing, and processing of agro-based high-protein products such as soybean oil, soyflour, refined oils, and vanaspathi derived from cotton seeds, castor, linseed, and other edible and non-edible oilseeds, including solvent extraction and utilization of oils, cakes, and proteins. These changes align with the company's vision to diversify and strengthen its presence in the agro and food processing sector.

#### **7. Changes in Director and Key Managerial Personnel**

During the Financial Year 2024-25, the following change has occurred in the composition of Board of Directors:

1. Appointment of Mr. Dharmendra Sharma as the Chief Financial Officer of the Company on 01.01.2025.
2. Appointment of Mr. Jai Gopal Munjal as the Non-Executive Director cum Chairman of the Company on 07.02.2025.
3. Designation of Mr. Ishu Munjal was changed from the Director of the Company to Managing Director of the Company on 07.02.2025.
4. Designation of Mr. Surbhi Munjal was changed from the Director of the Company to Whole-time Director of the Company on 07.02.2025.
5. Appointment of Mr. Anuj Saraswat as an Additional Independent Director on 03.03.2025.
6. Appointment of Mr. Altab Uddin Kazi as an Additional Independent Director on 03.03.2025.
7. Appointment of Ms. Priyanka Poddar as an Additional Independent Director on 03.03.2025.
8. Regularization of Mr. Anuj Saraswat as an Independent Director on 24.03.2025.
9. Regularization of Mr. Altab Uddin Kazi as an Independent Director on 24.03.2025.



10. Regularization of Mr. Priyanka Poddar as an Independent Director on 24.03.2025.

Following are the Directors and Key Managerial Personnel of the Company as on 31<sup>st</sup> March 2025:-

Sr. No.	Name	Designation
1.	Mr. Ishu Munjal	Managing Director
2.	Mrs. Surbhi Munjal	Whole-time Director
3.	Mr. Jai Gopal Munjal	Non-Executive Director
4.	Mr. Anuj Saraswat	Independent Director
5.	Mr. Altab Uddin Kazi	Independent Director
6.	Ms. Priyanka Poddar	Independent Director
7.	Mr. Dharmendra Sharma	Chief Financial Officer

8. Meetings of the Board of Directors:

During the year under review, the Board of Directors has met Twenty-Five (25) times.

Sr. No.	Date of Board Meeting	Board Strength	Directors Present
1.	01/04/2024	2	2
2.	03/04/2024	2	2
3.	13/04/2024	2	2
4.	22/04/2024	2	2
5.	08/07/2024	2	2
6.	02/08/2024	2	2
7.	30/08/2024	2	2

8.	27/09/2024	2	2
9.	25/10/2024	2	2
10.	15/11/2024	2	2
11.	16/12/2024	2	2
12.	30/12/2024	2	2
13.	01/01/2025	2	2
14.	16/01/2025	2	2
15.	28/01/2025	2	2
16.	04/02/2025	2	2
17.	06/02/2025	3	3
18.	28/02/2025	3	3
19.	01/03/2025	3	3
20.	03/03/2025	3	3
21.	05/03/2025	6	6
22.	08/03/2025	6	6
23.	19/03/2025	6	6
24.	21/03/2025	6	6
25.	31/03/2025	6	6

**9. Meeting of the Members of the company:**

During the review period, the members of the company met Nine Times (09):

Sr. No.	Type of Meeting	Date of Meeting
1.	Extra-Ordinary General Meeting	10/04/2024
2.	Extra-Ordinary General Meeting	18/04/2024
3.	Annual General Meeting	30/08/2024
4.	Extra-Ordinary General Meeting	07/02/2025
5.	Extra-Ordinary General Meeting	05/03/2025
6.	Extra-Ordinary General Meeting	07/03/2025
7.	Extra-Ordinary General Meeting	13/03/2025
8.	Extra-Ordinary General Meeting	21/03/2025
9.	Extra-Ordinary General Meeting	24/03/2025



**10. Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee:**

During the year under review, in accordance with the provisions of the Companies Act, 2013—specifically, Section 177 (relating to Audit Committee), Section 178(1) (relating to Nomination and Remuneration Committee), and Section 178(5) (relating to Stakeholders Relationship Committee)—the Company was not mandatorily required to constitute the Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee, as the applicability thresholds prescribed under the Rules were not met. However, as a proactive measure and in the interest of adopting sound corporate governance practices, the Board of Directors voluntarily approved the constitution of the aforementioned committees through a Board Resolution passed at its meeting held on 11th April 2025.

**11. Conversion of the status of the Company from Private Limited to Public Limited Company:**

The Board of Directors of the Company at its meeting held on 04.02.2025 has decided to convert the private company into a public company subject to members' approval.

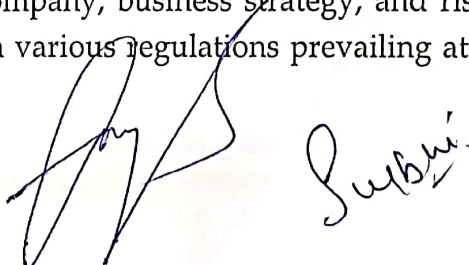
The members of the Company at its meeting held on 07.02.2025 have given their consent to change the status of the company from private to a public. The Company has received approval from MCA dated 24.02.2025 for the conversion of the Private Company into a public company.

And the name of the company was changed from "SSMD Agrotech India Private Limited" to "SSMD Agrotech India Limited"

Pursuant to the conversion the Company has adopted a new set of MOA and AOA.

**12. Familiarization Programmers for Board Members:**

The Board members are provided with necessary documents/brochures, reports, and internal policies to enable them to familiarize themselves with the Company's procedures and practices. Periodic presentations are made on business and performance updates of the Company, business strategy, and risks involved. The Directors are also updated with various regulations prevailing at the time and the new judicial pronouncements.



### **13. Statutory Auditors**

Pursuant to Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014, M/s Chanana & Associates, Chartered Accountants, Delhi (Firm's Registration No: 028379N), were appointed as Statutory Auditors of the Company in the Annual General Meeting of the Company for the Company held on 30.08.2024 for a period 05 (five) consecutive years, to hold office from the conclusion of this AGM till the conclusion of the 06<sup>th</sup> AGM to be held in the year 2029, to conduct audit of the books of accounts of the Company from financial year 2024-25 to financial year 2028-29..

Hence, M/s Rakesh Batra and Co. has vacated the office as the statutory auditor of the company.

### **14. Explanations on Every Remark Made by the Auditor in his Report:**

The auditor's report is self-explanatory and has no qualification, reservation or adverse remark or disclaimer for financial statements during the financial year 2024-25.

### **15. Cost Audit:**

Section 148 of the Companies Act 2013 read with rules made there under, the provisions of cost audit are not applicable to the Company during the year under review.

### **16. Appointment of Internal Auditor**

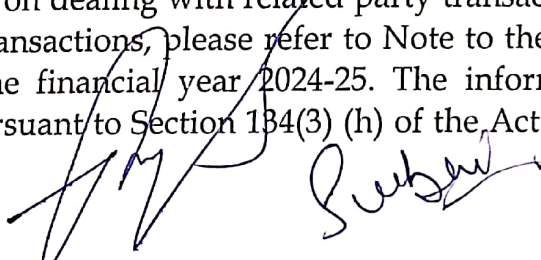
Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, the requirement for the appointment of an Internal Auditor was not applicable to the Company for the Financial Year 2024-25. Accordingly, no Internal Auditor was appointed during the year.

### **17. Loans, Guarantees & Investments U/S 186**

Pursuant to the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of the Board and its Powers) Rules, 2014, it is hereby confirmed that the Company has not given any loan, guarantee, or made any investment or provided any security falling under the scope of the said provisions during the financial year ended 31st March 2025.

### **18. Related Party Transactions**

The Company has formulated and put in place a policy on the materiality of related party transactions and also a policy on dealing with related party transactions with the Company. For Related Party Transactions, please refer to Note to the Financial Statements of the Company for the financial year 2024-25. The information on transactions with related parties pursuant to Section 134(3) (h) of the Act read with





Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Form No. AOC-2 is annexed as Annexure-1 of this report.

### **19. Public Deposits**

During the year under review The Company has not accepted/ hold/ any deposits from public within the ambit of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules 2014. Hence the requirement for furnishing the details relating to deposits covered under Chapter V of the Act is not applicable.

### **20. Share Capital**

The Authorized Capital of the company as on 31<sup>st</sup> March 2025, is Rs. 110/- (In lakhs) comprising of 11/- (In lakhs) Equity Shares of Rs. 10/- each.

The Paid-up Capital of the Company as on 31<sup>st</sup> March 2025, Rs. 53.17/- (In lakhs) comprising of 5.32/- (In lakhs) Equity Shares of Rs. 10/- each.

The following allotments were made during the financial year under review: -

1. Preferential allotment of 521739 Equity Shares of face value Rs. 10 at a premium of Rs. 19 dated 22.04.2024 through consideration other than cash (Against the acquisition of M/s Manohar Lal Jai Gopal Agro Industries and M/s S.S. Agro India, sole proprietorship concerns of Mr. Ishu Munjal, through a Business Transfer Agreement effective from April 01, 2024)

The paid-up capital of the Company has been increased from 1,00,000 to 53,17,390 Equity Shares of Re. 10/-each.

### **21. Subsidiary, Joint- Ventures & Associate Companies:**

As on 31<sup>st</sup> March 2025, the Company doesn't have any Subsidiary & Joint Venture and Associate Companies at the end of the year.

### **22. Holding Company**

As on 31<sup>st</sup> March 2024, the Company doesn't have any Holding Company at the end of the year.

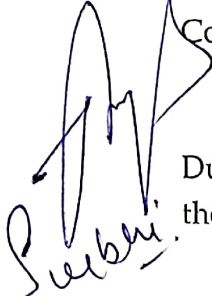
### **23. Compliance with Secretarial Standards**

Adherence by a company to the Secretarial Standards is mandatory as per sub-section (10) of Section 118 of the Companies Act, 2013.

As per the disclosure requirement of Para (9) of Secretarial Standards SS-1 & SS-2 issued by the Institute of Company Secretaries of India, as applicable to the Company, have been duly complied with.

### **24. Compliance with Maternity Benefit Act, 1961**

During the financial year under review, Mrs. Surbhi Munjal, Whole-time Director of the Company, was pregnant and was granted maternity benefits in line with the





provisions of the Maternity Benefit Act, 1961. Apart from her, no other women employees of the Company were pregnant or otherwise eligible to avail benefits under the said Act during the year. The Company continues to maintain a safe, inclusive and supportive work environment and remains committed to extending all statutory benefits, and in appropriate cases additional benefits, to its employees and managerial personnel.

**25. Material Changes and Commitments, if any, Affecting the Financial Position of the Company which has Occurred Between the end of the Financial Year of the Company to which the Financial Statements Relate and the date of this Report:**

Following changes occurred in the Company after the end of the Financial Year and as on the date of the Board Report:

**I. Corporate Office**

The Corporate Office of the Company has been started its corporate office at Upper Ground Floor, 215, G Block, Preet Vihar, East Delhi, Delhi-110092

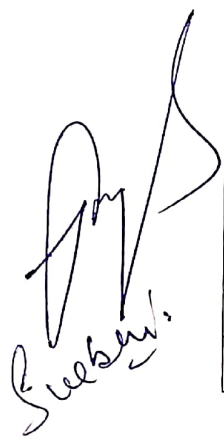
**II. Composition of committees**

Pursuant to provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015{"SEBI (LODR)"}, which will be applicable to our company immediately up on the listing of Equity Shares on the Stock Exchanges and other applicable laws and regulations, the Company needs to constitute the following committees:

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholders Relationship Committee
- d) IPO Committee

**a) AUDIT COMMITTEE**

The Audit Committee was constituted vide Board of Directors resolution dated April 11, 2025, pursuant to Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR). The Composition of the committee is as follows:



Name of the Director	Designation in the Committee	Nature of Directorship
Altav Uddin Kazi	Chairperson	Independent Director
Ishu Munjal	Member	Managing Director
Priyanka Poddar	Member	Independent Director

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#### b) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was constituted at a meeting of the Board of Directors held on April 11, 2025 pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR). The Composition is as follows:

Name of the Director	Designation in the Committee	Nature of Directorship
Jai Gopal Munjal	Chairperson	Non-Executive Director
Altan Uddin Kazi	Member	Independent Director
Anuj Saraswat	Member	Independent Director

#### c) STAKEHOLDERS RELATIONSHIP COMMITTEE

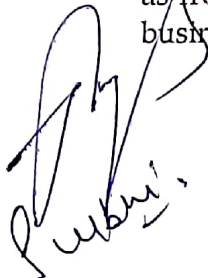
The Stakeholder's Relationship Committee has been formed by the Board of Directors, at the meeting held on April 11, 2025 pursuant to Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (LODR). The Composition is as follows:

Name of the Director	Designation in the Committee	Nature of Directorship
Jai Gopal Munjal	Chairperson	Non-Executive Director
Priyanka Poddar	Member	Independent Director
Surbhi Munjal	Member	Whole-time Director

### III. Approval for Initial Public Offering

The Board of Directors has approved the initiation of an Initial Public Offering (IPO) to issue, offer, allot equity shares of face value of Rs. 10/- each (Equity Shares"), at a price including premium to be determined in accordance with the applicable method as may be prescribed by SEBI ICDR Regulations and subsequent amendments thereto, not exceeding 32,00,000 (Thirty-two Lakh Only) Equity Shares as fresh issue of common stock. The proceeds will be utilized for expansion of the business of the Company which will be utilized inter alia:-

- to the funding of working capital requirement of the company,
- repayment of certain portion of borrowings availed by the company,
- for Setting Up of an Automated Namkeen Manufacturing Line,
- capital expenditure to be incurred by the company for setting up new D2C Dark Factories, and





(e) other general corporate purpose  
The management has been authorized to appoint merchant banker and ensure compliance with all regulatory requirements.

#### IV. Changes in Director & KMP

Pursuant to the provisions of Section 152, 196 and 203 of the Companies Act, 2013 with respect to the appointment of Directors and Key Managerial Personnel (KMP), the following changes has been made.

Name of director/ KMP	Designation	Appointment/ Cessation	Date of Appointment/ Cessation
Rajesh Thakur	Company Secretary & Compliance Officer	Appointment	07/04/2025

#### V. Share capital

##### ➤ ISSUE OF BONUS SHARE

The members in its meeting held on 14.04.2025 have given consent for the issue of bonus shares for a sum of Rs. 5,31,73,900/- out of the Company's Free Reserve Account by issue of 53,17,390 Equity Shares of Rs. 10/- each to the existing shareholders.

The board of directors at its meeting held on 18.04.2025 has made an allotment of 53,17,390 Equity Shares of Rs. 10 each to all the existing shareholders.

#### VI. Adoption of Policies of the Board

The following policies and code of conduct we adopted on the board meeting held on 11.04.2025:-

Sr. No	Name of the Policy
1.	The Policy on Vigil Mechanism (Whistle Blower) for Directors and Employees.
2.	The Policy on Terms of Appointment of Independent Directors.
3.	The Policy on Succession Planning for Board and Senior Management.
4.	The Policy on Related Party Transactions.
5.	The Policy on Prevention of Sexual Harassment at Workplace.
6.	The Policy on Nomination and Remuneration.



7.	The Policy on Internal Procedures and Conduct for Prevention of Insider Trading.
8.	The Risk Management Policy.
9.	The Policy on Identification of Material Group Companies.
10.	The Policy on Identification of Material Creditors and Material Litigations.
11.	The Policy on Health, Safety and Environment.
12.	The Policy on Familiarization Program for Independent Directors.
13.	The Policy on Evaluation of Board and Independent Directors.
14.	The Policy on Dividend Distribution.
15.	The Policy on Diversity on Board.
16.	The Policy on Code of Fair Disclosure.
17.	The Policy on Code of Conduct for Directors and Senior Management.
18.	The Policy for Determination of Material Subsidiaries.
19.	The Policy for Determination of Material Events and Disclosure.
20.	The Policy for Archival of Documents.
21.	The criteria for making payment to Non-Executive Directors.

## **VII. Filing of Draft Red Herring Prospectus (DRHP) with Stock Exchange**

The board of directors on its meeting held on 07.07.2025 has approved the filing of Draft Red Herring Prospectus with the Stock Exchange.

### **26. Details of Significant & Material Orders Passed by the Regulators or Courts or Tribunals Impacting the Going Concern Status and the Company's Operations in the future:**

No Significant & Material Orders Passed by the Regulators or Courts or Tribunals Impacting the Going Concern Status

### **27. Statement in Respect of Adequacy of Internal Financial Controls with Reference to the Financial Statements**

Internal Financial Controls are an integral part of the Risk Management framework and processes that address financial as well as financial reporting risks. The key internal financial controls have been documented, automated wherever possible,

and embedded in the respective business processes. Assurance to the Board on the effectiveness of internal financial controls is obtained through three Lines of Defense, which include:

- a) Management reviews and self-assessment;
- b) Continuous controls monitoring by functional experts; and
- c) Independent design and operational testing by the Group Internal Audit function. The Company believes that these systems provide reasonable assurance that the Company's internal financial controls are adequate and are operating effectively as intended

**28. Disclosures Under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:**

The Company treats its employees equally, with dignity and with no gender bias. The Company believes and ensures that all employees work in an environment that is free from all kinds of harassment including sexual harassment of women. This is enshrined in values and in the Code of Ethics & Conduct of the Company.

Further the Company has zero-tolerance for Sexual Harassment of Women at the workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder. The Company has constituted an Internal Complaints Committee (ICC), to inquire into the complaints of Sexual Harassment and to recommend appropriate action.

The following is a summary of sexual harassment complaints received and disposed off during the financial year 2024-25

No. of Complaints received: Nil

No. of Complaints disposed off: Nil

**29. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo in the Manner Prescribed**

**A. Conservation of Energy**

The Company operates a manufacturing facility for FMCG products and continues to take all possible measures to optimize energy usage and minimize waste in its operations.

**B. Technology Absorption and Research & Development**

The Company has implemented policies to conserve energy, including configuring Machines and monitors to switched off them after periods of inactivity. Efforts are continuously made to adopt best practices and process improvements in manufacturing to enhance energy efficiency.

**C. Foreign Exchange Earnings and Outgo**



During the financial year, the Company did not have any foreign exchange earnings or outgo.

**30. The Details of an Application Made or any Proceeding Pending Under the Insolvency and Bankruptcy Code, 2016 (31 Of 2016) During the Year along with their Status as at the end of the Financial Year:**

There is no application pending against the Company proceedings either filed by the Company or against the Company pending under the Insolvency and Bankruptcy Code 2016 as amended before the National Company Law Tribunal or other Courts as on 31<sup>st</sup> March 2025.

**31. Details of Difference Between Amount of Valuation Done at the Time of One-Time Settlement and the Valuation Done While Taking Loan from the Banks or Financial Institutions along with the Reasons Thereof**

The above clause is not applicable as the Company has not entered in to any one time settlement with the Banks or Financial Institutions and no valuation has been performed by the Company in this regard.

**32. Risk Management Policy**

The Company has a robust risk management framework to identify, measure, manage and mitigate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business strategy and enhance the Company's competitive advantage.

The Board of Directors of the Company has formed the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The risk management framework is reviewed periodically by the Board and Committee.

**33. Corporate Social Responsibility (CSR)**

During the Financial Year 2024-25, no contribution towards Corporate Social Responsibility (CSR) was made. However, based on the financials for the year ended 31<sup>st</sup> March 2025, the provisions of Section 135 of the Companies Act, 2013 relating to CSR have become applicable to the Company. Accordingly, the Company shall take necessary steps to comply with the applicable provisions in the ensuing financial year.

**34. Directors' Responsibility Statement**

Based on the framework of Internal Financial controls established and maintained by the Company, work performed by the Internal, Statutory, Secretarial Auditors and external agencies including audit of internal financial controls over financial reporting by the statutory auditors and the reviews undertaken by the Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the Financial Year 2024-25.



Pursuant to the provisions of Section 134 of the Act, the Directors state that:

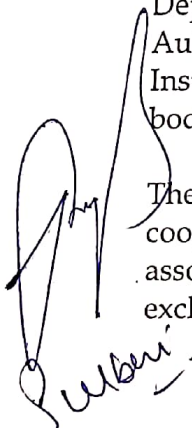
- a) in the preparation of annual accounts for the Financial Year ended 31<sup>st</sup> March 2025, the applicable accounting standards have been followed and there were no material departures requiring any explanation;
- b) We have selected such accounting policies and applied them consistently and 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) We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) We have prepared annual accounts on a 'going concern' basis;
- e) We have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively; and
- f) We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

### **35. Appreciation**

The Directors take this opportunity to express their grateful appreciation for the continued support and co-operation received from the company's valued customers and esteemed shareholders for the support and confidence reposed by them in the management of the Company and look forward to the continuance of this mutually supportive relationship in future.

The Directors also place on record their appreciation and gratitude to all the Departments of Government of India, Central Government, State Government, Tax Authorities, Reserve Bank of India, Ministry of Corporate Affairs, Financial Institutions, Stock Exchanges, Banks and other governmental/ Semi governmental bodies and look forward to their continued support in all future endeavors.


The Directors also wish to place on record their appreciation for the continued cooperation received from all the vendors, dealers, investors and business associates for the support provided by the financial institutions, bankers and stock exchanges.



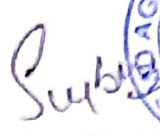
The Directors also wish to place on record their sincere appreciation for the diligent efforts, hard work and commitment put in by all employees.

Inspired by this Vision, driven by Values and powered by internal Vitality, we look forward to delivering another year of value adding growth.

For & on behalf of  
**SSMD AGROTECH INDIA LIMITED**  
(Formerly known as SSMD Agrotech India Private Limited)

  
**ISHU MUNJAL**  
Managing Director  
DIN: 07454692  
R/o: G 215, Near Mother Dairy,  
Preet Vihar, Shakarpur, Delhi-92



  
**SURBHI MUNJAL**  
Whole Time Director  
DIN: 09593268  
R/o: G 215, 4<sup>th</sup> Floor, Preet Vihar,  
Shakarpur, Delhi-92



Date: 01.08.2025

Place: Delhi

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1. Details of contracts or arrangements or transactions not at arm's length basis: NA**

- (a) Name(s) of the related party and nature of relationship;
- (b) Nature of contracts/arrangements/transactions;
- (c) Duration of the contracts / arrangements/transactions;
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any;
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) Date(s) of approval by the Board;
- (g) Amount paid as advances, if any;
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188.

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

1. (a) Name(s) of the related party and nature of relationship: **Mr. Ishu Munjal (Managing Director)**
- (b) Nature of contracts/arrangements/transactions: **Rent Expense**
- (c) Duration of the contracts / arrangements/transactions: **Perpetual**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **Rs. 95,000/-**
- (e) Date(s) of approval by the Board, if any: **NA**
- (f) Amount paid as advances, if any: **Nil**

**For & on behalf of the Board**  
**SSMD AGROTECH INDIA LIMITED**

**Ishu Munjal**  
**Managing Director**  
**DIN: 07454692**  
**Add: G-215, Preet Vihar**  
**East Delhi, Delhi-110092**



**Date: 01.08.2025**  
**Place: Delhi**