

Annual Report
Of
Asian Lakto Industries
Limited
FY 2022-23

BOARD OF DIRECTORS

- | | |
|-------------------------------|----------------------|
| (1) Mr. Neeraj Poddar - | Managing Director |
| (2) Ms. Pragya Poddar | Whole Time Director |
| (3) Mr. Rajesh Kumar Sharma - | Independent Director |
| (4) Mr. Aravind Prasad- | Independent Director |
| (5) Mr. Satish Kumar- | Director |

COMPANY SECRETARY

CS Rosy Mehta (Ceased on 20.06.2022)
CS Sumita Uppal (Appointed as on
13.08.2022)

CHIEF FINANCIAL OFFICER

Mr. Pawan Kumar

STATUTORY AUDITORS

M/s Gagan Saluja & Associates Co.,
Chartered Accountants

SECRETARIAL AUDITOR

M/s Khanna Ashwani & Associates,
Practicing Company Secretaries

REGISTERED OFFICE

VPO Jandiali, Near Kohara,
Ludhiana-141001, Punjab.
E-mail Id: - secasianlakto@gmail.com
CIN: - L15209PB1994PLC014386
PAN: - AABCA4451H

REGISTRAR AND TRANSFER AGENT

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D-153 A, 1ST Floor, Okhla Industrial Area, Phase – I
City: New Delhi PIN: 110 020

ASIAN LAKTO INDUSTRIES LIMITED

Regd. Office: - VPO Jandiali, Near Kohara,
Ludhiana-141112, Punjab
CIN: - L15209PB1994PLC014386
Email Id: secasianlakto@gmail.com
Telephone No: 0161-2424602
Website: www.asianlakto.com

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the Members of **Asian Lakto Industries Limited** will be held on **Saturday**, the **30th** day of **September, 2023** at **11:00 A.M.** at registered office of the Company situated at **VPO Jandiali, Near Kohara, Ludhiana-141001, Punjab** to transact the following business:

ORDINARY BUSINESS:

ITEM NO.1: TO RECEIVE & ADOPT AUDITED ANNUAL FINANCIAL STATEMENTS AND OTHER REPORTS

To receive, consider and adopt the Audited Balance Sheet as at **31st March, 2023**, Statement of Profit and Loss for the year ended on that date, together with Report of the Auditor's and Director's thereon.

ITEM NO.2: RE-APPOINTMENT OF SH. SATISH KUMAR

To re-appoint Director **Sh. Satish Kumar (DIN: 09305747)**, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offer herself for re-appointment.

SPECIAL BUSINESS:

ITEM NO.3: APPOINTMENT OF MR. NEERAJ KUMAR ANEJA (DIN: 10303788) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Section 149 &152 read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 and other applicable provisions, the consent of the shareholders be and is hereby accorded to appoint Mr. Neeraj Kumar Aneja (DIN: 10303788) as an Independent Director of the Company to hold office for a term of 5 consecutive years w.e.f. 30.09.2023.

RESOLVED FURTHER THAT the sitting fees shall be paid to the independent Director as approved by the board of directors subject to the maximum limit as per the provisions of the Companies Act, 2013 and rules made thereunder.

RESOLVED FURTHER THAT Sh. Neeraj Poddar, Managing Director (DIN: 000880381) of the Company, be and is hereby authorized to comply with all the other legal and procedural formalities in this matter to make the above resolution effective.”

ITEM NO.4: APPOINTMENT OF MR. UMA SHANKAR MISHRA (DIN: 10303792) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Section 149 &152 read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015 and other applicable provisions, the consent of the shareholders be and is hereby accorded to appoint Mr. Uma Shankar Mishra (DIN: 10303792) as an Independent Director of the Company to hold office for a term of 5 consecutive years w.e.f. 30.09.2023.

RESOLVED FURTHER THAT the sitting fees shall be paid to the independent Director as approved by the board of directors subject to the maximum limit as per the provisions of the Companies Act, 2013 and rules made thereunder.

RESOLVED FURTHER THAT Sh. Neeraj Poddar, Managing Director (DIN: 000880381) of the Company, be and is hereby authorized to comply with all the other legal and procedural formalities in this matter to make the above resolution effective.”

**By Order of the Board
For Asian Lakto Industries Limited**

Place: Ludhiana

Date: 07/09/2023

-
(Neeraj Poddar)

Managing Director

(DIN: - 00880381)

Notes:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and such proxy need not be a member of the Company. The proxy, in order to be effective must be received by the Company not less than 48 hours before the Meeting. The Blank Proxy form is enclosed.

2. In Compliance with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules 2015, and Regulation 44 of the SEBI (Listed Obligations And Disclosures Requirements) Regulations 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited. The facility for voting through ballot paper, will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.

4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding

more than ten percent of the total share capital of the Company carrying voting rights may appoint single person as proxy and such person shall not act as a proxy for any other person or shareholder.

5. Members are requested to intimate their queries, if any, related to accounts at least seven days in advance of meeting so that information can be made available and furnished at meeting.

6. All documents referred to in the notice, unless otherwise specifically stated will be available for members for inspection at the registered office of the Company between 10.30 am to 12.30 pm from the date hereof upto the date of Annual General Meeting.

7. The register of members and share transfer books shall remain closed from Saturday, the 23rd September, 2023 to Saturday, 30th September, 2023 (Both Days inclusive).

8. Mr. Abhinav Khanna proprietor of M/s Abhinav Khanna & Associates has been appointed as scrutinizer for providing the report on results of poll/vote for the resolution passed during the AGM.

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in Securities Market. Members holding shares in physical form are, therefore, requested to submit their PAN to the Company Skyline Financial Services Private Limited.

10. The Result of the resolutions passed at the AGM of the Company will be declared within 48 working hours of Conclusion of AGM. The results declared along with the Scrutinizer Report shall be placed on Company's website and on the website of CDSL and will be communicated to the stock exchanges.

11. M/s Abhinav Khanna & Associates, Company Secretaries, have been appointed as the scrutinizer to scrutinize the e-voting process in fair and transparent manner (including the ballot forms received from members who do not have access to the e-voting process). The scrutinizer shall within a period of three working days from the conclusion of e-voting period, unblock the votes in presence of at least two witnesses not in employment of the company and make a report of the votes cast in favour or against, if any, forthwith to the chairman of the company.

12. In support of the Green Initiative, your Company proposes to send the documents like Notice calling the General Meetings and Annual Report containing Financial Statements, Director's Report etc and other communications in electronic form. We request you to update your email address with your Depository Participant/Company/RTA to ensure that the Annual Report and other communications reach you on your preferred email.

13. The Annual Report 2022-23 is being sent through electronic mode only to the members whose email addresses are registered with the Company/ Depository Participant(s), unless any member has requested for a physical copy of the report.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The voting period begins on Wednesday, 27th September, 2023 (9:00 a.m.) and ends on Friday, 29th September, 2023 (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 (record date) of Saturday, 23th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.*

- (ii) *Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.*
- (iii) *Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.*

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) **In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.**

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) <i>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My easi.</i> 2) <i>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</i> 3) <i>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</i> 4) <i>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</i>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) <i>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</i>

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

<i>Login type</i>	<i>Helpdesk details</i>
<i>Individual Shareholders holding securities in Demat mode with CDSL</i>	<i>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.</i>
<i>Individual Shareholders holding securities in Demat mode with NSDL</i>	<i>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</i>

(v) *Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.*

- 1) *The shareholders should log on to the e-voting website www.evotingindia.com.*
- 2) *Click on “Shareholders” module.*
- 3) *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.*
- 4) *Next enter the Image Verification as displayed and Click on Login.*
- 5) *If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.*
- 6) *If you are a first-time user follow the steps given below:*

	<i>For Shareholders holding shares in Demat Form other than individual and Physical Form</i>
PAN	<p><i>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</i></p> <ul style="list-style-type: none"> <i>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</i>
Dividend Bank Details OR Date of Birth (DOB)	<p><i>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.</i></p> <ul style="list-style-type: none"> <i>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 (3).</i>

- (vi) *After entering these details appropriately, click on “SUBMIT” tab.*
- (vii) *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.*
- (viii) *For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.*
- (ix) *Click on the EVSN 230906094<ASIAN LAKTO INDUSTRIES LIMITED> on which you choose to vote.*
- (x) *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.*
- (xi) *Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.*
- (xii) *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.*
- (xiii) *Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.*
- (xiv) *You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.*
- (xv) *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.*
- (xvi) *Facility for Non – Individual Shareholders and Custodians –Remote Voting*
- 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.*
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.*

- *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.*
- *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.*
- *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.*
- *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; secasianlakto@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.*

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- 1. 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 Company/RTA email id.*
- 2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)*
- 3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.*

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. 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 ontoll free no. 1800 22 55 33.

ASIAN LAKTO INDUSTRIES LIMITED

Regd. Office: - VPO Jandiali, Near Kohara,
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Email Id: secasianlakto@gmail.com
Telephone No: 0161-2424602
Website: www.asianlakto.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 2 OF THE ORDINARY BUSINESS

INFORMATION AND DETAILS REGARDING DIRECTOR SEEKING RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING:

Name of the Director	Satish Kumar
Director Identification Number (DIN)	09305747
Date of Birth	11.02.1987
Nationality	Indian
Date of Appointment on Board	04.09.2021
Qualification	Graduate
No. of Shares Held	NIL
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	NIL
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	Asian Lakto Industries Limited
Relationship with other Directors	NA

None of the other Directors/ Key Managerial Personnel (KMP) of the company/their relatives are concerned or interested, financial or otherwise, in the resolution set out at item No. 2.

ITEM NO. 3 OF THE SPECIAL BUSINESS

The Board proposes to appoint **Mr. Neeraj Kumar Aneja (DIN: 10303788)** as an Independent Director of the company pursuant to the provisions of Section 149 & 152 read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re- enactment thereof for the time being in force).

In order to view the growing complexities in the business and regulatory requirement, the Board of Directors of the Company has accorded their consents to appoint **Mr. Neeraj Kumar Aneja**, as an Independent Director subject to the approval of shareholders at the Annual General Meeting.

The Company has received consent from the Independent Director and also declaration confirming that he is not disqualified from being appointed as a Director in terms of **Section 164** of the **Companies Act, 2013** and meet the criteria of independence as prescribed under **Section 149(6)** of the **Companies Act, 2013**.

Section 150(2) of the Companies Act, 2013 states that the appointment of the Independent Director shall be approved by the company in its general meeting.

Accordingly, the Directors recommends this Resolution for approval of the shareholders.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

ITEM NO. 4 OF THE SPECIAL BUSINESS

The Board proposes to appoint **Mr. Uma Shankar Mishra (DIN: 10303792)** as an Independent Director of the company pursuant to the provisions of Section 149 & 152 read with schedule IV and Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re- enactment thereof for the time being in force).

In order to view the growing complexities in the business and regulatory requirement, the Board of Directors of the Company has accorded their consents to appoint **Mr. Uma Shankar Mishra**, as an Independent Director subject to the approval of shareholders at the Annual General Meeting.

The Company has received consent from the Independent Director and also declaration confirming that he is not disqualified from being appointed as a Director in terms of **Section 164** of the **Companies Act, 2013** and meet the criteria of independence as prescribed under **Section 149(6)** of the **Companies Act, 2013**.

Section 150(2) of the Companies Act, 2013 states that the appointment of the Independent Director shall be approved by the company in its general meeting.

Accordingly, the Directors recommends this Resolution for approval of the shareholders.

None of the Directors or Key Managerial Personnel of the Company including their relatives are interested or concerned in the Resolution except to the extent of their shareholding, if any, in the Company.

By Order of the Board
For Asian Lakto Industries Limited

Place: Ludhiana

Date: 07/09/2023

(Neeraj Poddar)
Managing Director
(DIN: - 00880381)

ASIAN LAKTO INDUSTRIES LIMITED

Regd. Office: - VPO Jandiali, Near Kohara,

Ludhiana-141112, Punjab

CIN: - L15209PB1994PLC014386

Email Id: secasianlakto@gmail.com

Telephone No: 0161-2424602

Website: www.asianlakto.com

DIRECTORS' REPORT

To,

The Members,

The Directors of your Company have pleasure in presenting their **29th Annual Report** on the affairs of the Company together with the Audited Accounts of the Company for the year ended March **31, 2023**.

1. FINANCIAL RESULTS

The Company's financial performance, for the year ended March 31, 2023 is summarized below:

<u>PARTICULARS</u>	<u>2022-23</u>	<u>2021-22</u>
Revenue from operations(Gross)	36,76,98,545.17	24,24,39,901.07
Profit before Depreciation, Interest & Tax (PBDIT)	3,23,69,733.86	2,38,59,088.68
Less: Interest & Financial Expenses	2,09,08,441.98	1,57,26,339.97
Profit Before Depreciation & Tax (PBDT)	1,14,61,291.88	81,32,748.71
Less: Depreciation	79,26,165.26	66,20,643
Profit Before Tax (PBT)	35,35,126.62	15,12,105.71
Less: Current Tax	10,94,083.00	3,85,586.96
Deferred Tax	11,08,481.00	--
Earlier Year Tax Adjustments	--	--
Profit For The Period and After Tax (PAT)	13,32,562.72	11,26,518.75
Earnings Per Share (Rs.)		
-Basic	--	--
-Diluted	--	--
Balance Available for Appropriation	13,32,562.72	11,26,518.75
Less: Proposed Dividend on Equity Shares	--	--
Tax on Proposed Dividend	--	--
Transfer to General Reserve	--	--

Balance Brought Forward	7,39,02,670.85	7,27,76,152.10
Surplus Carried to Balance Sheet	7,52,35,233.57	7,39,02,670.85

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) notified under Companies (Indian Accounting Standards) Rules, 2015. For all periods upto and including the year ending 31st March 2023, the company prepared its financial statements in accordance with the accounting standards notified under Section 133 of the Companies Act, 2013 in terms of Rule 7 of The Companies (Accounts) Rules, 2014) and the relevant provisions of the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard, if initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. Management evaluates all recently issued or revised accounting standards on an ongoing basis.

2. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A. FINANCIAL ANALYSIS AND STATE OF COMPANY AFFAIRS:

PRODUCTION & SALES REVIEW:

During the year, the Revenue from operations was **Rs. 36,76,98,545.17/-** as against **Rs. 24,24,39,901.07/-** in the previous year. The Company earned other income of **Rs. 1,64,258/-** during the year as against **Rs. 2,02,956/-** in the previous year.

PROFITABILITY:

The Company earned profit before depreciation, interest and tax of **Rs. 3,23,69,733.96/-** as against **Rs. 2,38,59,088.68/-** in the previous year. After providing for depreciation of **Rs. 79,26,165.26** (Previous Year **Rs. 66,20,643.00**), the profit after tax was **Rs. 13,32,562.72/-** as against **Rs. 11,26,518.75/-** last year.

B. RESOURCE UTILISATION:

FIXED ASSETS:

The net fixed assets as at 31st March, 2023 were **Rs. 5,55,57,369.54/-** as against previous year's fixed assets of **Rs. 4,91,78,083.12/-**.

CURRENT ASSETS:

The net current assets as on 31st March, 2023 were **Rs.34,91,15,200.44/-** as against **Rs. 33,93,80,340.96/-** in the previous year.

C. FINANCIAL CONDITIONS AND LIQUIDITY:

Management believes that the Company's liquidity and capital resources are sufficient to meet its expected working capital needs and other anticipated cash requirements. The position of liquidity and capital resources of the Company is given below: -

CASH AND CASH EQUIVALENTS:

The cash flow statement depicting the opening cash, closing cash balances and receipt of cash and spending thereof from operating activities is annexed to the balance sheet and stated as follows:

(Amt in Rs.)

Particulars	2022-23	2021-22
Beginning of the Year	21,01,475.01	16,84,981.73
End of the Year	18,66,319.10	21,01,475.01
Net Cash provided/(used) by:		
- Operating Activities	4,60,93,395.74	(7,85,26,951)
- Investing Activities	(1,50,64,763.68)	(1,89,05,608)
- Financing Activities	(3,12,63,787.97)	9,78,49,052

3. DIVIDEND

To keep and conserve the profits and reserves for future expansion of the company the Board of Directors of the company has not recommended any dividend for the year 2022-23.

4. EXTRACT OF ANNUAL RETURN

As required pursuant to **Section 92(3)** of the Companies Act, 2013 and **Rule 12(1)** of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT-9** as a part of this Annual Report as **ANNEXURE 'A'**.

5. 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 in Ludhiana to discuss the complex business strategies. The Agenda of the Board / Committee meetings is normally circulated at least a week prior to the date of the meeting but in certain cases is being held at a shorter notice. 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 11 (Eleven) times in financial year 2022-23 viz., on

Sr. No.	Date of Board Meeting	Director In Attendance	Venue Of Board Meeting
1.	30.05.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
2.	27.06.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
3.	13.07.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
4.	13.08.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
5.	31.08.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
6.	08.10.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.

7.	31.10.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
8.	14.11.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
9.	05.12.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
10.	24.12.2022	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.
11.	13.02.2023	5	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab.

The maximum interval between any two meetings did not exceed 120 days.

6. DIRECTOR'S 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) I of the Companies Act, 2013:

a). that in the preparation of the annual financial statements for the year ended 31stMarch,2023, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b). that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

c). that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities;

d). that Directors' have prepared the annual accounts on a going concern basis;

e). the directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

f). the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

7. COMMENTS ON AUDITORS REPORT

(i) There are no qualifications, reservation or adverse remark or disclaimer made by statutory auditors during this financial year.

(ii) There are no qualifications, reservation or adverse remark or disclaimer made in secretarial audit report given by a company secretary in practice during this financial year.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013:

The company has not granted any loan to any person during the year under review.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The details of material contracts/ arrangements/ transactions at arm's length basis for the year ended 31st March, 2023 is annexed hereto in **Form AOC-2** and forms part of this report as **ANNEXURE 'B'**.

10. TRANSFER TO RESERVES

NIL amount is transferred to the General Reserve.

11. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In accordance with the provisions of Section 125(2) of the Companies Act, 2013 company does not has any unpaid dividend or excess share application amount in the book of accounts. As company has not declared any dividend in the previous year, hence no amount is transferred to Investor Education and Protection Fund.

12. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

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

Energy conservation continues to be an area of major emphasis in our Company. Efforts are made to optimize the energy cost while carrying out the manufacturing operations. Particulars with respect to conservation of energy and other areas as per Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, are annexed hereto and form part of this report as **ANNEXURE 'C'** and is attached to this report.

14. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions as per section 135 of Companies Act, 2013 are not applicable.

15. BOARD EVALUATION

Pursuant to the provisions of the **Section 134** of the Companies Act, 2013 read with **Rule 8(4)** of the **Companies (Accounts) Rules, 2014**, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees. The performance evaluations of all the independent Directors have been done by the entire board excluding the director being evaluated. On the basis of the performance evaluation done by the board it shall be determined whether to extend or continue their term of appointment, whenever their respective term expires.

16. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company.

17. FINANCIAL HIGHLIGHTS

(Amt. in Rupees)

PARTICULARS	2022-23	2021-22	2020-21	2019-20	2018-19
Revenue from operations(Gross)	3676.98	2359.40	3167.39	5365.96	7444.63
TOTAL INCOME	3678.62	2426.43	3174.15	5368.27	7447.17
Earnings before Depreciation, Finance Cost & Tax expenses (EBDIT)	323.7	238.58	271.36	317.11	396.40
Less: Depreciation & Amortization	79.26	66.20	42.55	47.47	47.52
Finance Cost	209.09	157.26	189.60	166.76	191.87
PROFIT/LOSS FOR THE YEAR	35.35	15.12	39.21	102.88	157.00
Equity Dividend%	-	-	-	-	-
Dividend payout	-	-	-	-	-
Equity Share Capital	580.33	580.33	580.33	580.33	580.33
Equity Share Suspense Account	-	-	-	-	-
Equity Share warrants	-	-	-	-	-
Reserves & Surplus	752.35	739.03	727.76	697.18	620.01
Net Worth	1332.68	1319.36	1308.09	1277.51	1200.34
Borrowings (Long term & Short term)	2313.91	2445.57	2127.79	2240.94	2004.26
Gross Fixed Assets	1552.60	1409.55	1254.18	1254.18	1891.20
Less: Depreciation	997.03	917.77	884.08	840.46	1410.57
Net Fixed Assets	555.57	491.78	370.10	413.71	480.62
Investments	--	--	--	--	--
Face Value Per Share	10	10	10	10	10

EPS	Basic	0.23	0.19	0.49	1.23	1.87
	Diluted	0.23	0.19	0.49	1.23	1.87

18. DEPOSITS

The Company has not accepted and does not intend to accept any deposits from the public. As at 31st March, 2023 there are no outstanding/unclaimed deposits from the public.

19. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

20. NUMBER OF CASES FILED, IF ANY, AND THEIR DISPOSAL UNDER SECTION 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has Zero tolerance towards any action on the part of any one which may fall under the ambit of ‘Sexual Harassment’ at workplace, and is fully committed to uphold and maintain the dignity of every women working with the Company. The Policy framed by the Company in this regard provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints.

21. PARTICULARS NO. OF COMPLAINTS TO PREVENTION OF SEXUAL HARASSEMENT

Number of Complaints pending as on beginning of the financial year NIL

Number of Complaints filed during the financial year NIL

Number of Complaints pending as on the end of the financial year NIL

22. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has well defined internal control system. The Company takes abundant care to design, review and monitor the working of internal control system. Internal audit in the organization is an independent appraisal activity and all significant issues are brought to the attention of the Audit Committee of the Board.

23. INTERNAL FINANCIAL CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

24. A). DIRECTORS

i). APPOINTMENTS

INDEPENDENT DIRECTORS

Sh. Rajesh Kumar Sharma and **Sh. Aravind Prasad** resigned from the directorship of the Company w.e.f 07.09.2023.

DECLARATION UNDER SECTION 149(6):

All the Independent Directors have submitted their disclosures to the board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors

ii). RETIREMENT BY ROTATION

Pursuant to the provisions of Section 152 of the Companies Act, 2013, **Sh. Satish Kumar (DIN: 09305747)**, Director of the Company retires by rotation and being eligible offer himself for re-appointment.

B). KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of **Section 203** of the Companies Act, 2013 the below mentioned KMPs have been appointed/ceased in the Company during the financial year under review:

WHOLE TIME KEY MANAGERIAL PERSONNEL OF THE COMPANY	APPOINTMENT/CHANGE IN DESIGNATION/ CESSATION	DESIGNATION	EFFECTIVE DATE
Ms. Sumita Uppal	Appointment	Company Secretary	13.08.2022
Ms. Rosy Mehta	Resignation	Company Secretary	20.06.2022

After the completion of financial year under review, there were following changes in the positions of KMPs of the company- NIL

25. AUDITORS AND AUDITORS REPORT

A). STATUTORY AUDITORS

M/s Gagan Saluja & Associates, (Firm Registration No. 027033N) **Chartered Accountants, Ludhiana**, Statutory Auditors, pursuant to the provisions of section **139 and 142 of the Companies Act, 2013** and other applicable provisions, if any, read with **the Companies (Audit and Auditors) Rules, 2014**, hold office until the conclusion of 30th Annual General Meeting. They have confirmed their eligibility under Section 141 of the Companies Act, 2013 and Rules framed there under and willingness to accept the office of the Statutory Auditors.

Further, the Statutory Auditors of the Company have submitted Auditors' Report on the accounts of the Company for the accounting year ended 31stMarch, 2023 which is self-explanatory.

B). SECRETARIAL AUDITOR

M/s Khanna Ashwani & Associates, Company Secretary in Practice, were appointed as Secretarial Auditor of the Company in place of M/s Kiranpreet & Associates for the financial year 2022-23.

The Secretarial Auditors of the Company have submitted their Report in Form No. MR-3 as required under Section 204, of the Companies Act, 2013 for the financial year ended 31stMarch, 2023. The Report forms part of this report as **Annexure 'D'**.

C). INTERNAL AUDITOR:

Sh. Naresh Kumar Baweja was appointed as Internal Auditor of the Company pursuant to provisions of **Section 138** of the Companies Act, 2013 by the Board of Directors to conduct internal audit of the functions and activities of the Company and maintain internal control systems of the Company.

26. BOARD COMMITTEES

A. AUDIT & RISK MANAGEMENT COMMITTEE

The Audit and Risk Management committee of the Board of Directors comprises of two Independent directors i.e. **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and one executive director i.e. **Sh. Neeraj Poddar**. **Sh. Rajesh Kumar Sharma** is the Chairperson of the said committee. The Committee met Four times, during the year under review.

Due to cessation of **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and appointment of **Sh. Neeraj Kumar Aneja and Sh. Uma Shankar Mishra**, the Audit and Risk Management committee shall be reconstituted for the Financial Year 2023-24.

B. STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship and Risk Management Committee consist of three directors i.e. **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and **Sh. Neeraj Poddar**. **Sh. Rajesh Kumar Sharma** is the Chairperson of the said committee.

Due to cessation of **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and appointment of **Sh. Neeraj Kumar Aneja and Sh. Uma Shankar Mishra**, the Stakeholder Relationship Committee shall be reconstituted for the Financial Year 2023-24.

The Committee met once, during the year under review. The Committee has formulated Risk Management policy which was subsequently approved by board of Directors.

C. NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committee consists of three non-executive directors i.e. **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and **Sh. Satish Kumar Sachdeva**. **Sh. Rajesh Kumar Sharma** is the Chairperson of the said committee. The Committee has formulated policy relating to appointment of Directors, Payment of Managerial remuneration, Director's qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) & (4) of Companies Act, 2013 which was subsequently approved by board of Directors.

Due to cessation of **Sh. Rajesh Kumar Sharma, Sh. Aravind Prasad** and appointment of **Sh. Neeraj Kumar Aneja and Sh. Uma Shankar Mishra**, the Nomination and Remuneration Committee shall be reconstituted for the Financial Year 2023-24.

27. POLICIES

A). VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Pursuant to provisions of **Section 177 (9)** of the Companies Act, 2013, the Company has established a "Vigil Mechanism" incorporating Whistle Blower Policy in terms of the Listing Agreement for employees and directors of the Company, for expressing the genuine concerns of unethical behavior, frauds or violation of the codes of conduct by way of direct access to the Chairman/Chairman of the Audit Committee exceptional cases. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns.

The vigil Mechanism/ whistle blower policy forms part of this report and also available at the company's website link <https://www.asianlacto.com/policy.html> under the title Investor Section – Policies.

B). REMUNERATION POLICY

The Nomination & Remuneration Committee of the Company has formulated the Nomination & Remuneration policy on Director's appointment and remuneration includes the criteria for determining qualifications, positive attributes, independence of a director and other matters as provided under **Section 178(3)** of the Companies Act, 2013. The Nomination & Remuneration Policy is annexed thereto and form part of this Report as **Annexure 'F'**.

C). RISK MANAGEMENT POLICY

The Stakeholder Relationship and Risk Management Committee has formulated Risk Management Policy of the Company which has been subsequently approved by the Board of Directors of the Company. The aim of risk management policy is to maximize opportunities in all activities and to minimize adversity.

The policy includes identifying types of risks and its assessment, risk handling and monitoring and reporting, which in the opinion of the Board may threaten the existence of the Company.

D). RELATED PARTY TRANSACTION POLICY

Related Party Transaction Policy as formulated by the Company defines the materiality of related party transactions and lays down the procedures of dealing with Related Party Transactions that may have potential conflict with the interest of the Company at large. Transactions entered with related parties as defined under the Companies Act, 2013 during the Financial Year 2022-23 were mainly in the Ordinary Course of business and on an arm's length basis. Prior approval of the Audit and Risk Management Committee is obtained by the Company before entering into any Related Party Transaction as per the applicable provisions of the Companies Act 2013.

28. SHARES

A). BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

B). SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

C). BONUS SHARES

No Bonus Shares were issued during the year under review.

D).EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme.

29. HUMAN RESOURCES /INDUSTRIAL RELATIONS:

The Company continues to lay emphasis on building and sustaining an excellent organization climate based on human performance. Performance management is the key word for the company. During the year the Company employed around 65 employees.

Pursuit of proactive policies for industrial relations has resulted in a peaceful and harmonious situation on the shop floors of the various plants.

30. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

The disclosures in respect of managerial remuneration as required under section 197(12) read with **Rule 5(1)** of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is annexed hereto and form part of this report as **Annexure 'F'**.

None of the employee of the Company receives salary of **Rs. 1,02,00,000/-** per annum or **Rs. 8,50,000/-** per month or more during the Financial Year 2022-23 as per **Rule 5(2)** and **5(3)** Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

In terms of section **197(14)** of the Companies Act, 2013, the Company does not have any Holding or Subsidiary Company.

31. LISTING WITH STOCK EXCHANGE

Your company is listed on Metropolitan Stock Exchange of India (formerly known as MCX Stock Exchange Ltd.) thereby having its Shares Listed on Recognized Stock Exchange with nationwide terminals.

32. CORPORATE GOVERNANCE REPORT

Regulation 27 of listing agreement which outlines the corporate governance report is not applicable to our company, as our company's paid up capital is less than 10 crores and net worth is less than 25 crores for F.Y 2022-23.

33. STATUTORY DISCLOSURES

None of the Directors of the Company are disqualified under the provisions of section 164 of the Companies Act 2013. The Directors have made the requisite disclosures, as required under the Companies Act 2013.

34. ACKNOWLEDGEMENT

The Board of Directors places on record its sincere appreciation for the dedicated services rendered by the employees of the Company at all levels and the constructive co-operation extended by them. Your Directors would like to express their grateful appreciation for the assistance and support by all Government Authorities, Auditors, financial institutions, banks, suppliers, other business associates and last but not the least the Shareholders.

**For And on Behalf of the Board
For Asian Lakto Industries Limited**

Place: Ludhiana

Date: 07/09/2023

**Satish Kumar
Director
DIN: 09305747**

**Neeraj Poddar
Managing Director
DIN: - 00880381**

ANNEXURE A– EXTRACT OF ANNUAL RETURN

(Referred to Paragraph 17 under “Annual Return” section of our Report of even date)

FORM NO. MGT 9**AS ON FINANCIAL YEAR ENDED ON 31.03.2023**

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

A. REGISTRATION & OTHER DETAILS:

1	CIN	L15209PB1994PLC014386
2	Registration Date	29/03/1994
3	Name of the Company	ASIAN LAKTO INDUSTRIES LIMITED
4	Category/Sub-category of the Company	Company Limited By Shares Indian Non-Government Company
5	Address of the Registered office & contact details	VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial Services Private Limited Add: D-153 A, 1 ST Floor, Okhla Industrial Area, Phase – I, New Delhi. STD Code: 011 Tel.: 26812682, 26812683

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Fruit Juices	282	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
NIL					

(A) (2)									
TOTAL (A)	3690800	-	3690800	58.68%	3690800	-	3690800	58.68%	-

B. Public Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2022]				No. of Shares held at the end of the year [As on 31-March-2023]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<i>1. Institutions</i>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
<i>2. Non-Institutions</i>									
a) Bodies Corp.									
i) Indian	9600	150200	159800	2.54%	9600	150200	159800	2.54%	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs2 lakh	36000	1713900	1749900	27.82%	36000	1713900	1749900	27.82%	-
ii) Individual shareholders holding nominal share	-	675000	675000	10.73%	-	675000	675000	10.73%	-

capital in excess of Rs. 2lakh									
c) Others (HUF)	1000	5000	6000	0.09%	1000	5000	6000	0.09%	-
Non Resident Indians	-	8500	8500	0.14%	-	8500	8500	0.14%	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members									
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies – DR	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	46600	2552600	2599200	41.32%	46600	2552600	2599200	41.32%	-
Total Public (B)	46600	2552600	2599200	41.32%	46600	2552600	2599200	41.32%	-

C. Shares held by Custodian for GDRs & ADRs

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2022]				No. of Shares held at the end of the year [As on 31-March-2023]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Total (A+B+C)	3737400	2552600	6290000	100 %	3737400	2552600	6290000	100 %	0.00%

PAID UP SHARE CAPITAL BREAKUP:

Total Paid Up Capital	Rs.6,29,00,000
Calls in Arrears (Less)	Rs. 48,67,000
Total Paid Capital	Rs. 5,80,33,000

C. Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Neeraj Poddar	2417600	38.44%	-	2417600	38.44%	-	-
2	Pragya Poddar	23500	0.37%	-	23500	0.37%	-	-
3	Radhe Shyam Poddar & Sons HUF	210000	3.34%	-	210000	3.34%	-	-
4	Gopal Poddar & Sons HUF	367200	5.84%	-	367200	5.84%	-	-
5	Neeraj Poddar & Sons HUF	672500	10.69%	-	672500	10.69%	-	-
	TOTAL	3690800	58.68%		3690800	58.68%		-

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3690800	58.68%	3690800	58.68%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Change			
	At the end of the year	3690800	58.68%	3690800	58.68%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Ramsons Financial Services Limited						
	At the beginning of the year			49500	0.79%	49500	0.79%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			49500	0.79%	49500	0.79%
2	Raj Kumar						
	At the beginning of the year			66200	1.05%	66200	1.05%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			66200	1.05%	66200	1.05%
3	Rakesh Kumar Kharbanda						
	At the beginning of the year			66200	1.05%	66200	1.05%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			66200	1.05%	66200	1.05%
4	Chanchal Khanna						
	At the beginning of the year			66200	1.05%	66200	1.05%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			66200	1.05%	66200	1.05%
5	Mukesh K Nahar						

	At the beginning of the year			66200	1.05%	66200	1.05%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			66200	1.05%	66200	1.05%
6	Aparna Capital Services						
	At the beginning of the year			52900	0.84%	52900	0.84%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			52900	0.84%	52900	0.84%
7	Pawan Kumar Agarwal						
	At the beginning of the year			51300	0.82%	51300	0.82%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			51300	0.82%	51300	0.82%
8	Gurditta Mal						
	At the beginning of the year			39700	0.63%	39700	0.63%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			39700	0.63%	39700	0.63%
9	Shama Mehta						
	At the beginning of the year			39700	0.63%	39700	0.63%
	Changes During the year			No Change	0.00%	No Change	0.00%
	At the end of the year			39700	0.63%	39700	0.63%
10	Jagmohan Krishan						
	At the beginning of the year			33600	0.53%	33600	0.53%
	Changes During the year			No Change	0.00%	No Change	0.00%

	At the end of the year			33600	0.53%	33600	0.53%
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(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	NEERAJ PODDAR						
	At the beginning of the year	-	-	2417600	38.44%	2417600	38.44%
	Changes during the year	-	-	No change	No change	No change	No change
	At the end of the year	-	-	2417600	38.44%	2417600	38.44%
2	PRAGYA PODDAR						
	At the beginning of the year			23,500	0.37%	23,500	0.37%
	Changes during the year			No change	No change	No change	No change
	At the end of the year			23,500	0.37%	23,500	0.37%
3	SATISH KUMAR						
	At the beginning of the year			Nil	Nil	Nil	Nil
	Changes during the year			No change	No change	No change	No change
	At the end of the year			Nil	Nil	Nil	Nil
5	CS Sumita Uppal						
	At the beginning of the year			Nil	Nil	Nil	Nil
	Changes during the year			No change	No change	No change	No change
	At the end of the year			Nil	Nil	Nil	Nil
6	RAJESH KUMAR SHARMA						
	At the beginning of the year			Nil	Nil	Nil	Nil
	Changes during the year			No change	No change	No change	No change
	At the end of the year			Nil	Nil	Nil	Nil
7	ARAVIND PRASAD						
	At the beginning of the year			Nil	Nil	Nil	Nil
	Changes during the year			No change	No change	No change	No change

	At the end of the year			Nil	Nil	Nil	Nil
8	CS ROSY MEHTA (Cessation w.e.f 20.06.2022)						
	At the beginning of the year			Nil	Nil	Nil	Nil
	Changes during the year			No change	No change	No change	No change
	At the end of the year			Nil	Nil	Nil	Nil

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Particulars				
INDEBTEDNESS AT THE BEGINNING OF THE FINANCIAL YEAR				
i) Principal Amount	24,45,57,481.76	-		24,45,57,481.76
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due				
Total (i +ii+iii)	24,45,57,481.76	-	-	24,45,57,481.76
CHANGE IN INDEBTEDNESS DURING THE FINANCIAL YEAR				
Addition				
Loan Taken	-	-	-	-
Interest On Loan	-	-	-	-
Reduction				
Loan Repaid	5,30,20,014.73	-	-	5,30,20,014.73
Net Change				
Net Change	5,30,20,014.73	-	-	5,30,20,014.73
INDEBTEDNESS AT THE END OF THE FINANCIAL YEAR				
i) Principal Amount	19,15,37,467.03	-	-	19,15,37,467.03
ii) Interest due but not paid	-	-	-	-

iii) Interest accrued but not due	-	-	-	-
Total (i +ii+iii)	19,15,37,467.03	-	-	19,15,37,467.03

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Sh. Neeraj Poddar (Managing Director)	Smt. Pragya Poddar (Whole Time Director)		
1.	Gross salary A. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	12,00,000		12,00,000
		-	-		-
2.	Stock Option	-	-		-
3.	Sweat Equity	-	-		-
4.	Commission - as % of profit - others, specify...	- - -	- - -		-
5.	Others, please specify	- -	- -		-
6.	Total (A)	-	12,00,000		12,00,000
	Ceiling as per the Act	-	-		-

B. Remuneration to other directors: NIL

Sl. No.	Particulars of Remuneration	Name of Director	Total Amount
	Independent Directors · Fee for attending board committee meetings · Commission · Others, please specify	N/A	
	Total (1)		
	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary (Sumita Uppal) (Appointed w.e.f. 13.08.2022)	CFO (Pawan Kumar)	Company Secretary (Rosy Mehta) (Cessation w.e.f 20.06.2022)	Total
1.	Gross salary C. Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N/A	1,08,000	6,04,000	40,500	7,52,500
2.	Stock Option	N/A	N/A	N/A	N/A	-
3.	Sweat Equity	N/A	N/A	N/A	N/A	-
4.	Commission - as % of profit - Others, specify...	N/A	N/A	N/A	N/A	-

5.	Others, please specify					
6.	Total	-	1,08,000	6,04,000	40,500	7,52,500

PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				
B. Directors					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				
C. Other Officers In Default					
Penalty	Nil				
Punishment	Nil				
Compounding	Nil				

**By Order of the Board
For Asian Lakto Industries Limited**

Place: Ludhiana

Date: 07.09.2023

**(Neeraj Poddar)
Managing Director
(DIN: - 00880381)**

ANNEXURE 'B'

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	N.A.
	Nature of Relationship	N.A.
2.	Nature of contracts/arrangements/transaction	N.A.
3.	Duration of the contracts/ arrangements/ transaction	N.A.
4.	Amount (In Lakhs)	N.A.
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
6.	Date of approval by the Board	N.A.

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
1.	Name (s) of the related party	Sri Varadharaja Fruits Products Private Limited
	Nature of Relationship	Sister Concern
2.	Nature of contracts/arrangements/transaction	1. Sale 2. Purchase
3.	Duration of the contracts/ arrangements/ transaction	On going
4.	Amount	1. Rs. 64,71,672.24/- 2. Rs. 4,63,04,543.71/-
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
6.	Date of approval by the Board	30.05.2022

SL. No.	Particulars	Details
1.	Name (s) of the related party	INDRIYAN BEVERAGES PRIVATE LIMITED
	Nature of Relationship	Sister Concern
2.	Nature of contracts/arrangements/transaction	Sale
3.	Duration of the contracts/ arrangements/ transaction	On going
4.	Amount	Rs. 4,34,48,047.26/-
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
6.	Date of approval by the Board	30.05.2022

SL. No.	Particulars	Details
1.	Name (s) of the related party	Pragya Poddar
	Nature of Relationship	Whole time Director
2.	Nature of contracts/arrangements/transaction	Remuneration
3.	Duration of the contracts/ arrangements/ transaction	On going
4.	Amount	Rs.12,00,000
5.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
6.	Date of approval by the Board	30.05.2022

By Order of the Board
For Asian Lakto Industries Limited

Place: Ludhiana

Date: 07.09.2023

(Neeraj Poddar)
Managing Director
(DIN: - 00880381)

ANNEXURE 'C'

DISCLOSURE OF PARTICULARS WITH RESPECT TO 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;

Asian Lakto Industries Limited continued to emphasize on the conservation and optimal utilization of energy in manufacturing unit of the Company. The energy conservation measures implemented during FY 2022-23 are listed below:

- Maintenance of the machines as per schedule.
- Lights in the Factory area are switched off whenever not required.
- Energy audit is conducted and recommendations are implemented.

2. Additional Investments & Proposals, if any, being implemented for Reduction of Consumption of Energy:

The company continued its efforts towards effective utilization of energy for reduction in power consumption. The Company is constantly exploring the use of alternate sources of energy that are commensurate with the scale of present operations and the type of products being manufactured.

3. The capital investment on energy conservation equipments;

During the year under review, there was no capital investment on Energy Conservation Equipments.

Disclosure of particulars with respect to conservation of energy:

Particulars	2022-23	2021-22	2020-21
POWER CONSUMPTION			
Units Purchased (KWH)	2968180	852605	2317452
Amount (Rs.)	2,37,45,439.05(Misc expenses)	68,20,840.50(Misc expenses)	18539615.69 (Misc expenses)
Average Rate Per Unit (Rs.)	8.00 (approx.)	8.00 (approx.)	8.00 (approx.)

B. TECHNOLOGY ABSORPTION

(1) Efforts, in brief, made towards technology absorption, adaptation and innovation:

Imparting training to personnel in various manufacturing techniques by experts.

(2) Benefits derived like Product Improvement, Cost Reduction, Product Development or Import Substitution as a result of above efforts:

- Increase productivity.
- Power saving.
- Manpower cost reduced.
- Raw materials cost reduction.
- Production wastage reduced.

(3) Information regarding technology imported during the last 3 years

- The Details of Technology Imported - NIL
- The Year of Import - Not Applicable
- Whether Technology Has been Fully Absorbed - Not Applicable
- If Not Fully Absorbed, Areas Where Absorption has not taken place and the reasons thereof. - Not Applicable

(4) Expenditure on Research and Development

During the year under review the company did not incurred any expenses on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the period under review:-

Inflow of foreign exchange:

- Merchant Trade: NIL
- Exports: Rs. 99,45,766.411/-

Outflow of foreign exchange:

- Merchant Trade: NIL
- Imports: Rs. 2,91,959/-

**By Order of the Board
For Asian Lakto Industries Limited**

Place: Ludhiana

Date: 07.09.2023

**(Neeraj Poddar)
Managing Director
(DIN: - 00880381)**

ANNEXURE-D
FORM NO MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2023

[Pursuant to **Section 204(1)** of the **Companies Act, 2013** and **Rule No.9** of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,
Asian Lakto Industries Limited
VPO Jandial, Near Kohara, Phase VI,
LUDHIANA-141112
Punjab (India).

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices made by **Asian Lakto Industries Limited** (hereinafter called the company). Secretarial Audit for year ended 31.03.2023 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 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 on **31.03.2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute book, forms and returns filed and other records maintained by the company for the financial year ended on **31.03.2023** according to the provisions of:

- i) the **Companies Act, 2013** (the Act) and the rules made thereunder;
- ii) The **Securities Contracts (Regulation Act, 1956** ('SCRA') and the rules made thereunder:
- iii) The **Depositories Act, 1996** and the Regulations and Bye-laws framed thereunder
- iv) **Foreign Exchange Management Act, 1999** and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – Not applicable during the audit period.
- v) The following Regulations and Guidelines prescribed under the **Securities and Exchange Board of India Act, 1992** ('SEBI Act')
 - a) The Securities and Exchange Board of India (**Substantial Acquisition of Shares and Takeovers**) Regulations, 2011; Not Applicable during the Audit Period

- b) The Securities and Exchange Board of India (**Prohibition of Insider Trading**) Regulations, 2015;
- c) The Securities and Exchange Board of India (**Issue of Capital and Disclosure Requirements**) Regulations, 2018; Not Applicable during the Audit Period
- d) The Securities and Exchange Board of India SEBI (**Share Based Employee Benefits and Sweat Equity**) Regulations 2021; not applicable during the period of audit.
- e) The Securities and Exchange Board of India (**Delisting of Equity Shares**) Regulations, 2021; Not applicable to the company during period of audit.
- f) Securities and Exchange Board of India (**Issue and Listing of Non-Convertible Securities**) Regulations, 2021; Not Applicable during the audit period
- g) The Securities and Exchange Board of India (**Issue and Listing of Debt Securities and Security Receipts**) Regulations, 2008; Not Applicable during the audit period
- h) The Securities and Exchange Board of India (**Registrar to an Issue and Share Transfer Agents**) Regulations, 1993 regarding the Companies Act and dealing with client;
- I) The Securities and Exchange Board of India (**Buyback of Securities**) Regulations, 1998; Not applicable to the company during period of audit
- J) Listing Agreement and SEBI (**Listing Obligations and Disclosure Requirements**) Regulations 2015;

Based on the above examination, We hereby report that, during the Review Period:

(vi) **Other Applicable laws.**

We have relied on the representation made by the Company & its Officers for system and mechanism formed by the Company for compliances under other applicable Acts as Environmental Laws & Labour Laws.

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

- A) The Listing Agreements entered into by the Company with Stock Exchange(s).
- B) The Secretarial Standards issued by The Institute of Company Secretaries of India.

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

We have relied of the information received from the management regarding;

The Board of Directors of the Company is duly constituted with proper balance of **Executive Directors, Non-Executive Directors and independent Directors**. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013.

Adequate notice given to all the directors to schedule the **Board Meetings, Agenda** and detailed **notes** on agenda sent at least seven days in advance as per the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit.

Adequate notice given to all the members/shareholders to schedule the **General Meetings, Agenda** and detailed **notes** on agenda sent at least twenty one days in advance as per the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit.

Majority decision is carried through while the dissenting members' views (If any) are captured and recorded as part of the minutes.

We further report that there are minimal 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.

Place: Ludhiana

Date: 02.09.2023

Sd/-

Signature:

CS Ashwani Kumar Khanna
Khanna Ashwani & Associates
Company Secretaries
FCS No.3254
CP No.2220

UDIN: F003254E000924163

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

LIST OF LABOUR LAWS AND ENVIRONMENTAL LAWS WHICH HAVE BEEN VERIFIED DURING AUDIT PERIOD

❖ List of Labour Laws

- Factories Act, 1948
- Industrial Disputes Act, 1947
- The Payment of Wages Act, 1936
- The Minimum Wages Act, 1948
- Employee's State Insurance Act, 1948
- The Payment of Bonus Act, 1972
- The Apprentices Act, 1961
- Employee's Provident Fund and Miscellaneous Provisions Act, 1952

❖ List of Environmental Laws

- Environment (Protection) Act, 1986
- Water (Prevention and Control of Pollution) Act, 1974
- Air (Prevention and Control of Pollution) Act, 1981

Annexure: -A

The Members,
Asian Lakto Industries Limited
VPO Jandial, Near Kohara, Phase VI,
LUDHIANA-141112
Punjab (India)

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 the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc and we have relied on such representation for giving our report.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random 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 the management has conducted the affairs of the Company.

Place: Ludhiana
Date: 02.09.2023

Sd/-
(Ashwani Kumar Khanna)
FCSNo.3254
CPNo.2220
UDIN: F003254E000924163

ANNEXURE 'E'

NOMINATION & REMUNERATION POLICY OF THE COMPANY:

1. PREFACE:

Pursuant to the **Section 178** of the Companies Act, 2013 read with the **Rule 6** of the Companies (Meeting of the Board and its powers) Rules, 2014, the Nomination and Remuneration committee of the Board of the Company has formulated a policy to decide the criteria for the appointment and for the remuneration to the Directors, key managerial personnel and other employees. The Policy also aims to attract, motivate and retain manpower in a competitive and global markets scenario which is formulated by the Committee and approved by the Board of Directors in their meeting held on **30.06.2015**.

Produced here below is the “**Nomination & Remuneration Policy**” of the Company in compliance with **Section 178** of the Companies Act, 2013 for the object as mentioned herein.

2. ROLE OF THE COMMITTEE:

- a) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to Board their appointment and removal.
- b) To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- c) To recommend to the Board remuneration policy related to remuneration of Directors (Whole Time Directors, Executive Directors etc), Key Managerial Personnel and other employees while ensuring the following:-
 - That 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.
 - That relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
 - That 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 of the working of the company and its goals.

-To formulate criteria for evaluation of Directors and the Board.

-To devise a policy on Board diversity.

3. MEMBERSHIP:

- a) The Committee shall consist of a minimum 3 non-executive directors, majority of them being Independent.
- b) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- c) Membership of the Committee shall be disclosed in the Annual Report.
- d) Term of the Committee shall be continued unless terminated by the Board of Directors.

4. CHAIRMAN:

- a) Chairman of the Committee shall be an Independent Director.
- b) Chairman of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c) In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

5. FREQUENCY OF MEETINGS:

The meeting of the Committee shall be held at such regular intervals as may be required.

6. COMMITTEE MEMBERS' INTERESTS:

- A) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- B) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

7. SECRETARY:

The Company Secretary of the Company shall act as Secretary of the Committee.

8. VOTING:

- a) Decisions of the Committee shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

9. MINUTES OF COMMITTEE MEETING:

The minutes of all the proceedings of all meetings must be signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board meetings.

10. EFFECTIVE DATE & AMENDMENTS:

This policy is effective from **30.06.2015** and may be amended subject to the approval of Board of Directors.

By Order of the Board
For Asian Lakto Industries Limited

Place: Ludhiana

Date: 07.09.2023

(Neeraj Poddar)

Managing Director

(DIN: - 00880381)

ANNEXURE 'F'

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

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

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2022-23, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2022-23 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/ KMP and Designation	Remuneration of Director / KMP for the Financial Year 2022-23	% increase in Remuneration in the Financial Year 2022-23	Ratio of Remuneration of each Director / to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1.	Pragya Poddar, Executive Director	12,00,000	71.4%	8:1	Profit before interest, depreciation and tax increased by 21.71% and profit after tax increased by 18.29% in financial year 2022-23.
2.	Satish Kumar, Non-Executive Director	NIL	NIL	NIL	Not Applicable
3.	Rajesh Kumar Sharma, Non-Executive Independent Director	-	-	-	Not Applicable
4.	Aravind Prasad Non-Executive Independent Director	-	-	-	Not Applicable

5.	Sumita Uppal (Appointed w.e.f 13.08.2022)	1,08,000	-	-	Profit before interest, depreciation and tax increased by 21.71% and profit after tax increased by 18.29% in financial year 2022-23.
6.	Rosy Mehta (Cessation w.e.f 20.06.2022)	40,500	-	-	
7.	Pawan Kumar, CFO	6,04,000	28.5%	12:1	Profit before interest, depreciation and tax increased by 21.71% and profit after tax increased by 18.29% in financial year 2022-23.

**By Order of the Board
For Asian Lakto Industries Limited**

Place: Ludhiana

Date: 07.09.2023

**(Neeraj Poddar)
Managing Director
(DIN: - 00880381)**

ASIAN LAKTO INDUSTRIES LIMITED

Regd. Office: - VPO Jandiali, Near Kohara,
Ludhiana-141112, Punjab
CIN: - L15209PB1994PLC014386
Email Id: secasianlakto@gmail.com
Telephone No: 0161-2424602
Website: www.asianlakto.com

Folio No./DP ID/ Client ID No.	
No. of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the Annual General Meeting of the Company at Registered Office of the company at VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab on Saturday, 30th day of September, 2023 at 12.30 p.m.

NAME OF THE SHAREHOLDER(S) (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY(in Block Letters)	
SIGNATURE OF THE PROXY	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

Form No. MGT-11

Proxy Form

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

CIN: L15209PB1994PLC014386

Name of the company: Asian Lakto Industries Limited

Registered office: VPO JANDIALI, NEAR KOHARA LUDHIANA PUNJAB

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

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

1. Name:

Address:

E-mail Id:

Signature: -----

2. Name:

Address:

E-mail Id:

Signature: -----

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **29th Annual General Meeting** of the company, to be held on the 30th day of September, 2023, at **12:30 P.M.** at **VPO Jandiali, Near Kohara, Ludhiana-141112, Punjab** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2023		

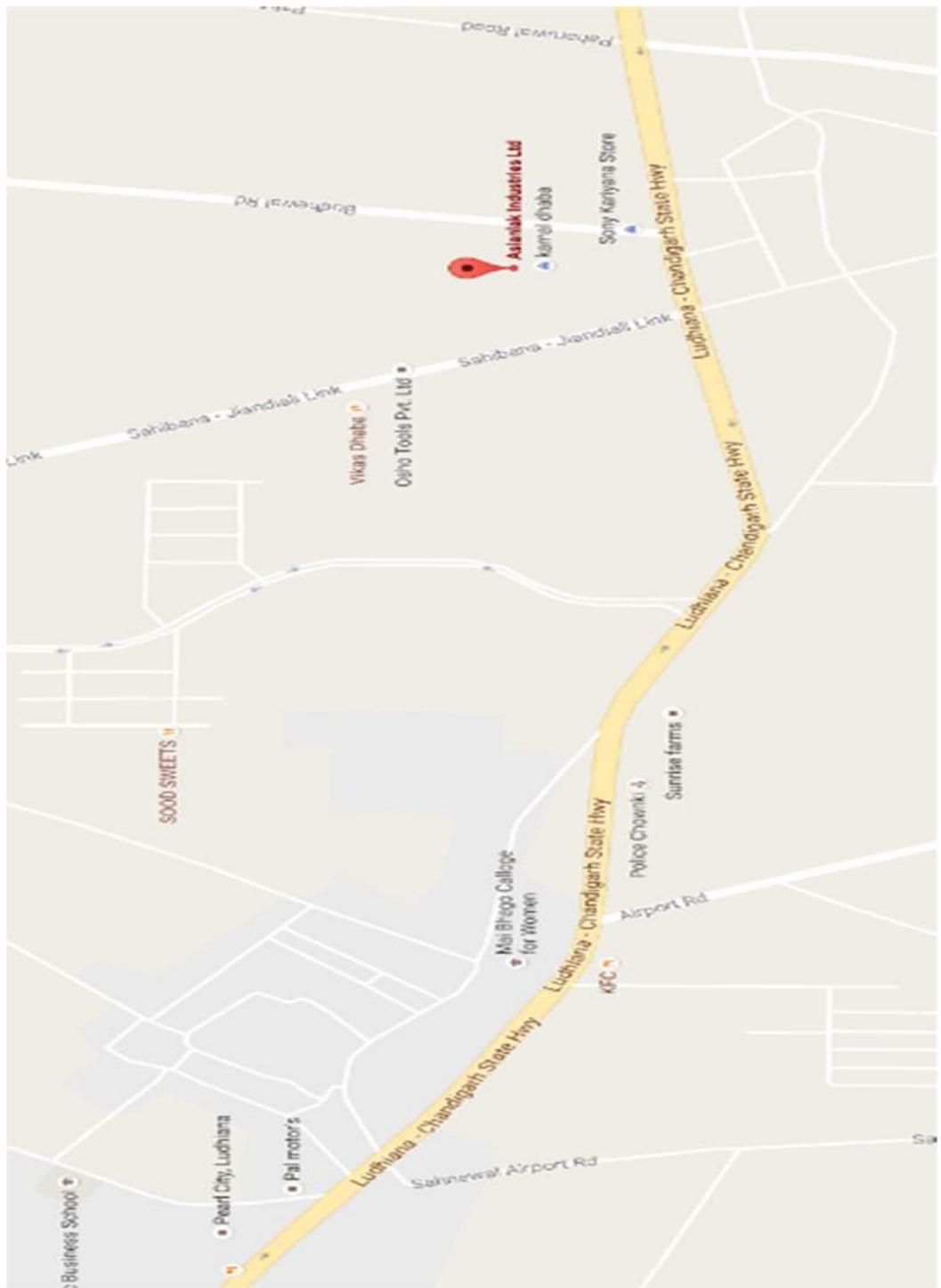
2.	To re-appoint Director Sh. Satish Kumar (DIN: 09305747) , who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offer himself for re-appointment		
3.	To Appoint Mr. Neeraj Kumar Aneja (DIN:10303788) as an independent director of the company		
4.	To Appoint Mr. Uma Shankar Mishra (DIN:10303792) as an independent director of the company		

Signed this..... day of..... 2023

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Route Map for the Venue of AGM

ASIAN LAKTO INDUSTRIES LIMITED
Regd Office: VPO Jandiali, Near Kohara,
Chandigarh Road, Ludhiana
CIN: L15209PB1994PLC014386
Email id: info@asianlak.com

VIGIL MECHANISM POLICY

Preamble

The Companies Act 2013 under the provisions of Section 177 has mandated that *“every listed Company or such class or classes of companies, as may be prescribed, shall establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed”. Further such vigil mechanism under “shall provide for adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases”.*

Pursuant to the provisions of Section 177 (9) & (10) read with rule 7 of Chapter XII of the Companies Act, 2013, the Company has set up and adopted the following Vigil Mechanism which lays down the principles and standards governing the management of grievances and concerns of employees and directors of the Company and shall be overseen by the Audit Committee (hereinafter referred to as ‘Committee’) of the Company. The Mechanism as set up herein-below shall enable the employees and the directors of the Company to report their genuine concerns or grievances about the actual and potential violation of the principles and standards laid down herein.

The Company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations and in order to maintain these standards the Company encourages the employees to voice their genuine concerns without fear of censure.

Mechanism

1. Objectives:-

To encourage employees to bring genuine ethical and legal concerns, violations and suspected fraudulent behaviour of which they are or become aware of, to an internal authority so that action can be taken immediately to resolve the problem.

To minimize the Company's exposure to the damage that can occur when the employees actually or potentially try to circumvent internal mechanisms in furthering the aforementioned concerns, violation and frauds.

To let employees know that the Organization is serious about adherence to Code of conduct or policy.

2. Scope

This Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company's rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies and other matters or activities on account of which the interest of the Company is affected.

However the mechanism does not release the employees from their duty of confidentiality in the course of their work and nor can it be used as a route for raising malicious or unfounded allegations about a personal situation.

3. Eligibility

All Employees and Directors of the Company are eligible to make disclosures under the mechanism in relation to matters concerning the Company.

4. Procedure:-

1. Where any director or employee finds or observes any of following activities (but not limited to) then he must within a period of 30days of occurrence of event or on the date on which he comes to know, report in writing their complaint / grievance in the format as provided in **Annexure 1** to this mechanism:

Embezzlement of funds.

Any prejudicial act in which stakeholders interest or public interest is involved.

Serious frauds which are affecting or may affect the financial position of the Company.

Internal theft.

Payoff & Kickbacks etc.

2. The Complainant shall address the Complaints / Grievances to the Vigilance Officer (as may be designated by the Audit Committee) of the Company or the Chairman of the Audit Committee (in exceptional cases). The duly filled complaint form provided herein shall be submitted to *any* of the above mentioned person(s):
3. In order to protect the identity of the complainant, the Vigilance Officer or the Committee will maintain confidentiality of the complainants.
4. The Committee on the receipt of disclosure of any of above frauds or events shall make a record of the disclosure and also ascertain from the complainant whether he was the person who made the disclosure or not. The Committee shall also carry out initial investigation either itself or at its discretion by involving any other official of the Company or an outside agency as it may deem fit.
5. The decision to undertake the investigation by the Committee shall not by itself be regarded as the acceptance of the accusation by the Committee. It is a neutral fact finding process to ascertain the truth of the accusation.
6. Any member of the Audit Committee or such other officer involved in the investigation, having any conflict of interest with the matter shall disclose his/her concern/interest forthwith and shall not deal with the matter.
7. The Committee as it deems fit, may call for further information from the complainant.
8. The Committee shall carry out detailed investigation if the reported disclosure is found to be correct.
9. The Employee/Director against whom disclosure has been reported shall:-

Co-operate with Committee or any person appointed in this regard.

Have a right to consult any person of his choice other than members of Committee and / or Complainant.

Not interfere in investigations conducted by Committee.

Not withhold, tamper or destroy any of evidences.

Unless otherwise restricted, be given an opportunity to respond to material findings.

Not threaten, influence or intimidate complainant or any of witnesses.

Have a right to know the outcomes of investigation.

10. The Investigations shall be completed within a period of 60 days.

5. Decisions and Reporting

If the outcome of the investigation leads to a conclusion that, any improper or unethical act has been committed, then the Committee must record the same and recommend the Complaint along with the findings of the Committee upon investigation to the management for the disciplinary or corrective action to be taken against the concerned employee/director. The decision of the Committee shall be recorded with reasons and a copy of the same shall be forwarded to the complainant and the subject.

If the decision is not to the satisfaction of the complainant then the complainant has the right to report the event to the appropriate legal or investigating authority. However, if the complainant makes false or wrong allegations then disciplinary actions in accordance with the rules, procedures and policies of the Company shall be taken against the complainant as the Committee may decide.

6. Penalties

If the alleged fraud or misconduct is proven after investigation, the Committee may impose such penalty / fine as it may deem fit depending upon nature of fraud or unethical act done by the person.

7. Secrecy and Confidentiality

The Committee as well as complainant shall:-

Maintain confidentiality of all matters under this policy.

Discuss only to the extent or with those persons as required under this policy for completing the process of investigation.

Not keep the papers unattended anywhere at any time.

Keep the electronic mails / files under password and under safe custody.

8. Protection

No unfair treatment will be meted out to a complainant 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 complainants. Complete protection will therefore be given to complainant against any unfair practice like retaliation, threat or intimidation of termination / suspension of service, disciplinary action, transfer, demotion, refusal of promotion or the like including any direct or indirect use of authority to obstruct the complainant's right to continue to perform his duties /functions including making further disclosure.

The Company will take steps to minimize difficulties which the complainant may experience as a result of making the disclosure. Thus, if the complainant is

required to give evidence in criminal or disciplinary proceedings, the Company will arrange for the complainant to receive advice about the procedure, etc.

A complainant may report any violation of the above clause to the Chairman of the Committee, who shall investigate into the same and recommend suitable action to the management. The identity of the complainant shall be kept confidential to the extent possible and permitted under law. The identity of the complainant will not be revealed unless he himself has made either his details public or disclosed his identity to any other office or authority.

In the event of the identity of the complainant being disclosed, the Committee is authorized to initiate appropriate action as per extent regulations against the person or agency making such disclosure. The identity of the complainant, if known, shall remain confidential to those persons directly involved in applying this mechanism, unless the issue requires investigation by law enforcement agencies.

Any other employee assisting in the said investigation shall also be protected to the same extent as the Complainant. Provided however that the complainant before making a complaint has reasonable belief that an issue exists and that he has acted in good faith. This policy does not protect an employee from an adverse action taken independent of his disclosure of unethical and improper practice etc. unrelated to a disclosure made pursuant to this policy.

9. Direct Access to Chairman

The complainant shall have direct access to Chairman of Committee in exceptional cases. The Chairman shall prescribe suitable direction in this regard.

10. Display of Mechanism on Website

The Mechanism herein set up cannot be effective unless it has been communicated to eligible person described herein above. For this purpose Company shall display it on its website and shall also disclose it in Board's Report.

11. Retention of Documents

The evidences, documents received by the committee in due course of time during investigation shall be preserved for three (3) years or for such period as may be specified by law in force in this regard from time to time.

12. Amendments

The Company reserves right to amend, modify, and cancel any of the provisions of the mechanism in whole or in part set up herein above or may restrict subject to such conditions as it may deem fit.

Annexure 1

Date: _____

Name of Complainant (Employee/ Director) _____

Email-id _____

Address: _____

Contact No. _____

Subject matter which is being reported

Name of Person/Event focused at:

Brief about concern _____

Evidence (if Any) _____

Signature



GAGAN SALUJA & ASSOCIATES

CHARTERED ACCOUNTANTS
1285,Neem Wala chowk
Near Iqbal Ganj Post Office
Ludhiana-141008
Mobile : 09914163267

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF M/S ASIAN LAKTO INDUSTRIES LIMITED

REPORT ON THE FINANCIAL STATEMENTS:

We have audited the accompanying financial statements of M/s ASIAN LAKTO INDUSTRIES LIMITED, ("the Company"), which comprise the Balance Sheet as at 31 March 2023, & the Statement of Profit and Loss and the for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS:

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of The Companies Act, 2013("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position & financial performance and of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, 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 internal financial controls, that were operating effectively for ensuring their accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY:

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under provisions of the Act and Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the





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risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and a fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

OPINION :

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018 and its profit and its s for the year ended on that date.

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 -A" a statement on matters specified in paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss and the dealt with by this Report are in agreement with the books of account;





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- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March 2023 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023, from being appointed as a director in terms of Section 164(2) of the Act, and
- 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 – B”.
- g) 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:
- The Company does not have any pending litigations which would impact its financial position.
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the investor Education and Protection Fund by the Company.

DATE :30.05.2023
PLACE: LUDHIANA



FOR GAGAN SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS

(GAGAN SALUJA), Proprietor.
F.R.N. : 027033N
UDIN: 23532395BGQSF6862



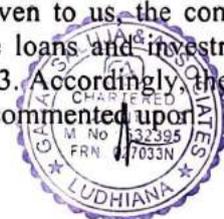
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"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF M/S ASIAN LAKTO INDUSTRIES LIMITED

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31,2023:

1.
 - a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets of the company are physically verified by the Management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and the nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
2.
 - a) The management has conducted the physical verification of inventory at reasonable intervals.
 - b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - c) In our opinion and according to the information and explanations given to us and on the basis of our examination of the inventory records, the Company has maintained proper records of its inventories. The discrepancies noticed on physical verification, as compared to the book records, were not material and have been properly dealt with in the books of account.
3. Based on the audit procedures applied by us and according to the information and explanations given to us and on the basis of our examination of the records, 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.
4. In our opinion and according to the information and explanations given to us, the company has not granted any loans to Directors etc. and not made any inter-corporate loans and investments covered under the provisions of section 185 and 186 of the Companies Act, 2013. Accordingly, the provisions of clause 4 of the Order are not applicable to the Company and hence not commented upon.





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5. The Company has not accepted any deposits from the public during the year under the provisions of Companies Act, 2013 and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6.
 - a) According to the information and explanations given to us and on the basis of our examination of the books of account, the company, has been generally regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues, as applicable, with the appropriate authorities. There are no undisputed statutory dues, as at March 31, 2023, which were in arrears for a period of more than six months from the date they became payable.
 - b) According to the information and explanation give to us and records of the Company examined by us that there are no dues of Sales Tax or Service Tax or Duty of Customs or Duty of Excise or Value Added Tax which have not been deposited on account of any dispute with the relevant authorities.
7. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to a financial institution, bank or Government.
8.
 - a) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the financial year.
9. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
10. Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
11. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.





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12. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
13. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
15. In our opinion, the company is not required to be registered under section 45- IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

DATE : 30/05/2023
PLACE: LUDHIANA



FOR GAGAN SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS

(GAGAN SALUJA), Proprietor.
F.R.N. : 027033N
UDIN :



GAGAN SALUJA & ASSOCIATES

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“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF M/S ASIAN LAKTO INDUSTRIES LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of M/S ASIAN LAKTO INDUSTRIES LIMITED (“the Company”) as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS:

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS’ RESPONSIBILITY:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.





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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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING:

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

OPINION:





GAGAN SALUJA & ASSOCIATES

CHARTERED ACCOUNTANTS
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In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

FOR GAGAN SALUJA & ASSOCIATES
CHARTERED ACCOUNTANTS

DATE :30.05.2023
PLACE: LUDHIANA



(GAGAN SALUJA), Proprietor.
F.R.N. : 027033N
UDIN : 23532395BGQSF6862

ASIAN LAKTO INDUSTRIES LIMITED
BALANCE SHEET AS AT 31ST MARCH 2023

		NOTE No	as at 31.03.2023	as at 31.03.2022
I	ASSETS			
(1)	Non Current Assets			
	(a) Property, Plant and Equipment	3	5,55,57,369.65	4,91,78,083.12
	(b) Capital Work in Progress			
	(c) Intangible Assets			
	(d) Financial Assets			
	(i) Investments			
	(ii) Other Financial Assets	4	38,64,902.00	31,05,590.00
	(e) Deferred Tax Assets (Net)			
	(f) Other Non Current Assets			
			5,94,22,271.65	5,22,83,673.12
(2)	Current Assets			
	(a) Inventories	5	17,70,57,479.69	18,03,25,815.00
	(b) Financial Assets			
	(i) Investments		0.00	0.00
	(ii) Trade Receivable	6	16,77,73,026.32	15,19,90,766.95
	(iii) Cash and Cash equivalents	7	18,66,319.10	21,01,475.01
	(c) Current Tax Assets (Net)	8	0.00	0.00
	(e) Other Current Assets	9	24,18,375.22	49,62,284.00
			34,91,15,200.33	33,93,80,340.96
	TOTAL		40,85,37,471.98	39,16,64,014.08
II	EQUITY & LIABILITIES			
(1)	Equity			
	(a) Equity Share Capital	10	5,80,33,000.00	5,80,33,000.00
	(b) Other Equity	11	7,52,35,233.57	7,39,02,670.85
			13,32,68,233.57	13,19,35,670.85
(2)	Liabilities			
	Non Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	12	15,64,69,049.38	16,68,24,395.37
	(b) Provisions	13	0.00	0.00
	(c) Deferred Tax Liabilities (Net)	14	11,08,481.00	0.00
	(c) Other Non Current Liabilities			
			15,75,77,530.38	16,68,24,395.37
	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	15	7,49,22,460.65	7,77,33,086.39
	(ii) Trade Payables	16	54,64,850.00	77,99,297.93
	(iii) Other Financial Liabilities	17	3,07,73,314.26	53,45,749.58
	(b) Provisions			
	(c) Other Current Liabilities	18	65,31,083.11	20,25,813.96
			11,76,91,708.02	9,29,03,947.86
	TOTAL		40,85,37,471.98	39,16,64,014.08
	Significant Accounting Policies			
	Notes forming part of Accounts	26		

As per our report of even date attached

FOR GAGAN SALUJA & ASSOCIATES

Chartered Accountants

(Firm Registration No.:027033N)

UDIN: 23532395BGQSF6862

GAGAN SALUJA
PROP.



PLACE: LUDHIANA
DATE: 30.05.2023

For and on behalf of Board of Directors

Neeraj Poddar

NEERAJ PODDAR
DIRECTOR
DIN - 00880381

SATISH KUMAR
DIRECTOR
DIN-09305747

Pawan Kumar

PAWAN KUMAR
CHIEF FINANCIAL OFFICER

Sumita Uppal
COMPANY
SECRETARY

ASIAN LAKTO INDUSTRIES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2023

	NOTE	YEAR ENDED 31.03.2023	YEAR ENDED 31.03.2022
I	INCOME		
	Revenue From Operations	19 36,76,98,545.17	24,24,39,901.07
	Other Income	20 1,64,258.00	2,02,956.00
	TOTAL REVENUE (I + II)	36,78,62,803.17	24,26,42,857.07
II	EXPENSES		
	Cost of Materials Consumed	21 27,16,50,268.31	17,95,19,623.19
	Change in Inventories of Finished Goods, Work-in-Progress, Stock-in-Trade	22 (1,15,526.40)	(1,34,638.00)
	Employee Benefits Expenses	23 2,00,12,492.00	2,11,39,435.00
	Finance Costs	24 2,09,08,441.98	1,57,26,339.97
	Depreciation and Amortization Expense	3 79,26,165.26	66,20,643.00
	Other Expenses	25 4,39,45,835.30	1,82,59,348.20
	Loss on sale of fixed assets		
	TOTAL EXPENSES (IV)	36,43,27,676.45	24,11,30,751.36
III	Profit/(loss) before exceptional items and tax from continuing operations (III-IV)	35,35,126.72	15,12,105.71
	Exceptional Items		
IV	Profit/ (loss) before tax from continuing operations (V-VI)	35,35,126.72	15,12,105.71
V	TAX EXPENSE :		
	Current Tax	10,94,083.00	3,85,586.96
	Earlier Year		
	Deferred Tax	11,08,481.00	0.00
VI	Profit/ (Loss) for the Year from continuing operations (VII-VIII)	13,32,562.72	11,26,518.75
VII	Other Comprehensive Income		
	(A) Items that will be reclassified to profit or loss		
	Other (specify nature)		
	Income tax effect		
	(B) Items that will not be reclassified to profit or loss		
	Re-measurement gains (losses) on defined benefit plans		
	Income tax effect		
	Other Comprehensive Income for the year net of Tax		
	Total Comprehensive Income for the Year (IX+X)		
VIII	(Comprising Profit/ (Loss) and Other Comprehensive Income for the Year)	13,32,562.72	11,26,518.75
IX	Earnings per equity share of 10 each		
	(1) Basic		
	(2) Diluted		
	Significant Accounting Policies		
	Notes forming part of Accounts	26	

The accompanying notes are integral part of the financial statements.

As per our report of even date attached
FOR GAGAN SALUJA & ASSOCIATES

Chartered Accountants

(Firm Registration No.:027033N)

UDIN: 23532395BGQSFV886

GAGAN SALUJA
 PROP:



PLACE: LUDHIANA
 DATE :30.05.2023

For and on behalf of Board of Directors

Neeraj Poddar

NEERAJ PODDAR
 DIRECTOR
 DIN -00880381

SATISH KUMAR
 DIRECTOR
 DIN-09305747

Pawan Kumar

PAWAN KUMAR
 CHIEF FINANCIAL OFFICER

Sumita Uppal

COMPANY
 SECRETARY

ASIAN LAKTO INDUSTRIES LIMITED

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2023

(Rs.)				
EQUITY				
(A) Equity Share Capital				
Particular	Nos.	Amount		
Balance As At 31.03.2022	58,03,300.00	5,80,33,000.00		
Equity share capital/Bonus shares issued during the year	0.00	0.00		
Balance As At 31.03.2023	58,03,300.00	5,80,33,000.00		
Equity share capital/Bonus shares issued during the year	0.00	0.00		
(B) Other Equity				
	Reserves and surplus			Total
	Capital reserves	General reserve	Retained Earning	
Dividend including dividend distribution tax				
As At 31.03.2022	30,00,000.00	50,00,000.00	6,59,02,670.85	7,39,02,670.85
As At 31.03.2023	30,00,000.00	50,00,000.00	6,72,35,233.57	7,52,35,233.57

Significant Accounting Policies
Notes forming part of Accounts

26

The accompanying notes are integral part of the financial statements.

FOR GAGAN SALUJA & ASSOCIATES
 Chartered Accountants
 (Firm Registration No. 027033N)



PLACE: LUDHIANA
 DATE : 30.05.2023

For and on behalf of Board of Directors

Neeraj Poddar

NEERAJ PODDAR
 DIRECTOR
 DIN -00880381

Satish Kumar

SATISH KUMAR
 DIRECTOR
 DIN- 09305747

Pawan Kumar

PAWAN KUMAR
 CHIEF FINANCIAL OFFICER

Sumita Uppal

COMPANY
 SECRETARY

ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

	AS AT 31.03.2023	AS AT 31.03.2022
NOTE - 4 OTHER FINANCIAL ASSETS		
Security Deposits	38,64,902.00	31,05,590.00
Total	38,64,902.00	31,05,590.00
NOTE - 5 INVENTORIES		
Raw Material	11,93,50,730.31	12,30,76,565.00
Finished Goods	4,32,55,177.18	4,28,98,711.00
Work in Process	1,22,53,611.65	1,24,94,551.00
Consumable store/scrap	21,97,960.55	18,55,988.00
Total	17,70,57,479.69	18,03,25,815.00
NOTE - 6 TRADE RECEIVABLE		
Unsecured		
Trade receivable - Considered Good	16,77,73,026.32	15,19,90,766.95
Trade receivable - Considered doubtful	16,77,73,026.32	15,19,90,766.95
Less: Provision for doubtful debts		
Total	16,77,73,026.32	15,19,90,766.95
NOTE - 7 CASH & BANK BALANCE		
Cash and Cash Equivalents		
Cash in Hand	16,11,845.10	18,47,001.01
Balances with Scheduled Banks		
In Current Account		
PNB 12608	-	-
PNB KATHUA	4,474.00	4,474.00
PNB NEW DELHI	-	-
FDR1	50,000.00	50,000.00
FDR3	2,00,000.00	2,00,000.00
FDR	-	-
Cheques deposited but not cleared	-	-
Margin Money Deposit against bank guarantee	-	-
Total	18,66,319.10	21,01,475.01
Other Financial Assets		
NOTE - 8 CURRENT TAX ASSETS (NET)		
Advance Payment of Tax	-	-
NOTE - 9 OTHER CURRENT ASSETS		
Other Advances		
Other Advances	-	36,231.00
Others	1,55,346.22	1,62,417.00
Prepaid expenses	-	-
Balances with Statutory/Government Authorities	1,82,629.00	2,02,956.00
Interest Receivable	-	28,00,080.00
GST Receivable	20,80,400.00	17,60,600.00
Loan to Employee	24,18,375.22	49,62,284.00
Total	24,18,375.22	49,62,284.00



Note

- 1) Inventories & Trade Receivables are hypothecated with the bankers against working capital limits.
- 2) Trade Receivables are usually non Interest bearing and are on trade terms of 30 to 90 days
- 3) No Trade receivables are due from directors or other officers of the company either severally or jointly with any other person.
- 4) There are no restriction with regard to cash and cash equivalents as the end of the reporting period ad prior period except otherwise stated

Meeraj Lodha

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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

		AS AT 31.03.2023		AS AT 31.03.2022
NOTE - 10 SHARE CAPITAL Authorised	6500000 Equity Shares of `10/- each	6,50,00,000.00		6,50,00,000.00
		6,50,00,000.00		6,50,00,000.00
	Issued, Subscribed & Paid Up 6290000*			
	Equity Shares of `10/- each Fully Paid up	6,29,00,000.00		6,29,00,000.00
	* Less : ALLOTMENT MONEY IN ARREARS	48,67,000.00		48,67,000.00
	TOTAL	5,80,33,000.00		5,80,33,000.00
		% Holding		% Holding
Note - 10.1 Details of Shareholders holding more than 5% shares in the Company (Equity Shares of `10 each fully paid		No. of shares	in the class	No. of shares
	1 NEERAJ PODDAR	24,17,600.00	38.44%	24,17,600.00
	2 NEERAJ PODDAR & SONS HUF	6,72,500.00	10.69%	6,72,500.00
	3 GOPAL PODDAR & SONS HUF	3,67,200.00	5.84%	3,67,200.00
Note - 10.2 Reconciliation of shares outstanding at the at the end of the reporting year Equity Shares	Equity shares at the beginning of the year	No. of shares 58,03,300.00		No. of shares 58,03,300.00
	Add: Bonus shares issued during the year			
		58,03,300.00		58,03,300.00
Note 10.3 Terms/Rights attached to Equity Shares	The Company has only Equity Share Capital as such no Preference Shares are subscribed and Paid up. There is no partly paid up Equity Share. Issued Capital has equal right of all shareholders including distribution of dividend and repayment of capital. No part of the share of the company has held by any holding company or its ultimate holding company including subsidiaries or associates			
Note 10.4 Aggregate number of shares bought back, or issued as fully paid up pursuant to contract without payment being received in cash or by way of bonus shares during the period of five years immediately preceding the date of Balance Sheet				
NOTE - 11 OTHER EQUITY	1 Equity shares allotted as fully paid-up pursuant to		As at 31.03.2023	
	2 Equity shares allotted as fully paid up bonus shares by			As at 31.03.2022
	3 Equity shares issued under the Employee Stock			
	Total			
	(ii) Reserve & Surplus	30,00,000.00		30,00,000.00
	(c) Capital Reserve	50,00,000.00		50,00,000.00
	Profit & Loss Account	6,72,35,233.57		6,59,02,670.85
	Total	7,52,35,233.57		7,39,02,670.85
	(d) General Reserve			
	As Per Last Balance Sheet			
(e) Retained Earning				
As Per Last Balance Sheet				
(Add)/ Less: Loss for the current year				
Less: (Excess)/Deficit Depreciation				
Less: Provision for taxation for earlier years				
Less: Bonus Share Allotted during the year				
Less: Proposed Preference dividend				
Less: Tax on Proposed Preference dividend				
Items of Other Comprehensive Income recognised directly in retained earnings				
(a) Remeasurement of Defined benefit plan				
Opening Balance				
Re-measurement (gains)/ losses on defined benefit plans				
Income tax effect				
Closing Balance				
(b) Equity Instrument through Comprehensive Income				
Opening-Balance				
Addition during the year				
Deletion during the year				
(c) Current Investment at MTM				
Opening Balance				
Addition during the year				
Deletion during the year				



Neeraj Poddar

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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

	AS AT		AS AT	
	31.03.2023		31.03.2022	
NOTE - 12 LONG TERM BORROWINGS				
SECURED LOANS	CURRENT	NON CURRENT	CURRENT	NON CURRENT
Term Loans From Banks				
Rupee Loans				
PNB CAR LOAN	2,35,812.00	5,83,811.00	2,24,400.00	7,84,780.40
TATA ACE LOAN (HDFC)		-	2,71,780.00	
HDFC CAR LOAN	8,07,550.00	-	25,03,930.58	8,07,553.52
PNB GECL 10%	17,81,100.00	76,14,481.00		94,36,646.50
PNB GECL 20%	1,00,99,992.00	1,17,83,342.05	-	3,04,93,303.95
HDFC GECL 20%	6,68,832.00	8,94,898.00	8,13,865.00	15,14,378.00
INTER CORPORATE DEPOSIT				
Security & Other Loan		-		2,55,60,513.00
PUNJAB KASHMIR FINANCE	16,85,897.00	35,69,685.00		58,90,166.00
PNB GECL -EG-157	-	1,60,00,000.00		80,00,000.00
PNB RF-78	54,49,992.00	36,68,855.00		39,61,920.00
PNB IB-33	74,99,997.00	7,24,99,934.33		8,03,75,134.00
Unsecured Loan				
Other unsecured loan from Family & Relatives		3,98,54,043.00		
	2,82,29,172.00	15,64,69,049.38	38,13,975.58	16,68,24,395.37
Less: Current Maturity				
Foreign Currency Loans				
Rupee Loans				
OTHER LOAN				
NOTE - 13 LONG TERM PROVISIONS				
Provisions for Employee Benefits				
Provision for Gratuity				
NOTE - 14 DEFERRED TAX LIABILITIES (NET)				
(a) Income Tax expense in statement of profit and Current Income Tax Charge		11,08,481.00		
Adjustment of Tax relating to earlier years				
Deferred Tax				
Relating to Origination and reversal of Temporary Income Tax expense reported in the statement of		11,08,481.00		
(b) Other Comprehensive Income				
Re-measurement (gains)/losses on defined				
Income Tax related items recognised in OCI				
(c) Reconciliation of Tax expense and the Accounting Profit Before Tax				
Applicable Tax rate				
Difference in Tax rate				
Income Tax charged to Statement if Profit and				
(d) Deferred Liabilities Comprises of :				
Accelerated Depreciation for Tax purposes				
Expenses allowable on Payment basis				



Meeraj Lodha

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Others			
Reconciliation of Deferred Tax Liability (Net)			
-Opening Balance			
-Deferred Tax Charge Created during the year			
-Deferred Tax credited during the year			
-Closing Balance			
NOTE - 15 SHORT TERM BORROWINGS SECURED LOANS (WORKING CAPITAL)			
From Banks -			
Rupee Loans			
Punjab National Bank		7,49,22,460.65	7,77,33,086.39
		7,49,22,460.65	7,77,33,086.39

Note:

Security:

- 1) The Cash Credit limit availed from PNB Bank Ltd is fully secured by hypothecation of the company's entire stock of Raw Materials, semi finished and finished goods, consumable stores and spares and such other movables including book debts, bills whether documentary or clean, outstanding monies, receivables, both present and future, in a form and manner satisfactory to bank.
- 2) The Working capital is further secured by Equitable mortgage, in a form and manner satisfactory to bank, on the industrial property owned by company.

Guarantee:

- 1) Cash Credit limit is secured by personal guarantee of Promoters.

Munir Lodha 



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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

	AS AT 31.03.2023	AS AT 31.03.2022
NOTE - 16 TRADE PAYABLE		
Outstanding dues to Micro & Small Enterprises		
Outstanding dues to other than Micro & Small Enterprises	54,64,850.00	77,99,297.93
	54,64,850.00	77,99,297.93

Additional Information:

The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to Micro and Small Enterprises as at 31st March, 2018 are as under :

- (i) The principal amount remaining unpaid to supplier as at the end of the year
- (ii) The interest due thereon remaining unpaid to supplier as at the end of the year
The amount of Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act
- (iii)
- (iv) The amount of interest accrued during the year and remaining unpaid at the end of the year

Note:

- 2) Trade payables are unsecured and are usually paid within 30 to 90 days.
- 3) Trade payable are non interest bearing.

NOTE - 17 OTHER FINANCIAL LIABILITIES		
Current Maturities of Long Term Debt	2,82,29,172.00	38,13,975.58
<u>Sundry Payables</u>		
Audit Fee Payable	32,500.00	35,000.00
Electricity Exp. Payable	14,71,415.00	-
Interest Payable	6,981.26	4,41,740.00
Ganesh Ji Maharaj	5.00	5.00
Listing Fee Payable	7,25,070.00	7,25,070.00
TDS Payable	3,08,171.00	3,29,959.00
	3,07,73,314.26	53,45,749.58
NOTE - 18 OTHER CURRENT LIABILITIES		
Wages & Salary Payable	9,80,399.00	11,88,546.00
E.S.I. Payable	15,305.00	21,227.00
Director Remuneration Payable	1,00,000.00	6,76,000.00
Provident Fund Payable	63,038.00	68,668.00
GST payable	48,86,569.12	5,00,815.00
Punjab Labour Welfare Fund Payable	27,425.00	20,000.00
	60,72,736.12	24,75,256.00
Provision For Taxation	10,94,083.00	3,85,586.96
TDS (Advance)	(6,35,736.00)	(8,35,028.99)
Income Tax Payable	4,58,347.00	(4,49,442.03)
	65,31,083.11	20,25,813.96

Neeraj Kooda



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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

		YEAR ENDED	YEAR ENDED
		31.03.2023	31.03.2022
NOTE - 19 REVENUE FROM OPERATIONS			
	Sales	36,76,98,545.17	24,24,39,901.07
		36,76,98,545.17	24,24,39,901.07
NOTE - 20 OTHER INCOME			
	Interest Income	1,64,258.00	2,02,956.00
		1,64,258.00	2,02,956.00
NOTE - 21 COST OF RAW MATERIAL CONSUMED			
	Raw Material Consumed	27,16,50,268.31	17,95,19,623.19
		27,16,50,268.31	17,95,19,623.19
NOTE - 22 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS & STOCK-IN-TRADE			
	Opening Stock		
	Finished Goods	4,28,98,711.00	4,09,26,512.00
	Finished Goods-in-Transit		
	Stock-in-Trade		
	Work-In-Progress		
	Others Materials (Work in Process)	1,24,94,551.43	1,43,32,112.00
		5,53,93,262.43	5,52,58,624.00
	Closing Stock		
	Finished Goods	4,32,55,177.18	4,28,98,711.00
	Finished Goods-in-Transit		
	Stock-in-Trade		
	Work-In-Progress		
	Others Materials (Work in Process)	1,22,53,611.65	1,24,94,551.00
		5,55,08,788.83	5,53,93,262.00
	(Increase)/Decrease	(1,15,526.40)	(1,34,638.00)



Neraj Lodhar

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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2023

NOTES TO ACCOUNTS

	YEAR ENDED 31.03.2023	YEAR ENDED 31.03.2022
NOTE - 23 EMPLOYEES BENEFITS EXPENSES		
Salary, Wages & Bonus	1,82,62,625.00	1,96,47,570.00
Director Remuneration	12,00,000.00	7,00,000.00
ESI Contribution	1,64,940.00	2,83,917.00
Provident Fund	3,78,987.00	4,91,948.00
Labour Welfare Fund	5,940.00	16,000.00
	2,00,12,492.00	2,11,39,435.00
NOTE - 24 FINANCE COSTS		
Bank charges	3,82,408.98	79,502.97
Interest Expenses	68,02,341.00	38,60,052.00
Other Borrowing Costs	1,37,23,692.00	1,17,86,785.00
	2,09,08,441.98	1,57,26,339.97
NOTE - 25 OTHER EXPENSES		
Advertisement	8,246.00	23,500.00
AGM Expenses	-	8,500.00
AMC EXP	5,000.00	-
Audit Fee	35,000.00	35,000.00
Building Repair /White Washing	30,028.30	1,06,281.00
Car Repair & Maintenance	-	7,714.00
Carriage, Freight, Vehicle Diesel	1,23,60,984.00	51,58,803.54
Commission	-	24,500.00
Compensation For sale	-	98,752.00
Computer Expenses	96,243.90	23,772.00
Convayance Exp	2,53,023.00	-
Diwali Expenses	1,51,730.00	1,31,545.00
Export Exp	1,00,646.00	-
Food Expenses	1,06,136.12	80,219.00
Foreign Exchange Fluchtuation Exp	74,983.83	-
General Exp/Repair	4,68,665.00	27,050.00
Gratuity	-	2,87,807.00
Insurance Expenses	4,58,794.74	3,76,266.95
Lab Expenses / Testing Charges	23,500.00	74,200.00
Legal & Professional Charges	4,56,800.00	9,56,707.70
Listing Fee	35,000.00	35,000.00
Loss of Sale of Vehicle	-	1,16,720.03
Machinery repair & maint	2,33,054.00	9,67,959.92
Medical Expenses	11,950.00	1,81,564.00
Misc. Expenses (Power & Fuel , Store Consumed)	2,37,45,439.05	68,20,840.50
Other Repair , Vehicle Repair	50,676.00	7,66,478.53
Pest Management Charges	35,000.00	1,46,526.90
Postage & Telegram	2,84,501.10	1,25,528.00
Printing & Stationery	-	25,356.00
Rain Water Harvesting	-	15,600.00
Rent , Fee, Rate & Taxes	11,65,848.21	5,78,203.80
Rebate & Schemes/Sales Promotions	13,28,526.88	-
Security Charges	6,43,442.90	52,368.41
Staff & Labour welfare Exp	1,24,273.60	-
Telephone Expenses/ Gps Charges	11,28,236.68	1,68,730.92
Toll Tax	-	4,51,901.00
Travelling Expenses	3,96,920.00	2,32,634.00
Unloading Charges	1,25,236.00	1,43,808.00
VEHICLE Petrol	7,949.99	9,510.00
TOTAL	4,39,45,835.30	1,82,59,348.20



Meeraj Lodha

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ASIAN LAKTO INDUSTRIES LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENT 5 FOR THE YEAR ENDING 31.03.2023

NOTE - 3 Property, Plant and Equipment

DESCRIPTION OF FIXED ASSETS	GROSS BLOCK				DEPRECIATION			NET BLOCK		
	As At 01.04.2022	Additions During the Period	Adjustment during the year	Sale/ Discarded During the Period	As At 31.03.2023	For the Period	Dep. On Addition	Total Dep. During The Year	As at 31.03.2023	As At 31.03.2022
Tangible Assets										
LAND	17,43,310.03	-	-	-	17,43,310.04	-	-	-	17,43,310.04	17,43,310.03
BUILDING	3,18,09,278.85	39,95,243.39	-	-	3,58,08,522.25	10,08,354.00	5,210.00	10,13,564.00	93,99,092.30	64,13,412.90
BUILDING U/C	12,48,141.49	27,51,101.90	-	39,99,243.40	0.00	-	-	-	0.00	12,48,141.49
COMPUTER A/C	3,43,197.98	2,39,585.53	-	-	5,82,783.52	10,879.00	9,319.00	20,198.00	5,43,308.52	3,23,940.98
PLANT & MACHINERY	5,52,55,790.36	68,30,297.76	-	-	6,20,86,088.13	34,97,692.00	2,29,327.00	37,27,019.00	2,73,00,882.79	2,41,97,604.02
EFFLUENT TREATMENT PLANT	20,33,652.00	-	-	-	20,33,652.01	-	-	-	1,01,683.01	1,01,683.00
MILK HANDLING EQUIPMENT	0.02	-	-	-	0.02	-	-	-	0.02	0.02
ELECTRIC INSTALLATION	1,50,97,999.88	4,96,472.91	-	-	1,55,94,472.80	66,740.26	29,793.00	96,533.26	1,37,90,782.70	18,03,750.44
VEHICLES	2,49,49,804.40	-	-	-	2,49,49,804.41	23,70,231.00	-	23,70,231.00	1,89,82,960.37	59,66,844.04
GLASS BOTTLES	0.02	-	-	-	0.03	-	-	-	-	0.03
FURNITURE & FIXTURES	14,56,898.31	2,30,937.22	-	-	16,87,835.54	1,38,405.00	6,166.00	1,44,571.00	13,80,165.00	2,21,304.31
MISC. FIXED ASSETS	70,17,302.34	37,57,076.36	-	-	1,07,74,378.71	4,44,195.00	1,09,854.00	5,54,049.00	23,83,490.45	83,90,888.25
Sub-total (A)	14,09,55,375.68	1,83,04,695.07	-	39,99,243.40	15,52,60,827.46	75,36,496.26	3,89,669.00	79,26,165.26	9,97,03,457.81	5,55,57,369.65
Intangible Assets	-	-	-	-	-	-	-	-	-	-
Sub-total (B)	-	-	-	-	-	-	-	-	-	-
Total (A+B)	14,09,55,375.68	1,83,04,695.07	-	39,99,243.40	15,52,60,827.46	75,36,496.26	3,89,669.00	79,26,165.26	9,97,03,457.81	5,55,57,369.65
Previous Year Figures	12,54,18,767.16	2,02,09,608.40	-	46,73,000.00	14,09,55,375.68	63,23,226.00	2,97,417.00	32,52,280.00	9,17,77,292.35	4,91,78,083.12



Manoj Lodha

M/s Asian Lakto Industries Limited
VPO Jandiall, Kohara, Ludhiana
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023

(Amt. In Rupees)

Particulars	For the Year ended March 31, 2023	For the year ended March 31, 2022
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and extraordinary items	3,535,126.72	1,512,105.71
Adjustments for:		
Depreciation and amortisation expense	7,926,165.26	6,620,643.00
(Profit) / Loss on sale of fixed assets		
(Profit) / Loss on redemption of investments		
Interest and other income on investments		
Interest expenses	20,908,441.98	15,726,339.97
Appropriation of profits		
Operating profit / (loss) before working capital changes	32,369,733.96	23,859,088.68
Changes in working capital:		
Increase / (Decrease) in trade payable	2,334,447.93	1,438,132.58
Increase / (Decrease) in short term borrowing	2,810,625.74	81,797,658.41
Increase / (Decrease) in provisions	4,302,968.77	4,690,051.87
Increase / (Decrease) in deferred tax liabilities		
Increase / (Decrease) in other current liabilities	25,427,564.69	24,228,651.77
Decrease / (Increase) in short term loan and advances/Current Ass	2,543,908.78	4,196,478.15
Decrease / (Increase) in trade receivables	15,782,259.48	5,033,791.35
Decrease / (Increase) in inventories	3,268,335.31	6,323,744.00
	14,615,444.40	102,117,172.27
CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	46,985,178.36	78,258,083.59
Less: Adjustment for Income Tax Paid	891,782.62	385,586.96
Less: Adjustment for Income Tax Loss on Sale of Fixed Assets		116,720.03
NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES	46,093,395.74	78,526,950.52
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of tangible / intangible assets	14,305,451.68	18,905,608.60
Sale of tangible / intangible assets		
Decrease/ (Increase) in long term loan and advances	759,312.00	
(Increase) / Decrease in non current investments		
(Profit)/Loss on redemption of investments		
Investment in fixed deposits		
Dividend/ bank interest received		
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES	15,064,763.68	18,905,608.60
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest expenses	20,908,441.98	15,726,339.97
Increase / (Decrease) in Long Term Borrowings	10,355,345.99	113,575,392.37
Dividend paid		
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	31,263,787.97	97,849,052.40
NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+)	235,155.91	416,493.28
Cash and Cash equivalents at beginning period (Refer Note 14)	2,101,475.01	1,684,981.73
Cash and Cash equivalents at end of period (Refer Note 14)	1,866,319.10	2,101,475.01
D. Cash and Cash equivalents comprise of		
Cash on hand		
Balances with banks		
In current accounts		
Total		

This Cash Flow Statement has been prepared as per "Indirect Method" as prescribed by Accounting Standard -3 (revised) "Cash Flow Statements"

As per our report of even date
For Gagan Saluja & Associates
Chartered Accountants
ICAI F.R.No. 027033N

CA Gagan Saluja, Prop.
M.No.: 532395

Date: 30.05.2023
Place:- LUDHIANA



For & On Behalf of the Board

Neeraj Poddar

Neeraj Poddar
Director
DIN: 00880381

Satish Kumar

Satish Kumar
Director
DIN: 09305747

Pawan Kumar
CFO

Sumita uppal

Company Secretary

NOTE - '26'

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2023

I. SIGNIFICANT ACCOUNTING POLICIES:

1. Corporate information:

Asian Lakto Industries Limited is a Limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is in the business of manufacturing of Fruit Juices.

2. Basis of Preparation:

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rule 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1 Summary of significant accounting policies

i) Use of Estimates: The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the year. Although these estimates 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 years.

ii) Basis of Classification of Current and Non-Current:

Assets and Liabilities in the balance sheet have been classified as either current or non-current based upon the requirements of Revised Schedule III notified under the Companies Act 2013.

An asset has been classified as current if (a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is expected to be realized within twelve months after the reporting date; or (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date. All other assets have been classified as non-current.

A liability has been classified as current when (a) it is expected to be settled in the Company's normal operating cycle; or (b) it is held primarily for the purpose of being traded; or (c) it is due to be settled within twelve months after the reporting date; or (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. All other liabilities have been classified as non-current.

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

iii) Fixed Asset:

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

Gains or losses arising from de-recognition of Fixed Asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized. Intangible assets acquired separately are measured on initial recognition at cost.



NOTE - '26'

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2023

iv) Depreciation on Fixed Asset: Depreciation on Fixed Asset is provided using the Straight Line Method as per the useful lives of the assets as estimated by the management, which are equal to the rates prescribed under Schedule II of the Companies Act, 2013.

v) Inventories:

Inventories are valued at lower of cost or net realizable value. Cost of Inventories is determined on First in First Out (FIFO) basis. Net realisable value is the estimated selling price in the ordinary course of the business, less estimated cost necessary to make the sale.

vi) Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and there venue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

vii) Income Taxes:

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

viii) Borrowing Cost: Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the year they occur.

ix) Earnings per Share : Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

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

II. Notes on Accounts

1. The annual Accounts have been prepared on going concern basis.
2. Tax Deducted at Source was deposited as per Income Tax Rules, 1962.
3. There are no amounts payable to any small-scale industrial undertaking.
4. Managerial Remuneration paid/ provided is:



NOTE - '26'**SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS FORMING PART OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2023***(Amounts in Rupees)*

Particulars	2022-23	2021-22	2020-21
Remuneration to Directors	12,00,000.00	7,00,000.00	6,00,000.00
Remuneration to Manager	Nil	Nil	Nil

As no commission is payable to the Director, the computation of net profits under section 198 of the Companies Act, 2013, is not being given.

5. Materials consumed are of varied nature and include items of consumables, fuel etc. Therefore it is not feasible to give the details as required under schedule III to the Companies Act, 2013.
6. Previous year figures have been reworked, regrouped, rearranged and reclassified wherever necessary.
7. Note 1 to 22 forms an integral part of the Balance Sheet, Statement of Profit & Loss Account and have been authenticated as such.

FOR GAGAN SALUJA & ASSOCIATES.
CHARTERED ACCOUNTANTS

Neeraj Poddar
DIRECTOR
(NEERAJ PODDAR)

Satish Kumar
DIRECTOR
(SATISH KUMAR)



DATE : 30.05.2023
PLACE: LUDHIANA