Syncom Formulations (India) Limited

A WHO-GMP & ISO 9001-2015 Certified Company

CIN No. : L24239MH1988PLC047759

SYNCOM/SE/2020-21 **3rd September, 2020**

Online filing at: www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
MUMBAI - 400001

BSE CODE: 524470

Sub: Submission of 32nd Annual Report alongwith the Notice of Annual General Meeting to be held on 30th Sept., 2020 through Video Conferencing (VC)/ Other Audio Visual Means (OVAM) at 2:30 P.M. pursuant to Regulation 34(1) of SEBI (LODR) Regulations, 2015.

Dear Sir/Ma'am,

We wish to inform you that the 32nd Annual General Meeting (AGM) of the members of Syncom Formulation (India) Limited is scheduled to be held on Wednesday, September 30, 2020 at 2.30 p.m.through video conferencing ("VC")/Other Audio Visual Means ("OAVM). In view of the spread of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circulars No. 14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020 and No.20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars ") and the Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 ("SEBI Circular"), has allowed for conducting the Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

Pursuant to Regulation 34 (1) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclose herewith the soft copy of the Annual Report for the financial year ended on 31st March, 2020 along with the Notice of 32nd Annual General Meeting to be held on Wednesday, September 30, 2020 at 2.30 p.m.

The abovementioned documents are available shall be available on the Company's website at www.sfil.in.

Thanking You,
Yours Faithfully,
For, SYNCOM FORMULATIONS (INDIA) LIMITED

SHUBHAM DUBEY
COMPANY SECRETARY &
COMPLIANCE OFFICER
Encl: Annual Report 2019-20 along with Notice of AGM

SYNCOM FORMULATIONS (INDIA) LIMITED

Bringing a smile on every face...

Regd. Off. : 7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (East), MUMBAI-400 093, INDIA. Tel. : +91-22-30887744-54 Fax : +91-022-30887755 Email : sfil87@hotmail.com
Corp. Off. : 207, Saket Nagar, INDORE - 452 018, M.P., INDIA. Tel. : +91-731-2560458/2700458 E-mail : info@sfil.in
Works : 256-257, Sector-1, PITHAMPUR Dist.-Dhar, M.P. - 454 775, INDIA. Tel. :+ 91-7292-403122/407039 Email : info@sfil.in
Website : http://www.sfil.in

SYNCOM FORMULATIONS (INDIA) LIMITED

A WHO-GMP & ISO 9001-2015 CERTIFIED COMPANY



32ND ANNUAL REPORT 2019-2020

SYNERGISTIC COMBINATION FOR HEALTH

CRATUS

Right Nutrition

BIOTIN

Hair-Nails-Skin

Tablets

GROWTH FORMULA

- ✓ Helps Hair Growth
- ✓ Helps Bring Glow to Skin
- ✓ Helps Strengthen of Hair
- ✓ Helps Reducing Brittleness of Nails



TESTOSTERONE BOOSTER

Tablets

Maximum Strength

- ✓ Boost testosterone level naturally
- ✓ Increase performance level
- ✓ Facilitate better muscle gain



Omega 3

FISH OIL

Triple Strength Softgel Capsules

Molecularly Distilled

- ✓ Helps Boosts Heart & Brain Health
- ✓ Helps Increases Immune System
- ✓ Helps Reduces Blood Triglycerides level



JOINT CARE

Tablets

Gold Strength

- ✓ 1500mg Glucosamine,
- ✓ 1200mg Chondroitin with Boswellia,
- ✓ Collagen & Curcumin



Daily Multi-Vitamin

Tablets

- ✓ Daily Nutrition Blend of 39 Multivitamin, Minerals & Anti-Oxidants#
- ✓ Enriched with Vegetarian source of OMEGA-3#
- ✓ 1 Tablet Daily-health Supplement#



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EAT CLEAN & STAY HEALTHY

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- ✓ Removes Dust & Dirt
- ✓ Removes Waxes
- ✓ Removes Pesticides & Preservatives



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BOARD OF DIRECTORS

Shri Kedarmal Shankarlal Bankda
Executive Chairman
Shri Vijay Shankarlal Bankda
Managing Director
Smt. Rinki Ankit Bankda
Whole-Time Director
Shri Krishna Das Neema
Independent Director
Shri Vinod Kumar Kabra
Independent Director
Shri Praveen Jindal
Independent Director

OTHER KEY MANAGERIAL PERSONNEL

Shri Ankit Kedarmal Bankda
Chief Financial Officer
CS Shubham Dubey
Company Secretary & Compliance Officer

AUDIT COMMITTEE

Shri Krishna Das Neema
Independent Director - Chairman
Shri Vinod Kumar Kabra
Independent Director - Member
Shri Praveen Jindal
Independent Director - Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Shri Krishna Das Neema
Independent Director - Chairman
Shri Vinod Kumar Kabra
Independent Director - Member
Shri Praveen Jindal
Independent Director - Member

NOMINATION AND REMUNERATION COMMITTEE

Shri Krishna Das Neema
Independent Director - Chairman
Shri Vinod Kumar Kabra
Independent Director - Member
Shri Praveen Jindal
Independent Director - Member

CSR COMMITTEE

Shri Kedarmal Shankarlal Bankda
Whole Time Director - Chairman
Shri Vijay Shankarlal Bankda
Managing Director - Member
Shri Krishna Das Neema
Independent Director - Member

RISK MANAGEMENT COMMITTEE (Constituted Voluntary)

Shri Vijay Shankarlal Bankda
Managing Director - Chairman
Shri Krishna Das Neema
Independent Director - Member
Smt. Rinki Ankit Bankda
Whole-Time Director - Member

STATUTORY AUDITOR

Sanjay Mehta & Associates
Chartered Accountants
Indore - 452 018 (M.P.)

INTERNAL AUDITOR

Bansal & Agrawal
Chartered Accountants
Indore - 452 001 (M.P.)

SECRETARIAL AUDITOR

D.K. Jain & Co.
Company Secretaries
Indore - 452 001 (M.P.)

COST AUDITOR

M. Goyal & Co.
Cost Accountants
Jaipur - 302 015 (Raj.)

BANKERS

Bank of Baroda, Mumbai
IDBI Bank, Indore

NAME OF STOCK EXCHANGE & SCRIP CODE

BSE Ltd., Scrip Code: 524470, ISIN: INE312C01025

REGISTERED OFFICE

7, Niraj Industrial Estate, Off Mahakali Caves Road,
Andheri (E), Mumbai (M.H.) 400093
Phone : 022-26877700 / 11
Email : finance@sfil.in
Website : www.sfil.in

CORPORATE OFFICE

207, Saket Nagar, Indore (M.P.) - 452018
Phone : 0731-2560458
Email : finance@sfil.in
Website : www.sfil.in

WORKS / PLANT

256-257, Sector I, Industrial Area,
Pithampur - **Dhar** (M.P.) 454774

SHARE TRANSFER AGENT

Ankit Consultancy Pvt. Ltd.
Plot No. 60, Electronic Complex, Pardeshipura,
Indore (M.P.) - 452001
Phone : 0731-4065797 / 4065799
Email : ankit_4321@yahoo.com
rtaindore@gmail.com

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NOTICE FOR THE 32ND ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the members of **SYNCOM FORMULATIONS (INDIA) LIMITED** will be held on **Wednesday, the 30th day of September, 2020 at 2:30 P.M.** through Video Conferencing (VC) / Other Audio Visual Means (OVAM) for which purposes the registered office of the company situated at 7, Niraj Industrial Estate, Off Mahakali Caves Road Andheri (East) Mumbai City (M.H.) 400093 shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements containing the Balance Sheet as at 31st March, 2020, the Statement of changes in Equity, Profit & Loss and Cash Flow for the financial year ended 31st March, 2020 and the Reports of the Boards and Auditors thereon as on that date.
2. To appoint a director in place of **Shri Kedarmal Shankarlal Bankda (DIN: 00023050),** Whole-time Director who is liable to retire by rotation at this annual General Meeting and being eligible offers himself for re-appointment.

SPECIAL BUSINESSES:

3. **To ratify the remuneration of Cost Auditor of the company for the year 2020-21:**
   To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**
   RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors Rules) 2014, including any statutory modifications(s) or re-enactment thereof for the time being in force, the members of the Company be and is hereby ratify the payment of remuneration of Rs. 35,000/- (Rupees Thirty five Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actual to **M/s M. Goyal & Co**., (Firm Registration No. 000051) appointed by the Board of Directors of Company upon the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2020-21.
4. **Approval of Transactions / Contracts / Arrangements with Related Party under section 188 of the Companies Act 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015:**
   To consider and, if thought fit, to pass with or without modification(s), the following resolution, as **Ordinary Resolution:**
   RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transactions, consent of the members of the company be and is hereby accorded to enter into transactions / contracts / agreements, in the ordinary course of its business and on arm's length basis, for purchase, sale or deal in the products, goods, stock in trade as also such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount not exceeding aggregating Rs. 75.00 Crores (Rupees Seventy Five Crores only) in each financial year.
   RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as maybe considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.
5. **For authority to the Board to give loans and advances to Companies/Body Corporate under section 185 of the Companies Act, 2013:**
   To consider and, if thought fit, to pass with or without modification(s), the following resolution, as **Special Resolution:**
   RESOLVED THAT pursuant to the provisions of Section 185, 186 read with section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof) and the SEBI (LODR) Regulations, 2015 as may be applicable, the approval of members of the company, be and is hereby accorded for authority to the Board of directors and/or committee thereof for providing any advance(s), loan(s), any loan represented by book debts, and/or to give guarantee or to provide any security on the assets of the Company in connection with loan taken by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs. 25.00 Crores (Rupees Twenty Five Crores only) at any point of time.

Place : Indore **By order of the Board**
Date : 14th August, 2020
SYNCOM FORMULATIONS (INDIA) LIMITED
CIN: L24239MH1988PLC047759 **CS SHUBHAM DUBEY**
Registered Office: **Company Secretary &**
7, Niraj Industrial Estate, **Compliance Officer**
Off Mahakali Caves Road, **ACS : 54971**
Andheri (East), Mumbai - 400093 (M.H.)

NOTES :

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 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) can 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 only and no physical presence at the meeting is required.
2. Pursuant to the Circular No. 14/2020 dated 8th April, 2020, issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM hence the proxy form and attendance slip are not annexed to this notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before 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 atleast 1000 members on first come first served basis. However, this number does not include the large Shareholders holding 2% or more share capital, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Secretarial Auditors, Scrutinizers, 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 MCA dated 8th April, 2020, 13th April, 2020 and 5th May, 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 made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, and independent agency for providing necessary platform for VC/OAVM and necessary technical support as may be required. Therefore, the facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the AGM will be provided by CDSL.
6. The Notice calling the AGM along with complete Annual Report has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the BSE Ltd. at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility and providing necessary platform for VC/OAVM) i.e. https://www.evotingindia.com.
7. This 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 8th April, 2020 and MCA Circular No. 17/2020 dated 13th April, 2020 and MCA Circular No. 20/2020 dated 5th May, 2020.
8. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company http://www.sfil.in as soon as possible after the Meeting is over.
9. In compliance with the aforesaid MCA Circulars dated 5th May, 2020 and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20

is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website http://www.sfil.in, websites of BSE Ltd. at www.bseindia.com, and on the website of CDSL https://www.evotingindia.com. However, if any specific request received from the members for demanding of the physical copy of the Annual Report will be provided by the company but subject to time taken by the courier and Postal Department looking to the Covid-19.

10. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

11. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013, which sets out details relating to special business i.e. Items No. 3 to 5 set out in the Notice, is annexed thereto.

12. The company has notified closure of Register of Members and Share Transfer Books from **24th September, 2020, Thursday to 30th September, 2020, Wednesday (both days inclusive)** for the Annual General Meeting.

13. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **cut-off date 23rd September, 2020 (Wednesday).**

14. CS Anish Gupta, Company Secretary in Whole Time Practice (M. No. FCS 5733 & C.P. No. 4092) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.

15. Members desirous of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of the Meeting at its email ID finance@sfil.in so that the information required may be made available at the Meeting.

16. The Members are requested to:

(a) Quote their ledger folio number in all their correspondence.

(b) Send their Email address to us for prompt communication and update the same with their DP to receive softcopy of the Annual Report of the Company.

17. Members are requested to notify immediately any change in their address and also intimate their active E-Mail ID to their respective Depository Participants (DPs) in case the shares are held in demat form and in respect of shares held in physical form to the Registrar and Share Transfer Agent (RTA) Ankit Consultancy Pvt. Ltd., Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) having email Id ankit_4321@yahoo.com, rtaindore@gmail.com to receive the soft copy of all communication and notice of the meetings etc., of the Company.

18. The report on the Corporate Governance and Management Discussion and Analysis also form part to the report of the Board Report.

19. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained under the Companies Act, 2013 will be available for inspection by the Members electronically during the 32nd AGM. Members seeking to inspect such documents can send an email to finance@sfil.in.

20. Pursuant to the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (Rules), the Company has, during the financial year 2019-20 transferred all the equity shares in respect of which (Dividend year 2012-13) dividend has not been claimed/encashed for 7 (Seven) or more consecutive years to the Investor Education and Protection Fund Authority (IEPF) of the Central Government as on the due date of transfer. The Company shall further transfer to the IEPF Authority all the shares in respect of which dividend had remained unpaid or unclaimed for 7 (seven) consecutive years or more as for the dividend declared in the year 2012-13 on the due date of transfer. The details of shares transferred/unpaid dividend to the IEPF Authority are posted on the website of the Company at http://www.sfil.in. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: http://www.iepf.gov.in/. Members may note that the shares as well as the unclaimed dividend so transferred to the IEPF authority can be claimed back from the IEPF Authority as per the procedure prescribed under the Rules.

20.1 Members who have not encashed the dividend for the year 2012-13 to 2016-17 are requested to please approach to the Company for obtaining duplicate dividend warrants/Cheque. Please note that the amount remained unpaid or unclaimed for the year 2012-13 for a period upto 7 years shall be transferred to the IEPF of the Central Government and no claim in respect thereof shall be entertained by the Company thereafter.

20.2 SEBI has mandated that for registration of transfer of the shares in the d-mat form only after 1st April, 2019. Therefore, it is advised to the shareholders, holding their shares in the physical form to get convert into the D-mat form.

21. As per SEBI Circular dated 20th April, 2018 such shareholders holding shares of the company in the physical form are required to provide details of the Income Tax Permanent Account No. and Bank Account Details to the RTA having email Id ankit_4321@yahoo.com, rtaindore@gmail.com. The Company has already sent letter and 2 reminders in the physical form by the Registered Post. It may please be noted very carefully by the shareholders who are unable to provide required details to the Share Transfer Agent, or informed that the shares available in their name as per records to the share transfer agent does not belong to them or letter return back shall be subject to enhanced due diligence by the Company and the RTA.

22. Due dates for transfer of unclaimed/unpaid dividends as at 31st March, 2020 and due date for transfer thereafter to IEPF are as under :

Financial Year	Date of Declaration	Rate of Dividend in Rs. 10/- per Share	Due date for transfer to IEPF
2012-13	05.08.2013	0.60	04.08.2020
2013-14	22.09.2014	0.02*	21.11.2021
2014-15	25.09.2015	0.02	24.11.2022
2015-16	30.09.2016	0.02	29.11.2023
2016-17	29.09.2017	0.02	28.11.2024

* Sub-divided into Re. 1/- per share.

** No dividend declared in the financial year 2017-18, 2018-19.

23. Voting through electronic means

Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

(i) The voting period begins on **27th day of September, 2020 Sunday (I.S.T. 9.00 A.M.) and ends on 29th day of September, 2020 Tuesday (I.S.T 5.00 P.M.).** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **23rd September, 2020 Wednesday** (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Dept. (Applicable for both demat shareholders as well as physical shareholders)
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company

on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for the relevant **"SYNCOM FORMULATIONS (INDIA) LIMITED"** on which you choose to vote.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast also cast their vote using CDSL's mobile app **"m-Voting"**. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

24. **Process for those shareholders whose email addresses are not registered with the Depositories for obtaining Login Credentials for E-Voting for the Resolutions proposed in this notice:**

i). For Physical shareholders - please provide necessary details like 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 finance@sfil.in/ rtaindore@gmail.com.

ii). For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) finance@sfil.in/ rtaindore@gmail.com.

iii). The company/RTA shall co-ordinate with CDSL and provide the login credentials to the abovementioned shareholders.

25. **Instructions for members attending the AGM through VC/OAVM are as under:**

i). Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at https://www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

ii). Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

iii). Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv). Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v). Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at finance@sfil.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 (seven) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at finance@sfil.in (company email id). These queries will be replied by the company suitably by email.

vi). Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

26. **Instructions for members for E-Voting during 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. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders 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.
5. 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.

27. **Note for Non-Individual Shareholders and Custodians**

i). Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

ii). A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

iii). After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

iv). The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

v). A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

vi). Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; finance@sfil.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

vii). In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

viii). All grievances connected with the facility for voting by electronic means may be addressed to Shri Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

28. Other Instructions

1. Members can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
2. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e., **23rd September, 2020 (Wednesday),** may obtain the login ID and password by sending a request at rtaindore@gmail.com
3. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. **23rd September, 2020 (Wednesday)** only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.
4. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged in at the AGM but have not cast their votes by availing the remote e-voting facility.
5. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same.

6. The result declared along with the Scrutinizer's Report shall be placed on the Company's website http://www.sfil.in and on the website of CDSL immediately. The Company shall simultaneously forward the results to BSE Ltd., where the shares of the Company are listed.
7. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:
   M/s. Ankit Consultancy Pvt. Ltd.
   60, Electronic Complex,
   Pardeshipura, Indore (M.P.) 452010
   Tel: 0731-4281333, 4065797/99
   E-mail: ankit_4321@yahoo.com, info@ankitonline.com
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Ankit Consultancy Private Limited, Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452001, in case the shares are held by them in physical form.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Ankit Consultancy Pvt. Ltd, Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452001, in case the shares are held in physical form.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
11. Members may also note that the Annual Report for year 2019-20 is also available on Company's website www.sfil.in.
12. The Brief profile of the director seeking re-appointment at the ensuing annual general meeting is annexed with the Notice.
13. As the 32nd AGM is being held through VC, the route map is not annexed to this Notice.

BRIEF PROFILE OF THE DIRECTOR SEEKING RE-APPOINTMENT AS PER ITEM NO. 2 OF THE NOTICE OF ENSUING ANNUAL GENERAL MEETING AS PER SEBI (LODR) REGULATIONS, 2015 AND COMPANIES ACT, 2013.

Name of Director	**Shri Kedarmal Shankarlal Bankda**
DIN	**000023050**
Designation	**Chairman & Whole- time Director**
Date of Birth	25/08/1952
Date of Appointment	13/04/1992
Expertise/ Experience in specific functional areas	44 years of experience in Pharma field in various capacities. He is the Core Promoter of company, since its inception.
Qualification	M.Com
No. & % of Equity Shares held	9,01,94,650 i.e. 11. 55%
List of outside Company's directorship held	ARP Pharma Private Limited
Chairman / Member of the Committees of the Board of Directors of the Company	1.CSR Committee 2. Corporate Compliance Committee
Chairman / Member of the Committees of the Board of Directors of other Companies in which he is director	-
Interse relations with other directors and KMP	Brother of Shri Vijay Shankarlal Bankda, Managing Director and father in law of Smt. Rinki Ankit Bankda, Whole-time Director and Father of Shri Ankit Bankda, CFO of the company.

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES:

Item No. 3:

Members are hereby informed that upon the recommendation of the Audit Committee, Board of Directors of your Company has appointed of M/s M. Goyal & Co., Cost Accountant (Firm Registration No. 000051) as the Cost Auditor of the Company for conducting Cost Audit for the year 2020-21 at a remuneration of Rs. 35,000/- plus applicable GST. The Cost Auditor regarding has given his consent and eligibility for appointment as Cost Auditor, will be available for inspection of the Members electronically during the 32nd AGM. Members seeking to inspect such documents can send an email to finance@sfil.in, during business hours up to the date of the Meeting.

In accordance with the provision of section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor is required to be ratified by the Members of the company, accordingly consent of the members is sought for the resolution set out in Item No. 3 of the Notice by way of an Ordinary Resolution.

None of the directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested financially or otherwise in the proposed Resolution. The Board recommends to pass necessary resolution as set out in the Item No. 3 of the notice as an Ordinary Resolution.

Item No. 4:

The Company is engaged in the business of manufacturing, selling, distribution and marketing of pharmaceuticals. The company, in the ordinary course of its business and on arm's length basis enters into various transactions, contracts and agreements, severally, with various parties inter alia, include purchase, sales and dealing in products, goods, stock in trade, availing or rendering of services as also reimbursements of expenses, recovery of cost or such other transactions, which are entered into ordinary course of the company's business, at arm's length and in best interest of the company.

Considering the future business projections, the company envisages that the transactions with **Synmex Pharma and Vincit International,** Shri Ankit Bankda, the Chief Financial Officer and **Suvir Industries** is a proprietorship concern of Shri Rahul Bankda, the Senior Executive of the Company and relative of Directors as described in the following table may exceed the materiality threshold of ten percent (10%) of the annual turnover of the company in terms of explanation (i) to Regulation 23 of the SEBI Listing Regulations, and by way of an enabling resolution, approval of the shareholders is being sought.

The particulars of the transactions/contracts/arrangements are as under:

Name of the Related Party	**Synmex Pharma**	**Vincit International**	**Suvir Industries**
Name of Director(s) or Key Managerial Personnel who is related	1. Shri Kedarmal Shankarlal Bankda, Chairman & whole-time Director 2. Smt. Rinki Ankit Bankda, Wholetime Director 3. Shri Ankit Kedarmal Bankda, Chief Financial Officer	1. Shri Kedarmal Shankarlal Bankda, Chairman & whole-time Director 2. Smt. Rinki Ankit Bankda, Wholetime Director 3. Shri Ankit Kedarmal Bankda, Chief Financial Officer	Shri Vijay Shankarlal Bankda, Managing Director
Nature of Relationship	Synmex Pharma Proprietor is Shri Ankit Kedarmal Bankda, CFO of the Company and son of Shri Kedarmal Bankda and Spouse of Smt. Rinki Ankit Bankda, Whole Time Director's of the company.	Vincit International Proprietor is Shri Ankit Kedarmal Bankda CFO of the Company and son of Shri Kedarmal Bankda and Spouse of Smt. Rinki Ankit Bankda, Whole Time Director's of the company.	Suvir Industries Proprietor is Shri Rahul Vijay Bankda, who is Son of Shri Vijay Shankarlal Bankda, Managing Director of the Company.

Material terms of the transactions/ contracts/arrangements	Purchase/Sale and dealing in products/goods, stock in trade, availing or rendering of services, reimbursements of expenses, recovery of cost, or such other transactions.		
Are the transactions in the ordinary course of business	Yes	Yes	Yes
Are the transactions on an arm's length basis	Yes	Yes	Yes
Whether the transactions have been approved by the Audit Committee and the Board of Directors	Yes	Yes	Yes
Aggregate amount of transactions to be enter with related party.	Upto Rs. 25 Crores	Upto Rs. 25 Crores	Upto Rs. 25 Crores

The annual value of the transactions proposed is estimated on the basis of the company's current transactions and future business.

The Board is of the opinion that of above transactions shall be in best interest of the company.

The concerning directors as the case may be deemed to be concerned or interested financially to the extent of the transaction made by the company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members as an ordinary resolution.

Shri Kedarmal Shankarlal Bankda and Smt. Rinki Ankit Bankda, Whole-time Director's and Shri Vijay Shankarlal Bankda, Managing Director of the company and Shri Ankit Kedarmal Bankda, CFO of the company and their relatives are concerned or interested financially or otherwise in the proposed Resolution except above none of the Directors and KMP's are interested in the said resolution.

Item No. 5:

As per section 185 of the Companies Act, 2013 as amended by the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018 which empowers the Board of Directors of the company to give advances, loans including any loan represented by book debts or give any guarantee or provide any security in connection with any loan taken by any company and/or body corporate in whom any or all the director(s) of the company are considered as directly/indirectly concerned or interested subject to the approval of members by way of Special Resolution. Therefore in view of the requirements of other companies or the body corporate in which one/or more directors may be concerned or interested, may be required to provide its financial support by way of providing short term or long term loans, advances and/or to provide guarantee or security on the assets of the Company on behalf of such companies/body corporate to such other bank/financial institution which provides loans and advances whether fund based or non-fund based credit facilities as the case may be from time to time in view of the business requirements of such companies to support them. The Board considered that it may needs to provide the advances, loans or to provide guarantee or security to M/s Strand Developers Pvt. Ltd., and M/s Paradise Vyapaar Pvt. Ltd. subject to the maximum of Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) at any point of time.

However, before providing aforesaid loans, advances or guarantee and securities the **Board shall ensure that:-**

1) The said loan will be used by entities in their normal course of business.
2) Compliance under section 186 and l88 of the Companies Act, 2013;
3) The related entity will check their limit as prescribed under section 180 of the Companies Act, 2013 if applicable

Shri Kedarmal Shankarlal Bankda and Smt. Rinki Ankit Bankda, Whole-time Director's and Shri Vijay Shankarlal Bankda, Managing Director of the company and Shri Ankit Kedarmal Bankda, Chief Financial Officer may be deemed to be concerned or interested financially to the extent of the loans, advances, guarantee or securities furnished by the Company. The Board of directors recommends the aforesaid Special Resolution set out at Item No. 5 of the Notice for approval by the shareholders

Place : Indore
Date : 14th August, 2020
SYNCOM FORMULATIONS (INDIA) LIMITED
CIN: L24239MH1988PLC047759
Registered Office:
7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (East), Mumbai - 400093 (M.H.)

By order of the Board

CS SHUBHAM DUBEY
Company Secretary &
Compliance Officer
ACS : 54971

BOARD'S REPORT & MANAGEMENT DISCUSSION AND ANALYSIS

To,
The Members of,
Syncom Formulations (India) Limited

The Directors presenting their 32nd Annual Report along with the Audited Standalone Financial Statements of **Syncom Formulations (India) Limited** ("the Company" or "Syncom") for the year ended 31st March, 2020.

HIGHLIGHTS OF PERFORMANCE/STATE OF AFFAIRS

- Total net income for the year increased to Rs. 21,073.29 Lakhs as compared to Rs. 19,185.30 Lakhs in the previous year;
- Total net sales for the year increased to Rs. 20,551.10 Lakhs as compared to Rs. 18,677.22 Lakhs in the previous year;
- Total profit before tax for the year was Rs. 1,728.90 Lakhs as compared to Rs. 1,267.54 Lakhs in the previous year; and
- Profit after tax for the year was Rs. 1,425.34 Lakhs as compared to Rs. 1109.01 Lakhs in the previous year.

Financial Results **(Rs. In Lakhs)**

Particulars	Year Ended On	
	31.03.2020	**31.03.2019**
Revenue from Operations (Net)	20551.10	18677.22
Other Income	522.19	508.08
Total Income	**21073.29**	**19185.30**
Total Expenditure except Interest and Depreciation	18887.10	17495.60
Profit before Interest, Depreciation & Tax (EBIDTA)	**2186.19**	**1689.70**
Less: Interest	46.01	21.88
Less: Depreciation	406.11	400.28
Profit before Tax and exceptional item	**1734.07**	**1267.54**
Less: Exceptional Item	5.17	-
Profit before Tax	**1728.90**	**1267.54**
Less: (a) Current Tax	443.39	330.92
(b) Tax adjustments related to previous year	(0.13)	13.12
(c) Deferred Tax	(139.70)	(185.51)
Net Profit for the Year	**1425.34**	**1109.01**
Add: Other Comprehensive Income	(122.72)	(40.86)
Total Comprehensive Income	**1302.62**	**1068.15**
Paid up Equity Share Capital	7806.52	7806.52
EPS (Equity Shares of Re. 1/- each) Basic & Diluted (in Rs.)	**0.17**	**0.14**

The Company has adopted Indian Accounting Standards (Ind-AS) from 1st April, 2017 as prescribed under Section 133 of the Companies Act, 2013 ("the Act"), read with the relevant rules issued thereunder and accordingly, these financial statements for all the periods presented have been prepared in accordance with the recognition and measurement principles as stated therein.

DIVIDEND

In view to conserve resources, the Board has not recommended any dividend on Equity shares for the Financial Year 2019-20 (Previous year 2018-19: NIL).

SHARE CAPITAL & RESERVES

The paid up Capital of Syncom as on 31st March, 2020 was Rs. 78,06,52,180 divided into 78,06,52,180 equity shares of Re. 1/- each. During the year under review, Syncom has neither issued shares with differential voting rights nor granted stock options nor sweat equity. As on 31st March, 2020 your company do not hold any instruments convertible into the equity shares of the Company.

CHANGE IN CONTROL AND NATURE OF BUSINESS

There is no change in control and nature of business activities during the period under review.

TRANSFER TO RESERVES

During the year under review your company proposes to transfer Rs. 1250.00 Lakhs to the general reserves (Previous year Rs. 750.00 Lakhs). The total accumulated reserves of the Company in the financial year ending 31st March, 2020 were Rs. 6758.50 Lakhs as compared to the previous financial year Rs. 5455.88 Lakhs.

FINANCE

Cash and cash equivalent as at 31st March, 2020 was Rs. 820.75 Lakhs as compared to Rs. 734.90 Lakhs in previous year. Syncom continues to focus on judicious management of its working capital, Receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

Syncom is having status of debt free company and it has obtained loans against the lien on FDRs.

IMPACT OF COVID-19 PANDEMIC

Inflict of COVID-19 pandemic all around the world has affected activities of all businesses. In India, there has been severe disruption to regular business operations due to lock-downs, disruptions in transportation, travel bans, quarantines, social distancing and such other emergency measures. In assessing the recoverability of receivables, inventories, loans and other financial assets, the Company has considered internal and external information up to the date of approval of the financial statements. Considering the uncertainties involved in estimating the impact of this pandemic, the future impact of this pandemic may be different from those estimated as on the date of approval of these financial statements.

TRANSFER OF THE AMOUNT OF UNPAID DIVIDEND AND EQUITY SHARES TO INVESTOR EDUCATION & PROTECTION FUNDS (IEPF)

Pursuant to the provisions of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the Rules") all unpaid or unclaimed dividend for a period exceeding 7 years are required to be transferred by the company to the IEPF established by the Government of India. Further, the shares on which dividend has not been paid or claimed by the shareholders for 7 (seven) consecutive years or more are also required to be transferred to the D-mat account of the IEPF Authority.

Accordingly, Syncom has transferred the unclaimed and unpaid dividends of Rs. 98,723/- and has also transferred corresponding 84,790 equity shares of Re. 1/- each for the F.Y. 2011-12 to the IEPF Authority as per the requirement of the IEPF rules. There are also 320 shares not transferred to IEPF Authority due to Suspended status of account of Shareholders for the F.Y. 2011-12. The Company has also transferred the unpaid /unclaimed dividend for the year 2011-12 of Rs. 98,723/- to the IEPF Authority within the prescribed time.

The details relating to dividend remaining unpaid-unclaimed from the year 2012-13 onward in the Company have been given in the Corporate Governance Report attached with the annual report of the Company and also hosted on the website of the Company.

DEPOSITS

The details relating to deposits, covered under Chapter V of the Act

(a) Accepted during the year : Nil

(b) Remained unpaid or unclaimed as at the end of the year : Nil

(c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved : Nil

Details of deposits which are not in compliance with the requirements of Chapter V of the Act:

The Company has not accepted any deposits which are not in compliance of the Companies (Acceptance of Deposits) Rules, 2014 during the financial year.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Your company has not given any guarantee or provided any security to the other business entity during the financial year, however, has earlier made investment in equity shares of other companies and also given loan to other companies. The following details of the investments made and loan given are disclosed as per the requirement of Regulation 34(3) of the SEBI (LODR) Regulations, 2015 read with Schedule V of the Listing Regulations.

Name of the Company	Investment made/ Loans Provided	No. of Shares/	Op. Balance as on 31/03/2019 (Fair Value in Rs.)	Transactions made during the year	Cl. Balance as on 31/03/2020 (Fair Value in Rs.)
Ravi Kumar Distileries Ltd.	Investment in equity shares	511000	45,17,240	0	23,30,160
Bil Energy Systems Ltd.	Investment in equity shares	1063000	41,45,700	0	5,20,870
PFL Infotech Ltd.	Investment in equity shares	32700	2,48,193	0	1,40,610
Risa International Ltd.	Investment in equity shares	45000	23,850	0	29,250
Rutron International Ltd.	Investment in equity shares	550000	7,48,000	0	2,53,000
Upsurge Investment & Finance Ltd.	Investment in equity shares	274000	54,11,501	0	30,57,840
Options Infra Projects Pvt. Ltd.	Loan Provided	-	51,40,548	(1,40,548)	50,00,000

Note :

1. The investment and loan made by the company are within the powers of the Board of directors as specified under the provisions of section 186 the Companies Act, 2013 and the company.
2. The fair market value of the Investments as at 31st March, 2020 was recorded for Rs. 63,31,730/- only as per requirement of the IND-AS against the original cost of Investments was Rs. 6,23,18,568/-.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

ECONOMIC SCENARIO AND OUTLOOK

India is one of the fastest growing economies in the world and is expected to be one of the top three economic powers in the world over the next 10-15 years, backed by its robust democracy and strong partnerships. The global economic growth is estimated to be 2.9% in 2019 down from 3.6% in 2018. In the beginning of 2020, the COVID-19 pandemic has imposed severe impact on economic activity as a result; the global economy is projected to contract sharply by - 3% in 2020. With a rapid increase of this pandemic, more than 150 countries had put in place partial or complete lockdown to contain the virus. The lockdown has resulted supply chains disruptions, lower productivity, decreasing demand, income declines and heightened uncertainty leading to further business closures and job losses. Because of the economic fallout, various governments are taking substantial targeted fiscal, monetary and financial market measures to normalize economic activity. Large number of countries is expected to negative per capita income growth in 2020. There is a multi-layered crisis with de facto shutdown of significant portion of the economy. Central banks of various countries have already taken significant actions to have rate cuts, provide monetary benefits and liquidity support to reduce systemic stress. These actions have contributed to ensure that the economy is better placed to recover. There remains considerable uncertainty around the forecast; however, assuming that pandemic to fade in the second half of 2020, global growth is expected to rebound to 5.8% in 2021 reflecting the normalization of economic activity. Fruitful approaches are essential to presuppose the possibility of worse outcomes. Necessary measures to reduce infection and protect lives are important investments for long-term human and economic health.

INDUSTRY STRUCTURE AND OPPORTUNITIES

The Indian pharmaceutical industry is one of the world's fastest growing industries and among the biggest contributors to the world economy. The Indian pharmaceutical industry is the third largest by volume and 12th largest in terms of value in the world. India is the largest provider of generic drugs globally. Indian pharmaceutical sector supplies over 50 per cent of global demand for various vaccines, it plays a unique role in improving the lives of patients. Its role has become far more critical during the fight against COVID -19 pandemic. COVID-19 Pandemic has opened up opportunities for the Indian pharmaceutical sector due to the various reasons i.e. Lower operating cost, populations and no. of actives cases of COVID-19. Further, Indian Pharmaceuticals companies have largely dependence on Chinese imports for their Raw Materials, which includes Active Pharmaceutical Ingredients (APIs) and key intermediates, which are converted into generics in India, for exports to all over the world. Syncom has initiated a way to shift towards indigenous goods in respect of their Raw Materials and converted the same into the Finished Goods, while the cost of materials is the major factor between Indigenous goods and Imported goods from China. India offers numerous opportunities for the Pharmaceutical industry. The Government of India take up arms for health sector leading to increased spending is also a growth factor to the Pharmaceuticals industry. The Company has not been seriously affected by the ongoing COIVD 19 Pandemic, but the future outlook has become very uncertain.

While Pharma market/industry is developing at a rapid pace, we are closely monitoring the track of these transformations and remain acute, agile and adaptive in responding to challenges and opportunities.

THREATS, RISKS & CONCERNS

As the world is facing problem of COVID-19 pandemic, there is greater degree of uncertainty about the duration of lockdown and the time required for things to get normal. The extent to which COVID-19 pandemic will impact the operations and financial results is dependent on the future developments, which are highly uncertain. This is the major risk in the near future and its long term impact needs to be assessed

and for the same proactive action taken by the company.

The company is a generic pharmaceutical player operating in different countries across the globe; there are large numbers of players in the market ultimately resulting in cut throat competition. This competition and also the increasing input cost constantly puts pressure on the prices of the generic products which company charges to the customers. During the past few years industry has witnessed various changes. A few other concerns are regulatory risk, growth risk, litigation risk, inflation which ultimately affects the business and volume of the products of the company.

Economic woes of certain geographies are impending the pharmaceuticals market growth, although long term outlook for the industry remains positive. Poor public healthcare funding and infrastructure, currency fluctuations, regulatory issues, government mandated prices controls, inflation and resultant all round increase to input costs are few causes of concern.

Syncom has a Risk Management Policy in force to review and mitigate risks relevant to environmental, operational & business risks to safeguard its interest. Syncom's continued investments in manufacturing facilities and its strategy to remain a vertically integrated pharmaceutical business is a critical differentiator to create sustainable competitive advantage not only for products launched in international markets but also for contractual supplies to global generic companies, with a conscious endeavor for market and customer diversification.

CSR INITIATIVES

In view of the profits of Syncom during immediately financial year, Syncom is required to Undertake Corporate Social Responsibility (CSR) activities during the year 2019-20 as per provisions of the section 135 of the Companies Act, 2013 and the rules made there under. As part of its initiatives under CSR, Syncom has undertaken activities in the areas of Education and Health as covered in the Schedule VII of the Companies Act, 2013.

The Annual Report on CSR activities is annexed herewith as ***"Annexure- A"*** and the CSR policy is available at the website of the Company at www.sfil.in. The Board confirms that the Company has obtained the responsibility statement of the CSR Committee on the implementation and monitoring of the CSR Policy during the year as enclosed to the Board Report.

SEGMENT WISE OR PRODUCT WISE PERFORMANCE

The following segments are identified by the Company:

1) Pharmaceutical Drug & Formulations
2) Trading of Commodity
3) Renting of Property

The Segment wise performance is given in Note 38 to the Audited Financial Statement.

OCCUPATIONAL HEALTH & SAFETY (OH&S)

This initiative involved and positively engaged all levels of personnel on the plant and the Company's business. With regard to employee's safety, two key areas of focus identified were Facility Management for the employees and Equipment, Tools & Material Management. The Facility Management initiative was implemented to ensure adequate welfare facilities for the employees such as wash rooms with bathing facilities, rest rooms, availability of drinking water etc. The Equipment, Tools & Material Management program ensured that the tools used by the employee were safe. The process of screening of contractors was made more stringent to ensure that the employees were aligned with the Company's objectives to ensure 'Zero Harm'.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Many initiatives have been taken to support business through organizational efficiency, process change support and various employee engagement programmers' which has helped the Organization achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/ functional capabilities in order to meet future talent requirement.

Syncom's HR processes such as hiring and on-boarding, fair transparent online performance evaluation and talent management process, state-of-the-art workmen development process, and market aligned policies have been seen as benchmark practices in the Industry. During the year under review, the following Human Resources initiatives received greater focus:

• Employer of Choice: Employees are encouraged to express their views and are empowered to work independently. Employees are given the opportunity to learn through various small projects which make them look at initiatives from different perspectives and thus provide them with a platform to become result oriented. This has helped greatly in overall development of the employee and has significantly arrested the attrition rate.

• Leadership Development: As a part of leadership development, talented employees have been seconded to the senior leadership team to mentor them and prepare them for the next higher role.

• Gender Equality: Syncom as a company has a policy to promote Gender Equality We hire female employees and mentor and groom them to take higher managerial positions. We also encourage our female employee to have a good work life balance.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Key Ratio	2019-20	2018-19	Variance	Comments for Variation in ratio above 25%
Debtors Turnover Ratio	4.85	4.73	2.70%	-
Inventory Turnover Ratio	24.11	32.34	(25.45%)	Inventory holding period increased than previously due to recession in demand.
Interest Coverage Ratio	37.51	56.77	(33.93%)	Increase in finance cost during the year excess utilization of OD Limit to meet out working capital requirement.
Current Ratio	3.12	2.39	30.46%	Company has sufficient fund to meet its Short Term Obligation more than 3 times.
Debt Equity Ratio	0.24	0.30	21.30%	-
Operating Profit Margin (%)	8.40	6.65	26.26%	Increased Signify efficiency of controlling the overall costs.
Net Profit Margin (%)	6.34	5.72	10.83%	-
Return on networth (Any Change)	8.94	8.05	11.40%	Its favorable shows the best utilization of the networth of the Company.

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Statement showing the number of complaints filed and the number of complaints pending as on the end of the financial year is shown as under: -

Category	No. of complaints pending at the beginning of F.Y. 2019-20	No. of complaints filed during the F.Y. 2019-20	No. of complaints pending as at the end of F.Y. 2019-20
Sexual Harassment	Nil	Nil	Nil

No complaints were received during the year which is appreciable as the management of Syncom endeavor efforts to provide safe environment for the female employees of the company.

RISK MANAGEMENT POLICY AND INTERNAL ADEQUACY

Syncom has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of Syncom.

Syncom has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board. The risk management policy of the Company is available at the website at www.sfil.in.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your company has a Vigil Mechanism in place which also includes a whistle blower policy in terms of the listing regulation for Directors and employees of the Company to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on raising of concerns of any violations of legal or regulatory

requirements, incorrect or misrepresentation of any financial statements and reports, etc. The Vigil Mechanism/Whistle Blower Policy of the Company can be accessed on the Company's website at the www.sfil.in and the same is being attached with this Report as ***"Annexure-B".***

All the employees have the right/option to report their concern/grievance to the Chairman of the Audit Committee. During the year under review no protected disclosure from any Whistle Blower was received by the designated officer under the Vigil Mechanism.

SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURES:

The Company does not have any Subsidiary, Associate or Joint Venture at the beginning or any time during the year or at the end of the financial 2019-20. Therefore, the company is not required to furnish any details in the Form AOC-1.

PROVISION OF VOTING BY ELECTRONIC MEANS:

Your Company is providing E-voting facility including remote e-voting and e-voting at AGM under section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015. The details regarding e-voting facility including remote e-voting and e-voting at AGM is being given with the notice of the Meeting.

Further, 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 8th April, 2020, Circular No.17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5th May, 2020, physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) is to be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members are requested to attend and participate in the ensuing AGM through VC/OAVM only.

BOARD OF DIRECTORS, KMPs AND MEETINGS OF THE BOARD

Declaration of Independency by Independent Directors

The Company has received necessary declaration from all the independent directors as required under section 149(6) of the Companies Act, 2013 confirming that they meet the criteria of Independence as per Regulation 16(1)(b) the SEBI (LODR) Regulation, 2015 and the Companies Act, 2013.In the Opinion of the Board, all the independent directors fulfills the criteria of the independency as required under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Independent Directors

The company has at the 30th Annual General Meeting (AGM) of Syncom held on 28th September, 2018, the Members had re-appointed all the existing independent directors viz Shri Krishna Das Neema, (DIN: 02294270), Shri Vinod Kumar Kabra (DIN: 01816189) and Shri Praveen Jindal (DIN: 05327830) for a second term of 5 consecutive years with effect from 1st April 2019 and they are not liable to retire by rotation.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013. Further that the Board confirmed that all the independent directors fulfill the criteria laid under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Directors seeking re-appointment

In accordance with the provisions of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Kedarmal Shankarlal Bankda (DIN: 00023050) Chairman &Whole-time Director is liable to retire by rotation and he is eligible for re-appointment. Your Board recommends passing necessary resolution for his re-appointment.

Change in the terms of appointment/reappointment of Key Managerial Personnel's

At the 31st AGM held on 30th Sept., 2019, the members of the company has approved the following resolution related to change in terms appointment/re-appointment of Key Managerial Personnel's:

1) Re-appointment of Shri Vijay Shankarlal Bankda, Managing Director of the company for a further period of 5 (Five) years w.e.f. 1st December, 2019 by passing a Special Resolution;

2) Revision in Remuneration of Shri Kedarmal Shankarlal Bankda, Chairman and Whole-time Director of the company w.e.f. 1st June, 2019 for remaining terms till 2nd May, 2022 by passing a Special Resolution;

3) Revision in Remuneration of Smt. Rinki Ankit Bankda, Whole-time Director of the company w.e.f. 15th Nov., 2019 for remaining terms till 14th Nov., 2022 by passing a Special Resolution.

Except this, there is no change in the Key Managerial Personnel's of the Company during the year.

Key Managerial Personnel's

Syncom is having 5 (Five) Key Managerial Personnel's viz Shri Vijay Shankarlal Bankda, Managing Director; Shri Kedarmal Shankarlal Bankda, Chairman & Whole-time Director; Mrs. Rinki Ankit Bankda, Whole-time Director; Shri Ankit Kedarmal Bankda, Chief Financial Officer and CS Shubham Dubey, Company Secretary are functioning as the Key Managerial Personnel's under section 203 of the Companies Act, 2013.

Composition of the Board

Syncom is having total 6 (Six) directors in the Board including 3 (Three) independent directors and meeting the requirement of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 as applicable to the Company Shri Kedarmal Shankarlal Bankda is the Chairman of the Board and the Company's meetings.

Number of meetings of the Board

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

The notice of Board meeting is given well in advance to all the Directors. Usually, meetings of the Board are held at the Corporate Office at Indore (M.P.). The Agenda of the Board/Committee meetings is circulated at least a week prior to the date of the meeting. The Agenda for the Board and Committee meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

The Board met 4 (Four) times in financial year 2019-20 viz., on 30th May, 2019, 14th August, 2019,14th November, 2019 and 14th February, 2020. The maximum interval between any two meetings did not exceed 120 days. The Company has complied with all the requirements of the Secretarial Standard-1 in respect of the Board and the Committee Meetings.

Board independence

The definition of 'Independence' of Directors is derived from SEBI (LODR) Regulations, 2015 and section 149(6) of the Companies Act, 2013. Based on the confirmation/disclosures received from the Independent Directors and on evaluation of the relationships disclosed, Shri Krishna Das Neema, Shri Praveen Jindal and Shri Vinod Kumar Kabra are the Non-Executive and Independent Directors in terms of Regulation 17(10) of the SEBI (LODR) Regulations, 2015 and section 149(6) of the Companies Act, 2013.

Policy on Directors' appointment and remuneration

The Board has, on the recommendation of the nomination and remuneration committee framed a nomination, remuneration and evaluation policy which lays down the criteria for identifying the persons who are qualified to be appointed as directors and, or senior management personnel of the company, along with the criteria for determination of remuneration of directors, KMP's and other employees and their evaluation and includes other matters, as prescribed under the provisions of section 178 of Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations 2015. Policy of the Company has been given at the website of the Company at www.sfil.in and the same are also covered in Corporate Governance Report forming part of this annual report.

Annual evaluation by the Board

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairman. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Directors.

DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)© of the Companies Act, 2013:

a. that in the preparation of the annual financial statements for the year ended 31st March, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. that such accounting policies as mentioned in Note 1 & 2 of the Notes to the Financial

Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the profit of the Company for the year ended on that date;

c. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. that the annual financial statements have been prepared on a going concern basis;

e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

f. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

COMMITTEES OF THE BOARD

During the year under review, the Board has the 7 (Seven) Committees, as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as follows:

(a) Audit Committee;
(b) CSR Committee;
(c) Nomination and Remuneration Committee (NRC);
(d) Stakeholders' Relationship Committee (SRC);
(e) Risk management Committee; (RMC) (Voluntarily Constituted);
(f) Corporate Compliance Committee;
(g) Internal Complaint Committee on the Sexual Harassment of women at work place.

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in the "Report on Corporate Governance", a part of this Annual Report and placed on the website at www.sfil.in

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by Syncom with Promoters, Directors, Key Managerial Personnel, or other designated persons which may have a potential conflict with the interest of Syncom. Therefore, there is no requirement to furnish any details in the Form AOC-2.

All Related Party Transactions are placed before the Audit Committee and the Committee has accorded its Omnibus Approval and also reviewed the same periodically also the Board for their consideration on a quarterly basis. The statement is supported by a Certificate from the Managing Director and the Chief Financial Officer. The Company has developed a Related Party Transactions Policy, Standard Operating Procedures for purpose of identification and monitoring of such transactions.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at www.sfil.in

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

SEBI has issued an Order No. WTM/GM/EFD/1/2018-19 dated 2nd April, 2018 in the matter of First Financial Services Limited, and has restrain the company to access the capital market for a period of three years from the date of the order and has allowed the company to enjoy the benefit of the reliefs as granted by them earlier. SEBI had granted an Interim Relief vide letter SEBI/HO/ISD/ISD/OW/P/2016/0000001565 dated 22nd January, 2016 in the aforesaid matter and further orders was issued by the SEBI on 25th August, 2016 for providing reliefs for sale of the investments as per conditions stipulated therein. The Company is complying with the terms and conditions of the same.

The SEBI has further issued show cause Notice on 29th March, 2019 for initiation of inquiry under Rule 4 of Adjudication Rules 1995 read with Section 15I of theSEBI Act and Rule 4 of Adjudication Rules, 2005 read with section 231 of SCRA etc. for imposing penalty. The Company has filed an appeal before the SAT vide Case No. 181 of 2018 against the order dated 2nd April, 2018 issued by SEBI and the final outcome is still pending with the SAT.

AUDITORS

Statutory Auditors & their report

According to applicable provisions of the Companies Act, 2013 M/s Sanjay Mehta & Associates, Chartered Accountant (F.R.N.011524C) was appointed as statutory auditors of the company for a term of 5 (Five) years at the Annual General Meeting of the Company held on 29th September, 2017. The Auditors have confirmed that they eligible to continuing as Auditors of the Company.

The Board takes pleasure in stating that no such observation has been made by the Auditors in their report which needs any further explanation by the Board. The Auditor's Report is enclosed with the Financial Statement in this Annual Report.

Cost Audit and Records

Pursuant to section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, Cost Records as specified by the Central Government under section 148(1) of the Companies Act, 2013 is maintained by the Company in respect of its drug formulation activity is required to be audited. Your Directors had, on the recommendation of the Audit Committee, appointed M/s M. Goyal & Co. Cost Accountants to audit the cost accounts of the Company for the financial year 2020-21 on a remuneration of Rs. 35,000/-plus GST as required under the Companies Act, 2013, the remuneration payable to the cost auditor is required to be placed before the Members in a general meeting for their ratification. Accordingly, a Resolution seeking Member's ratification for the remuneration payable to M/s M. Goyal & Co, Cost Auditors is included at Item No. 3 of the Notice convening the Annual General Meeting.

Your Company has filed the Cost Audit Report for the year 2018-19 to the Central Government on 30/12/2019, which was self-explanatory and needs no comments and the company is in process to file the Cost Audit Report or the year 2019-20.

Secretarial Auditors

Pursuant to the provisions of section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Board of directors has appointed M/s D.K.Jain & Co.,Company Secretaries to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed here with as ***"Annexure-C"***.

Observations of the Secretarial Auditors:

a) SEBI has issued an Order No. WTM/GM/EFD/1/2018-19 dated 2nd April, 2018 in the matter of First Financial Services Ltd. and has restrain the company to access the capital market for a period of three years from the date of the order and has allowed the company to enjoy the benefit of the reliefs as granted by them earlier. The SEBI has further issued show cause Notice in the matter on 29th March, 2019 (received by the company on 1st May, 2019) for intimation of inquiry under Rule 4 of Adjudication Rules 1995 read with section 15 I of the SEBI Act and Rule 4 of Adjudication Rules, 2005 read with Section 23 I of SCRA etc. for imposing penalty for which necessary appeal were made before the SEBI (SAT) and out come of the same is pending.

b) The Company has obtained loans against the pledge/lien of Fixed Deposits with the Dena Bank, SBI and IDBI Banks, however no charge was registered for the same, the total amount outstanding as at 31st March, 2020 is Rs. 214.75 Lakhs as required under section 77 read with section 2(16) of the Companies Act, 2013.

Management Reply:

a) The company have filed appeal before the competent authority, the matter is sub judice therefore, no further comments needs to given at this stage.

b) The company is trying to get the charge registered with MCA but the banker is not signing the required Form CHG-1 by affixing digital signatures in order to get the charge registered. Company is in continuous touch with the banker and will get the charge registered in mean time.

Disclosure of frauds against the Company:

There were no instances for other than reportable fraud to the Central Government covered under section 134(5)(e) of the Companies Act, 2013. Further that, the auditors have not found any fraud as required to be reported by them under section 143(12) to the Central Government during the year 2019-20.

ENHANCING SHAREHOLDERS VALUE

Your Company believes that its Members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive as set and resource base and nurturing overall corporate reputation. Syncom is also committed to creating value for its other stake holders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of the SEBI (LODR) Regulations, 2015 along with the requisite certificate from the Statutory Auditor of the Company confirming compliance with the conditions of the corporate governance is appended and forms a part of this report along with the certificate of Disqualification of Directors received from Practicing Company Secretary as the *"Annexure 1 and 2"* of the Corporate Governance Report.

MD & CFO certification

Certificate obtained from Shri Vijay Shankarlal Bankda, Managing Director and Shri Ankit Kedarmal Bankda, Chief Financial Officer, pursuant to Regulation 17(8) of SEBI (LODR)) Regulations, 2015 and for the year under review was placed before the Board at its meeting held on 30th June, 2020.

A copy of the certificate on the financial statements for the financial year ended March, 31, 2020 is annexed along with this Report as ***"Annexure-D"***.

CONSOLIDATED FINANCIAL STATEMENTS:

Since the Company does not have any subsidiary, associate or joint venture, therefore the requirement for consolidation of the Financial Statements are not applicable to the Company.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts)Rules, 2014, is annexed here with as ***"Annexure-E"***.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL STATUS OF THE COMPANY

No material changes and commitments affecting the financial position of the Company occurred during the Financial Year to which these financial statements relate and the date of report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return for the year 2019-20 in Form MGT-9 is annexed here with as ***"Annexure-F"***. The extract of Annual Return in Form MGT-9 is also hosted on the website of the company www.sfil.in.

RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEES REMUNERATION AND PARTICULARS OF EMPLOYEES.

Pursuant to provision of section 197(12) of Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the details of Top 10 employees given in the ***"Annexure-G"***.

During the year, none of the employees received remuneration in excess of Rs. One Crore Two Lakhs or more per annum or Rs. Eighty Lakhs Fifty Thousand per month for the part of the year. Therefore, there is no information to disclose in terms of the provisions of the Companies Act, 2013.

FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

The Company has in place a Familiarization Program for Independent Directors to provide insights into the company to enable the Independent Directors to understand its business in depth and contribute significantly to the company's success. The Company has devised and adopted a policy on Familiarization Program for Independent Directors and is also available at the company's website at www.sfil.in and the web link for the policy and details of the Familiarization Program imparted to the Independent Directors during the financial year at www.sfil.in.

PREVENTION OF INSIDER TRADING

In view of the SEBI (Prohibition of Insider Trading) Regulation, 2015 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 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.

CAUTIONARY STATEMENT

The statements made in this Report and Management Discussion and Analysis Report relating to the Company's objectives, projections, outlook, expectations and others may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results may differ from expectations those expressed or implied. Some factors could make difference to the Company's operations that may be, due to change in government policies, global market conditions, foreign exchange fluctuations, natural disasters etc.

ACKNOWLEDGEMENTS

Your Directors thanks the various Central and State Government Departments, Organizations and Agencies for the continuous help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, dealers, vendors, and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

For and on behalf of the Board

Place : Indore
Date: 14th August, 2020

KEDARMAL BANKDA
Chairman & Whole-time Director
DIN: 00023050

ANNEXURE 'A'

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes. Our aim is to be one of the most respected companies in India delivering superior and everlasting value to all our customers, associates, shareholders, employees and Society at large. The CSR initiatives focus on holistic development of host communities and create social, environmental and economic value to the society. The Company has framed a CSR Policy in Compliance with the provisions of the Companies Act, 2013 and the same is uploaded on the Company's website and can be accessed at the web link http://www.sfil.in

2. Composition of the CSR Committee:

1. Shri Kedarmal Shankarlal Bankda : Whole-Time Director - Chairman
2. Shri Vijay Shankarlal Bankd : Managing Director- Member
3. Shri Krishna Das Neema : Independent Director- Member

3. Average net profit of the Company for last three financial years:

Financial Year	Profit (Rs. in Lakhs)
2018-19	1267.54
2017-18	1201.49
2016-17	1587.74
Average of above said Profit	**1352.26**

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above):

The Company is required to spend Rs. 27.05 Lakhs towards CSR and your company has expended Rs. 30.51 Lakhs towards the CSR activities for the year 2019-20.

5. Details of CSR spend for the financial year

a. Total amount spent during the financial year 2019-20 : Rs. 30.51 Lakhs
b. Amount unspent if any : NIL
c. Manner in which the amount spent during the financial year is detailed below :

(Rs. In Lakhs)

Sr. No.	Project/ Activities	Sector	Location	Amount Outlay (Budget for project/ activities	Amount spent on the project/ activities	Cumulative expenditure upto reporting period	Amount spent direct or through implementing agency
1.	For Health and Education	Health & Education	Matsyodari Shikshan Sanstha, Jalna – 431213	30.51	30.51	30.51	Through NGO
			TOTAL	**30.51**	**30.51**	**30.51**	

6. During the financial year Company has spent Rs. 30.51 Lakhs against the requirement of Rs. 27.05 Lakhs.

7. The CSR Committee of the Board of Directors hereby confirms that implementation and Monitoring is fully accordance with the CSR Policy of the Company. The amount spent under CSR activities was fully complied with CSR objective and Policy of the Company. The said contribution does not violate any provision of the Companies Act, 2013 and Rules made their under.

For and on behalf of the Board

Place : Indore
Date: 14th August, 2020

KEDARMAL BANKDA
Chairman, Whole-time Director
& Chairman of CSR Committee
DIN: 00023050

ANNEXURE 'B'

VIGIL MECHANISM/WHISTLE BLOWER POLICY

1. Preface

1.1 The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behavior.

1.2 This policy is formulated to provide employee an avenue to lodge Complaints, in line with the commitment of Company to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication. To provide necessary safeguards for protection of employees from reprisals or victimization, for whistle-blowing in good faith.

1.3 Regulation 22 of the SEBI (LODR) Regulation, 2015 provides, to establish a mechanism called "Whistle Blower/Vigil Mechanism Policy" for directors and employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct.

1.4 The purpose of this policy is to provide a framework to protect employees wishing to raise a concern about serious irregularities within the Company.

2. Definitions

2.1 "The Company means Syncom Formulations (India) Limited".

2.2 "Audit Committee" means the Audit Committee of the Board constituted by the Board of Directors of Syncom Formulations (India) Limited in accordance with provisions of Section 177(1) of Companies Act, 2013 read with SEBI (LODR) Regulations, 2015.

2.3 "Competent Authority" means the Shri Vijay Bankda, Managing Director of Syncom Formulations (India) Limited and will include any person(s) to whom he may delegate any of his powers as the Competent Authority under this policy from time to time. In case of conflict of interest (WTD being the subject person), Competent Authority means Chairman of the Audit Committee.

2.4 "Dedicated Confidential Section" means any Section/Department of the Company which is decided by the Competent Authority from time to time for maintaining the records as per the Whistle Blower/Vigil Mechanism Policy.

2.5 "Disciplinary Action" means any action that can be taken on completion of / during the investigation proceedings by the Competent Authority as he/she deems fit considering the gravity of the matter.

2.6. "Employees" mean the entire permanent employees which are working in Syncom Formulations (India) Limited.

2.7 "Improper Activity" means unethical behavior, actual or suspected fraud, embezzlement etc., violation of the Company's general guidelines on conduct, moral turpitude, unlawful conduct etc. by an employee of Syncom Formulations (India) Limited.

2.8 "Investigators" means those persons authorized, appointed, consulted or approached by the Competent Authority in connection with conducting investigation into a protected disclosure.

2.9 "Protected Disclosure" means a concern raised by a written communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

2.10 "Subject" means a person against or in relation to whom a protected disclosure is made or evidence gathered during the course of an investigation.

2.11 "Vigilance and Ethics Officer" means an officer appointed to receive protected disclosures from whistle blowers, maintaining records thereof, placing the same before Audit Committee for its disposal and informing the Whistle Blower the result thereof.

2.12 "Whistle Blower" means an Employee or Director making a Protected Disclosure under this policy.

3. Scope

This policy covers malpractices and events which have taken place/suspected to have taken place, misuse or abuse authority, fraud or suspected fraud, violation of company rules, manipulations, negligence causing danger to public health and safety, misappropriation of money, and other matters or activity on account of which the interest of the company is affected.

Whistle Blower/Vigil Mechanism Policy shall be applicable for all permanent employees and to all the Directors of the Company.

4. Interpretation

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 and/or SEBI Act and/or any other SEBI Regulation(s) as amended from time to time.

5. Guiding Principles

5.1 Protected disclosures shall be acted upon in a time bound manner.

5.2 Complete confidentiality of the Whistle Blower will be maintained.

5.3 The Whistle Blower and/or person(s) processing the protected Disclosure will not be subjected to victimization.

5.4 Evidence of the Protected Disclosure will not be concealed and appropriate action including disciplinary action will be taken in case of attempts to conceal or destroy evidence.

5.5 "Subject" of the Protected Disclosure i.e. Employee against or in relation to whom a protected disclosure has been made, will be provided an opportunity of being heard.

5.6 The Whistle Blower should bring to attention of the Competent Authority at the earliest any improper activity or practice. Although they are not required to provide proof, they must have sufficient cause for concern.

5.7 The Whistle Blower shall co-operate with investigating authorities, maintaining full confidentiality.

6. Whistle Blower – Role & Protections

Role:

6.1 The whistle Blower's role is that a reporting party with reliable information.

6.2 The Whistle Blower is not required or expected to conduct any investigations on his own.

6.3 The Whistle Blower may also be associated with the investigations, if the case so warrants. However, he/she shall not have a right to participate.

6.4 Protected Disclosure will be appropriately dealt with by the Competent Authority.

6.5 The Whistle Blower shall have a right to be informed of the disposition of his disclosure except for overriding legal or other reasons.

Protections:

6.6 No unfair treatment will be meted out to a Whistle Blower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistle Blower.

6.7 Complete protection will, therefore, be given to Whistle Blower against any unfair practice like retaliation, threat or intimidation of termination/suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, any type of harassment, biased behavior or the like including any direct or indirect use of authority to obstruct the Whistle Blower's right to continue to perform his duties/functions including making further Protected Disclosure. The Company will take steps to minimize difficulties, which the Whistle Blower may experience as a result of making the Protected Disclosure.

6.8 If the Whistle Blower is required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the Whistle Blower to receive advice about the procedure, etc.

6.9 The identity of the Whistle Blower shall be kept confidential.

6.10 Any other Employee assisting in the said investigation or furnishing evidence shall also be protected to the same extent as the Whistle Blower.

7. Procedures – Essential and Handling Procedure Disclosure

7.1 The Protected Disclosure/Complaint should be attached to a letter bearing the identity of the Whistle blower/complaint i.e. his/her Name, Employee Code and Location and should be inserted in an envelope which should be closed/secured/sealed. The envelope thus secured/ sealed should be addressed to the Competent Authority and should be super scribed "Protected Disclosure". (If the envelope is not super scribed and closed/sealed/secured, it will not be possible to provide protection to the whistle blower as specified under this policy).

7.2 If the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the Whistle Blower, he/she may send his/her protected disclosure directly to the Chairman of the Audit Committee, Syncom Formulations (India) Limited.

7.3 Anonymous or pseudonymous Protected Disclosure shall not be entertained.

7.4 Protected Disclosure should either be typed or written in legible hand writing in English, Hindi or Regional language of the place of employment of the Whistle blower, should provide a clear understanding of the improper activity involved or issue/concern raised. The reporting should be factual and not speculative in nature. It must contain as much relevant information as possible to allow for preliminary review and proper assessment.

7.5 Investigations into any improper activity which is subject matter of an inquiry or order under the Commission of Inquiry Act, 1952 will not come under the purview of this policy.

7.6 The contact details of the Competent Authority for addressing and sending the Protected Disclosure is as follows:

Shri Vijay Bankda,
Managing Director (Competent Authority)
Whistle Blower/Vigil Mechanism
SYNCOM FORMULATIONS (INDIA) LIMITED

7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (East)
Mumbai - 400 093 (M.H.)

7.7 The Contact details for addressing a protected disclosure to the Chairman, Audit Committee are as follows:

Shri Krishna Das Neema
Chairman, Audit Committee,Whistle Blower/Vigil Mechanism

In addition to above, the exact address shall be displayed prominently on the notice Board of all locations.

7.8 The Competent Authority shall mark the envelope containing the Protected Disclosure to a dedicated Confidential Section, which shall maintain a record thereof.

7.9 The Competent Authority shall weed out frivolous complaints after a preliminary enquiry by the Confidential Section. The Competent Authority based on the recommendations of the Confidential Section and depending upon the merit of the case shall forward the Complaint to the investigator(s) nominated for this purpose without disclosing the identity of the Whistle Blower.

8. Investigations and Role of Investigators

Investigation:

8.1 Investigation shall be launched if the Competent Authority is satisfied after preliminary review that:

a) The alleged act constitutes an improper or unethical activity or conduct; and

b) The allegation is supported by information and specific enough to be investigated or in cases where the allegation is not supported by specific information; it is felt that the concerned matter deserves investigation.

8.2 The decision taken by the Competent Authority to conduct an investigation is by itself not to be construed as an accusation (ilzam) and is to be treated as a neutral fact finding process.

8.3 The identity of the subject(s) and the Whistle Blower will be kept confidential.

8.4 Subject(s) will normally be informed of the allegations at the commencement of a formal investigation and will be given opportunities for providing their inputs during the investigation.

8.5 Subject(s) shall have a duty to co-operate with the Investigator(s) uring investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.

8.6 Subject(s) have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, threatened or intimidated by the subject(s).

8.7 Unless there are compelling reasons not to do so, Subject(s) will be given the opportunity to respond to material findings contained in an investigation report. No allegation of wrongdoing against a Subject(s) shall be considered as maintainable unless there is good evidence in support of the allegation.

8.8 The investigation shall be completed normally within 60 days of the date of receipt of the protected disclosure or such extended period as the Competent Authority may permit for reasons to be recorded.

8.9 Subject(s) have a right to be informed of the outcome of the investigation.

Role of Investigator(s)

8.10 Investigators(s) are required to conduct a process towards fact finding and analysis. Investigator(s) shall derive their authority from Competent Authority when acting within the course and scope of their investigation. The Investigator(s) shall submit his/their report to the Competent Authority.

8.11 All Investigators shall perform their role in an independent and unbiased manner; Investigators have a duty of fairness, objectivity, thoroughness, ethical behaviors and observance of professional standards.

8.12 All Investigators are authorized to take reasonable steps including reprimand against the Whistle blower in case of repeated frivolous complaints.

9. Action

9.1 The competent authority shall take such other remedial action as deemed fit to remedy the improper activity mentioned in the protected disclosure and/or to prevent the re-occurrence of such improper activity.

9.2 If the investigation discloses that no further action on the protected disclosure is warranted, the report shall be filed in the confidential section.

10. Reporting & Review

The competent Authority shall submit a quarterly report of the protected disclosures, received and of the investigation conducted and of the action taken to the Audit Committee for review.

11. Notification

All departmental heads are required to notify & communicate the existence and contents of this policy to the employees of their department. The Whistle Blower policy shall be prominently displayed on all Notice Boards of the Company, This policy, including amendments thereof shall be made available on Company's website and Board Report of the Company.

12. Annual Affirmation

The Company shall annually affirm that it has not denied any personnel access to the Audit Committee and that it has provided protection to whistle blower from adverse personnel action. The affirmation shall form part of Corporate Governance report as attached to the Annual Report of the Company.

13. Amendment

This Policy can be modified at any time by the Board of Directors of the Company. The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever.

ANNEXURE 'C'

Form MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,
The Members,
Syncom Formulations (India) Limited
7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (E), Mumbai 400 093

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **Syncom Formulations (India) Limited** (hereinafter called **"the Company"**). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Audit period covering the financial year ended 31st March, 2020 ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996, the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999, the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the Audit Period)

(v) (i) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): —

(a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011;

(b) The SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

(c) The SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(ii) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the financial year under report: -

(a) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(b) The SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(c) The SEBI (Issue and Listing of Debt Securities) Regulations, 2008;

(d) The SEBI (Delisting of Equity Shares) Regulations, 2009; and

(e) The SEBI (Buyback of Securities) Regulations, 1998

We have relied on the representation made by the Company and its Officers for

systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

The list of major head/groups of Acts, Laws and Regulations as applicable to the Company is given in ***Annexure I***. Further, the Company is having business operation of three segments viz (i) manufacturing, selling and dealing in pharmaceutical and formulations, (ii) merchant trading activities in commodities; and (iii) rental of properties.

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India under the provisions of Companies Act, 2013; and

(ii) SEBI (LODR) Regulations, 2015 as amended from time to time.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

(a) SEBI has issued an Order No. WTM/GM/EFD/1/2018-19 dated 2nd April, 2018 in the matter of First Financial Services Ltd. and has restrain the company to access the capital market for a period of three years from the date of the order and has allowed the company to enjoy the benefit of the reliefs as granted by them earlier. The SEBI has further issued show cause Notice in the matter on 29th March, 2019 (received by the company on 1st May, 2019) for intimation of inquiry under Rule 4 of Adjudication Rules 1995 read with section 15I of the SEBI Act and Rule 4 of Adjudication Rules, 2005 read with Section 23I of SCRA etc. for imposing penalty for which necessary appeal were made before the SEBI (SAT) and out come of the same is pending.

(b) The Company has obtained loans against the pledge/lien of Fixed Deposits with the Dena Bank, SBI and IDBI Banks, however no charge was registered for the same, the total amount outstanding as at 31st March, 2020 is Rs. 214.75 Lakhs as required under section 77 read with section 2(16) of the Companies Act, 2013.

We further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further that, there were no changes in the composition of the Board of directors during the period under review.

Adequate notice is given to all directors, for the Board/Committee Meetings and Detailed Agenda were sent at least seven days in advance, along with the respective notices 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board or Committee of the Board, as the case may be.

Based on the records and process explained to us for compliances under the provisions of other specific acts applicable to the Company, we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the compliance by the Company for the applicable Financial Laws like Direct Taxes, Indirect Taxes and the compliance of the IND-AS, Disclosure of the financial results under Regulation 33 of the SEBI (LODR) Regulations, 2015 and the annual financial statements along with notes attached therewith, and the Cost Record have not been reviewed by us, since the same have been subject to the statutory financial auditor, cost auditor or by other designated professionals.

This report is to be read with our letter of even date which is annexed as ***Annexure II*** and forms an integral part of this report.

We further report that during the audit period of the Company, there was no specific events/ action having a major bearing on the Company's affairs in pursuant of the above referred laws, rules, regulations, guidelines, standards etc. referred to above, except that the manufacturing and other activities were operated under the Covid-19 Pandemic at a reduced capacity, and other administrative functions were carried as work from home, however, there is no major significant impact on the overall operations of the Company.

For, D.K. JAIN & CO.
COMPANY SECRETARIES
F.R. No.: I1995MP067500

CS (Dr.) D.K. JAIN
PROPRIETOR
FCS 3565, CP 2382
Peer review: 743/2020

UDIN: F003565B000552841
Place: Indore
Date: 5th August,2020

Annexure - I to the Secretarial Audit Report

List of specific/other laws generally applicable to the Company

1. The Pharmacy Act, 1948;
2. Drugs and Cosmetics Act, 1940;
3. Factories Act, 1948;
4. Sales of goods Act,
5. Indian Contract Act, 1872
6. Applicable provisions of the Maharashtra/Madhya Pradesh Stamp Act.
7. Industries (Development & Regulation) Act, 1951
8. Standard Weight and Measurement Act, 1976
9. Labour Laws and other incidental laws related to labour and employees appointed by the Company either on it payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.;
10. Acts prescribed under prevention and control of Pollution;
11. Acts prescribed under Environmental protection;
12. Acts as prescribed under Direct Tax and Indirect Taxation
13. Labour Welfare laws of the Madhya Pradesh and Maharashtra.
14. Maharashtra Rent Control Act, 1999;
15. Rent Control Act, 1948;
16. Local laws as applicable to the Registered office in the state of and Maharashtra and plant at Madhya Pradesh.

For, D.K. JAIN & CO.
COMPANY SECRETARIES
F.R. No.: I1995MP067500

CS (Dr.) D.K. JAIN
PROPRIETOR
FCS 3565, CP 2382
Peer review: 743/2020

UDIN: F003565B000552841
Place: Indore
Date: 5th August,2020

Annexure - II to the Secretarial Audit Report

To,
The Members,
Syncom Formulations (India) Limited
7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (E), Mumbai 400093

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of treatment of various tax liabilities and payment thereof, compliance of the applicable accounting standards, financial records and Books of Accounts of the company as the same is subject to the statutory audit being performed by the independent auditors.
4. Wherever required, we have obtained the Management representation and also relied about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, guidelines, standards etc., are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We do not take any responsibility for any person if taking any commercial, financial or investment decision based on our secretarial audit report as aforesaid and they needs to take independent advise or decision as per their own satisfaction.

For, D.K. JAIN & CO.
COMPANY SECRETARIES
F.R. No.: I1995MP067500

CS (Dr.) D.K. JAIN
PROPRIETOR
FCS 3565, CP 2382
Peer review: 743/2020

UDIN: F003565B000552841
Place: Indore
Date: 5th August,2020

ANNEXURE 'D'

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Syncom Formulations (India) Limited ("the Company") to the best of our knowledge and belief:

(A) We have reviewed the Financial Statements, Cash Flow Statements, Books of Accounts, detailed trial balance and grouping thereof for the Financial Year 2019-20 and that to the best of our knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(B) There are, to the best of their knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

(C) We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. They have indicated to the auditors and the Audit committee

(1) significant changes in internal control over financial reporting during the year;

(2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Vijay Shankarlal Bankda
Managing Director
DIN 00023027
Place: Indore
Date: 20th June, 2020

Ankit Kedarmal Bankda
Chief Financial Officer

ANNEXURE 'E'

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

A. Conservation of energy

1. the steps taken or impact on conservation of energy

Your Company is taking measures to improve overall energy efficiency by installing power efficient equipments. Several environment friendly measures have been adopted by your Company such as:

- Maintain power factor unity
- Replacement of Air Compressors with energy efficient screw compressor.
- Minimizing the usage of air conditioning.
- Shutting off the lights when not in use.
- Minimizing the usage of papers and maximum usage of e-prints or e-folders for data archives.
- Creating environmental awareness by way of distributing relevant information in electronic form, encouraging conservation of energy and natural resources.

2. the steps taken by the company for utilizing alternate sources of energy: In the F.Y. 2016-17 the company has installed Solar Power Generation Plant for Captive Consumption and during the F.Y. 2019-20 it has produced 11.93 Lakhs units and utilized for its Captive Consumption through these alternative source of energy Syncom has saved Rs. 67.56 Lakhs for the financial year 2019-20.

3. the capital investment on energy conservation equipment: Nil

B. Technology Absorption

1. the efforts made towards technology absorption

- We have replaced old machines with modern machine to improve efficiency and energy saving
- We have installed condensate recovery system at VAC condensate out let.

2. the benefits derived like product improvement, cost reduction, product development or import substitution

- Right sizing of Manpower
- Product improvement
- Cost reduction
- Energy efficient machines are being installed which helps in saving energy and increase production.

3. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) NIL

C. Foreign exchange earnings and Outgo (Rs. in Lakhs)

	Foreign exchange earnings and Outgo	Current year	Previous Year
(I)	The Foreign Exchange earned in terms of actual inflows during the year;	12292.18	11273.17
(ii)	and the Foreign Exchange outgo during the year in terms of actual outflows.	142.18	30.20

For and on behalf of the Board

KEDARMAL BANKDA
Chairman & Whole Time Director
DIN: 00023050

Place: Indore
Date: 14th August, 2020

ANNEXURE 'F'

EXTRACT OF ANNUAL RETURN -FORM MGT - 9
AS ON THE FINANCIAL YEAR ENDED ON 31STMARCH, 2020

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

I. Registration and Other Details

CIN	**L24239MH1988PLC047759**
Registration Date	21/06/1988
Name of the Company	**SYNCOM FORMULATIONS (INDIA) LIMITED**
Category/Sub-Category of the Company	Company having Share Capital
Address of the Registered Office and contact details	7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (East), Mumbai (Maharashtra)- 400093 Phone: 022-26877700 - Email:finance@sfil.in
Whether listed company	Yes (BSE LIMITED)
Name, address and contact details of Registrar and Transfer Agent, if any	Ankit Consultancy Pvt. Ltd. Plot No. 60, Electronic Complex, Pardeshipura, Indore (M.P.) 452001, Ph.: 0731 - 4281333, 4065797/99 E-mail : rtaindore@gmail.com

II. Principal Business Activities of the Company

All the Business Activities contributing 10% or more of the total turnover of the Company:

Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Pharmaceuticals	21002	75.91%
Trading of Commodities	46207	22.50%

III. Particulars of Holding, Subsidiary and Associate Companies:

The Company does not have any holding/subsidiary, associate or joint ventures during the year under review.

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as % of the total Equity)

I) Category-wise Shareholding

Category of Shareholder	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual / HUF	221218494	-	221218494	28.34	230325486	-	230325486	29.50	1.16
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d)Bodies Corporate	83061125	-	83061125	10.64	83061125	-	83061125	10.64	0.00
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	**304279619**	**-**	**304279619**	**38.98**	**313386611**	**-**	**313386611**	**40.14**	**1.16**
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other…	-	-	-	-	-	-	-	-	-
Sub-Total (A) (2):	-	-	-	-	-	-	-	-	-
Total Share holding of Promoters (A) = (A)(1)+(A) (2)	**304279619**	**-**	**304279619**	**38.98**	**313386611**	**-**	**313386611**	**40.14**	**1.16**
B. Public Shareholding									
(1) Institutions									
a) MF/ UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	4000	-	4000	-	41605	-	41605	0.01	0.01
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign VCF	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B1):	**4000**	**-**	**4000**	**-**	**41605**	**-**	**41605**	**0.01**	**0.01**
(2) Non-Institutions									
a) Bodies Corporate									
I) Indian	26400574	-	26400574	3.38	16077142	-	16077142	2.06	(1.32)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual Share holders holding nominal share capital upto Rs.1 lakh	261201986	3890935	265092921	33.96	257316920	3767435	261084355	33.44	(0.52)
ii) Individual Share holders holding nominal share capital in excess of Rs.1 lakh	160272428	105000	160377428	20.54	161533411	105000	161638411	20.71	0.17
c) Others (specify)									
i) NRI / OCBs	23288742	109500	23398242	3.00	22368554	104500	22473054	2.88	(0.12)
ii) Clearing Members/ House	1099396	-	1099396	0.14	5951002	-	5951002	0.76	0.62
Sub-Total (B)(2):	**472263126**	4105435	**476368561**	**61.02**	**463247029**	3976935	**467223964**	**59.85**	**(1.16)**
Total Public Share holding (B)=(B1+ B2)	**472267126**	**4105435**	**476372561**	**61.02**	**463288634**	**3976935**	**467265569**	**59.85**	**(1.16)**
Grand Total A+B	**776546745**	**4105435**	**780652180**	**100.00**	**776675245**	**3976935**	**780652180**	**100.00**	**0**

ii) Share holding promoters

Shareholders Name	Share Holding at beginning of the year			Share Holding at the end of the year			% Change in share holding during the year
	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
Shri Kedarmal Shankarlal Bankda	90194650	11.55	-	90194650	11.55	-	-
Mrs. Vimla Bankda	12320	0.00	-	12320	0.00	-	-
Kedarmal Bankda (HUF)	10484040	1.34	-	10484040	1.34	-	-
Shri Ankit Bankda	46886420	6.01	-	46886420	6.01	-	-
Shri Vijay Shankarlal Bankda	58553775	7.50	-	58553775	7.50	-	-
Mrs. Asha Bankda	54319	0.01	-	54319	0.01	-	-
Vijay Bankda (HUF)	12068000	1.55	-	12068000	1.55	-	-
Shri Rahul Bankda	169500	0.02	-	169500	0.02	-	-
Shri Ankur Vijay Bankda	63900	0.01	-	63900	0.01	-	-
Mrs. Payal Ankur Bankda	-	-	-	9106992	1.16	-	1.16
Strand Developers Pvt. Ltd.	35875000	4.60	-	35875000	4.60	-	-
Mrs. Sulabh Rahul Bankda	100	0.00	-	100	0.00	-	-
M/s Paradise Vyapar Pvt. Ltd.	47186125	6.04	-	47186125	6.04	-	-
Shankarlal Bankda (HUF)	2731470	0.35	-	2731470	0.35	-	-
TOTAL	**304279619**	**38.98**	**-**	**313386611**	**40.14**	**-**	**1.16**

iii) Change in Promoters' Shareholding:

The Changes in the Promoter's Shareholding during the year are detailed below:

Name of the Shareholder	Share Holding at the beginning of the year		Cumulative Share Holding during the year	
	No. of shares	% of the total share of the company	No. of shares	% of the total share of the company
At the beginning of the year	**304279619**	**38.98**	**304279619**	**38.98**
Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc):				
- Acquired through Secondary market on			305098038	39.08
27/03/2020	818419	0.10	313386611	40.14
31/03/2020	8288573	1.06		
At the end of the year	**-**	**-**	**313386611**	**40.14**

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		Changes during the year					Reason
	No of Shares	% of total shares of the Co.	No of Shares	% of total shares of the Co.	Date	No. share before change	No. share after change	Increase	Decrease	
Vivek Burman	12100000	1.55	50000	0.01	05/04/2019	12100000	12350000	250000	-	Buy
					26/04/2019	12350000	12375000	25000	-	Buy
					10/05/2019	12375000	12500000	125000	-	Buy
					21/06/2019	12500000	11000000	-	-1500000	Sell
					09/08/2019	11000000	10425000	-	-575000	Sell
					16/08/2019	10425000	10336825	-	-88175	Sell
					18/10/2019	10336825	8318528	-	-2018297	Sell
					25/10/2019	8318528	7500000	-	-818528	Sell
					08/11/2019	7500000	6500000	-	-1000000	Sell
					22/11/2019	6500000	5500000	-	-1000000	Sell
					06/12/2019	5500000	5000000	-	-500000	Sell
					13/12/2019	5000000	4000000	-	-1000000	Sell
					10/01/2020	4000000	2000000	-	-2000000	Sell
					24/01/2020	2000000	750000	-	-1250000	Sell
					13/03/2020	750000	50000	-	-700000	Sell
Karvy Stock Broking Ltd	4431919	0.57	381950	0.05	05/04/2019	4431919	4456809	24890	-	Buy
					12/04/2019	4456809	4459046	2237	-	Buy
					19/04/2019	4459046	4470546	11500	-	Buy
					26/04/2019	4470546	4456134	-	-14412	Sell
					03/10/2019	4456134	4492195	36061	-	Buy
					10/05/2019	4492195	4476883		-15312	Sell
					17/05/2019	4476883	4360533		-116350	Sell
					24/05/2019	4360533	4405364	44831	-	Buy
					31/05/2019	4405364	4414044	8680	-	Buy
					07/06/2019	4414044	4395321	-	-18723	Sell
					14/06/2019	4395321	4379750	-	-15571	Sell
					21/06/2019	4379750	4398663	18913	-	Buy
					28/06/2019	4398663	4354785	-	-43878	Sell
					05/07/2019	4354785	4270298	-	-84487	Sell
					12/07/2019	4270298	4285261	14963	-	Buy
					19/07/2019	4285261	4290303	5042	-	Buy
					26/07/2019	4290303	4281110	-	-9193	Sell
					02/08/2019	4281110	4203556	-	-77554	Sell
					09/08/2019	4203556	4192475	-	-11081	Sell
					16/08/2019	4192475	4198575	6100	-	Buy
					23/08/2019	4198575	4266203	67628	-	Buy
					30/08/2019	4266203	4299814	33611	-	Buy
					06/09/2019	4299814	4311814	12000	-	Buy
					13/09/2019	4311814	4205120	-	-106694	Sell
					20/09/2019	4205120	4196764	-	-8356	Sell
					23/09/2019	4196764	4195764	-	-1000	Sell
					30/09/2019	4195764	4200864	5100	-	Buy
					04/10/2019	4200864	4213364	12500	-	Buy
					11/10/2019	4213364	4195864	-	-17500	Sell
					18/10/2019	4195864	4187562	-	-8302	Sell
					25/10/2019	4187562	4183920	-	-3642	Sell
					01/11/2019	4183920	4182168	-	-1752	Sell

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year		Changes during the year					Reason
	No of Shares	% of total shares of the Co.	No of Shares	% of total shares of the Co.	Date	No. share before change	No. share after change	Increase	Decrease	
					08/11/2019	4182168	4186568	4400	-	Buy
					15/11/2019	4186568	4160725	-	-25843	Sell
					22/11/2019	4160725	4120746	-	-39979	Sell
					29/11/2019	4120746	2986876	-	-1133870	Sell
					06/12/2019	2986876	2862546	-	-124330	Sell
					13/12/2019	2862546	2824002	-	-38544	Sell
					27/12/2019	2824002	2596016	-	-227986	Sell
					31/12/2019	2596016	2495512	-	-100504	Sell
					03/01/2020	2495512	2492512	-	-3000	Sell
					10/01/2020	2492512	1015181	-	-1477331	Sell
					24/01/2020	1015181	410331	-	-604850	Sell
					14/02/2020	410331	394588	-	-15743	Sell
					21/02/2020	394588	381950	-	-12638	Sell
Comfort Securities Limited	5687975	0.73	1717825	0.22	26/04/2019	5687975	5742475	54500	-	Buy
					03/05/2019	5742475	5737475		-5000	Sell
					17/05/2019	5737475	5753475	16000	-	Buy
					28/06/2019	5753475	5853475	100000	-	Buy
					19/07/2019	5853475	5833475	-	-20000	Sell
					30/09/2019	5833475	5783477	-	-49998	Sell
					04/10/2019	5783477	4557475	-	-1226002	Sell
					15/11/2019	4557475	4567475	10000	-	Buy
					22/11/2019	4567475	4557475	-	-10000	Sell
					13/03/2020	4557475	5057473	499998	-	Buy
					20/03/2020	5057473	4977290	-	-80183	Sell
					27/03/2020	4977290	2602290	-	-2375000	Sell
					31/03/2020	2602290	1717825	-	-884465	Sell
Pritesh kumar H Shah Hasmukh bhai Manilal Shah	2369878	0.30	2369878	0.30	No Change during the year					
Sakuntla Mittal, Makhan Lal	2099581	0.27	2099581	0.27	No Change during the year					
Virat Kumar Sharma, Mathuresh Sharma	1930204	0.25	1930204	0.25	No Change during the year					
Narendra Kumar Bhagwan Das Gupta	4653764	0.60	6042554	0.77	28/06/2019	4653764	4923430	269666	-	Buy
					02/08/2019	4923430	5023430	100000	-	Buy
					23/08/2019	5023430	5078430	55000	-	Buy
					23/09/2019	5078430	5180058	101628	-	Buy
					30/09/2019	5180058	5369558	189500	-	Buy
					04/10/2019	5369558	5409560	40002	-	Buy
					11/10/2019	5409560	5449560	40000	-	Buy
					18/10/2019	5449560	5599560	150000	-	Buy
					25/10/2019	5599560	5701554	101994	-	Buy
					01/11/2019	5701554	5781554	80000	-	Buy
					08/11/2019	5781554	5811554	30000	-	Buy
					22/11/2019	5811554	6042554	231000	-	Buy
Sameer Narendra Gupta	2153026	0.28	2399818	0.31	26/07/2019	2153026	2283026	130000	-	Buy
					04/10/2019	2283026	2369818	86792	-	Buy
					11/10/2019	2369818	2379818	10000	-	Buy
					15/11/2019	2379818	2399818	20000	-	Buy
Vivek Agrawal Triloki	2350000	0.30	2350000	0.30	No Change during the year					
Rajagopalan Srinivasan	1500000	0.19	1500000	0.19	No Change during the year					
Arpit Gupta HUF	12500000	0.16	2050000	0.26	13/03/2020	1250000	1525000	275000	-	Buy (New in List)
					20/03/2020	1525000	2050000	525000	-	Buy
Rama Kishore Gudapu	1123859	0.14	2729396	0.35	30/08/2019	1123859	1323859	200000	-	Buy
					06/09/2019	1323859	1373859	50000	-	Buy
					13/09/2019	1373859	1823867	450008	-	Buy
					20/09/2019	1823867	1828859	4992	-	Buy
					30/09/2019	1828859	1918859	90000	-	Buy
					04/10/2019	1918859	1916859	-	-2000	Sell
					11/10/2019	1916859	2236859	320000	-	Buy
					18/10/2019	2236859	2391859	155000	-	Buy
					25/10/2019	2391859	2573396	181537	-	Buy
					01/11/2019	2573396	2574396	1000	-	Buy
					22/11/2019	2574396	2664396	90000	-	Buy
					10/01/2020	2664396	2729396	65000	-	Buy
Luharuka Exports Pvt. Ltd.	Nil	Nil	5312618	0.68	12/06/2019	-	176877	176877	-	Buy (New in List)
					13/12/2019	176877	833877	657000	-	Buy

					20/12/2019	833877	1392584	558707	-	Buy
					27/12/2019	1392584	1627735	235151	-	Buy
					31/12/2019	1627735	1852986	225251	-	Buy
					03/01/2020	1852986	2219183	366197	-	Buy
					10/01/2020	2219183	2657324	438141	-	Buy
					24/01/2020	2657324	3941543	1284219	-	Buy
					31/01/2020	3941543	4744951	803408	-	Buy
					07/02/2020	4744951	5538445	793494	-	Buy
					14/02/2020	5538445	6146714	608269	-	Buy
					21/02/2020	6146714	6702618	555904	-	Buy
					28/02/2020	6702618	5312618	-	-1390000	Sell
Investor Education and Protection Fund Authority Ministry of Corporate Affairs	541370	0.07	626160	0.68	10/01/2020	541370	603210	61840	-	Transfer to IEPF Authority during the year
					24/01/2020	603210	626160	22950	-	Transfer to IEPF Authority during the year

v) Shareholding of Directors and Key Managerial Personnel

For each of the Directors and KMP	Share Holding at beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the comp.	No. of shares	% of total shares of the comp.
Shri Kedarmal Shankarlal Bankda, Chairman & Whole-time Director				
At the beginning of the year	**90194650**	**11.55**		
Date wise Increase / Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer/bonus/sweat equity etc) :	-	-	-	-
At the end of the year			**90194650**	**11.55**
Shri Vijay Shankarlal Bankda, Managing Director				
At the beginning of the year	**58553775**	**7.50**		
Date wise Increase/ Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer/bonus/sweat equity etc):	-	-	-	-
At the end of the year			**58553775**	**7.50**
Shri Ankit Kedarmal Bankda, Chief Financial Officer				
At the beginning of the year	**46886420**	**6.01**		
Date wise Increase/ Decrease in share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer / bonus / sweat equity etc):	-	-	-	-
At the end of the year			**46886420**	**6.01**

There is no shareholding in the Company held by Smt. Rinki Bankda, Shri Krishna Das Neema, Shri Vinod Kabra and Shri Praveen Jindal and CS Shubham Dubey.

V. INDEBTNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebted-ness
Indebtedness at the beginning of the financial year				
i) Principal Amount	867.44	0.00	0.00	867.44
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	**867.44**	**0.00**	**0.00**	**867.44**
Change in Indebtedness during the financial year				
Addition	0.00	0.00	0.00	0.00
Reduction	652.68	0.00	0.00	652.68
Net Change	(652.68)	0.00	0.00	(652.68)
Indebtedness at the end of the financial year				
i) Principal Amount	214.76	0.00	0.00	214.76
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	**214.76**	**0.00**	**0.00**	**214.76**

VI. REMUNERATION OF DIRECTOR AND KMP

A. Remuneration to Managing Director, Whole-time Directors and /or Manager: **(Rs. in Lakhs)**

S. No.	Particulars of Remuneration	Mr. Kedar mal Bankda Chairman & WTD	Mr. Vijay Bankda Managing Director	Mrs. Rinki Bankda Whole Time Director	Total
1	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	25.05	15.00	9.50	49.55
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	5.30	2.27	0.00	7.57
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	0	0	0	0
2	Stock Options	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission				
	- as % of profit				
	- others, specify….	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	**30.35**	**17.27**	**9.50**	**57.12**
	Ceiling as per the Schedule V of the Act	**120.00**	**120.00**	**120.00**	**360.00**

B. Remuneration to other Directors:

1. Independent Directors:

S. No.	Particulars of Remuneration	Mr. Krishna Das Neema	Mr. Vinod Kumar Kabra	Mr. Praveen Jindal	Total
1	-Fee for attending Board/ Committee Meetings	0.25	0.25	0.10	0.60
2	-Commission	0	0	0	0
3	- Others, please specify	0	0	0	0
	Total B.1	**0.25**	**0.25**	**0.10**	**0.60**

2. Other Non Executive Directors:

S. No.	Particulars of Remuneration	Remuneration	Total
1	-Fee for attending Board Committee Meetings	-	-
2	-Commission	-	-
3	- Others, please specify	-	-
	Total B.2	-	-
	Total (B1+B2)	-	-
	Total Managerial Remuneration	**57.72**	**57.72**
	Overall Ceiling as per the Act	**360.00**	**360.00**

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

S. No.	Particulars of Remuneration	Mr. Ankit Bankda CFO	Mr. Shubham Dubey CS	Total Rs.
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	1200000	295401	1495401
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	28800	0	28800
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	0	0	0
2	Stock Options	0	0	0
3	Sweat Equity	0	0	0
4	Commission			
	- as % of profit	0	0	0
	- others, specify….	0	0	0
5	Others, please specify	0	0	0
	Total C	**1228800**	**295401**	**1524201**

VII. PENALTY/PUNISHMENT/COMPOUNDING OF OFFENCES:

There is no demand for penalty, fine or punishment against the Company and any of its directors and the officers under the provisions of the Companies Act, 2013, hence the matter for filing of application for compounding or payment of compounding fee as the information as required to be disclosed is Nil.

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	AUTHORITY [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTOR					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICER IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ANNEXURE 'G'

DETAILS OF REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH THIS RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The information required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) and 5(2) of the Companies (Appointment & remuneration of Management Personnel) Rules, 2014 as amended are given below:

A. Ratio of the remuneration of each director to the median employee's remuneration and the percentage increase in remuneration of each Director & Key Managerial Personnel:

S. No.	Name of the Director/Key Managerial Personnel(KMP) and Designation	Remuneration (including perquisites) of Director / KMP for the financial yr. 2019-20	Remuneration (including perquisites) of Director / KMP for the financial yr. 2018-19	% increase (decrease) in remuneration in the financial year 2019-20	Ratio of remuneration of each Director/ KMP to median remuneration of employees
1	Shri Kedarmal Bankda (Chairman & WTD)	3034650	2055400	47.64%	20.72
2	Shri Vijay Bankda (MD)	1727400	1650700	4.65%	11.79
3	Mrs. Rinki Bankda (WTD)	950000	622500	52.61%	6.49
4	Shri Krishna Das Neema (ID)	N.A.	N.A.	N.A.	N.A.
5	Shri Praveen Jindal (ID)	N.A.	N.A.	N.A.	N.A.
6	Shri Vinod Kabra (ID)	N.A.	N.A.	N.A.	N.A.
7	Shri Ankit Bankda (CFO)	1228800	964800	27.37%	8.89
8	*Mr. Shubham Dubey (CS)	295401	25167	N.A.	N.A.

Note:-

1) CS Shubham Dubey appointed from 01.03.2019. Therefore, the calculation of median employee is not comparable;

2) Krishna Das Neema, Shri Praveen Jindal and Shri Vinod Kabra Independent Directors were paid sitting fees for attending the Meetings of the Board & General Meeting.

B. The percentage increase in the Median remuneration of employees in the financial year: The remuneration paid to median employee is Rs. 146482/- and median is 0.64%.

C. The number of permanent employees on the Roll of the Company as on 31st March,2020: 716

D. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :

Based on Remuneration Policy of the Company, salary of the employees was increased at 8.01% and managerial remuneration was increased at 33.07% this is based on Remuneration Policy of the Company that rewards people based on their contribution to the success of the company and also ensures that external market competitiveness and internal relativities are taken care of.

E. Affirmation that the remuneration is as per the Remuneration Policy of the Company:

The Company affirms that remuneration is as per the remuneration policy of the Company.

F. Name of the top 10 employees in terms of remuneration drawn in the financial year 2019-20:

A statement of top-10 employees in terms of remuneration drawn as per rule 5(2) read with rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as under

S. N.	Name of Employee	Designation of the employee	Remuneration received	Nature of employment, whether contractual or other wise	Qualifications and experience of the employee	Date of commencement of employment	The age of such employee	The last employment held by such employee before joining the company	Whether any such employee is a relative of any dir. or manager of the co. and if so, name of such dir. or manager	Remarks
1	Mr. Kedarmal Bankda	Whole Time Director	2505000	Contractual	M.Com 44 Yrs. Experience	13/04/1992	69 Yrs.	-	Vijay Bankda & Rinki Bankda	-
2	Mr. Vijay U. Pandya	GM Works	1520004	Permanent Employee	BSC 37 Yrs. Experience	02/07/2015	69 Yrs.	PDPL	-	-
3	Mr. Vijay Bankda	Managing Director	1500000	Contractual	B.com, LLB 40 Years Experience	01/12/1999	62 Yrs	-	Kedarmal Bankda	-
4	Mr. Rakesh ch. Srivastava	VP Marketing	1371004	Permanent Employee	Graduate 33 years	12/04/2016	58 Yrs	CBC	-	-
5	Mr. Ankit Bankda	Chief Financial Officer	1200000	Permanent Employee	MBA 8 Yrs. Experience	01/04/2014	33 years	-	Kedarmal Bankda Rinki Bankda	-
6	Mr. Rahul Bankda	G.M. Marketing	1200000	Permanent Employee	MBA 17 Yrs. Experience	01/04/1999	40 Years	-	Vijay Bankda	-
7	Mr. Pramod Kumar Dubey	Regional Sales Manager	1191260	Permanent Employee	MBA 18 Yrs. Experience	18/09/2006	39 Years	-	-	-
8	Mr. Pankaj Sharma	D.G.M.	1164600	Permanent Employee	MSC 22 Years Experience	25/10/2017	44 Yrs	-	-	-
9	Mr. Sandeep Sharma	D.G.M.	1140240	Permanent Employee	MSC & MBA 27 Yrs. Experience	14/04/2015	53 Yrs.	PDPL	-	-
10	Mr. Adesh Tyagi	Regional Sales Manager	1138622	Permanent Employee	MBA 22 Yrs. Experience	01/04/2010	45 Yrs.	-	-	-

For and on behalf of the Board

KEDARMAL BANKDA
Chairman & Whole Time Director
DIN : 00023050

Place: Indore
Date : 14th August, 2020

CORPORATE GOVERNANCE REPORT

[Pursuant to Regulation 34 of the SEBI (LODR) Regulation, 2015]

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Syncom Formulations (India) Limited (SYNCOM) philosophy on Corporate Governance is embedded in the rich legacy of ethical governance practices, most of which were implemented before they were mandatorily prescribed. Integrity, transparency, accountability and compliance with laws which are the columns of good governance are cemented in the Company's robust business practices to ensure ethical and responsible leadership both at the Board and at the Management level. Syncom's Code of Business Conduct, its Risk ManagementPolicy and its well structured internal control systems which are subjected to regular assessment for its effectiveness, reinforces integrity of Management and fairness in dealing with the SYNCOM's stakeholders. This, together with meaningful CSR activities and sustainable development policies followed by the SYNCOM has enabled your Company to earn the trust and goodwill of its investors, business partners, employees and the communities in which it operates.

SYNCOM has complied with the mandatory requirements of Corporate Governance as laid down under SEBI (LODR) Regulations, 2015.

GOVERNANCE STRUCTURE

SYNCOM Governance structure broadly comprises the Board of Directors and the Committees of the Board at the apex level and the Management structure at the operational level. This layered structure brings about a harmonious blend in governance as the Board sets the overall corporate objectives and gives direction and freedom to the Management to achieve these corporate objectives within a given framework, thereby bringing about an enabling environment for value creation through sustainable profitable growth.

Board of Directors

SYNCOM's Board plays a pivotal role in ensuring that SYNCOM runs on sound and ethical business practices and that its resources are utilized for creating sustainable growth and societal wealth. The Board operates within the framework of a well-defined responsibility matrix which enables it to discharge its fiduciary duties of safeguarding the interest of the SYNCOM; ensuring fairness in the decision making process, integrity and transparency in the Company's dealing with its Members and other stakeholders.

Committee of Directors

With a view to have a more focused attention on various facts of business and for better accountability, the Board has constituted the following committees viz. Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee, CSR Committee, Risk Management Committee, Corporate Compliance Committee and Internal Committee under the Sexual Harassment of women at the Work place. Each of these Committees has been mandated to operate within a given framework.

Management Structure

Management Structure for running the business of SYNCOM as a whole is in place with appropriate delegation of powers and responsibilities. This broadly is as under:

a. Chairman & Whole-time Director

The Chairman is responsible for the day-to-day working of the manufacturing activities and Corporate Office of Syncom. He gives strategic directions, lays down policy guidelines and ensures implementation of the decisions of the Board of Directors and its various committees.

b. Managing Director

The Managing Director is looking domestic and export marketing, finance and strategic planning. He is responsible for the sales and financial matters of Syncom and all other functions relating to the day-to-day management of the Registered Office and compliances, including all local issues and compliances as applicable at Registered Office level. He is also looking into the taxation department and reports to the Board of Directors.

I. BOARD OF DIRECTORS

Composition of the Board as on March, 31, 2020

Category	No. of Directors
Non Executive & Independent Directors	3
Executive Director (Managing Director & WTD)	3

Directors' Profile

The Board of Directors comprises highly renowned professionals drawn from diverse fields. They bring with them a wide range of skills and experience to the Board, which enhances the quality of the Board's decision making process. The brief profile of the Company's Board of Directors is as under:

Name of Directors	Shri Kedarmal Shankarlal Bankda	Shri Vijay Shankarlal Bankda	Smt. Rinki Ankit Bankda	Shri Krishna Das Neema	Shri Vinod Kumar Kabra	Shri Praveen Jindal
DIN	00023050	00023027	06946754	02294270	01816189	05327830
State of directorship	Promoter, Chairman & WTD	Promoter & Managing Director	WTD (Related to Promoter)	Independent Director	Independent Director	Independent Director
Date of Birth	25/08/1952	17/09/1958	14/06/1987	15/08/1951	24/01/1952	18/03/1984
Date of Appointment	13/04/1992	01/12/1999	13/08/2014	31/07/2008	29/09/2007	12/07/2012
Expertise / Experience in specific functional areas	44 years' Experience in Pharmaceuticals field in various Capacities. He is the key and found persons & promoters of the company.	More than 40 years' experience in Pharmaceutical field in various capacities. He is the Key founder person & promoter of the company.	8 years' experience in management field.	42 years' experience in Business.	Experience of more than 41 years in the educational field.	14 years' experience in finance.
Qualification	M.Com	B. Com, LLB	M.B.A.	M.Com, L.L.B.	B.Ed., M. Com, LLB	B.E. (E. & T.C.), MBA
No. & % of Equity Shares held	90194650 (11.55%)	58553775 (7.50%)	-	-	-	-
List of outside Company's directorship	ARP Pharma Private Limited	-	-	-	-	-
Chairman/ Member of the Committees of the Board	1.CSR Committee 2.Corporate Compliance Committee	1.CSR Committee 2.Risk Management Committee	1. Internal Committee of Sexual Harassment of Women at the Workplace. 2. Risk Management Committee	1. Audit Committee 2. Nomination Remuneration Committee 3.Stakeholder Relationship Committee 4. CSR Committee 5. Risk Management Committee	1. Audit Committee 2. Nomination Remuneration Committee 3.Stakeholder Relationship Committee	1. Audit Committee 2. Nomination Remuneration Committee 3. Stakeholder Relationship Committee
Chairman / Member of the committees of the Board of other Companies in which he is director alongwith the name of the listed company	-	-	-	-	-	-
Interse relations with other directors	Brother of Shri Vijay Shankarlal Bankda, Managing Director and father in law of Mrs. Rinki Ankit Bankda, Whole-time Director	Brother of Shri Kedarmal Shankarlal Bankda, Chairman & WTD	Daughter in law of Shri Kedarmal Shankarlal Bankda Chairman & WTD	-	-	-

Board Training and Induction

At the time of appointing Directors, a formal letter of appointment is given to them, which inter alia explains the role, function, duties and responsibilities expected from them as a Director of Syncom. The Director is also explained in detail the compliances required from him under the Companies Act, SEBI (LODR) Regulations, 2015 and relevant regulations and his affirmation taken with respect to the same.

By way of an introduction to Syncom, the Director is presented with a profile on Syncom which traces its history over 30 years of its existence, relevant Annual Reports, activities pursued by Syncom. Further, with a view to familiarize him with Syncom operations, the Director is also invited to visit the plant manufacturing process, detailed presentations giving an overarching perspective of the pharmaceutical industry organizational set up of Syncom, the functioning of various divisions/departments, Syncom's market share and the markets in which it operates, governance and internal control processes and other relevant information pertaining to Syncom's business. The Chairman & Managing Director also has a one-to-one discussion with the newly appointed Director. The above initiatives help the Director to understand Syncom, its business and the regulatory framework in which Syncom operates and equips him to effectively fulfill his role as a Director of Syncom.

Board Meetings held during the Year

Date on which the Board Meetings were held	Total Strengthof the Board	No of directors present
30th May, 2019	6	6
14th August, 2019	6	5
14th November, 2019	6	5
14th February, 2020	6	6

Attendance of Directors at Board Meetings and Annual General Meeting

Name of Director	Date of the Board Meetings				Attendance at the AGM held on
	30.05.2019	14.08.2019	14.11.2019	14.02.2020	30.09.2019
Shri Kedarmal Shankarlal Bankda	Yes	Yes	Yes	Yes	Yes
Shri Vijay Shankarlal Bankda	Yes	Yes	Yes	Yes	Yes
Mrs. Rinki Ankit Bankda	Yes	Yes	Yes	Yes	No
Shri Krishna Das Neema	Yes	Yes	Yes	Yes	Yes
Shri Vinod Kumar Kabra	Yes	Yes	Yes	Yes	Yes
Shri Praveen Jindal	Yes	No	No	Yes	No

CS Shubham Dubey, Company Secretary has attended all the Board Meetings held during the financial year 2019-20. The CFO was also available during all the Board Meetings held in the year 2019-20 except in Board Meeting held on 14.02.2020 and the Statutory Auditors were permanent invitees for all the Board Meetings.

Number of other board of directors or committees in which a Director is a member or chairperson

Sr. No.	Name of Director	*No. of other Directo rship	No. of other Committee Membership in other Companies	No. of other Committee Membership in other Companies
1.	Shri Kedarmal Shankarlal Bankda	Nil	N.A.	N.A.
2.	Shri Vijay Shankarlal Bankda	Nil	N.A.	N.A.
3.	Mrs. Rinki Ankit Bankda	Nil	N.A.	N.A.
4.	Shri Krishna Das Neema	Nil	N.A.	N.A.
5.	Shri Vinod Kumar Kabra	Nil	N.A.	N.A.
6.	Shri Praveen Jindal	Nil	N.A.	N.A.

* None of the Director of the Company is a Director in any other listed entity.

The Companies Act, 2013 read with the relevant rules made there under, now facilitates the participation of a Director in Board/Committee Meetings through video conferencing or other audiovisual mode. Accordingly, the option to participate in the Meeting through video conferencing was made available for the Directors except in respect of such Meetings/Items which are not permitted to be transacted through video conferencing. However, no director has participated in the Board meetings by way of video conferencing during the above said period.

The Board periodically reviews the items required to be placed before it and in particular reviews and approves quarterly/half yearly unaudited financial statements and the audited annual financial statements, corporate strategies, business plans, annual budgets, projects and capital expenditure. It monitors overall operating performance and reviews such other items which require Board's attention. It directs and guides the activities of the Management towards the set goals and seeks accountability. It also sets standards of corporate behavior, ensures transparency in corporate dealings and compliance with laws and regulations. The Agenda for the Board Meeting covers items set out in SEBI (LODR) Regulations, 2015 to the extent these are relevant and applicable. All agenda items are supported by relevant information, documents and presentations to enable the Board to take informed decisions.

List of core Skills/Expertise/Competencies identified by the Board of Directors as required in the context of its Business(es) and Sector(s) for it to function effectively and those actually available with the Board:

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 already available with the Board Members:

(i) Knowledge on Company's businesses (Pharma Industry), policies and business culture major risks/threats and potential opportunities and knowledge of the industry in which the Company operates.

(ii) Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company,

(iii) Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making,

(iv) Financial and Management skills,

(v) Technical / Professional skills and specialized knowledge in relation to Company's business.

Names of directors who have such skills / expertise / competence:

1. Mr. KedarmalShankarlalBankda
2. Mr. Vijay ShankarlalBankda
3. Mrs. Rinki Ankit Bankda
4. Mr. Krishna Das Neema
5. Mr. Vinod Kumar Kabra
6. Mr. Praveen Jindal

Confirmation that in the opinion of the Board, the Independent Director fulfill the condition specified in this regulation and are independent of the Management:

All Independent Directors has given disclosure as required under the Companies Act, 2013 and Listing Regulations that they are independent of the management and the Management do hereby confirm their independency.

Detailed Reason for resignation of Independent Director who resigns before the expiry of his tenure along with the confirmation by such director that there are no other material reasons other than those provided:

There is no resignation of any independent Director during the Financial Year.

II. COMMITTEES OF THE BOARD

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the 7 committees. The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. Meetings of each of these Committees are convened by the respective Chairman of the Committee, who also informs the Board about the summary of discussions held in the Committee Meetings. The Minutes of the Committee Meetings are sent to all Directors individually and tabled at the Board Meetings.

(a) Audit Committee - Mandatory Committee

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013, SEBI (LODR) Regulations, 2015. Some of the important functions performed by the Committee are:

Financial Reporting and Related Processes

A. The role of the audit committee shall include the following:

(1) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(2) recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

(3) approval of payment to statutory auditors for any other services rendered by the statutory auditors;

(4) reviewing, with the management, the annual financial statements and auditor's

report thereon beforesubmission to the Board for approval, with particular reference to:
(a) matters required to be included in the director's responsibility statement to be included in theboard's report in terms of Section 134(3)© of the Companies Act, 2013;
(b) changes, if any, in accounting policies and practices and reasons for the same;
(c) major accounting entries involving estimates based on the exercise of judgment bymanagement;
(d) significant adjustments made in the financial statements arising out of audit findings;
(e) compliance with listing and other legal requirements relating to financial statements;
(f) disclosure of any related party transactions;
(g) modified opinion(s) in the draft audit report;
(5) reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
(6) reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
(7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
(8) approval of Omnibus Related Party Transaction and/or any subsequent modification of transactions of the Company with related parties;
(9) scrutiny of inter-corporate loans and investments;
(10) valuation of undertakings or assets of the Company, wherever it is necessary;
(11) evaluation of internal financial controls and risk management systems;
(12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
(13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
(14) discussion with internal auditors of any significant findings and follow up there on;
(15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
(16) discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
(17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
(18) to review the functioning of the whistle blower mechanism;
(19) approval of appointment of CFO after assessing the qualifications, experience and background, etc. of the candidate;
(20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.
(21) reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

B. The audit committee shall mandatorily review the following information:
(1) management discussion and analysis of financial condition and results of operations;
(2) statement of significant related party transactions (as defined by the audit committee), submitted by management;
(3) management letters/letters of internal control weaknesses issued by the statutory auditors;
(4) internal audit reports relating to internal control weaknesses; and
(5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
(6) statement of deviations:
(a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
(b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

Audit
• Review the scope of the Statutory Auditors, the annual audit plan and the Internal Audit Plan with a view to ensure adequate coverage.
• Review the significant audit findings from the statutory and internal audits carried out, the recommendations and Management's response thereto.
• Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors, Secretarial Auditors and Cost Auditors considering their independence and effectiveness and their replacement and removal.
• Approve such additional services to be rendered by the Statutory Auditors except those enumerated in Section 144 of the Companies Act, 2013 and payment for such services.
• To recommend to the Board the remuneration of the Statutory Auditors/Cost Auditors.
• To discuss with the Statutory Auditors/Internal Auditors any significant difficulties encountered during the course of the Audit.
• Review annual Cost Audit/Secretarial Audit Report submitted by the respective Auditor's.

Other Duties
• To approve the appointment, removal and terms of remuneration of the Chief Internal Auditor and to approve the appointment of the Chief Financial Officer.
• To grant omnibus approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.
The composition of the Audit Committee as at 31st March, 2020 and details of the Members participation at the Meetings of the Committee are as under:

Name of the Member	Category	Attendances at the Audit Committee meeting held			
		30.05.2019	14.08.2019	14.11.2019	14.02.2020
Shri Krishna Das Neema	ID/Chairman	Yes	Yes	Yes	Yes
Shri Vinod Kumar Kabra	ID/Member	Yes	Yes	Yes	Yes
Shri Praveen Jindal	ID/Member	Yes	No	No	Yes

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess knowledge of finance, accounting practices and internal controls.
The Company Secretary also functions as the Secretary to the Committee and attended the all the Audit Committee meetings held during the financial year 2019-20. Shri Ankit Bankda, CFO has also attended all the Meetings of the Audit Committees during the year 2019-20 except Audit Committee Meeting held on 14.02.2020.
The representatives of the Statutory Auditors and the Secretarial Auditors are permanent invitees to the Audit Committee Meetings. The representative of the Cost Auditor is invited to attend the Meeting of the Audit Committee when the Cost Audit Report is tabled for discussion. The Internal Auditor reports directly to the Audit Committee.
During the year under review, the Audit Committee met with the Statutory Auditors and the Internal Auditor to get their inputs on significant matters relating to their areas of audit.

Self-Assessment by the Audit Committee
The Audit Committee has set in place a process to measure and benchmark its performance each year. The assessment broadly covers composition, structure and committee meetings; overview of the financial reporting process; internal control systems and overview of internal and external audits. The results of the self-assessment are presented to the Audit Committee along with the action plan in the areas requiring improvement.

(b) CSR Committee- Mandatory
In compliance with the provisions of section 135 of the Companies Act, 2013, the Board has CSR Committee comprising of Shri Kedarmal Shankarlal Bankda, Chairman, Shri Vijay Shankarlal Bankda and Shri Krishna Das Neema as members. During the year under review only two meetings were held on 30.05.2019 and 14.02.2020 which was attended by all the members and the Company of the Committee Meetings.
The composition of the CSR Committee as at 31st March, 2020 and details of the Members participation at the Meetings of the Committee are as under:

Name of Member	Category	Attendance at the CSR Committee Meeting held on	
		30.05.2019	14.02.2020
Mr. Kedarmal Shankarlal Bankda	WTD/Chairman	Yes	Yes
Mr. Vijay Shankarlal Bankda	Member	Yes	Yes
Mr. Krishna Das Neema	Member	Yes	Yes

(c) Stakeholders' Relationship Committee -Mandatory Committee
In compliance with the provisions of section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Shareholders'/Investors' Grievance Committee" as the "Stakeholders' Relationship Committee".
The terms of reference of the Committee are:
• Resolving the grievances of the security holders of the listed entity including

complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
- All other matters incidental or related to shares, debentures and other securities of the Company.

Shri Krishna Das Neema, Chairman of the Committee, Shri Vinod Kumar Kabra and Shri Praveen Jindal were members of the Committee and CS Shubham Dubey, Company Secretary & Compliance Officer of the company functions as the Secretary to the Committee. The composition of the Stakeholders' Relationship Committee as at 31st March, 2020 is as under:

Name of the Member	Category	Attendances at the Stakeholder's Relationship Committee meetings held on
		14.11.2019
Shri Krishna Das Neema	ID/Chairman	Yes
Shri Vinod Kumar Kabra	ID/Member	Yes
Shri Praveen Jindal	ID/Member	No

As per Part D of Schedule II to Regulation 20(4) of SEBI Listing Regulations as well as section 178 of the Companies Act, 2013, a summary of the Complaints Received, by the Company and/or the Share Transfer Agent and Disposed/Pending during the financial year 2019-20 are given below:

Nature of Complaints	Number of Complaints			
	As at 1st April, 2019	Received During the Financial Year	Disposed off during the Financial year	Pending as on 31st March, 2020
Non-Receipt of Share Certificates after Transfer/transmission, transposition, etc.	1	2	2	Nil
Non receipt of Dividend Warrants	Nil	3	4	Nil
Non Receipt of Annual Report	Nil	2	2	Nil
Total	**1**	**7**	**8**	**Nil**

1 unresolved complaint pending at the beginning of year also resolved during the year. No Investor Grievance remained unattended/ pending for more than 30 Days during the Financial Year 2019-20.

(d) Nomination and Remuneration Committee -Mandatory Committee

The NRC and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the SEBI (LODR) Regulations, 2015 as amended from time to time. The objective of this policy is to lay down a framework in relation to remuneration of Directors, KMP, Senior Management Personnel and the Key Objectives of the Committee would be:

1. To formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to appointment and remuneration for Directors, Key Managerial Personnel and other senior employees;
2. To formulate criteria for evaluation of the members of the Board of Directors including Independent Directors, the Board of Directors and the Committees thereof;
3. To devise policy on Board Diversity;
4. To identify persons, qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and where necessary, their removal;
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. To recommend to the board, all remuneration, in whatever form, payable to senior management.
7. To formulate policy ensuring the following:
   a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully,
   b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks, and
   c. Remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
   d. Recommendation to the board, all remuneration, in whatever form, payable to senior management.
8. To design Company's policy on specific remuneration packages for Executive/ Whole Time Directors and Key Managerial Personnel including pension rights and any other compensation payment;
9. To determine, peruse and finalize terms and conditions including remuneration payable to Executive/ Whole-time Directors and Key Managerial Personnel of the Company from time to time;
10. To review, amend or ratify the existing terms and conditions including remuneration payable to Executive/Whole Time Directors, Senior Management Personnel and Key Managerial Personnel of the Company;
11. Any other matter as may be assigned by the Board of Directors.

In compliance with the provisions of section 178 of the Companies Act, 2013 and SEBI (LODR) Regulations. The composition of the Nomination and Remuneration Committee as at 31st March, 2020 is as under:

Name of the Member	Category	Attendances at the Stakeholder's Relationship Committee meetings held on
		30.05.2019
Shri Krishna Das Neema	ID/Chairman	Yes
Shri Vinod Kumar Kabra	ID/Member	Yes
Shri Praveen Jindal	ID/Member	Yes

The Company Secretary & Compliance Officer also functioned as the Secretary to the Committee.

(e) Risk Management Committee

Business Risk Evaluation and Management is an ongoing process within the Organization.

The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprises:

- Oversight of risk management performed by the executive management;
- Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines;
- Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle;
- Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.

Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, potential impact analysis and mitigation plan.

The composition of the Risk Management Committee comprising Shri Vijay Bankda, Chairman, Smt. Rinki Ankit Bankda and Shri Krishna Das Neema are members and Company Secretary also functioned as the Secretary to the Committee. No meeting of Risk Management Committee was held during the year 2019-20.

(f) Internal Committee for (Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

In compliance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Board has constituted an Internal Committee and Mrs. Rinki Ankit Bankda is the Chairperson of the Committee, Ms. Isha Kuchekar, HR Executive and Mrs. Ashwini Deshpande, Excise Officer as members of the Committee to look into the complaints of the women employees relating to the Sexual Harassment of Women at Workplace. As there was no reference to the Committee, no meeting was required to be held during the year 2019-20.

(g) Corporate Compliance Committee

As a part of good corporate governance practices during the year under review, your company has constituted a Corporate Compliance Committee of its Board for the following purpose:-

1) The Committee shall have oversight responsibility for matters of compliance, including the Company's overall compliance programs, policies and procedures; significant legal or regulatory compliance exposure.

2) The Committee shall oversee the Company's compliance efforts with respect to relevant Company policies, the Company's Code of Business Conduct, and relevant laws and regulations.

3) The Committee shall monitor the Company's efforts to implement compliance programs, policies and procedures that respond to the various compliance and regulatory risks facing the Company and support lawful and ethical business conduct by the Company's employees.

4) The Committee shall also monitor the Company's efforts to fulfill legal obligations arising from settlement agreements and other similar documents or orders, and shall review, at its discretion.

5) The Committee shall, at its discretion, oversee the investigation of, and may also request the investigation of, any significant instances of non-compliance with laws or the Company's compliance programs, policies or procedures, or potential compliance violations that are reported to the Committee; provided, however, that any such matters related to financial non-compliance or potential financial compliance violations shall be directed to the Audit Committee for investigation.

The composition of the Corporate Compliance Committee as at 31st March, 2020 comprised Shri Krishna Das Neema, Independent Director, Shri Kedarmal Shankarlal Bankda, Whole-time Director and Shri Devendra Maheshwari, General Manager Finance & Accounts are members and Company Secretary & Compliance Officer functioned as the Secretary to the Committee. During the year under review only two meetings were held on 14.11.2019 & 14.02.2020 which was attended by all the members and the Secretary of the Committee Meeting.

(h) Independent Directors' Meeting

During the year under review, the Independent Directors met on 14.11.2019, under the Chairmanship of the Lead Independent Director, Shri Krishna Das Neema inter alia, to discuss:

- Independent Directors and the Board of Directors as a whole;
- Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Performance of the Chairman & Whole-time Director Shri Kedarmal Shankarlal Bankda.
- Performance of the Managing Director Shri Vijay Shankarlal Bankda.
- Timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting except Mr. Praveen Jindal and Company Secretary & the Compliance Officer functioned as the Secretary to the committee for assisting to the lead independent director.

(i) Annual Secretarial Compliance Report:

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the SEBI (LODR) Regulation, 2015, directed listed entities to obtain Annual Secretarial Compliance Report from a Practicing Company Secretary for compliance of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance Report is in addition to the Secretarial Audit by Practicing Company Secretaries under Form MR-3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

The Company has obtained the services of CS (Dr.) D.K. Jain (CP No. 2382), Practicing Company Secretary for providing required Compliance Report for the year ended 31st March, 2020 and filed with the BSE Ltd., as required within the stipulated time period.

(j) Certificate from Practicing Company Secretary for Non Dis-qualification of Directors:

As required under Part C of Schedule V of the SEBI (LODR) Regulation, 2015, the Company has obtained a certificate from CS (Dr) D.K. Jain (FCS 3565 CP No.2382), proprietor of M/s. D.K. Jain & Co., Practicing Company Secretaries, certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

A compliance certificate from M/s. D.K. Jain & Co., Practicing Company Secretaries pursuant to the requirements of Schedule V of the SEBI (LODR) Regulation, 2015 regarding compliance of conditions is attached as Annexure to the Corporate Governance Report.

III. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors, Managing Director, Whole-time Directors, Senior management and Key Managerial Persons and their remuneration. This Policy is accordingly derived from the said Charter and is hosted on the website at www.sfil.in

1. Criteria of selection of Non-Executive Directors

a. 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, engineering, medical science finance, governance and general management.

b. 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.

c. 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.

d. 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.

e. 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.

2. Remuneration to the Independent/Non Executive Directors:

The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board/Committee meetings as detailed hereunder:

i. All Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him within the overall limits prescribed under the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

ii. The Independent Directors shall not be entitled to participate in the Stock Option Scheme, if any, introduced by the Company.

3. Managing Director - Criteria for selection /appointment

For the purpose of selection of the MD and WTD the N&R 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 fulfills such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

4. Remuneration for the Managing Director & Whole-time Directors

i. At the time of appointment or re-appointment, the Managing Director and Whole-time director 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 Managing Director and Whole-time Director within the overall limits prescribed under the Companies Act, 2013.

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

iii. The remuneration of the Managing Director and Whole-time director is broadly divided into fixed and variable components. The fixed component comprises salary, allowances, perquisites, amenities and retrial benefits. The variable component comprises performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the N&R Committee shall ensure/consider the following:

a. responsibility required to be shouldered by the Managing Director and Whole-time director, the industry benchmarks and the current trends;

b. the Company's performance vis-à-vis the annual budget achievement and individual performance.

5. Remuneration Policy for the Senior Management Employees

I. In determining the remuneration of the Senior Management Employees and Key Managerial Personnels, the N&R Committee shall ensure/consider the following:

i. the relationship of remuneration and performance;

ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;

iii. the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;

iv. the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, and current compensation trends in the market.

II. 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.

6. Service Contracts, Severance Fees and Notice Period

The appointment of Managing Director and Whole-time Director(s) are governed by the Articles of Association and resolutions passed by the Board of directors and

Shareholders of the Company. The appointment is as per service/employment contracts. These contracts are terminable by either of the parties by serving notice of six months.

7. Employee Stock Option Scheme

The Company has not issued any Employee Stock Option Scheme for its Directors or Employees during the year.

8. Performance Linked Incentive Criteria

The Company has internal norms for assessing the performance of its Directors & Senior Executives.

IV. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 red with Part D of Schedule II to Regulation 19(4) of the SEBI Listing Regulations. The Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

V. TERMS OF APPOINTMENT & REMUNERATION – Managing Director and Whole-time directors

Particulars	Shri Kedarmal Shankarlal Bankda, Chairman & Whole time director	Shri Vijay Shankarlal Bankda, Managing Director	Mrs. Rinki Ankit Bankda, Whole-time Director
Period of Appointment	03.05.2017 to 02.05.2022	01.12.14 to 30.11.2019 further from 01.12.2019 to 30.11.2014	15.11.2017 to 14.11.2022
Salary – Grade Allowances	4,00,000 -80,000	4,00,000-80,000	2,00,000-40,000
Perquisites	48,00,000 p.a.	48,00,000 p.a.	24,00,000 p.a.
Retiral Benefits	Gratuity and Leave encashment as per Rules	Gratuity and Leave encashment as per Rules	Gratuity and Leave encashment as per Rules
Minimum Remuneration	As per provisions of the Schedule V of the Companies Act, 2013	As per provisions of the Schedule V of the Companies Act, 2013.	As per provisions of the Schedule V of the Companies Act, 2013.
Notice Period and fees	6 months from either side	6 months from either side.	6 months from either side

Details of remuneration paid to the Directors are given in Form MGT – 9.

VI. GENERAL BODY MEETINGS

(a) Details of the Last Three Annual General Meetings held

Financial Year	Venue of the AGM	Date	Time	No. of Special Resolution Passed	Special Resolution through Postal Ballot
2018-19	303 Brahans Business Park, Paperbox Road, Off Mahakali Caves Road, Andheri East, Mumbai (M.H.) 400093	30 Sept. 2019	2.30 P.M.	Three	N.A.
2017-18	Ola Vakola Banquet, B-25/198, Anand Nagar, Vakola, Near Vakola Police Station, Opposite Kohinoor Marbles, Near Western Express Highway, Santacruz East, Mumbai, (M.H.) 400055	28 Sept. 2018	3:00 P.M.	Five	N.A.
2016-17	The Supremo Activity Centre & Matoshri Sports Complex, Jogeshwari Vikhroli Link Road, Andheri East, Mumbai (M.H.) 400093	29 Sept. 09.2017	12:30 P.M.	Nil	N.A.

During the year under review, no extra ordinary general meeting was held as well as no resolution was passed through the Postal Ballot process.

VII. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results of the Company are sent to the BSE immediately after these are approved by the Board. These are also published in following newspapers having wide circulations as well posted on the website of the Company at www.sfil.in.

Quarterly Results	Newspaper Publication	Displayed in Website
31.03.2020*	Free Press & Navshakti Maratha	www.sfil.in
31.12.2019	Free Press & Navshakti Maratha	www.sfil.in
30.09.2019	Free Press & Navshakti Maratha	www.sfil.in
30.06.2019	Free Press & Navshakti Maratha	www.sfil.in

* The company has not published 31/03/2020 audited financial results in newspaper as per the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26th March, 2020 read with SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 for all events scheduled till 30th June, 2020 due to CoVID19 pandemic.

The Company has not made any official releases and presentation to any institution.

Date, Time and Venue of Annual General Meeting	**Monday, 30th September, 2020 at 2:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OVAM),** deemed venue is Registered Office of the Company.
E-voting period	**From 27.09.2020 on 9:00 A.M. [IST] To 29.09.2020 on 5:00 P. M [IST]**
Financial Calendar Results for the quarter ending 30th June, 2020 for the quarter ending 30th Sept, 2020 for the quarter ending 31st Dec., 2020 for the quarter ending 31st March, 2021	 On or Before 14th August, 2020 On or Before 14th November, 2020 On or Before 14th February., 2021 On or Before 30th May, 2021
Board Meeting for consideration of Annual Accounts for the financial year 2019-20	30/06/2020 (Extended to 30th June, 2020 due to CoVID19 pandemic)
Book Closure	**24th September, 2020 to 30th September, 2020 (Both Days Inclusive)**
Cutoff date for E-voting	**23rd September, 2020**
Posting/mailing of Annual Report	Before 5th September, 2020
Last date for receipt of Proxy	As meeting is going to be held through Video Conferencing (VC) / Other Audio Visual Means (OVAM) there is no facility for appointing of Proxy this year.
Listing on Stock Exchange	The equity shares of the company are listed at BSE Ltd. and the annual listing fees has been paid for 2020-2021
Registered Office	7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (East) Mumbai (M.H.) 400093; Phone 022-26877700 Email: finance@sfil.in Website: www.sfil.in
Corporate Office:	207, Saket Nagar, Indore (M.P.) 452018 Phone: 0731-2560458; Email: finance@sfil.in; Website: www.sfil.in
Compliance Officer and Company Secretary	**CS Shubham Dubey**
Registrars and Share Transfer Agents	**Ankit Consultancy Pvt. Ltd.** Plot No.60, Electronic Complex, Pardeshipura, Indore (M.P.) 452010 | Tel: 0731- 4065799/97 Email: rtaindore@gmail.com
Scrutinizer for E-voting	**CS Anish Gupta, Practicing Company Secretary**
Scrip Code	524470
ISIN NO	INE312C01025
The financial year covered by this Annual Report	1st April, 2019 to 31st March, 2020
Share Transfer System	Transfers are registered and returned by the Registrars & Share Transfer Agents within a period of 15 days from the date of receipt of the documents, provided the same are in order.
Commodity price risk or foreign exchange risk and hedging activity	The export transactions or covered by the Forward cover as per policy of the company to minimize the exchange fluctuation risk
Plant Location	256-257, Sector I, Industrial Area, Pithampur (Dhar) (M.P.) 454774
Dividend	The Board has not recommended any dividend on equity shares for the Financial Year 2019-20.

Equity Share Price on BSE April, 2019 – March, 2020

Month	Equity Share Price				No of Trades in the month	No of SharesTraded in the Month	Turnover in Rs.
	Open	High	Low	Close			
April – 2019	1.10	1.19	0.96	1.00	1,37,06,005	6,029	1,50,34,968
May – 2019	1.00	1.21	0.86	1.14	1,61,97,229	5,904	1,66,30,873
June – 2019	1.14	1.17	0.85	0.91	1,29,31,444	5,249	1,28,29,880
July – 2019	0.92	0.93	0.62	0.75	1,01,67,059	4,511	83,57,416
Aug. – 2019	0.74	0.86	0.68	0.77	87,16,952	4,286	67,37,310
Sept. – 2019	0.79	0.85	0.75	0.78	75,74,975	3,269	60,53,589
Oct. – 2019	0.79	0.79	0.57	0.64	1,38,66,658	5,438	90,15,608
Nov. – 2019	0.63	0.90	0.63	0.82	1,82,80,375	5,241	1,29,09,887
Dec. – 2019	0.83	0.83	0.62	0.75	1,34,96,394	4,546	97,83,979
Jan. – 2020	0.74	0.85	0.68	0.72	1,91,29,041	4,911	1,39,04,922
Feb. – 2020	0.72	0.75	0.61	0.64	1,21,30,999	3,810	84,70,263
March– 2020	0.64	0.73	0.39	0.72	3,55,76,883	6,679	2,09,25,032

Share Price Performance in Comparison to Board Based Indices – BSE Sensex

Particulars	01st April, 2019	31st March, 2020	% Change
Company Share Price (Rs.)	1.10	0.72	34.54
BSE Sensex	38871.87	29468.49	24.19

Share Transfer System

The Board has authorized Stakeholder Relationship Committee to approve and authorize matters relating to share transfers/transmission, issue of duplicate share certificates; etc. The Company's Registrars, M/s Ankit Consultancy Pvt. Ltd. has adequate infrastructure to process the share transfers.

The Share transfer requests received at the Registrar & Share Transfer Agent are processed and delivered within 15 days from the days of lodgment and in case of dematerialization requests are processed within 21/30 days from the date of receipt.

A predetermined process cycle at regular interval ensures the transfer of shares (in physical form) within the stipulated time limit.

As per the requirement of Regulations 40(9) of the Listing Regulations, a Company Secretary in Practice has certified due compliance of share transfer formalities on a half yearly basis.

i. Sub-division of shares

The Company had sub-divided its equity shares of Rs. 10/- each to Re. 1/- each on 8th July, 2013.

ii. Distribution of Shareholding as on 31st March, 2020

Shareholding of Nominal Value Rs.	No. of shareholder	%	Shares Amount in Rs.	%
Up to 1000	14,787	36.84	80,57,144	1.03
1001- 2000	5,221	13.01	90,43,861	1.16
2001- 3000	2974	7.41	79,98,220	1.02
3001 - 4000	2348	5.85	85,50,377	1.10
4001 - 5000	3018	7.52	1,48,15,373	1.90
5001- 10000	5078	12.65	4,14,11,688	5.30
10001 - 20000	2960	7.37	4,44,70,372	5.70
20001 - 30000	1191	2.97	3,02,20,188	3.87
30001 - 40000	569	1.42	2,03,43,217	2.61
40001 - 50000	485	1.21	2,29,89,261	2.94
50001 - 100000	858	2.14	6,46,21,059	8.28
100000 Above	649	1.61	50,81,31,420	65.09
Total	**40,138***	**100.00**	**78,06,52,180**	**100.00**

*The Above distribution of shares as on 31st March,2020 is based on the actual folio of the members as per the data provided by RTA. However on consolidation of the folio, the total members is 39,180 as at 31.03.2020.

iii. Shareholding Pattern as on 31st March, 2020

Category of Shareholder	No. of Shares held	%
Promoters	313386611	40.14
Mutual Funds/UTI	0	0.00
Financial Institutions/Banks	41605	0.01
Insurance Companies	0	0.00
Foreign Institutional Investors	0	0.00
Directors & Relatives	0	0.00
Individuals	422722766	54.15
Non- Resident Indians & OCB	22473054	2.88
Others	22028144	2.82
TOTAL	**780652180**	**100.00**

iv. Dematerialization of Shares & Liquidity as on 31st March, 2020

The shares of the Company are compulsorily traded in electronic mode and have established connectivity with both the Depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). As on 31st March, 2020 the numbers of shares held in dematerialized and physical mode are as under:

Particulars	Number of Shares	Percentage to Total Capital Issued
Held in demat mode in NSDL	501176246	64.20
Held in demat mode in CDSL	275498999	35.29
Sub Total (demat mode)	**776675245**	**99.49**
Physical Mode	3976935	0.51
Total	**780652180**	**100.00**

v. Outstanding GDRs/ADRs/Warrants or any convertible instruments, etc.

As on date, the Company has not issued the said security, convertible in the equity shares.

vi. Foreign exchange risk and hedging activities

The Company has no foreign exchange exposures; however, hedging/forwarding contract is done wherever it was required.

vii. Credit Rating

Company has not issued any debenture or accepted deposits so the rating from CRISIL or any other agency was not required to be obtained.

IX. OTHER DISCLOSURES

1. Subsidiary Companies
2. Related Party Transactions
3. Strictures and penalties
4. Compliance with IND-AS
5. Internal Controls
6. MD/CFO Certification
7. Vigil Mechanism/Whistle Blower and risk management policy
8. Familiarization program for independent directors
9. Prevention of Insider Trading
10. Complaints under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The required disclosures for the aforesaid matters have been given in the Board Report at the appropriate places, therefore to avoid reputation, the same not been reproduced here.

10. Code of Conduct

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website www.sfil.in The Code lays down the standard of conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behavior from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

11. Mandatory Requirements

The Company has complied with all the mandatory requirements of the SEBI (LODR) Regulations, 2015 as amended from time to time.

12. Unclaimed dividend and shares liable to transfer to IEPF Authority

a. Unclaimed Dividends

The Company is required to transfer dividends which have remained unpaid/unclaimed for a period of seven years to the Investor Education & Protection Fund established by the Government. The Company has on 28th November,2019 transferred to the IEPF Authority, the unpaid/ unclaimed dividend, for the year ended on 31st March,2012 which was remaining unclaimed, unpaid The Company will, in November, 2020 transfer the unpaid/ unclaimed dividend if any to the said fund, for the year ended 31st March, 2013 which have remained unclaimed /unpaid. The dates by which the dividend amounts will be transferred to IEPF are as under :

Financial Year	Date of Declaration	Rate of Dividend in Rs. per Share of Rs. 10/-	Amount remains unpaid as on 31.03.2020	Due date for transfer to IEPF
2012-13	05.08.2013	0.60	86438.40	04.08.2020
2013-14	22.09.2014	0.02*	224788.04	21.11.2021
2014-15	25.09.2015	0.02	175456.96	24.11.2022
2015-16	30.09.2016	0.02	322461.70	29.11.2023
2016-17	29.09.2017	0.02	359084.86	28.11.2024

*Sub-divided into Re. 1/- per share

** No dividend declared in the financial year 2017-18, 2018-19.

Individual reminders are sent each year to those Members by way of note to the notice of the Annual General Meeting which remained unclaimed for a period of seven years from the date they became due for payment, before transferring the monies to the Investor Education & Protection Fund (IEPF). The information on unclaimed dividend is also posted on the website of the Company as aforesaid.

13. Compliance with discretionary requirements

A. Disclosures

1. There are no materially significant transactions with the related party 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 Indian Accounting Standard (IND AS 24) has been made in the Annual Report. The Related Party Transactions Policy as approved by the Board is uploaded on the Company's website at http://www.syncomformulations.com/index.php?option=com_docman&task=cat_view&gid=60&Itemid=105
2. There were no non-compliance by the Company and no penalty imposed by the stock exchange or any statutory authority on any matter related to capital market during the year except an Order passed by the SEBI on 02.04.2018 in the matter of First Financial Services for restraining the Company to access the capital market till the further order. The Company had submitted necessary information and applied to the SEBI for removal of the name of the Company and against SEBI Ad-Interim Ex-Parte Order in the matter of First Financial Services Limited Granted Interim Relief on 22.01.2016.
3. The Company has formed and hosted the Vigil Mechanism Policy on the website of the Company, and the Company confirm that no personnel were denied to access to the audit committee.
4. The Company has hosted all the required policy on the website of the company; however, the Company is not having any material subsidiary during the year 2019-20.
5. The Company has given the web link of the related party transaction in the annual report.
6. The company is not having subsidiary company and the details of Audit Fees paid to them is provided in the Balance Sheet at respective portion. Hence, not reproduced here.
7. Since the Company is not dealing in commodity hedging, therefore, it is not having any risk associated thereto.
8. The Company is not having any security to credit in the Demat suspense account u/s 124(5) and (6) of the Companies Act, 2013.
9. During the period, there were no such instances, where the board has not accepted the recommendation given by the committees.

B. Discretionary requirements under Regulation 27 of SEBI (LODR), Regulations, 2015

The Status of compliance with discretionary recommendations of the Regulation 27 of the SEBI (LODR) Regulations, 2015 is provided below:

1. Non- Executive Chairman's Office: N.A.
2. Shareholder's Rights: As the quarterly and half yearly financial performance along with significant events are published in the newspapers and are also posted on the Company's website, the same are not being sent to the shareholders.
3. Modified Opinion in Auditors Report: The Company's Financial Statement for the year 2019-20 does not contain any modified audit opinion.
4. Separate posts of Chairman and CEO: The Chairman of the Board is an Executive Director and his position is separate from that of the Managing Director. However, the Chairman is also a whole-time director as permitted in the Articles.
5. Reporting of Internal Auditor : The Internal Auditor Reports to the Audit Committee.

For and on behalf of the Board

Place: Indore
Date: 14th August, 2020

KEDARMAL BANKDA
Chairman & Whole-time Director
DIN: 00023050

Certificate on Compliance with Code of Conducts

As required under Schedule V(D) of the SEBI (LODR) Regulations, 2015 with BSE Limited, I hereby affirm that all the Board Members and Senior Management Personnel have affirmed compliance with the Syncom Code of Business Conduct and Ethics, as applicable to them, for the year ended 31st March, 2020.

For and on behalf of the Board

Place: Indore
Date: 14th August, 2020

KEDARMAL BANKDA
Chairman & Whole-time Director
DIN: 00023050

Auditors Certificate on Corporate Governance

To,
The Members,
Syncom Formulations (India) Limited

1. This certificate is issued in accordance with the terms of our engagement.
2. We, **Sanjay Mehta & Associates,** Chartered Accountants, the Statutory Auditors of Syncom Formulations (India) Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2020, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Para C and D of Schedule V of the SEBI (LODR) Regulations, 2015 (the Listing Regulations).

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance

issued by the Institute of Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2020.
9. We 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.

FOR, SANJAY MEHTA & ASSOCIATES
CHARTERED ACCOUNTANTS
F.R. NO. 011524C

Place: Indore
UDIN: 2007945245AAAAFE1740
Date: 13th August, 2020

MANISH MITTAL
PARTNER
M. NO. 079452

CERTIFICATE
OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (LODR) Regulations, 2015)

To,
The Members of
Syncom Formulations (India) Limited
7, Niraj Industrial Estate,
Off Mahakali Caves Road,
Andheri (E) Mumbai (MH) 400093

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Syncom Formulations (India) Limited having CIN:L24239MH1988PLC047759** and having registered office at 7, Niraj Industrial Estate, Off Mahakali Caves Road, Andheri (E) Mumbai (MH) 400093 (hereinafter referred to as 'the Company'), produced before us 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 our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers.

We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 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.

S. No.	Name of Director	DIN	Date of appointment in Company
1	Shri Kedarmal Shankarlal Bankda	00023050	13.04.1992
2	Shri Vijay Shankarlal Bankda	00023027	01.12.1999
3	Smt. Rinki Ankit Bankda	06946754	13.08.2014
4	Shri Krishna Das Neema	02294270	31.07.2008
5	Shri Praveen Jindal	05327830	12.07.2012
6	Shri Vinod Kumar Kabra	01816189	29.09.2007

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

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.

Place: Indore
Date: 27th July, 2020
UDIN: F003565B000509301

For, D.K. Jain & Co.
Company Secretaries
FRN No. I1995MP067500

CS (Dr.) Dilip Kumar Jain
Proprietor
FCS 3565: CP 2382
Peer Review No.: 743/2020

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SYNCOM FORMULATIONS (INDIA) LIMITED

Opinion

We have audited the accompanying financial statements of **Syncom Formulations (India) Limited ("the Company")** which comprises the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act (SAs). 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, 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.N.	Key Audit Matter	Auditor's Response
1.	Valuation, Accuracy, Completeness and disclosures pertaining to Inventories with reference to AS 2. Inventories constitutes material component of financial statement. Correctness, completeness and valuation are critical for reflecting true and fair financial results of operations.	Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: a) We assessed the Company's process regarding Maintenance of records, Valuation and accounting of transactions relating to Inventory as per the Indian Accounting Standard 2. b) We have evaluated the design of Internal Controls relating to recording and valuation of Inventory. c) We have carried out physical verification of Inventory to verify the balance of the inventory at the year end. d) We have verified the compliance with the standard norms relating to production as framed and timely updated by the management.

Information Other than the Standalone Financial Statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the IND AS and other accounting principles generally accepted in India. 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 controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a

reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure B"**, a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 and proper returns are adequate for the purposes of our audit.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure A"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with requirements of section 197(16) of the Act, as amended:

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

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 has been no delay in transferring amount required to be transferred to the Investor Education and Protection Fund by the Company.

For, Sanjay Mehta & Associates
Chartered Accountants
Firm Reg. No. 011524C

Manish Mittal
Partner
M. No. 079452

Place: Indore
Date: 30/06/2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Syncom Formulations (India) Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **SYNCOM FORMULATIONS (INDIA) LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company 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 respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting 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.

Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, Sanjay Mehta & Associates
Chartered Accountants
Firm Reg. No. 011524C

Manish Mittal
Partner
M. No. 079452

Place: Indore
Date: 30/06/2020

ANNEXURE "B" TO THE AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Syncom Formulations (India) Limited** of even date)

i. In respect of the Company's fixed assets:

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds/registered sale deeds provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

ii. The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on physical verification.

iii. The company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3(iii) (a) to (c) of the order are not applicable to the company and hence not commented upon.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

vi. The Central Government has prescribed maintenance of cost records under sub section (1) of Section 148 of Companies Act, 2013, in respect of manufacturing activity of the company. We have broadly reviewed the accounts and records of the company in this connection and are of the opinion, that prima facie, the prescribed accounts and records have been made and maintained adequately.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2020 for a period of more than six months from the date they became payable.

(c) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2020 on account of dispute are given below:

Nature of the Statue	Nature of Dues	Forum where dispute is pending	Period to which the demand pertains	Amount (In Lakhs)
The Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal Mumbai	2006-07	45.3
	Income Tax	Commissioner of Income Tax Appeal, Mumbai	2013-14	13.43
	Income Tax	Commissioner of Income Tax Appeal, Mumbai	2014-15	74.49
	Income Tax	Commissioner of Income Tax Appeal, Mumbai	2015-16	21.83
MP VAT Act, 2002	Commercial Tax	District Commissioner Appeal, Sales Tax, Indore	2013-14	1.02
	Commercial Tax	District Commissioner Appeal, Sales Tax, Indore	2014-15	1.01
	Commercial Tax	District Commissioner Appeal, Sales Tax, Indore	2015-16	0.13
Provident Fund Act	Provident Fund	High Court Indore	2005-06	3.78

viii. In our opinion and according to the information and explanation given to us, the Company has not defaulted in the repayment of dues to banks. The company has not issued any debentures.

ix. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

xi. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.

xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company

xv. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, Sanjay Mehta & Associates
Chartered Accountants
Firm Reg. No. 011524C

Manish Mittal
Partner
M. No. 079452

Place: Indore
Date: 30/06/2020

Balance Sheet as at 31st March, 2020

(Amount in ₹)

PARTICULARS	Note	As at 31-03-2020	As at 31-03-2019
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	45,87,86,079	48,21,09,368
(b) Capital Work in Progress		-	-
(c) Intangible assets	3	10,56,867	13,80,225
(d) Investment Property	4	47,13,34,270	40,20,42,770
(e) Financial Assets			
(i) Investments	5	63,31,730	1,50,94,484
(ii) Deposits	6	28,95,091	3,81,84,525
(f) Other Non Current Assets	7	-	80,80,531
Current assets			
(a) Inventories	8	16,07,22,370	13,72,35,583
(b) Financial Assets			
(i) Trade Receivables	9	43,34,22,340	41,32,89,071
(ii) Cash And Cash Equivalents	10	8,20,75,298	7,34,90,255
(iii) Bank Balances other than (ii) above	11	36,68,980	52,46,694
(iv) Deposits	12	3,81,48,148	-
(v) Loans & Advances	13	65,22,111	1,98,57,141
(c) Other Current Assets	14	14,02,73,047	13,37,15,742
Total		**1,80,52,36,331**	**1,72,97,26,389**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	15	78,06,52,180	78,06,52,180
(b) Other Equity	16	67,58,49,708	54,55,87,913
Liabilities			
Non Current Liabilities			
(a) Financial Liabilities			
(i) Trade and other Deposits	17	1,70,11,363	1,22,99,494
(b) Provisions	18	1,20,76,767	73,62,372
(c) Deferred Tax Liabilities	19	4,20,42,184	5,60,11,815
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	20	2,14,75,713	8,67,44,419
(ii) Trade Payables			
Total Outstanding Dues of Micro Enterprises and Small Enterprises	21	1,14,96,167	1,55,84,611
Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	21	19,14,69,507	19,60,52,077
(iii) Other Financial Liabilities	22	2,84,27,533	21,00,542
(b) Other Current Liabilities	23	51,39,796	1,01,05,919
(c) Provisions	24	1,95,95,413	1,72,25,047
Total		**1,80,52,36,331**	**1,72,97,26,389**
Notes & significant accounting policies, forming part of financial statements	1 to 45		

The accompanying notes form an integral part of the financial statements.
As per our report of even date annexed

For Sanjay Mehta and Associates
Chartered Accountants
F.R. No.: 011524C

Manish Mittal
Partner
M. No.: 079452

Place : Indore
Dated: 30th June, 2020

For and on behalf of the Board of Directors of Syncom Formulations (India) Limited

Kedarmal Bankda	Vijay Bankda	Ankit Bankda	Shubham Dubey
Chairman & Whole Time Director	Managing Director	CFO	CS
DIN : 00023050	DIN : 00023027		M.No.: A54971

Statement of Profit and Loss for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	Note	As at 31-03-2020	As at 31-03-2019
INCOME :			
Revenue from Operations (Gross)	25	2,05,51,10,538	1,86,77,22,851
Other Income	26	5,22,18,630	5,08,07,997
		2,10,73,29,168	**1,91,85,30,848**
EXPENDITURE :			
Cost of Material Consumed	27	95,62,23,332	81,61,80,108
Purchase of Stock-in-Trade	28	59,69,45,935	55,04,41,666
Changes in Inventories of Finished Goods, Stock- in- Process and Stock - in - Trade	29	(3,69,62,498)	(1,01,37,580)
Employee Benefits Expense	30	16,29,26,351	15,57,66,176
Finance Costs	31	46,00,910	21,88,239
Depreciation and Amortization Expense	3	4,06,11,214	4,00,28,107
Other Expenses	32	20,95,77,291	23,73,09,801
Total Expenses		**1,93,39,22,535**	**1,79,17,76,517**
Profit / (Loss) Before Extraordinary Items and tax		**17,34,06,633**	12,67,54,331
Exceptional Item	33	5,16,194	-
Profit / (Loss) before tax		**17,28,90,439**	**12,67,54,331**
Tax Expense			
Current Tax		4,43,38,853	3,30,91,800
Income Tax (Earlier Years)		(12,897)	13,12,189
Deferred Tax		(1,39,69,631)	(1,85,50,951)
Profit / (Loss) for the Period		**14,25,34,114**	**11,09,01,293**
Other Comprehensive Income			
Items that will be reclassified to Profit & Loss			
Profit / (Loss) on Measurement of Financial Assets at Fair Value		(87,62,754)	(53,23,240)
Gain / (Loss) on Actuarial valuation of employee benefits		(35,09,565)	12,36,694
Total Comprehensive Income		**13,02,61,795**	**10,68,14,747**
Earning per equity share of Re. 1 each			
Basic and Diluted attributable to equity holders of the company		0.17	0.14
Notes & significant accounting policies, forming part of financial statements	1 to 45		

The accompanying notes form an integral part of the financial statements.
As per our report of even date annexed

For Sanjay Mehta and Associates
Chartered Accountants
F.R. No.: 011524C

Manish Mittal
Partner
M. No.: 079452

Place : Indore
Dated: 30th June, 2020

For and on behalf of the Board of Directors of Syncom Formulations (India) Limited

Kedarmal Bankda
Chairman &
Whole Time Director
DIN : 00023050

Vijay Bankda
Managing Director
DIN : 00023027

Ankit Bankda
CFO

Shubham Dubey
CS
M.No.: A54971

Cash Flow Statement for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
Cash Flow from Operating Activities		
Profit before extraordinary item and tax	17,34,06,633	12,67,54,331
Adjustments for :		
Gain/(Loss) on Actuarial valuation of employee benefits	(35,09,565)	12,36,694
Depreciation	4,06,11,214	4,00,28,107
Finance Costs	46,00,910	21,88,239
Other Income	(5,22,18,630)	(5,08,07,997)
Operating Profit before working capital changes	**16,28,90,562**	**11,93,99,374**
Changes in Working Capital		
Inventory	(2,34,86,787)	(2,68,70,075)
Trade Receivables	(2,01,33,269)	(3,62,84,172)
Bank Balances	15,77,714	4,98,39,864
Loans & Advances	1,33,35,030	(73,77,026)
Other Current Assets	(4,47,05,453)	4,77,63,092
Borrowings	(6,52,68,706)	(3,77,15,636)
Trade Payables	(86,71,014)	(1,14,13,584)
Other Financial Liabilities	2,63,26,991	24,148
Other Current Liabilities	(49,66,123)	(2,18,27,921)
Short Term Provisions	23,70,366	21,55,955
Changes in Working Capital	(12,36,21,251)	(4,17,05,355)
Cash Generated from Operations before Tax	3,92,69,311	7,76,94,019
Less: Income Tax Paid	4,43,25,956	(3,44,03,989)
Net Cash From Operating Activities	**(50,56,645)**	**4,32,90,030**
Cash Flow from Investing Activities		
Change in Property Plant and Equipment, Intangible Assets and Capital Work in Progress	(1,74,80,761)	5,83,79,556
Change in Investment Property	(6,92,91,500)	(8,79,57,484)
Change in Fixed Deposit & Accrued Interest	-	20,000
Change in Deposits	3,52,89,434	51,16,922
Change in Other Non Current Assets	80,80,531	(21,32,702)
Change in Trade & Other Deposits	47,11,869	1,25,727
Other Income	5,22,18,630	5,08,07,997
Net Cash from Investing Activities	**1,35,28,203**	**2,43,60,016**
Cash Flow from Financing Activities		
Finance Costs	(46,00,910)	(21,88,239)
Change in Long Term Liabilities	47,14,395	4,27,191
Net Cash from Financing Activities	**1,13,485**	**(17,61,048)**
Net Decrease in Cash & Cash Equivalents	**85,85,043**	**6,58,88,998**
Cash & Cash Equivalents at the beginning of the Period	7,34,90,255	76,01,257
Cash & Cash Equivalents at the End of Period	**8,20,75,298**	**7,34,90,255**

For Sanjay Mehta and Associates
Chartered Accountants
F.R. No.: 011524C

Manish Mittal
Partner
M. No.: 079452

Place : Indore
Dated: 30th June, 2020

For and on behalf of the Board of Directors of Syncom Formulations (India) Limited

Kedarmal Bankda
Chairman &
Whole Time Director
DIN : 00023050

Vijay Bankda
Managing Director
DIN : 00023027

Ankit Bankda
CFO

Shubham Dubey
CS
M.No.: A54971

Statement of Changes in Equity

(Amount in ₹)

PARTICULARS	Equity Share Capital	Other Equity Reserve & Surplus				Total Equity attributable to equity holder of the company
		Capital Subsidy	General Reserve	Gain/(loss) on Measurement of Financial assets at Fair Value	Retained Earnings	
Balance as at 31st March, 2018	**78,06,52,180**	**7,50,000**	**4,00,000,000**	**(4,00,37,679)**	**7,80,60,845**	**1,21,94,25,346**
Changes in equity for the year ended 31st March,2019						
Profit for the period (a)	-	-	-	-	11,09,01,293	11,09,01,293
Other Comprehensive Income (b)	-	-	-	(40,86,546)	-	(40,86,546)
Transfer to General Reserve	-	-	7,50,00,000	-	(7,50,00,000)	-
Total Comprehensive Income (a+b)	**-**	**-**	**7,50,00,000**	**(40,86,546)**	**3,59,01,293**	**10,68,14,747**
Balance as at 31st March, 2019	**78,06,52,180**	**7,50,000**	**47,50,00,000**	**(4,41,24,225)**	**11,39,62,138**	**1,32,62,40,093**

PARTICULARS	Equity Share Capital	Other Equity Reserve & Surplus				Total Equity attributable to equity holder of the company
		Capital Subsidy	General Reserve	Gain/(loss) on Measurement of Financial assets at Fair Value	Retained Earnings	
Balance as at 31st March, 2019	**78,06,52,180**	**7,50,000**	**47,50,00,000**	**(4,41,24,225)**	**11,39,62,138**	**1,32,62,40,093**
Changes in equity for the year ended 31st March, 2020						
Profit for the period (a)	-	-	-	-	14,25,34,114	14,25,34,114
Other Comprehensive Income (b)	-	-	-	(1,22,72,319)	-	(1,22,72,319)
Transfer to General Reserve	-	-	12,50,00,000	-	(12,50,00,000)	-
Total Comprehensive Income (a+b)	-	-	**12,50,00,000**	**(1,22,72,319)**	**1,75,34,114**	**13,02,61,795**
Balance as at 31st March, 2020	**78,06,52,180**	**7,50,000**	**60,00,00,000**	**(5,63,96,544)**	**13,14,96,252**	**1,45,65,01,888**

For Sanjay Mehta and Associates
Chartered Accountants
F.R. No.: 011524C

Manish Mittal
Partner
M. No.: 079452

Place : Indore
Dated: 30th June, 2020

For and on behalf of the Board of Directors of Syncom Formulations (India) Limited

Kedarmal Bankda
Chairman &
Whole Time Director
DIN : 00023050

Vijay Bankda
Managing Director
DIN : 00023027

Ankit Bankda
CFO

Shubham Dubey
CS
M.No.: A54971

SYNCOM FORMULATIONS (INDIA) LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS

1. Corporate Information/Background

Syncom Formulations India Limited - a renowned name in the Indian Pharmaceutical Industry represents synergistic combination of commitment and consistency.

Syncom possesses the manufacturing strength in its own manufacturing set-up at Pithampur (30 kms away from Indore, the commercial capital of Madhya Pradesh, India). Established in the year 1988, Syncom's state of art WHO-GMP and ISO 9001-2015 certified plant is geared up with latest production machineries and maintains high quality standards. Currently Syncom manufactures and markets more than 200 pharmaceutical formulations products in various dosage forms like Tablets, Capsules, Liquids Orals, Liquid Vials and Ampoule Injections & Dry Vial injections, Dry Syrups, Ointments and Inhalers.

2. Summary of significant accounting policies

a. Basis of Preparation

These financial statements are prepared in accordance with Indian Accounting Standards (IND AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The IND AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b. Use of estimates and judgements

The preparation of financial statements in conformity with IND AS requires the management to make judgments, estimates and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Although, these estimates, judgements and assumptions are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

c. Property Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The Company depreciates property, plant and equipment over their estimated useful lives using the straight-line method. The Estimated useful lives of assets are as follows:

Factory Building	30 Years
Building Other	60 Years
Plant & Machinery	5-20 Years
Solar Generation Plant	25 Years[1]
Electric Installation	10 Years
Furniture & Fixtures	7-10 Years
Office Equipment	5 Years
Computer	3 Years
Vehicle	8 Years

[1] the life for solar generation plant is not prescribed in the under Part C of Schedule II of the Companies Act, 2013 therefore the useful lives as given above represent the period over which the Management expects to use these assets.

Useful lives for the rest of the assets are as prescribed under Part C of Schedule II of the Companies Act, 2013

Gains and losses on disposals are determined by comparing the proceeds with carrying amount.

Intangible assets

An intangible asset is recognized when it is probable that the future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment losses, if any. Cost comprises the purchase price and any cost attributable to bringing the assets to its working condition for its intended use which includes taxes, freight, and installation and allocated incidental expenditure during construction/ acquisition and exclusive of CENVAT credit or other tax credit available to the Company.

Subsequent expenditure relating to intangible fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

d. Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation/amortization is provided on the revised carrying amount of the asset over its remaining useful life.

e. Revenue Recognition

Revenue from sales is recognized at the point of dispatch of the goods to the customer.

Income from dividend on investments is recognized when the right to receive dividend is established.

All other incomes are recognized on accrual basis.

f. Borrowing Costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are capitalized. All other borrowing costs are recognized as expenditure in the period in which they are incurred.

g. Foreign currency translation

Initial recognition:

Foreign currency transactions are recorded in the reporting currency by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion:

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when such values were determined.

Exchange differences:

Exchange differences arising on the settlement of monetary items or on reporting the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are being dealt in the statement of profit & loss.

h. Investment and other financial assets

Classification

The company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value and
- Those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit and loss or other comprehensive income.

Measurement

At initial recognition, the company measures a financial assets at its fair value plus, in the case of a financial asset not at fair value through profit and loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit and loss are expensed in profit and loss.

Investment property

An investment in land or buildings, which is not intended to be occupied substantially for use by, or in the operations of, the Company, is classified as investment property. Investment properties are stated at cost.

i. Retirement and other employee benefits

Defined contribution plan

The Company makes defined contribution to Government Employee Provident Fund, Government Employee Pension Fund, Employee Deposit Linked Insurance, ESI and Superannuation Schemes, which are recognized in the Statement of Profit and Loss on accrual basis.

The Company has no further obligations under these plans beyond its monthly contributions.

Gratuity
The Company provides for retirement benefits in the form of Gratuity. Benefits payable to eligible employees of the company with respect to gratuity, a defined benefit plan is accounted for on the basis of an actuarial valuation as at the Balance Sheet date. The present value of such obligation is determined by the projected unit credit method and adjusted for past service cost and fair value of plan assets as at the balance sheet date through which the obligations are to be settled. The resultant actuarial gain or loss on change in present value of the defined benefit obligation or change in return of the plan assets is recognized as an income or expense in the Statement of Profit and Loss.

j. Cash and cash equivalents
Cash and cash equivalents include cash in hand, demand deposits with banks, other short term highly liquid investments with original maturities of three months or less.

k. Inventories
Raw materials, components, stores and spares, and packing material are valued at lower of cost. However, these items are considered to be realizable at replacement cost if the finished goods, in which they will be used, are expected to be sold below cost.
Cost of inventories is computed on a FIFO basis. Cost includes purchase price, (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities), freight inwards and other expenditure incurred in bringing such inventories to their present location and condition.
Work in progress and manufactured finished goods are valued at the lower of cost and net realizable value. Cost of work in progress and is determined on the basis of stage of completion, while cost for finished goods is determined by reducing the estimated gross margin from the billing price.

l. Income taxes
Tax expense for the period comprises of current tax and deferred tax.
Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income-tax Act, 1961.
The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the reporting date.
Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future. Deferred tax assets are reviewed at each balance sheet date and are written-down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

m. Leases
As a Lessee:
Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.
As a Lessor:
Leases in which the Company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income on an operating lease is recognized in the Statement of Profit and Loss on a straight-line basis over the lease term. Costs are recognized as an expense in the Statement of Profit and Loss. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the Statement of Profit and Loss.

n. Contingent Liability, Provisions and Contingent Asset
The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.
A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.
Contingent assets are neither recorded nor disclosed in the financial statements.

o. Earnings Per Share
Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period.
The weighted average numbers of equity shares are adjusted for events such as bonus issue, bonus element in the rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without corresponding change in resources.
For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

p. Dividend
The final dividend on shares is recorded as a liability on the date of approval by the Shareholders and interim dividends are recorded as a liability on the date of deceleration by the Board of Directors.

q. Segment Reporting
The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. The Company's operating businesses are organized and managed appropriately according to the nature of products and services provided. Refer Note 39 for segment information presented.

NOTE - 3 : PLANT, PROPERTY AND EQUIPMENT AND INTANGIBLES ASSET

(Amount in ₹)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Op. Block 01/04/2019	Additions	Sale / Transfer	Cl. Block 31/03/2020	Opening	During the Year	Written back	Closing Balance	Closing 31/03/2020	Opening 01/04/2019
Tangible Asset										
Lease hold Land	11,86,605	-	-	11,86,605	2,42,725	12,587	-	2,55,312	9,31,293	9,43,880
Free Hold Land	17,41,000	-	-	17,41,000	-	-	-	-	17,41,000	17,41,000
Building Factory	25,19,92,860	28,84,492	-	25,48,77,352	9,24,86,047	78,63,283	-	10,03,49,330	15,45,28,022	15,95,06,813
Building Other	5,36,99,722	-	-	5,36,99,722	68,27,822	9,05,992	-	77,33,814	4,59,65,908	4,68,71,900
Plant and Machinery	35,89,16,283	70,16,921	-	36,59,33,204	20,16,14,437	1,65,94,349	-	21,82,08,786	14,77,24,418	15,73,01,846
Solar Generation Plant	3,84,28,750	-	-	3,84,28,750	29,40,268	14,60,132	-	44,00,400	3,40,28,350	3,54,88,482
Electric Installation	5,27,58,657	46,69,695	-	5,74,28,352	2,08,18,024	51,67,934	-	2,59,85,958	3,14,42,394	3,19,40,633
Furniture and Fixture	7,21,32,783	33,73,326	-	7,55,06,109	4,44,27,996	39,82,019	-	4,84,10,015	2,70,96,094	2,77,04,787
Office Equipment	3,80,38,355	12,99,728	-	3,93,38,083	3,14,30,234	17,93,002	-	3,32,23,236	61,14,847	66,08,121
Computer	1,26,66,326	36,599	-	1,27,02,925	1,15,69,614	3,12,183	-	1,18,81,797	8,21,128	10,96,712
Vehicle	2,61,81,674	-	33,28,299	2,28,53,375	1,32,76,480	21,96,375	10,12,105	1,44,60,750	83,92,625	1,29,05,194
Total	**90,77,43,015**	**1,92,80,761**	**33,28,299**	**92,36,95,477**	**42,56,33,647**	**4,02,87,856**	**10,12,105**	**46,49,09,398**	**45,87,86,079**	**48,21,09,368**
Intangible Asset										
Computer Software	5,377,958	-	-	53,77,958	39,97,733	3,23,358	-	43,21,091	10,56,867	13,80,225
	5,377,958	**-**	**-**	**53,77,958**	**39,97,733**	**3,23,358**	**-**	**43,21,091**	**10,56,867**	**13,80,225**
Total	**913,120,973**	**1,92,80,761**	**33,28,299**	**92,90,73,435**	**42,96,31,380**	**4,06,11,214**	**10,12,105**	**46,92,30,489**	**45,98,42,946**	**48,34,89,593**
Previous Year	976,305,803	3,59,98,830	9,91,83,660	91,31,20,973	40,08,29,449	4,00,28,107	1,12,26,176	42,96,31,380	48,34,89,593	57,54,76,354

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	As at 31-03-2020	As at 31-03-2019
NOTE - 4 : INVESTMENT PROPERTY		
Property At Thane, Mumbai	5,43,64,002	54,364,002
Property At Goregaon	25,97,21,284	25,97,21,284
Property At Bhiwandi	8,79,57,484	8,79,57,484
(Converted from Depreciable Asset into Investment at Wrtitten Down Value		
Property At Chandiwali, Andheri (E)	6,92,91,500	-
Total	**47,13,34,270**	**40,20,42,770**
NOTE - 5 : INVESTMENTS		
In Equity shares - quoted, fully paid up Stated at fair value as on date		
Ravi Kumar Distilleries Ltd. 5,11,000 (Previous Year 5,11,000) shares of Rs. 10 each fully paid up	23,30,160	45,17,240
Bil Energy Systems Ltd. 10,63,000 (Previous Year 10,63,000) shares of Re. 1 fully paid up	5,20,870	41,45,700
PFL Infotech Ltd. 32,700 (Previous Year 32,700) shares of Rs. 10 fully paid up	1,40,610	2,48,193
Risa International Ltd. 45,000 (Previous year 45,000) shares of Rs. 2 fully paid up	29,250	23,850
Pazel International Ltd (Formerly known as Rutron International Limited) 5,50,000 (Previous Year 5,50,000) shares of Re.1 fully paid up	2,53,000	7,48,000
Upsurge Investment & Finance Ltd. 2,74,000 (Previous Year 2,74,000) shares of Rs. 10 fully paid up	30,57,840	54,11,501
Total	**63,31,730**	**1,50,94,484**
NOTE - 6 : DEPOSITS		
Deposits to Government Authorities	28,95,091	28,62,165
Deposits for Premises to Related Parties	-	3,53,22,360
Total	**28,95,091**	**3,81,84,525**
NOTE - 7 : OTHER NON CURRENT ASSETS		
Capital Advances	-	52,49,161
Prepaid Rent	28,31,371	56,62,741
Less: Current Portion	(28,31,371)	(28,31,371)
Total	**-**	**80,80,531**
NOTE - 8 : INVENTORIES		
(Valued at lower of cost or net realizable value)		
Raw Materials (Other than transit)	3,49,51,410	2,95,42,050
In Transit Raw Material	-	1,44,82,115
Stock in Process	3,19,15,000	2,32,62,528
Finished Goods	5,30,29,241	2,49,34,472
Packing Material (Other than transit)	3,27,79,079	3,36,66,950
In Transit Packing Material	-	40,20,263
Stock of Traded Goods	55,35,784	53,20,527
Stores & spares and others	25,11,856	20,06,678
Total	**16,07,22,370**	**13,72,35,583**
Details of Inventories of Work in Progress		
Tablets	3,03,02,146	1,90,41,548
Capsules	7,40,710	1,31,562
Liquids	3,25,846	20,71,349
Other inventory	5,46,298	20,18,069
Total	**3,19,15,000**	**2,32,62,528**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	As at 31-03-2020	As at 31-03-2019
NOTE - 9 : TRADE RECEIVABLES		
(Unsecured, Considered Good)		
Trade Receivables	43,34,22,340	41,32,89,071
Total	**43,34,22,340**	**41,32,89,071**
NOTE - 10 : CASH & CASH EQUIVALENTS		
Cash in hand	24,87,161	45,92,442
Balance with Banks		
- In Fixed Deposits with Maturity Less than 3 Months	7,37,29,324	6,22,75,397
- In Current accounts	46,90,583	55,16,851
- In Current accounts in respect of Unclaimed dividend warrants	11,68,230	11,05,565
- In Current accounts in respect of Right issue refund orders	-	-
Total	**8,20,75,298**	**7,34,90,255**
NOTE - 11 : BANK BALANCES OTHER THAN ABOVE		
Fixed Deposit (With Maturity more than 3 month)	36,20,000	51,08,502
Interest Accrued thereon	48,980	1,38,192
Total	**36,68,980**	**52,46,694**
NOTE - 12 : DEPOSITS		
Deposits for Premises to Related Parties (current)	3,81,48,148	-
Total	**3,81,48,148**	**-**
NOTE - 13 : LOANS AND ADVANCES		
(Unsecured Considered good)		
Advances to Employees	14,63,956	18,20,382
Advance to Supplier	58,155	1,28,96,211
Loan to Others	50,00,000	51,40,548
Total	**65,22,111**	**1,98,57,141**
NOTE - 14 : OTHER CURRENT ASSETS		
Prepaid Expenses	4,60,914	3,08,860
Advance to suppliers	1,44,88,490	-
Current Portion of Prepaid Rent	28,31,371	28,31,371
Appeal Money Deposit With Sales Tax	47,255	47,255
Provident Fund Paid Under Protest	3,77,398	3,77,398
Income Tax paid under protest	60,59,500	30,59,500
	2,42,64,928	**66,24,384**
Balances with Government Authorities		
Export Incentives Receivables	4,62,93,301	3,22,78,336
Service Tax Paid Under Protest	11,94,406	11,94,406
Balances with GST Authorities	5,17,41,696	6,89,55,027
Refund from Govt. Dept	1,67,78,716	2,46,63,589
	11,60,08,119	**12,70,91,358**
Total	**14,02,73,047**	**13,37,15,742**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	As at 31-03-2020	As at 31-03-2019
NOTE - 15 : EQUITY SHARE CAPITAL		
Authorized Share Capital		
80,00,00,000 equity shares of Re. 1 each	**80,00,00,000**	**80,00,00,000**
Issued, Subscribed & Fully Paid up		
78,06,52,180 Equity shares of Re. 1 fully paid up	78,06,52,180	78,06,52,180
(The company has only one class of equity shares. Each share holder is eligible for one vote per share The dividend proposed by the board is subject to the approval of share holders except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the assets of the company after distribution of all preferential amounts in proportion to their shareholding.)		
Total	**78,06,52,180**	**78,06,52,180**
1.1 Of the above shares 75,00,000 equity shares of Re. 1 each were allotted as fully paid up bonus shares by captalization of General Reserve. 1.2 Of the above shares 4,92,40,000 equity shares of Re. 1 each have been allotted for consideration other than cash. 1.3 Of the above shares 55,76,08,700 equity shares of Re. 1 each were allotted as fully paid bonus shares by capitalization of General Reserve, Share Premium, in the proportion of 5 shares for every 2 shares of Re. 1.		

The details of Shareholders holding more than 5% shares :

Name of Shareholder	As at 31st March 2020		As at 31st March 2019	
	No. of Shares @ Re.1	% held	No. of Shares @ Re.1	% held
Mr. Kedarmal Bankda	9,01,94,650	11.55%	9,01,94,650	11.55%
Mr. Vijay Bankda	5,85,53,775	7.50%	5,85,53,775	7.50%
Mr. Ankit Bankda	4,68,86,420	6.01%	4,68,86,420	6.01%
M/s. Paradise Vyapar Pvt. Ltd.	4,71,86,125	6.04%	4,71,86,125	6.04%

The reconciliation of the number of shares outstanding is set out below.

Particulars	As at 31st March 2020	As at 31st March 2019
	No. of Shares	No. of Shares
Equity shares at the beginning of the year	78,06,52,180	78,06,52,180
Equity shares at the end of the year	78,06,52,180	78,06,52,180

PARTICULARS	As at 31-03-2020	As at 31-03-2019
NOTE - 16 : OTHER EQUITY		
General Reserve	600,000,000	47,50,00,000
Capital Subsidy	750,000	7,50,000
Gain/(Loss) on Measurement of Financial Asset at Fair Value	(5,63,96,544)	(4,41,24,225)
Retained Earnings	13,14,96,252	11,39,62,138
Total	**67,58,49,708**	**54,55,87,913**
NOTE - 17 : TRADE AND OTHER DEPOSITS		
Deposit against property let out	1,45,55,523	1,14,80,479
Advance Rent	24,55,840	8,19,015
Total	**1,70,11,363**	**1,22,99,494**
NOTE - 18 : PROVISIONS		
Provision for Employee Benefits	1,20,76,767	73,62,372
Total	**1,20,76,767**	**73,62,372**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	As at 31-03-2020	As at 31-03-2019
NOTE - 19 : DEFERRED TAX LIABILITIES		
Deferred Tax Liability on account of Depreciation	4,54,36,184	5,83,78,628
Deferred Tax Assets on account of Provision for Gratuity	33,94,000	23,66,813
Net Deferred Tax liability /(Assets) Total	**4,20,42,184**	**5,60,11,815**
NOTE - 20 : BORROWINGS		
Loan repayable on demand		
Secured		
Over Draft against Fixed Deposits		
From Dena Bank	78,34,221	6,46,82,266
From State Bank of India	1,12,64,638	1,93,67,560
From IDBI Bank	23,76,854	26,94,593
Security :		
Overdrafts from banks are secured by the Lien on fixed deposit receipts		
Total	**2,14,75,713**	**8,67,44,419**
NOTE - 21 : TRADE PAYABLES		
Micro, Small and Medium Enterprises	1,14,96,167	1,55,84,611
Others	19,14,69,507	19,60,52,077
Total	**20,29,65,674**	**21,16,36,688**
NOTE - 22 : OTHER FINANCIAL LIABILITIES		
Unclaimed Dividend	11,68,230	11,05,565
Trade Deposits	2,65,00,000	1,00,000
Current Portion of Advance Rent	759,303	8,94,977
Total	**2,84,27,533**	**21,00,542**
NOTE - 23 : OTHER CURRENT LIABILITIES		
Creditors - Capital Expenditure	-	13,69,324
Advance from Customers	15,81,359	67,73,138
Statutory Dues	35,58,437	19,63,457
Total	**51,39,796**	**1,01,05,919**
NOTE - 24 : PROVISIONS		
Bonus Gratuity & leave encashment	55,52,814	67,90,689
Provision for Income Tax (Net of Advance Tax & TDS Rs. 3,42,09,843) (Prev. Year Rs. 3,03,54,006)	1,01,29,010	27,37,794
Provision for Expenses	39,13,589	76,96,564
Total	**1,95,95,413**	**1,72,25,047**
NOTE - 25 : REVENUE FROM OPERATIONS		
Sales		
Export Sales	1,35,21,64,469	1,23,05,16,463
Domestic Sales	64,86,09,948	58,91,80,576
	2,00,07,74,417	**1,81,96,97,039**
Export Incentives	5,43,36,121	4,80,25,812
Total	**2,05,51,10,538**	**1,86,77,22,851**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
NOTE - 25A		
Sales of Product Comprises of Manufactured Goods		
-Tablets	85,76,49,013	75,75,19,821
-Capsules	6,99,13,134	10,85,11,046
-Liquids	5,25,84,748	8,44,46,899
-Injectable	19,80,73,583	14,63,95,746
-Ointment	4,68,29,361	4,66,17,210
-Dry Powder	1,08,77,047	3,01,39,869
Total of Manufactured Goods (a)	**1,23,59,26,886**	**1,17,36,30,591**
Traded Goods		
-Tablets	8,76,39,197	8,67,06,804
-Liquids	2,95,03,973	3,43,40,254
-Capsules	1,29,71,232	1,02,76,510
-Ointment	76,00,533	1,78,92,207
-Agro Comodity	41,62,43,470	36,69,85,158
-Confectionery	2,11,69,738	-
- Plastic Gransuals	1,86,16,217	-
-Raw Material	4,88,19,271	-
-Others	12,22,83,900	12,98,65,515
Total of Traded Goods (b)	**76,48,47,531**	**64,60,66,448**
Total (a+b)	**2,00,07,74,417**	**1,81,96,97,039**
NOTE - 26 : OTHER INCOME		
Interest received		
From Bank	47,13,386	43,94,284
From others	7,25,204	3,28,675
Dividend Income		
From Investments (Others)	-	1,37,000
Other Non operating Income		
Rent received	3,34,01,922	3,52,46,765
Solar Power Generation	67,55,577	71,26,659
Miscellaneous Income	37,96,752	9,58,143
Unwinding of Discounts on Security Deposits	28,25,789	26,16,471
Total	**5,22,18,630**	**5,08,07,997**
NOTE - 27 : PARTICULARS OF MATERIALS CONSUMED		
- Paracetamol	10,88,46,496	13,05,30,956
- Ibuprofen	4,24,83,260	4,33,27,425
- Chloroquine Phasphate	1,74,29,874	1,62,34,107
- Packing Material	33,94,84,922	28,16,08,623
- Others	44,79,78,780	34,44,78,997
Total	**95,62,23,332**	**81,61,80,108**

NOTE - 27A : COST OF MATERIAL CONSUMED

PARTICULARS	2019-2020		2018-2019	
	Amount	%	Amount	%
Imported	-	0%	-	0%
Indigenous	95,62,23,332	100%	81,61,80,108	100%
	95,65,23,332		**81,61,80,108**	

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
NOTE - 28 : PURCHASE OF STOCK-IN-TRADE		
Tablets	3,11,44,674	3,55,55,896
Liquids	96,66,562	1,23,16,325
Capsules	70,17,825	27,84,512
Confectionery	1,57,47,640	-
Agro Commodity	39,52,52,979	36,93,94,993
Granules	1,31,34,399	-
Stock in trade (others)	12,49,81,856	13,03,89,940
Total	**59,69,45,935**	**55,04,41,666**
NOTE - 28A : PURCHASE OF STOCK-IN-TRADE		
Imported	1,31,34,404	16,61,629
Indigenous	58,38,11,531	54,87,80,037
Total	**59,69,45,935**	**55,04,41,666**

PARTICULARS	2019-2020		2018-2019	
	Amount	%	Amount	%
Imported	1,31,34,404	2.20%	16,61,629	0.30%
Indigenous	58,38,11,531	97.80%	54,87,80,037	99.70%
	59,69,45,935		**55,04,41,666**	

NOTE - 29 : CHANGES IN INVENTORIES OF FINISHED GOODS			
Stock in progress and stock in trade			
Inventories (at close)			
- Finished Goods		5,30,29,241	2,49,34,472
- Stock in Process		3,19,15,000	2,32,62,528
- Stock in Trade		55,35,784	53,20,527
	a	**9,04,80,025**	**5,35,17,527**
Inventories (at commencement)			
- Finished Goods		2,49,34,472	1,77,99,147
- Stock in Process		2,32,62,528	2,55,80,800
- Stock in Trade		53,20,527	-
	b	**5,35,17,527**	**4,33,79,947**
(Increase)/Decrease in stock	**(b-a)**	**(3,69,62,498)**	**(1,01,37,580)**
NOTE - 30 : EMPLOYEE BENEFIT EXPENSES			
Salary & Wages		14,35,38,293	13,91,61,261
Remuneration to Directors		49,55,000	37,02,500
Contribution to provident and other fund		58,73,836	54,63,245
Gratuity		19,77,792	19,86,983
Workmen & Staff Welfare		65,81,430	54,52,187
	Total	**16,29,26,351**	**15,57,66,176**
Defined Contribution Plans			
Employer's Contribution to Provident Fund		39,77,167	32,10,125
Employer's Contribution to ESI		18,96,669	22,53,120
		58,73,836	**54,63,245**
NOTE - 31 : FINANCE COSTS			
Interest expense from Bank		46,00,910	13,57,951
Unwinding of Interest on Security deposits		-	8,30,288
	Total	**46,00,910**	**21,88,239**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
NOTE - 32 : OTHER EXPENSES		
Manufacturing Expenses		
Power and Fuel	3,60,75,308	3,34,78,540
Repairs to Machineries	97,01,163	1,12,27,951
Vehicle Hire Charges	9,04,449	10,38,058
Factory Expenses	69,35,109	59,66,125
Insurance Expenses	9,69,572	10,21,572
Security Charges	17,16,379	16,90,800
a	**5,63,01,980**	**5,44,23,046**
Selling & Distribution Expenses		
Ocean Freight	1,53,84,272	5,06,52,667
Export Expenses	3,15,72,799	1,47,40,222
Selling Expenses	1,16,13,525	1,59,61,067
Sales Promotion Expenses	55,80,030	1,00,50,939
Travelling Expenses	5,45,30,181	5,56,64,147
b	**11,86,80,807**	**14,70,69,042**
Establishment Expenses		
Legal & Professional	49,02,537	59,44,242
Rent expenses	79,97,648	71,27,371
Electricity & Water	31,94,680	28,68,823
Expenditure towards Corporate Social Responsibility (CSR)	30,51,000	31,00,000
Sundry Expenses	1,28,92,664	151,12,619
Telephone & Postage	16,97,347	12,02,553
Payment to Auditors		
- Statutory Audit Fees	1,65,000	1,65,000
- Tax Audit Fees	30,000	30,000
- Certification Fees	-	-
Bank Charges	6,63,628	2,67,105
c	**3,45,94,504**	**3,58,17,713**
Total (a+b+c)	**20,95,77,291**	**23,73,09,801**
NOTE - 33 : EXCEPTIONAL ITEM		
Loss on sale of vehicle	5,16,194	-
Total	**5,16,194**	**-**

34. CONTINGENT LIABILITIES AND COMMITMENTS **(Rupees in Lakhs)**

PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
(a) Claims against the Company not acknowledged as debt		
(i) Income Tax demand for A.Y. 2006-07	45.30	45.30
(ii) Provident Fund demand	7.55	7.55
(iii) Appeal With CIT Appeal Income Tax demand for A.Y. 2013-14	13.43	21.79
(iv) Appeal With CIT Appeal Income Tax demand for A.Y. 2014-15	74.49	100.49
(v) Appeal With CIT Appeal Income Tax demand for A.Y. 2015-16	21.83	21.83
(vi) Appeal with D C Commercial Tax F.Y. 2013-14	1.02	1.02
(vii) Appeal with D C Commercial Tax F.Y. 2014-15	1.01	1.01
(viii) Appeal with D C Commercial Tax F.Y. 2015-16	0.13	0.13
(b) Capital commitments	0.00	56.84
(c) Bank Guarantees	0.00	14.88

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

35. In accordance with the IND AS 19 'Employee Benefits', the Company has calculated the various benefits provided to employees as under:

In accordance with Accounting Standard 19, an actuarial valuation was carried out in respect of the gratuity, (defined benefit plans). The following tables set out the unfunded status of the gratuity plans and the amounts recognized in the Company's financial statements as at March 31, 2020 and March 31, 2019.

• FUNDED STATUS OF THE PLAN-

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Present value of unfunded Obligations	1,32,42,295	81,27,793
Present value of funded obligations	-	-
Fair value of plan assets	-	-
Net Liability / (Asset)	**1,32,42,295**	**81,27,793**

• PROFIT AND LOSS ACCOUNT FOR CURRENT PERIOD

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Service Cost:		
Current Service Cost	13,93,038	14,38,604
Past service cost and loss/(gain) on curtailments & settlement	-	-
Net Interest cost	5,84,754	5,48,379
Total included in 'Employee Benefit Expense'	**19,77,792**	**19,86,983**
Total Charge to P&L	**19,77,792**	**19,86,983**

• OTHER COMPREHENSIVE INCOME FOR THE CURRENT PERIOD

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Components of actuarial gain/losses on obligations:		
Due to Change in financial assumptions	7,18,479	-
Due to change in demographic assumption	-9,328	-
Due to experience adjustments	28,00,414	-12,36,694
Return on plan assets excluding amounts included in interest income	-	-
Amounts recognized in Other Comprehensive Income	**35,09,565**	**-12,36,694**

• RECONCILIATION OF DEFINED BENEFIT OBLIGATION

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Opening Defined Benefit Obligation	81,27,793	75,91,426
Transfer in/(out) obligation	-	-
Current Service Cost	13,93,038	14,38,604
Interest Cost	5,84,754	5,48,379
Components of actuarial gain/losses on obligations		
Due to Change in financial assumptions	7,18,479	-
Due to Change in demographic assumption	-9,328	-
Due to experience adjustments	28,00,414	-12,36,694
Past Service Cost	-	-
Loss (gain) on curtailments	-	-
Liabilities extinguished on settlements	-	-
Liabilities assumed in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits Paid	-3,72,855	-2,13,922
Closing Defined Benefit Obligation	**1,32,42,295**	**81,27,793**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

• RECONCILIATION OF PLAN ASSETS

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Opening Value of plan assets	-	-
Transfer in/(out) plan assets	-	-
Interest Income	-	-
Return on plan assets excluding amounts included in interest income	-	-
Assets distributed on settlements	-	-
Contributions by employer	-	-
Assets acquired in an amalgamation in the nature of purchase	-	-
Exchange differences on foreign plans	-	-
Benefits paid	-	-
Closing value of plan assets	-	-

• RECONCILIATION OF NET DEFINED LIABILITY

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Net opening provision in books of accounts	81,27,793	75,91,426
Transfer in/(out) plan obligation	-	-
Transfer in/(out) plan assets	-	-
Employee Benefit Expense	19,77,792	19,86,983
Amounts recognized in Other Comprehensive Income	35,09,565	-12,36,694
	1,36,15,150	**83,41,715**
Benefits paid by the Company	-3,72,855	-2,13,922
Contributions to plan assets	-	-
Closing provision in books of accounts	**1,32,42,295**	**81,27,793**

• RECONCILIATION OF ASSET CEILING

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Opening value of asset ceiling	-	-
Interest on opening value of asset ceiling	-	-
Loss/(gain) on assets due to surplus/deficit	-	-
Closing value of plan asset ceiling		

• COMPOSITION OF PLAN ASSETS

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity Shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	**0%**	**0%**

Notes on Financial Statements for the year ended 31st March, 2020 (Amount in ₹)

• BIFURCATION OF LIABILITY AS PER SCHEDULE III

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Current Liability*	11,65,528	7,65,421
Non-Current Liability	1,20,76,767	73,62,372
Net Liability	**1,32,42,295**	**81,27,793**

*The current liability is calculated as expected benefits for the next 12 months.

• PRINCIPAL ACTUARIAL ASSUMPTIONS

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Discount Rate	6.85% p.a.	7.55% p.a.
Salary Growth Rate	2.50% p.a. for next 1 years & 5.10% p.a. thereafter	5.10% p.a.
Withdrawal Rates	15% p.a. at younger ages reducing to 1% p.a.% at older ages	15% at younger ages reducing to 1% at older ages
Rate of Return on Plan Assets	Not Applicable	Not Applicable

• EXPECTED CASH FLOWS BASED ON PAST SERVICE LIABILITY

PARTICULARS	31-03-2020	Distribution
Year 1 Cashflow	11,65,528	4.00%
Year 2 Cashflow	7,58,061	2.60%
Year 3 Cashflow	6,33,687	2.20%
Year 4 Cashflow	9,24,173	3.10%
Year 5 Cashflow	6,76,759	2.30%
Year 6 to Year 10 Cashflow	54,09,021	18.40%

The future accrual is not considered in arriving at the above cash-flows. The Expected contribution for the next year is Rs. 11,65,528. The Weighted Average Duration (Years) as at valuation date is 10.84 years.

• SENSITIVITY TO KEY ASSUMPTIONS

PARTICULARS	31-03-2020 (12 months)	31-03-2019 (12 months)
Discount rate Sensitivity		
Increase by 0.5%	1,26,12,247	77,58,997
(% change)	-4.76%	-4.54%
Decrease by 0.5%	1,39,22,683	85,25,493
(% change)	5.14%	4.89%
Salary growth rate Sensitivity		
Increase by 0.5%	1,39,31,596	85,32,956
(% change)	5.21%	4.98%
Decrease by 0.5%	1,25,98,482	77,49,004
(% change)	-4.86%	-4.66%
Withdrawal rate (W.R.) Sensitivity		
W.R. * 110%	1,32,94,404	81,73,486
(% change)	0.39%	0.56%
W.R. * 90%	1,31,87,288	80,79,025
(% change)	-0.42%	-0.60%

Notes on Financial Statements for the year ended 31st March, 2020

36. RELATED PARTY DISCLOSURES

In accordance with the requirement of IND AS 24 on "Related Party Disclosures'' the names of the related parties where control exists /able to exercise significant influence along with the aggregate transactions/year end balances with them as identified and certified by the management are given below:

(a) Names of the Related Parties and Related Party Relationship

Description of relationship	Name of Related Parties
Parties with whom control exist	ARP Pharma Pvt Ltd, Strand Developers Pvt. Ltd., Paradise Vyapaar Pvt Ltd., Synmex Pharma, Vincit International, Suvir Industries
Key Management Personnel (KMP)	Mr. Kedarmal Bankda (Chairman & Whole time Director) Mr. Vijay Bankda (Managing Director), Rinki Bankda (Whole time Director), Ankit Bankda (CFO), CS Karishma Kakkar (Upto 14/09/2018), CS Payal Mangal (From 16/09/18 to 28/02/19), CS Shubham Dubey (w.e.f. 01.03.19)
Independent/Non Executive Directors	Mr. Vinod Kabra, Mr. K D Neema, Mr. Praveen Jindal
Relatives of Director	Mrs. Vimla Bankda, Kedarmal Bankda HUF, Mrs. Asha Bankda, Mrs Sulabh Bankda, Mr. Ankur Bankda, Ankur Bankda HUF Vijay Bankda HUF, Mrs. Payal Bandka, Shankarlal bankda HUF, Rahul Bankda HUF, Mr. Rahul Bankda, Ankit Bankda HUF

(b) Transactions with the Related Parties during the year **(Rupees in Lakhs)**

Sr. No.	Nature of Transactions (Excluding Reimbursements)	Employee Benefits Expenses		Rent		Sitting Fee		Unwinding of Discount on Security Deposits	
		C.Y.	P.Y.	C.Y.	P.Y.	C.Y.	P.Y.	C.Y.	P.Y.
A	**Key Managerial Personnel**								
	Mr. Kedarmal Bankda	30.35	17.20	25.78	25.13	-	-	8.62	7.97
	Mr. Vijay Bankda	17.27	13.60	9.24	8.70	-	-	7.08	6.54
	Mrs. Rinki Bankda	9.50	6.23	-	-	-	-	-	-
	Mr. Ankit Bankda (CFO)	12.29	9.36	-	-	-	-	-	-
	CS Shubham Dubey (W.e.f. 01/03/2019)	2.95	0.25	-	-	-	-	-	-
	CS Payal Mangal (From 16/09/18 to 28/02/19)	-	1.70	- -	- -	- -	- -	- -	- -
	CS Karishma Kakkar (Till 14.09.18)	-	1.18	-	-	-	-	-	-
B	**Independent/Non-Executive Directors**								
	Mr. Praveen Jindal	-	-	-	-	0.10	0.15	-	-
	Mr. Vinod Kabra	-	-	-	-	0.25	0.25	-	-
	Mr. Krishna Das Neema	-	-	-	-	0.25	0.25	-	-
C	**Relatives of Director**								
	Mrs. Vimla Bankda	6.00	6.00	23.71	23.72	-	-	6.56	6.06
	Mrs. Asha Bankda	9.00	6.60	10.37	9.91	-	-	6.05	5.59
	Mr. Rahul Bankda	12.29	8.16	2.16	2.16	-	-	-	-
	Mrs. Sulabh Bankda	8.40	7.20	-	-	-	-	-	-
	Mr. Ankur Bankda	10.20	6.36	-	-	-	-	-	-
	Mrs. Payal Bankda	7.20	7.20	-	-	-	-	-	-

Notes on Financial Statements for the year ended 31st March, 2020

Sr. No.	Nature of Transactions	Key Managerial Personnel		Parties with whom control exist	
		C.Y.	P.Y.	C.Y.	P.Y.
A	**Sale**				
	Synmax Pharma	-	-	614.18	58.78
	Vincit International	-	-	101.56	170.37
	Suvir Industries	-	-	211.46	-
B	**Purchase**				
	Synmax Pharma	-	-	-	-
	Vincit International	-	-	-	11.99
	Suvir Industries	-	-	4.58	-
C	**Unsecured Loan received / Advance Received / Received against Sales**				
	Synmex Pharma	-	-	-	76.35
	Vincit International	-	-	-	110.2
D	**Unsecured Loan repaid / Advances Repaid**				
	Vijay Bankda	-	466.94	-	-
	Synmex Pharma	-	-	-	23.91
	Vincit International	-	-	-	8.09

(c) Outstanding balances as on 31st March, 2020 **(Rupees in Lakhs)**

Sr. No.	Nature of Transactions	Key Managerial Personnel		Relatives of Director		Parties with whom control exist	
		C.Y.	P.Y.	C.Y.	P.Y.	C.Y.	P.Y.
A	**Long Term Loan & Advances (Deposit Against Property) / Debtors**						
	Mr. Kedarmal Bankda	124.83	125.50	-	-	-	-
	Mr. Vijay Bankda	102.45	103.00	-	-	-	-
	Mrs. Asha Bankda	-	-	87.53	88.00	-	-
	Mrs. Vimla Bankda	-	-	94.99	95.50	-	-
	Synmex Pharma	-	-	-	-	359.67	-
	Vincit International	-	-	-	-	-	52.92
B	**Liabilities**	-	-	-	-	203.21	-
	Short Term Borrowings (Unsecured Loan)/Advances Received						
	Mr. Vijay Bankda	-	-	-	-	-	-
	Synmex Pharma	-	-	-	-	-	-
	Vincit International	-	-	-	-	8.84	-

37. Corporate Social Responsibility

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are eradication of hunger and malnutrition, promoting education, art and culture, healthcare, destitute care and rehabilitation, environment sustainability, disaster relief and rural development projects. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

a) Gross Amount required to be spent by the company during the year is Rs. 29.71 Lakhs and during the previous year was Rs. 29.33 Lakhs.

b) Gross Amount spent by the company, as required, during the year is Rs. 30.51 Lakhs and during previous year was Rs. 31.00 Lakhs.

Notes on Financial Statements for the year ended 31st March, 2020

Sr. No.	Particulars	Amount in Lakhs	
		2019-20	2018-19
1	Construction /acquisition on any Assets	0.00	0.00
2	On purposes other than (i) above	30.51	31.00

38. SEGMENT DISCLOSURES

Segments have been identified in line with the Indian Accounting Standard on Segment Reporting IND AS 108, taking into account the organizational structure as well as differential risk and returns of these segments.

(Rupees in Lakhs)

	PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
(A)	**Primary Segment Information**		
1	**Segment Revenue**		
	Pharmaceutical Drugs & Formulations	15,997.02	14,644.87
	Trading of Commodities	4,742.35	4,187.97
	Renting of Property	334.02	352.47
	Unallocated	-	-
	Total	**21,073.29**	**19,185.31**
	Less Inter-Segment Revenue	-	-
	Net Sales/Income From Operations	**21,073.29**	**19,185.31**
2	**Segment Result**		
	Pharmaceutical Drugs & Formulations	1,333.78	878.48
	Trading of Commodities	112.28	58.48
	Renting of Property	334.02	352.47
	Unallocated	-	-
	Total	**1,780.08**	**1,289.43**
	Less : Finance Cost	46.01	21.88
	Other un-allocable expenditure (Net of un-allocable Income)	(5.16)	-
	Profit before Tax	1,728.91	1,267.54
	Less: Tax Expenses	303.56	158.53
	Profit After Tax	**1425.35**	**1,109.01**
3	**Other Information**		
	Segment Assets		
	Pharmaceutical Drugs & Formulations	12698.52	12,716.57
	Trading of Commodities	583.55	515.13
	Renting of Property	4770.29	4,065.57
	Unallocated	-	-
	Total	**18052.36**	**17,297.26**
	Segment Liabilities		
	Pharmaceutical Drugs & Formulations	3301.51	3859.53
	Trading of Commodities	8.13	52.33
	Renting of Property	177.71	122.99
	Unallocated	-	-
	Total	**3487.35**	**4034.86**
4	**Capital Expenditure (During the Year)**		
	Pharmaceutical Drugs & Formulations	192.80	295.78
	Trading of Commodities	-	-
	Renting of Property	692.91	-
	Unallocated	-	-
	Total	**885.71**	**295.78**

Notes on Financial Statements for the year ended 31st March, 2020

	PARTICULARS	Year Ended 31-03-2020	Year Ended 31-03-2019
5	**Depreciation and Amortization**		
	Pharmaceutical Drugs & Formulations	406.11	400.28
	Trading of Commodities	-	-
	Renting of Property	-	-
	Unallocated	-	-
	Total	**406.11**	**400.28**
(B)	**Secondary Segment Disclosures:**		
1	Revenue from External Customers		
	(a) Indigenous	4250.92	4,182.99
	(b) Exports (Including Export incentives)	825.15	357.45
	Total	**5076.37**	**4,540.44**
2	**Carrying Amount of Assets**		
	(a) In India	18052.36	17,297.26
	(b) Outside India	-	-
	Total	**18052.36**	**17,297.26**
3	**Capital Expenditure (During the Year)**		
	(a) In India	692.91	295.78
	(b) Outside India	-	-
	Total	**692.91**	**295.78**

39. Disclosure relating to suppliers registered under Micro, Small and Medium Enterprise Development Act, 2006:
The Company has addressed letters/e-mails to suppliers seeking confirmations as to registration under the "Micro, Small and Medium Enterprises Development Act, 2006". Based on the confirmations received from suppliers by the company during the year, an amount of Rs 114.96 Lakhs is due to Micro, Small and medium enterprises as detailed below. Those Suppliers which did not furnished information to company in previous year but have furnished information in the current year have also been classified as MSME in current year.

(Rupees in Lakhs)

S. No.	PARTICULARS	C.Y.	P.Y.
1	Mahalasa Pharma, Goa	-	0.19
2	H M Shah & Co., Indore	1.19	2.09
3	Corel Pharma Chem, Kadi, Ahmedabad	18.71	10.71
4	Shree Nijanand Graphics, Indore	56.95	31.24
5	Shree Packers (Mp) Pvt Ltd, Ujjain	-	25.92
6	Iris Ingredients, Mumbai	3.93	6.31
7	Apex Healthcare Ltd., Ankleshwar	-	9.79
8	Lux Flavours, Chennai	0.20	0.98
9	Purple Incorporation, Indore	-	24.79
10	Colour Graphics, Indore	6.04	10.29
11	P G Holographic Products, Indore	14.47	11.77
12	Fortcaps Healthcare Limited, Bhopal	-	1.89
13	Shell Graphics Pvt.Ltd., Indore	2.26	2.11
14	Ravian Life Science Pvt.Ltd.,Haridwar, Haridwar	6.04	2.76
15	Saviour Caps Pvt.Ltd., Manideep	3.59	13.64
16	Tirupati Print O Pack,	0.30	0.27
17	Vandana Electronics, Indore	0.52	0.30
18	Ideal Cures Pvt. Ltd., Mumbai	0.14	0.14
19	Sun Shine Industries, Indore	0.61	0.65
	Total	**114.96**	**155.85**

Notes on Financial Statements for the year ended 31st March, 2020

All the amounts outstanding are due for a period less than that prescribed under the act and all the payments during the year have been paid within the period less than that prescribed under the act. Interest Paid/Payable is Nil.

40. The Tax Effect of items constituting Deferred Tax Asset and Deferred Tax Liability is as follows:

(Amount in ₹)

Deferred Tax Liability (Net) **Tax effect of items constituting deferred tax liability**	**2019-2020**	**2018-2019**
Related to Fixed Assets		
Opening Balance	5,83,78,628	7,70,72,719
Timing differences on account of difference between book & tax depreciation	(1,29,42,444)	(1,86,94,091)
Deferred tax liability as on 31/03/2019	4,54,36,184	5,83,78,628
Less: Tax effect of items constituting deferred tax assets		
Unabsorbed Depreciation	-	-
Provision for Gratuity	33,94,000	23,66,813
Net Deferred Tax Liabilities	**4,20,42,184**	**5,60,11,815**

41. Statement of Derivatives and un-hedged foreign currency exposure

The Company uses forward contracts to hedge its exposure towards movement in foreign exchange rates. These derivatives are not used for trading or speculation purposes. The nominal amount of forward contracts entered into by the company and outstanding as on the date of balance sheet is Rs. 1171.26 Lakhs (Previous Year Rs. 1882.17 Lakhs). Foreign Currency exposures that is not hedged by forward cover is Rs. 949.91 Lakhs (Previous Year Rs. 1285.65 Lakhs)

42. (a) The value of imports calculated on C.I.F. basis by the company during the year in respect of Capital Goods was Rs. 131.34 Lakhs (Previous Year - NIL)

(b) Other Foreign Currency Expenditure incurred by the company during the F.Y. was as follows:

(Amount in ₹)

PARTICULARS	**31-03-2020**	**31-03-2019**
Commission on sales	-	38,956
Product Regd. Expenses	-	-
Purchase Traded Goods	1,24,61,840	16,61,629
Traveling Exp. (Foreign)	17,55,698	13,19,188
Total	**1,42,17,538**	**30,19,773**

(c) Earnings in Foreign Currency

Rs. in Lakhs

PARTICULARS	**31-03-2020**	**31-03-2019**
Export Sales (FOB Value)	12292.18	11273.17
Total	**12292.18**	**11273.17**

43. The Investment Property of the Company has been valued at cost as per Indian Accounting Standard (IND AS) 40. During the year the company has purchased Property situated at Chandiwali, Andheri (E), Mumbai for investment purposes. The Estimated Fair Market Value of the Investment Property as estimated by the management is as follows :

Property	**Fair Market Value as on 31/03/2020**
Property at Thane Mumbai	Rs. 5,70,00,000/-
Property At Goregaon	Rs. 26,35,00,000/-
Property at Bhiwandi	Rs.. 9,80,00,000/-
Property at Chandiwali, Andheri(E), Mumbai	Rs. 6,92,90,000/-

Notes on Financial Statements for the year ended 31st March, 2020

44. In the opinion of the Board, the Current assets and loans and advances are approximately of the value stated, if realized in the ordinary course or business, except otherwise stated. The provision for all the known liabilities is adequate and not in excess of amount considered reasonably necessary.

45. Previous year figures have been regrouped/ reclassified, where necessary, to conform to this year's classification.

As per our report of even date
For Sanjay Mehta and Associates
Chartered Accountants
F.R. No.: 011524C

Manish Mittal
Partner
M. No.: 079452

Place : Indore
Dated: 30th June, 2020

For and on behalf of the Board of Directors of Syncom Formulations (India) Limited

Kedarmal Bankda	**Vijay Bankda**	**Ankit Bankda**	**Shubham Dubey**
Chairman & Whole Time Director	**Managing Director**	**CFO**	**CS**
DIN : 00023050	**DIN : 00023027**		**M.No.: A54971**

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