

DIRECTOR'S REPORT

To the Members of Yuvajagriti Milk and Agro Producer Company Limited

Your directors have pleasure in submitting their Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March 2023.

1. FINANCIAL RESULTS

The Company's financial performances for the year under review along with previous year's figures are given hereunder:

(Fig. in Hundred)

Particulars	As at the end of current reporting period	As at the end of previous reporting period
Total Revenue	56946.96	24920.24
Total Expenses	56224.52	24613.46
Profit Before exceptional Items, Extra Ordinary Item and Tax	722.44	306.77
Less: Exceptional Items	Nil	Nil
Less: Extraordinary Items	Nil	Nil
Profit or Loss before Tax	722.44	306.77
Less: Current Tax	200.00	61.15
Less: Deferred Tax	7.78	13.00
Profit or Loss After Tax	514.66	232.62
Balance Transferred to Balance Sheet	514.66	232.62

2. Website:

The annual return of the company is available at www.ujcindia.in/fpo. The same may be downloaded by clicking this link www.ujcindia.in/fpo.

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

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

4. OPERATIONS AND STATE OF COMPANY'S AFFAIRS:

The Board of Directors of the Company had evolved and adopted a Code of Conduct based on the principles of Good Corporate Governance and best management practices being followed globally.

5. DIVIDEND:

The Board of Directors of your Company has decided to retain and plough back the profits into the business of the Company; thus, no dividend is being recommended for this year.

6. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Your directors are optimistic about company's business and hopeful of better performance with increased revenue in next year. There was no change in business of company.

7. CHANGES IN NATURE OF BUSINESS:

There is no change in business in comparison to immediately preceding year.

8. CHANGES IN SHARE CAPITAL:

The Authorised Capital is increase from 10,00,000/- to 11,00,000/- and Paid up Capital is increase from 7,42,000/- to 10,38,000/- during the year.

9. TRANSFER TO RESERVES:

The Company proposes to transfer No amount to the general reserve.

10. MEETINGS:

A. Board of Directors:

During the year following Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

S. No.	Date of Meeting	Board strength	No. of directors' present
1.	01/01/2022	5	5
2.	01/02/2022	5	5
3.	01/03/2022	5	5
4.	01/04/2022	5	5
5.	01/05/2022	5	5
6.	01/06/2022	5	5
7.	01/07/2022	5	5
8.	01/08/2022	5	5
9.	01/09/2022	5	5

10.	01/10/2022	5	5
11.	01/11/2022	5	5
12.	01/12/2022	5	5

S. No.	Name of the Director	DIN	No. of board meetings during the year		% of Attendance
			Held	Attended	
1	BEENA DEVI	08863916	12	12	100
2	MANISHA DEVI	08863998	12	12	100
3	SHEELA DEVI	08864034	12	12	100
4	SUNITA	08864044	12	12	100
5	SUNITA DEVI	08864083	12	12	100

11. DEPOSITS FROM PUBLIC:

During the financial year under review the company has not accepted any deposits from public.

12. Directors:

There are no changes in the directors and KMP during the financial year.

13. Adequacy of Internal Financial Control with Reference to Financial Statements

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

14. INFORMATION PURSUANT TO RULE-5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION) OF MANAGERIAL PERSON, RULE, 2014 OF THE COMPANIES ACT, 2013:

None of the employee is in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 i.e. The company has not employed any employee for any post that has paid remuneration in excess of Rs. **1,02,00,000/-** per annum or in excess of Rs. **8,50,000/-** per month.

15. AUDITORS:

Independent Auditors' Report:

The Independent auditors' report is self-explanatory and since it does not contain any qualifications, reservations or adverse remarks therefore needs no comments.

a. Cost Auditors:

The Central Government has not prescribed maintenance of cost record for the business activity in which the Company is engaged; therefore, the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Amendment Rules, 2014 are not applicable to the Company.

b. Secretarial Audit:

The Paid-up Capital of the Company is less than Rupees 50 Crore and turnover is less than Rupees 250 Crore, therefore provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 in relation to audit of secretarial and related records are not applicable to the Company.

16. DETAILS IN RESPECT OF FRAUD REPORTED BY AUDITORS UNDER SECTION 143(12):

No fraud has been reported by the auditor in the company during the financial year.

17. INTERNAL CONTROL:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial disclosures.

18. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT:

There are no material changes after the balance sheet date which may materially affect the financial position of the company or having any material impact on the operations of the Company.

19. CHANGES IN SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

The Company has no subsidiaries, joint ventures or associates during the year and therefore no details are required to be given.

20. CONSOLIDATED FINANCIAL STATEMENTS:

The Company has no Subsidiary, Associate or Joint Venture and therefore question of consolidated financial statement does not arise.

21. CONTRACTS AND ARRANGEMENTS 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.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

There are No loans, guarantees or investments in excess of the limits prescribed u/s 186 of the Act.

23. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board of Directors duly constituted with **Beena Devi, Manisha Devi, Sheela Devi, Sunita and Sunita Devi** as Directors of the Company.

24. DETAILS OF CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL (IF ANY):

There are no changes in the directors or key managerial personnel by way of appointment change in designation or resignation.

25. MANAGERIAL REMUNERATION:

There is Managerial remuneration paid to directors of the company is nil.

26. DECLARATION BY INDEPENDENT DIRECTORS:

Pursuant to section 149(4) of the Company Act 2013, every listed Company required to appoint at least one third of its directors as independent directors. Company is not listed therefore The Company is not required to appointment any independent director.

27. CORPORATE SOCIAL RESPONSIBILITY:

The Company's net worth is below than Rs. 500 Crore, Turnover is less than Rs. 1000 Crore and Net Profit (Before Tax) is less than Rs. 5 Crore, hence provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility (CSR) are not applicable to the company.

28. EXTRACT OF ANNUAL RETURN:

As provided under Section 92(3) of the Act, the extract of annual return is given in Annexure in the prescribed Form MGT-9, which forms part of this report.

29. BOARD EVALUATION:

The performance evaluation of the individual Directors including chairman of Board was done in accordance with the provision of the Company Act, 2013.

30. BUSINESS RISK MANAGEMENT:

The Board of Directors of the Company identifies, evaluates the business risks and opportunities. The directors of the Company take pro-active steps to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. Presently no material risk has been identified by the directors except of general business risks, for which the Company is leveraging on their expertise and experience.

31. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3) (c) read with 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm with respect to Directors' Responsibility Statement that:

- a. In the preparation of the Annual Accounts for the financial year ended 31st March 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state

of affairs of the Company at the end of the financial year and of the loss of the Company for the period under review;

- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. The Directors have prepared the annual accounts on a 'going concern' basis.
- e. Being a non-listed Company, provisions related to internal financial controls is not applicable on the Company.
- f. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

32. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with rule 8 of the Company (Accounts) Rules, 2014 in respect of conservation of energy, technology absorption, foreign exchange earnings and out go are as under:

Conservation of energy: **Nil**

Technology absorption: **Nil**

The foreign exchange earnings and outgo: **Nil**

33. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS:

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

34. NUMBER OF CASES FILED (IF ANY), AND THEIR DISPOSAL U/S 22 OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance towards any action on the part of any of its official, which may fall under the ambit of 'Sexual Harassment' at workplace, and is fully committed to uphold and maintain the dignity of every women employee of the Company. The Company's Sexual Harassment Policy provides for protection against sexual harassment of Women at workplace and for Prevention and redressal of such complaints. During the financial year no case of Sexual Harassment were reported.

35. VIGIL MECHANISM:

The provisions of Section 177(9), read with Chapter XII Rules of the Companies Act, 2013 with vigil mechanism are not applicable to the company since it is applicable to every listed company and other companies which accepts deposits from the public and companies which have borrowed money from the banks and public financial institutions in excess of fifty Crore rupees.

36. DISCLOSURE PRESCRIBED IN TERMS OF SECTION 67:

Section 67 of the companies act, 2013 imposes restrictions on purchase by company or giving of loans by it for purchase of its shares. No company limited by shares or by guarantee and having a share capital shall have power to buy its own shares unless the consequent reduction of share capital is affected under the provisions of this Act.

The company has not purchased or has not given any loans for purchase of its shares and hence complied with the provisions of this section.

37. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY AUDITOR IN HIS REPORT:

The audit report signed by the auditor is neither qualified nor contains any adverse remark which would affect the position of the company in any manner hence the board is of the opinion that there are no explanations or comments or any material disclosures to be recorded in respect of the report.

38. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS, SWEAT EQUITY, DETAILS OF ESOS:

The company has not issued any shares with differential rights, sweat equity, ESOS hence the provisions of Rule 4(4), 8(13) and 12(9) of Chapter IV Rules are not applicable to the company.

39. OTHER MATTERS:

There is no information to be given in respect of Independent Directors u/s 149(6), appointment and remuneration of independent directors' u/s 178(1) & (3), formal annual evaluation of Board, pursuant to section 134(3) (d), (e), (p) of the Companies Act, 2013 and all other applicable information to be reported in directors report are either nil or not applicable on the Company.

40. ACKNOWLEDGEMENT:

Your directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, Government Authorities, customers, vendors, and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff, and workers.

For And on Behalf of The Board of Directors
Yuvajagriti Milk and Agro Producer Company Limited
CIN - U01110RJ2020PTC071132

Manisha Devi
DIN - 08863998

Sunita Devi
DIN - 08864083

Date – 01-09-2023
Place - Bansur