

Arvee Laboratories (India) Limited.

Formerly known as Arvee Laboratories (India) Pvt. Ltd.
403, Entice Building, Opposite Jayantilal Park BRTS Bus Stop,
Iskcon – Bopal Road, Ambli, Ahmedabad 380 058, Gujarat, India.
Phone: +91- 2717-430479 | +91- 2717-410819
e-mail: info@arveelabs.com, Website: www.arveelabs.com
CIN No. :- L24231GJ2012PLC068778.



Date: 13th July, 2022

**To,
National Stock Exchange of India Limited
Mumbai**

Scrip Code: ARVEE

Sub: Annual Report for the year ended on 31st March, 2022

Most Respectfully,

With reference to the above subject kindly find enclosed herewith the annual report for the year 2021 – 2022.

Kindly acknowledge the same.

Thanking You,

For, Arvee Laboratories (India) Limited


**Saurin Gandhi
Chief Financial Officer**



ARVEE LABORATORIES (INDIA) LIMITED

ANNUAL REPORT

2021 – 2022

Registered Address: 403, Entice, Nr. Jayantilal Park BRTS, Iskcon Bopal Road,
Ambli, Ahmedabad, Gujarat - 380058

ANNUAL REPORT OF ARVEE LABORATORIES (INDIA) LIMITED

2021 - 2022

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ARVEE LABORATORIES (INDIA) LIMITED

Registered Address: 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road,
Ambli, Ahmedabad, Gujarat - 380058

compliance@arveelabs.com CIN: L24231GJ2012PLC068778

www.arveelabs.com, Tel: 91- 2717-430479

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NOTICE

Notice is hereby given that the 11th Annual General Meeting of the members of Arvee Laboratories (India) Limited will be held at on Thursday, 4th day of August, 2022 at 11:30 a.m. at the Registered Office of the Company situated at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad, Gujarat - 380058 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2022 and Statement of Profit and Loss and Cash Flow Statement for the year ended on 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon and documents annexed thereto.
2. To reappoint Mr. Shalin Bharatbhai Chokshi (having Director Identification Number: 00191903) a Director of the Company who retires by rotation and being eligible offers himself for re-appointment.

APPOINTMENT OF AUDITORS:

3. "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or reenactment thereof for the time being in force), as recommended by the Board of Directors of the Company, M/s. Nirav Patel & Associates, Chartered Accountants (FRN.: 129824W), Ahmedabad be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of annual general meeting for the year ended on 31st March, 2022 for a period of five years to conduct statutory audit of the company commencing from the financial year 2022 - 2023 on such remuneration as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

SPECIAL BUSINESS

4. To appoint statutory auditor of the Company and to fix their remuneration and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or reenactment thereof for the time being in force), as recommended by the Board of Directors of the company, M/s. Nirav Patel & Associates, Chartered Accountants (FRN.: 129824W) (New Auditor) Ahmedabad be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Jainin Deliwala & Co., Chartered Accountants Ahmedabad.

RESOLVED FURTHER THAT M/s. Nirav Patel & Associates, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company from this Annual General Meeting and that they shall hold the office of the Statutory Auditors of the Company from 27th June, 2022 till the conclusion of Annual General Meeting for the year 2022 as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

5. To consider and if thought fit to pass with or without modification the following resolution as an Special Resolution for appointment of Mrs. Shalini Hitesh Jalan as an Independent Director :

“RESOLVED THAT, pursuant to the provision of Section 149, 150 and 152 and other applicable provision, if any, of the Companies Act, 2013 and rules made there under read with Schedule IV of the Companies Act, Mrs. Shalini Hitesh Jalan (DIN : 09620065) who was appointed as an Additional Director with effect from 26th May, 2022 under Section 161 of the Companies Act 2013 be and is hereby appointed as Independent Director of the Company to hold office for a term up to five consecutive years commencing from 26th May, 2022 and shall not be liable to retire by rotation”.

6. To consider and if thought fit to pass with or without modification the following resolution as an Special Resolution for re-appointment of Shalin Sudhakarbhai Patel as a Managing Director of the Company :

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be necessary, the

approval of the Members be and hereby accorded for the re-appointment and payment of the remuneration of Rs. 3.00 Lacs per month plus provident fund, leave encashment, bonus etc. not exceeding Rs. 1.00 lacs per month to Mr. Shalin Sudhakarbhair Patel (DIN: 01779902), Chairman and Managing Director, for a period of five years commencing from 4th December, 2022”;

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Managing Director, subject to such other approvals as may be necessary;

“RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorized to vary such terms of appointment & remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation, as the case may be, is within the limits specified under the relevant provisions of the Companies Act, 2013 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration on the minimum remuneration by way of salary, Perquisites and Other terms & Conditions as specified above and subject to receipt of the requisite approvals, if any required.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee of Directors) be and is hereby authorized to vary and/or revise the remuneration of Mr. Shalin Sudhakarbhair Patel as Chairman and Managing Director within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments as may be necessary”.

7. To consider and if thought fit to pass with or without modification the following resolution as a Special Resolution for re-appointment of Shalin Bharatbhair Chokshi, as a Whole Time Director of the Company :

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be necessary, the approval of the Members be and hereby accorded for the re-appointment and

payment of the remuneration of Rs. 3.00 Lacs per month plus provident fund, leave encashment, bonus etc. not exceeding Rs. 1.00 lacs per month to Mr. Shalin Bharatbhai Chokshi (DIN: 00191903), Whole Time Director, for a period of five years commencing from 4th December, 2022”;

“RESOLVED FURTHER THAT the Board of Directors and the Nomination & Remuneration Committee be and is hereby authorized to vary such terms of appointment & remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation, as the case may be, is within the limits specified under the relevant provisions of the Companies Act, 2013 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Whole Time Director, subject to such other approvals as may be necessary;

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, the above remuneration on the minimum remuneration by way of salary, Perquisites and Other terms & Conditions as specified above and subject to receipt of the requisite approvals, if any required.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee of Directors) be and is hereby authorized to vary and/or revise the remuneration of Mr. Shalin Bharatbhai Chokshi as Whole Time Director within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments as may be necessary”

8. To consider and if thought fit to pass with or without modification the following resolution as a Special Resolution for appointment of Mr. Sachin Kanwarlal Kansal as an Independent Director :

“RESOLVED THAT, pursuant to the provision of Section 149, 150 and 152 and other applicable provision, if any, of the Companies Act, 2013 and rules made there under read with Schedule IV of the Companies Act, Mr. Sachin Kanwarlal Kansal (DIN : 03566139) who was appointed as an Additional Director with effect from 1st October, 2021 under Section 161 of the Companies Act 2013 be and is hereby appointed as Independent Director of the Company to hold office for a term up to five consecutive years

commencing from 1st October, 2021 and shall not be liable to retire by rotation”.

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

Place: Ahmedabad

Dated: 27th June, 2022

Sd/-

**MANAGING DIRECTOR
Shalin Sudhakarbhai Patel
[DIN: 01779902]**

Notes:

1. An Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (hereinafter referred to as the “Act”), In respect of businesses to be transacted at the Annual General Meeting (hereinafter referred to as “AGM”), as set out under Item No(s). 4 to 8 above and the relevant details of the Directors as mentioned under Item No (s). 2 above as required by Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (hereinafter referred to as “Listing Regulations”) and as required under Secretarial Standards – 2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed thereto.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself /herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Annual General Meeting.
3. 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 a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Annual General Meeting. Attendance Slip, Proxy Form and the Route Map of the venue of the Meeting are annexed hereto.
4. Corporate members Intending to send their authorized representatives to attend the meeting are requested to send certified copy of Board Resolution or other governing body authorizing their representatives to attend and vote on their behalf at the meeting.

5. **Members / proxies / authorized representatives should bring their copy of the Annual Report and Accounts along with duly filled Attendance Slip enclosed herewith to attend the Meeting.**
6. **Members who hold shares in dematerialized form are requested to write their DP ID and Client ID Numbers and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.**
7. **In case of joint holders attending the Meeting, only such joint holder who is higher in the order of Names will be entitled to vote.**
8. **The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ('the Act') and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the members at the Annual General Meeting.**
9. **The Register of Beneficial Owners, Register of Members and Share Transfer Book of the Company shall remain closed from Saturday, 30th July, 2022 to Thursday, 4th August, 2022 (both days inclusive) for the purpose of Annual General Meeting.**
10. **All documents referred to in the accompanying notice and explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturday between 11:00 a.m. to 01:00 p.m. prior to the date of Annual General Meeting of the Company.**
11. **Any member desiring any clarification/explanation in respect of the information given in this annual report is requested to submit query to the company at least 10 days in advance before the meeting so as to enable the management to keep information ready.**
12. **SEBI has decided that securities of listed companies can be transferred only in dematerialized form April 01, 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form.**
13. **To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs or RTA of the Company.**
14. **Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility**

of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system will be provided by NSDL.

15. The Members of the company holding Shares as on 3rd July, 2022 (Cut-off date for entitlement of Annual Report), shall be eligible for receiving the Annual Report 2021-22 along with the notice of the Annual General Meeting, by electronic mode to all the members whose email addresses are registered with the Depository Participant(s).
16. Members can avail the nomination facility by filing Form No. SH-13, as prescribed under Section 72 of the Companies Act, 2013 and rule 19 (1) of the Companies (Share Capital and debentures) Rules 2014 with the Company. Blank forms will be supplied on request.
17. Members who hold shares in dematerialized mode are requested to intimate any changes pertaining with their bank account details, ECS mandates, nominations, change of address/name etc. to their Depository Participant. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better service to the members. The e-voting period commences on Monday, the 1st August, 2022 at 9:00 a.m. and ends on Wednesday, 3rd day of August, 2022 at 5:00 p.m. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off date i.e. Friday, 29th day, July, 2022, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the e-voting module will be disabled by NSDL for voting thereafter. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Friday, 29th July, 2022. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
18. The facility for voting through ballot papers 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 shall be able to exercise their right at the AGM through ballot process. The Members who have 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.
19. If Members are opting for remote e-voting, they shall not vote by poll paper and vice versa. However, in case Members cast their vote both by poll paper and by remote e-voting, then voting done through remote e-voting shall prevail and voting done by poll paper will be treated as invalid.

The Scrutinizers shall immediately after the conclusion of the voting at the meeting,

first count the votes of the valid poll paper cast at the 11th Annual General Meeting. They shall then proceed to unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizers thereafter shall submit their report to the Chairperson after completion of their scrutiny. The result of the voting will be announced within 2 working days of the conclusion of the 11th Annual General Meeting at the Registered Office of the Company.

The results declared along with the Scrutinizer's report shall be placed on the Company's website www.arveelabs.com and on the website of NSDL and shall also be intimated to the National Stock Exchange (NSE) where shares of the Company are listed.

Members who are holding shares in identical order of names in more than one folio are requested to send to the Company per RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio.

A detailed list of instructions for e-voting is annexed to this Notice. Facility of Video Conferencing will be provided at the Venue, in case the number of members attending the AGM exceeds than permitted by the laws for the time being in force.

Instructions for e-voting

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

Shareholders are advised to update their mobile number and e-mail id with their DPs in order to access e-voting facility.

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

The Electronic voting particulars are set out below:

EVEN (E-VOTING EVENT NUMBER)

The detailed instructions for e-voting are as follows:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode	1. 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.usdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is

with NSDL

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 options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period.

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>
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 held 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 options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their 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 www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at

	<p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</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. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL 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 above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who held shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) if you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of AADHAR Card) by email to compliance@arveelabs.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of AADHAR Card) to compliance@arveelabs.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

CONTACT DETAILS:

Company	:	ARVEE LABORATORIES (INDIA) LIMITED Registered Address: 403, Entice, Nr. Jayantilal Park BRTS, Iskcon - Bopal Road, Ambli Ahmedabad, Gujarat - 380058 compliance@arveelabs.com CIN : L24231GJ2012PLC068778
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		www.arveelabs.com Tel : 91- 2717-430479
Registrar & Transfer Agents	:	BIGSHARE SERVICES PRIVATE LIMITED Office No , 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road , Andheri (East),Mumbai,Maharashtra,400093 Tel: +91 22 62638200 Fax: +91 22 62638299
E-voting Agency	:	National Securities Depository Limited. Email : evoting@nsdl.co.in Phone : 1800-222-990 (Toll Free)
Scrutinizer	:	Jalan Alkesh & Associates Practicing Company Secretary E-mail : jalanalkesh@gmail.com

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jalankesh@gmail.com with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available **on www.evoting.nsdl.com** to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: **1800-1020-990/1800-2244-30** or send a request at evoting@nsdl.co.in

ANNEXURES TO THE NOTICE

ANNEXURE A

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item No. 2 to 3 is as under:

For Item No. 2 and 7

Details of the Director retiring by rotation and seeking Re-appointment at the Annual General meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard: 2 (SS:2) issued by ICSI and approved by the Central Government.

The Board of Directors on the recommendation of the Nomination & Remuneration Committee at its meeting held on 27th June, 2022, approved the re-appointment of Mr. Shalin Bharatbhai Chokshi (BIN: 09048441), as Whole Time Director of the Company for a period of five years, with effect from 4th December, 2022, subject to approval of shareholders at the forthcoming Annual General Meeting.

Pursuant to Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the re-appointment of Mr. Shalin Bharatbhai Chokshi, requires approval of the Members by way of special resolution.

Pursuant to Section 190 of the Companies Act, 2013 a copy of the Draft Agreement to be entered between the Company with the Chairman and Managing Director is kept and available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting ("AGM") at the Registered Office of the Company.

The Company has received from Mr. Shalin Bharatbhai Chokshi (i) consent in writing to act as Whole Time Director pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified in accordance with sub-section (2) of Section 164 of the Act.

Name of the Director	Shalin Bharatbhai Chokshi
Father's Name	Bharatbhai Chokshi
Date of Birth	16/10/1984
Qualification	He is a graduate in commerce and holds a degree in Masters of Professional Accounting, Monash University, Australia.
Date of Joining the Board of Director of the Company	27/01/2012
Number of Shares held in the Company	13,38,000
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other Companies	Nil
Specific Functional Area	He has been pivotal in bringing new international raw material suppliers to the Company which has proved to be highly cost beneficial to the company. At the same time he has identified key consumers for Company's products in the International market. He closely monitors Company affairs and its functions
Relationship with Directors / inter-se KMP	Nil
Experience	Mr. Shalin Bharat Chokshi, aged 38 Years, is the Promoter and Whole Time Director of our Company. He is a graduate in commerce and holds a degree in Masters of Professional Accounting, Monash University, Australia. He has 11 years of experience in sales and international business. He has worked with Companies like B Chokshi Chem Private Limited, where he was responsible for developing new clients as well

	as suppliers. He has been instrumental in identifying new suppliers to strategically improve the Company supply chain. He is also a Director in Arvee Speciality Chemicals Private Limited.
Terms and Conditions of appointment	It is proposed to re-appoint Mr. Shalin Bharat Chokshi for a period of five years commencing from 4 th December, 2022 on a monthly salary of Rs. 3.00 lacs plus bonus, provident fund, leave encashment etc. which shall not exceed Rs. 1.00 lacs per month with the power to the Board of Directors to increase / alter the remuneration.
Remuneration sought to be paid and last drawn	The last Salary drawn from the Company was Rs. 37,56,305/- per annum which includes provident fund, bonus and leave encashment. It is proposed to pay him salary of Rs. 3.00 lacs per month plus bonus, provident fund, leave encashment etc. which shall not exceed Rs. 1.00 lacs per month with the power to the Board of Directors to increase / alter the remuneration.
Number of meeting of Board of Directors attended during the year	8 (Eight)

The details of shares held by him and his relatives in the Company as on the date of issue of this notice is as under:

Sr. No.	Name of Shareholder	Number of Shares held	% of total paid up Capital
1.	Shalin Bharatbhai Chokshi	13,38,000	12.14
2.	Bharat Raskilal Chokshi	13,70,000	12.43
3.	Saumil Bharatbhai Chokshi	13,38,000	12.14
4.	Forum Saumil Chokshi	2,000	0.02
5.	Kavita Shalin Chokshi	2,000	0.02

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Shalin Bharatbhai Chokshi, are in any way concerned or interested, financial or otherwise, in the said Resolution.

The Board recommends the resolution for approval of the members.

Item No. 3 and 4

At the annual general meeting for the year 2021 Jaimin Deliwala & Co., Chartered Accountants, Ahmedabad were appointed as Statutory Auditors for a period of five years.

However now, Jaimin Deliwala & Co., Chartered Accountants, Ahmedabad have tendered their resignation as statutory auditor with effect from 17th June, 2022.

The Company has received consent letter and eligibility letter from Nirav Patel & Associates, Chartered Accountants, Ahmedabad to act as statutory auditors along with a confirmation that if their appointment is made it will be within the limits prescribed by the provision of Companies Act, 2013.

Based on the recommendation of Audit Committee, the Board of Directors in their meeting held on 27th June, 2022 have appointed M/s. Nirav Patel & Associates, Chartered Accountants, Ahmedabad to hold office from 27th June, 2022 till the conclusion of annual general meeting for the year ended on 31st March, 2022 to fill the casual vacancy caused by the resignation of Jaimin Deliwala & Co.

Based on the recommendation of Audit Committee, the Board of Directors in their meeting held on 27th June, 2022 have recommended the appointment of M/s. Nirav Patel & Associates, Chartered Accountants, Ahmedabad for a period of five years to hold office from the conclusion of this annual general meeting on a remuneration plus applicable taxes plus out of pocket expenses as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors.

None of the Directors or Key Managerial Personnel are interested in the proposed resolution

The Board recommends the passing of resolution as mentioned in item no. 3 and 4

Item No. 5

The Board of Directors of the Company at its meeting held on May 26, 2022 appointed Mrs. Shalini Hitesh Jalan as an Additional Director of the Company in the capacity of Independent Director for a term of 5 years with effect from May 26, 2022, subject to the approval of the Members of the Company.

In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of

Mrs. Shalini Hitesh Jalan as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Mrs. Shalini Hitesh Jalan to be appointed as Director of the Company.

The Company has received a declaration from Mrs. Shalini Hitesh Jalan confirming that she meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mrs. Shalini Hitesh Jalan consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mrs. Shalini Hitesh Jalan fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and he is independent of the management except Mrs. Shalini Hitesh Jalan, being the appointee, or her relatives. none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

The Board of Directors recommends the resolution in relation to appointment of Mrs. Shalini Hitesh Jalan as an Independent Director of the Company, as set out in Item No. 5 for approval of the members by way of a Special Resolution. Additional Information required pursuant to Secretarial Standards – 2 issued by Institute of Company Secretaries of India is as under:

Name of the Director	Shalini Hitesh Jalan
Father's Name	Murlidhar Poonamchand Agrawal
Date of Birth	30-09-1982
Qualification	Bachelor of Arts
Date of Joining the Board of Director of the Company	26 th May, 2022.
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other Companies	Nil
Relationship with Directors / inter-se KMP	Nons
Experience	Shalini Hitesh Jalan has experience in the field of the

	computer.
Terms and Conditions of appointment	Upton 5 years commencing from date of appointment i.e. 26 th May, 2022.
Remuneration sought to be paid and last drawn	Nil. However the Board of Directors is at liberty to pay remuneration within the limits of Companies Act 2013.
Number of meeting of Board of Directors attended during the year	Not Applicable

Item No. 6

The Board of Directors at its meeting held on 27th June, 2022 and pursuant to the recommendation of Nomination and Remuneration Committee have decided to re-appoint Mr. Shalin Sudhakarbhair Patel with effect from 4th December, 2022 for a period of five years. Mr. Shalin Sudhakarbhair Patel is a Director of the Company since 1.4.2014. He became Managing Director of the Company with effect from 4th December, 2017.

Pursuant to Section 190 of the Companies Act, 2013 a copy of the Draft Agreement to be entered between the Company with the Chairman and Managing Director is kept and available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of this Annual General Meeting ("AGM") at the Registered Office of the Company.

Mr. Shalin Sudhakarbhair Patel is the son of Mr. Sudhakarbhair Chhotabhair Patel having Director Identification Number 01779902. He has attended all the 8 Board Meetings of the Company held during the year. Mr. Shalin Sudhakarbhair Patel is not related to any other Director or Key Managerial Personnel. Mr. Shalin Sudhakarbhair Patel was born on 23rd November, 1974. Mr. Shalin Patel is also a Director in Shree Rama Multi-Tech Limited (a Listed Company) and 2 Private Limited Companies namely 1. Arvee Speciality Chemicals Private Limited and 2. Applitech Infotech Private Limited. He is also a member of Audit Committee, Stakeholders Committee and Nomination and Remuneration Committee of Shree Rama Multi-Tech Limited.

Mr. Shalin Sudhakarbhair Patel, aged 48 Years, is the Promoter and Managing Director of our Company. He holds a degree in Master of Business Administration from Cleveland State University - USA. He has experience of more than 20 years in project management for technically based industries. His experience includes engineering and design of instrumentation and control systems, computer networks and software development for biopharmaceutical, power distribution, chemical and plastics industries. He has worked with companies like Applied Biosystems, ISO-New England, and National Grid. Currently, he is looking after purchase, sales, research & development and overall business development of the Company.

Since in terms of Schedule V of the Companies Act, 2013, the effective Capital of your Company is more than Rs. 5.00 Crores but less than 100.00 Crores, the Company can pay minimum remuneration of Rs. Rs. 3.00 Lacs per month plus provident fund, leave encashment, bonus etc. not exceeding Rs. 1.00 lacs per month to one managerial personnel.

The details of shares held by him and his relatives in the Company as on the date of issue of this notice is as under:

Sr. No.	Name of Shareholder	Number of Shares held	% of total paid up Capital
1	Shalin Sudhakarbai Patel	40,42,000	36.67
2	Khushbuben S Patel	2,000	0.02
3	Sudhakar Chhotabhai Patel HUF	2,000	0.02
4	Chandrabalben Patel	2,000	0.02
5	Shalinbhai Sudhakarbai Patel HUF	2,000	0.02

Mr. Shalin Sudhakarbai Patel satisfies all the conditions as set out in Part I of Schedule V as also under sub section 13 of Section 196 of the Companies Act, 2013 for being eligible to be appointed as a Managing Director of the Company. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

The Board of Directors are of the opinion that the re-appointment of Mr. Shalin Sudhakarbai Patel as the Managing Director is in the best interest of the Company and accordingly, recommend the Special resolution set out in Item No. 6 for approval of the members. Hence the said Special Resolution is recommended for your approval.

None of the Directors, Key Managerial Personnel of the Company and their relatives other than Mr. Shalin Sudhakarbai Patel, are in any way concerned or interested, financial or otherwise, in the said Resolution.

Item No. 8

The Board of Directors of the Company at its meeting held on 1st October, 2021 appointed Mr. Sachin Kanwarlal Kansal as an Additional Director of the Company in the capacity of Independent Director for a term of 5 years with effect from 1st October, 2021, subject to the approval of the Members of the Company.

In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Sachin Kanwarlal Kansal as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Mr. Sachin Kanwarlal Kansal to be appointed as Director of the Company.

The Company has received a declaration from Mr. Sachin Kanwarlal Kansal confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mr. Sachin Kanwarlal Kansal consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Sachin Kanwarlal Kansal fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management except Mr. Sachin Kanwarlal Kansal, being the appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 8.

The Board of Directors recommends the resolution in relation to appointment of Mr. Sachin Kanwarlal Kansal as an Independent Director of the Company, as set out in Item No. 8 for approval of the members by way of a Special Resolution. Additional Information required pursuant to Secretarial Standards - 2 issued by Institute of Company Secretaries of India is as under:

Name of the Director	Sachin Kanwarlal Kansal
Father's Name	Kanwarlal Banarsidass Kansal
Date of Birth	13/09/1987
Qualification	B. Com, Chartered Accountant
Date of Joining the Board of Director of the Company	1 st October, 2021
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	He is an Independent Director of Premier Synthetics Limited. He is a Chairman of Audit Committee and Stakeholders Committee of Premier Synthetics Limited. He is also a member of Nomination and Remuneration Committee of Premier Synthetics Limited.
Other Chairmanship / Membership of Committees of Board of other Companies	He is a Chairman of Audit Committee and Stakeholders Committee of Premier Synthetics Limited. He is also a member of Nomination and

	Remuneration Committee of Premier Synthetics Limited
Specific Functional Area	He has vast knowledge and experience in the field of accounts, taxation, legal and administrative affairs.
Relationship with Directors / inter-se KMP	None
Terms and Conditions of appointment	Upton 5 years commencing from date of appointment i.e. 1 st October, 2021.
Remuneration sought to be paid and last drawn	Nil. However the Board of Directors is at liberty to pay remuneration within the limits of Companies Act 2013.
Number of meeting of Board of Directors attended during the year	4

**FOR & ON BEHALF OF THE BOARD OF DIRECTORS OF
ARVEE LABORATORIES (INDIA) LIMITED**

Place: Ahmedabad

Dated: 27th June, 2022

Sd/-

**MANAGING DIRECTOR
Shalin Sudhakarbbai Patel
[DIN: 01779902]**

ARVEE LABORATORIES (INDIA) LIMITED

DIRECTOR'S REPORT

To
The Members of,
ARVEE LABORATORIES (INDIA) LIMITED

Your Directors have pleasure in presenting the 11th Annual Report on the business and operations of the Company together with Audited Statement of Accounts for the year ended on 31st March 2022 with Auditor's Report thereon.

Financial Highlights

Particulars	(Rs. In Thousands)	
	2021 - 2022	2020 - 2021
Revenue from Operations	4,03,274.63	4,73,750.13
Other Income	4,629.22	5,848.21
Total Revenue	4,07,903.85	4,79,598.34
Depreciation	23,204.41	24,066.09
Financial Expenses	3,587.91	5,764.95
Profit before Tax	34,490.03	36,414.40
Tax Expense -	8,751.90	9,640.87
Profit After Tax	25,738.13	26,773.53

The above performance is based on standalone basis. Consolidated figures are not applicable.

State of Affairs:

Turnover of the Company has increased marginally. However profit after tax has increased by 14.87%. Profit after tax has declined by 9.22%. High cost of material is one of the major factor in denting the Sales and profit.

The Company is taking all the possible steps to increase the profitability.

Transfer to Reserves (i.e. Other Equity):

The Opening Balance of Security Premium Reserve stands at Rs. 193.60 Lacs whereas the closing balance of Security Premium Reserve stands at Rs. 193.60 Lacs.

The Opening Balance of Retained Earnings stands at Rs. 848.22 Lacs. During the year under review whole of the Profit after tax of Rs. 257.38 Lacs has been transferred to Retained Earnings. An adjustment for Short provision of taxes for earlier year of Rs. (7.00) lacs is made The Closing Balance of Retained Earnings stands at Rs. 1098.60 Lacs.

Dividend:

In order to conserve resources, your Directors do not recommend dividend for the year 2021-22 on Equity Shares of the Company.

Details regarding Energy Conservation:

Pursuant to Rule 8 (3) of Companies (Accounts) Rules, 2014, the Board of Directors hereby state as under declare that.

(A) Conservation of energy-	
(i) the steps taken or impact on conservation of energy;	Your Company has installed LED Lights where necessary. Unnecessary use of power is not done.
(ii) the steps taken by the company for utilizing alternate sources of energy;	Nil
(iii) the capital investment an energy conservation equipments;	Nil
(B) Technology absorption-	
(i) the efforts made towards technology absorption;	Nil
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	Nil
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Nil
(a) the details of technology imported;	Nil
(b) the year of import;	Nil
(c) whether the technology been fully absorbed;	Not Applicable
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;	Nil
(iv) the expenditure incurred on Research and Development	Nil
Foreign exchange earnings and Outgo-	
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Foreign Exchange transactions are fully covered with strict limits placed on the amount of uncovered exposure, if any, at any point in time. There are no materially significant uncovered exchange rate risks in the context of Company's imports and exports. The Company accounts for mark-to-market

	gains or losses every quarter end, are in line with the requirements of Ind AS 21.		
	(Amount in Thousands)		
		For year ended on 31 st March, 2022	For year ended on 31 st March, 2021
	Foreign Exchange earnings	1,56,906	1,88,952
Foreign Exchange outgo	88,095.3	1,73,480.4	

Disclosure of Directors Responsibility Statement:

As required u/s 134 (5) of the Companies Act, 2013 the Directors hereby state and confirm:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- ii. 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 as on 31/03/2022 and of the profit of the company for that period.
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. The Directors have prepared the annual accounts on a going concern basis.
- v. 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.
- vi. 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.

Listing:

With effect from 22nd March, 2021 the Shares of the Company are traded on Capital Market Segment (Main Board) of the National Stock Exchange of India Limited. The Company has paid necessary listing fees for the year 2022 - 2023.

Details of Material Changes and Commitments, Occurred during the Period affecting financial position of the Company:

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future. Further there is no material change and commitments occurred during the year under review.

Particulars of Loans, Guarantees and Investments under Section 186 of the Companies Act, 2013:

The Company has not provided any guarantee or provided any Security to any Person for the loans availed by others.

There are no loans or advances in the nature of loans granted to Promoters, Directors, KMPs and their related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are: (a) repayable on demand; or (b) without specifying any terms or period of repayment

The details regarding the Loans and Advances, Investments, if any, are provided in the Balance Sheet and notes to the Balance Sheet. The loans and advances, if any, provided are for the business purpose.

Particulars of Contracts or Arrangements with Related Parties under Section 188 of the Companies Act, 2013:

All contracts / arrangements / transactions, if any, 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. During the year, the Company has not entered into transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy for determination of Material Related party transaction is available at http://arveelabs.com/doc/OTHER_POLICIES.pdf

No advance is paid to any related party (other than loans and advances) for entering any transaction. No Bad Debts of related parties. There being no 'material' RPTs as defined under regulation 23 of Listing Regulations, 2015, there are no details to be disclosed in Form AOC-2 in this regard.

The details of the related party transactions are disclosed in note 28 to the financial statement which sets out related party disclosures.

Disclosure of Companies covered under Section 178 (1) on Directors appointment and Remuneration including matters referred under Section 178 (3) of Companies Act, 2013 and Details of Statement indicating manner in which formal annual evaluation made by Board of its Performance and of its Committees and individual Directors:

The Company has devised a Policy for Directors; appointment and remuneration including criteria for determining qualifications, performance evaluation and other matters of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of both non-executive directors and executive directors.

The Company's Nomination & Remuneration policy which includes the Director's appointment & remuneration and criteria for determining qualifications, positive attributes, independence of the Director & other matters is available on the website of the Company at the link www.arveelabs.com. [Nomination and Remuneration Policy is annexed and marked as Annexure I](#)

Declaration by Independent Directors:

The Independent Directors of the Company namely Vishal Nitin Mehta, Sachin Kanwarlal Kansal, Dipen Ashit Dalal and Mrs. Neetu Rishi Jalan have confirmed to the Board that they meet the criteria of independence as specified under Section 149 (6) of the Companies Act, 2013 and they qualify to be independent directors. They have also confirmed that they meet the requirements of independent directors as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Share Capital:

During the year under review no changes in Share Capital of the Company.

Issue of Equity Shares with Differential Rights:

Details required to be stated as per Rule 4 (4) of Companies (Share Capital and Debenture Rules) 2014 is not applicable.

Disclosure regarding Employee Stock Options:

Details required to be given as stated in Rule 12 (19) Companies (Share Capital and Debenture Rules) 2014 is not applicable.

Disclosure regarding Sweat Equity Shares:

Details required to be given as stated in Rule 8 (13) Companies (Share Capital and Debenture Rules) 2014 is not applicable.

Auditors and Audit Report:

M/s. Jaimin Deliwala & Co, Chartered Accountants, Ahmedabad vide their letter dated 17th June, 2022 have tendered resignation to be effective from 17th June, 2022. The Board has decided to appoint M/s. Nirav Patel & Associates, Chartered Accountant to hold office as Statutory Auditor till the conclusion of forthcoming annual general meeting. Further the Board has decided to recommend appointment

of M/s. Nirav Patel & Associates, Chartered Accountant as Statutory auditors for a period of five years including for the financial year 2022 - 2023, subject to the approval of Shareholders in general meeting.

Further Board has also sought the approval of members for filing the Casual Vacancy as described in the notice of annual general meeting.

There is no qualification or adverse remarks made by the auditors in their report.

Internal Audit:

Your Company has appointed M/s. Keval Ponkiya & Associates, Chartered Accountants as internal auditors.

Cost Audit and Cost Records:

The Company has maintained adequate Cost records required to be maintained in terms of the Companies Act, 2013. Cost Audit provisions are not applicable to the Company.

Disclosure of Risk Management Policy:

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventoried and integrated with the management process such that they receive the necessary consideration during decision making.

SECRETARIAL AUDIT

The Company has obtained a Secretarial Audit Report M/s. Jalan Alkesh & Associates, Company Secretary in Practice to conduct the secretarial audit for the financial year 2021-22. Secretarial Audit is attached and marked as **Annexure II**. In the opinion of the Board there is no qualification or adverse remarks.

Secretarial Compliance Report pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 is annexed to the Board Report and marked as Annexure III

In the opinion of the Board there is no qualification or adverse remarks.

Board Meetings:

During the year under review, 8 (Eight) Board meetings were held. The dates of Board meetings and attendance details is as under:

Sr. No.	Date of Board Meeting	No. of Directors entitled to attend	No. of Directors who have attended the meeting	Name of the Director who Attended
1	31 st May, 2021	6	6	1. Mr. Shalin Sudharkbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mrs, Chandrakala Ashok Bhatt 4. Mr. Vishal Nitin Mehta 5. Mr. Parag Monubhai Shah 6. Mrs. Neetu Rishi Jalan
2	17 th Juno, 2021	6	6	1. Mr. Shalin Sudharkbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mrs. Chandrakala Ashok Bhatt 4. Mr. Vishal Nitin Mehta 5. Mr. Parag Monnbhai Shah 6. Mrs. Neetu Rishi Jalan
3	17 th July, 2021	6	5	1. Mr. Shalin Sudharkbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mr. Vishal Nitin Mehta 4. Mr. Parag Monubhai Shah 5. Mrs. Neetu Rishi Jalan
4	1 st October, 2021	5	5	1. Mr. Shalin Sudharkbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mr. Vishal Nitin Mehta 4. Mr. Dipen Ashit Dalal 5. Mrs. Neetu Rishi Jalan
5	19 th October, 2021	6	6	1. Mr. Shalin Sudharkbhai Patel 2. Mr. Shalin Bhai at Chokshi 3. Mr. Vipen Ashit Dalal 4. Mr. Sachin Kanwarlal Kansal 5. Mr. Vishal Nitin Mehta

				6. Mrs. Neetu Rishi Jalan
6	12 th November, 2021	6	6	1. Mr. Shalin Sudharkhbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mr. Dipen Ashit Dalal 4. Mr. Sachin Kanwarlal Kansal 5. Mr. Vishal Nitin Mehta 6. Mrs. Neetu Rishi Jalan
7	8 th February, 2022	6	6	1. Mr. Shalin Sudharkhbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mr. Dipen Ashit Dalal 4. Mr. Sachin Kanwarlal Kansal 5. Mr. Vishal Nitin Mehta 6. Mrs. Neetu Rishi Jalan
8	25 th February, 2022	6	6	1. Mr. Shalin Sudharkhbhai Patel 2. Mr. Shalin Bharat Chokshi 3. Mr. Dipen Ashit Dalal 4. Mr. Sachin Kanwarlal Kansal 5. Mr. Vishal Nitin Mehta 6. Mrs. Neetu Rishi Jalan

In respect of the above board meetings adequate notice was given to all the Directors together with the agenda. The gap between two Board meetings does not exceed 120 days. Independent Directors meeting was held on 31st January, 2022.

Corporate Governance:

Corporate Governance forms part and parcel of the Directors Report. The report on Corporate Governance is provided in **Annexure IV**.

Management Discussion and Analysis Report:

Management Discussion and Analysis Report as required under Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached herewith and marked as **Annexure V**.

Certificate on Corporate Governance Report:

A Certificate by Practicing Company Secretary for Corporate Governance Report is enclosed herewith and marked as **Annexure VI**.

Code of Conduct:

The Board of Directors has already adopted the Code of Ethics and Business Conduct for the Directors and Senior Management personnel. This code is a comprehensive code applicable to all Directors, Executive as well as Non – executive and members of the Senior Management. The Code has been circulated to all the members of the Board and Senior Management Personnel and compliance of the same has been affirmed by them.

A declaration given by the Managing Director is given below:

The Company has obtained from all the members of the Board and Senior Management Personnel of the Company, affirmation that they have complied with the Code of Ethics and Business Conduct framed for Directors and Senior Management Personnel in respect of the financial year 2021-2022.”

The company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company and can be accessed at www.arveelabs.com

Voluntary Revision of Financial Statements / Board Report:

There was no voluntary revision of financial statements or Board Report during the financial year.

Dematerialization of Shares:

100% Equity Shares of the Company are in Demat form.

Policies:

Various policies required under the provision of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 are adopted and uploaded on the website of the Company namely www.arveelabs.com

COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS:

During the year under review, the Company has duly complied with the applicable provisions of the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI).

Corporate Social Responsibility:

The Company do not fall under the Criteria of Section 135 of the Companies Act, 2013.

Investor Education and Protection Fund:

No amount was required to be transferred to Investor Education and Protection Fund.

Disclosure under Rule 8 (5) of Companies Accounts Rules, 2014:**a) Disclosure of financial Summary / Highlights:**

(Rs. In Thousands)

Particulars	2021 - 2022	2020 - 2021
Revenue from Operations	4,03,274.63	4,73,750.13
Other Income	4,629.22	5,848.21
Total Revenue	4,07,903.85	4,79,598.34
Depreciation	23,204.41	24,066.09
Financial Expenses	3,587.91	5,764.95
Profit before Tax	34,490.03	36,414.40
Tax Expense -	8,751.90	9,640.87
Profit After Tax	25,738.13	26,773.53

b) Disclosure of Change in Nature of Business:

The Company is engaged in Chemicals. There is no change in nature of Company business.

c) Details of Directors / Key Managerial Personnel Appointed / Resigned:**Appoiotment:**

Mr. Dipen Ashit Dalal was appointed as on Additional Director on 17th July, 2021 and thereafter the members of the Company have approved his appointment in annual general meeting held on 24th September, 2021.

Mr. Sachin Karwarlal Kansal was appointed as an Additional Director on 1st October, 2021.

Further Mrs. Neetu Rishi Jalan who was appointed as on Additional Director on 12th February, 2021 and whose appointment was approved by members on 24th September, 2021.

Re-Appointment:

Mr. Shalin Chokshi was re-appointed as a Director liable to retire by rotation on 24th September, 2021.

Cessation:

Mr. Parag Mannbhai Shah ceased to be a Director with effect from 16th September,

2021 due to demise.

Mrs. Chandrakala Ashok Bhatt ceased to be a Director with effect from 17th July, 2021 due to resignation.

During the year under the review except as mentioned above, no other Director or Key Managerial Personnel have resigned.

Further pursuant to provision of Section 149 (10) of the Companies Act, 2013 none of the independent director(s) have completed term of five years and therefore no independent director(s) are eligible for reappointment of second term.

d) Details of Subsidiary Companies / Joint Ventures / Associate Companies:

The Company has no subsidiary companies / joint ventures / associate companies either at the beginning of the year or at the end of year or at any time during the year.

e) Details regarding Deposit covered under Chapter V of the Companies Act, 2013.

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

f) Details of Deposit which are not in compliance with requirements of Chapter V of the Act.

Not Applicable

g) Details of Significant and Material Orders passed by Regulators or Courts or Tribunals.

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future. Further there is no material change and commitments occurred during the year under review.

h) Internal financial Controls:

The Company has identified and documented all key internal financial controls, which impact the financial statements. The financial controls are tested for operating effectiveness through ongoing monitoring and review process of the management and independently by the Internal Auditors. In our view the internal Financial Controls, affecting the financial statements are adequate and are

operating effectively.

Extract of Annual Return:

Extract of Annual return pursuant to Section 92 of the Companies Act, 2013 for the year ended on 31st March, 2022 is available on the website of the Company i.e.

www.arveelabs.com

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

The Company has in place an Anti-harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee are set up at shop floor level to redress complaints received regularly and are monitored by women line supervisors who directly report to the Chairman. All employees (permanent, contractual, temporary, trainees) are covered under the policy. There was no complaint received from any employee during the financial year 2021-22 and hence no complaint is outstanding as on 31.03.2022 for redressal.

Particulars of Employees:

The Particulars of Employees required to be given pursuant to Section 197 of the Companies Act 2013 is provided in **Annexure VII**.

Non Disqualification of Directors:

A Certificate obtained from Practicing Company Secretary regarding non disqualification of Directors of the Company is annexed and marked as **Annexure VIII**.

Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status:

No Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

Details of difference between of amount of valuation done at the time of one time settlement and the valuation done while undertaking loan from the bank of FI, along with reasons thereof: Not Applicable

Acknowledgement

Your Directors express their gratitude for the continued support, co-operation, and assistance received by the Company from various Central and State Government Department, Bankers and valued customers of the company.

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

**Place: Ahmedabad
Dated: 27th June, 2022**

Sd/-

**CHAIRMAN CUM MANAGING DIRECTOR
Shalin Sudharkarbhai Patel
(DIN: 01779902)**

ANNEXURE I

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Listing Agreement, as amended from time to time. This policy on Nomination and Remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

CONSTITUTION OF THE COMMITTEE

The Board of Directors of the Company (Board) constituted the committee to be known as the Nomination and Remuneration Committee consisting of three non-executive directors out of which two shall be the Independent Directors. The Chairman of the Committee shall be an Independent Director.

OBJECTIVE AND PURPOSE OF THE POLICY

The objective of the policy is to ensure 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;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.

- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his/her appointment, as per Company's Policy.

A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the position.

The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM/TENURE

Managing Director/Whole Time Director

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms of up to maximum of 5 years each, but such Independent

Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/ SENIOR MANAGEMENT PERSONNEL

Remuneration to Managing Director/Whole Time Director

The Remuneration/Commission etc. to be paid to Managing Director/Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company. The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, which may consider appropriate with regard to remuneration to Managing Director/Whole-time Directors.

Remuneration to Non-Executive /Independent Director

The Non-Executive/Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The

amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

All the remuneration of the Non-Executive/Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197(5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies

Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company. Any remuneration paid to Non-Executive/Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:

(i) The Services are rendered by such Director in his capacity as the Professional; and (ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

Remuneration to Key Managerial Personnel and Senior Management

The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive any, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

The Committee for the purpose of administering the Employee Stock Option/Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.

The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time. The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may Delegate any of its powers to one or more of its members.

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

**Place: Ahmedabad
Dated: 27th June, 2022**

Sd/-

**CHAIRMAN CUM MANAGING DIRECTOR
Shalin Sudharkarbhaj Patel
(DIN: 01779902)**

Annexure II

SECRETARIAL AUDIT REPORT

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2022

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

**To,
The Members,
Arvee Laboratories (India) Limited**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ARVEE LABORATORIES (INDIA) LIMITED** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2022 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2022 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;
- (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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vi) Based on the representation received from the management, we hereby state Other laws applicable specifically to the Company, namely:-
- a) Income Tax Act, 1961
 - b) Goods and Service Tax Act, 2017
 - c) Employees Provident Fund Act
 - d) Employees State Insurance Act, 1948
 - e) Indian Contract Act, 1872
 - f) Negotiable Instrument Act, 1881
 - g) Payment of Gratuity Act, 1972
 - h) Payment of Bonus Act, 1965
 - i) The Indian Contract Act, 1872
 - j) Foreign Trade (Development And Regulation) Act, 1992
 - k) Environment (Protection) Act, 1986
 - l) The Air (Prevention And Control Of Pollution) Act, 1981
 - m) The Water (Prevention And Control Of Pollution) Act, 1974
 - n) Hazardous Wastes (Management And Handling) Rules, 1989
 - o) Factories Act, 1948
 - p) Minimum Wages Act, 1948
 - q) Child Labour (Prohibition And Regulation) Act, 1986
 - r) Industrial Disputes Act, 1947
 - s) Workmen's Compensation Act 1923
 - t) The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013
 - u) Customs Act, 1962

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

During the Period under review, provisions of the following Acts, Rules, Regulations, Guidelines, Standards, etc. were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (ii) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - **NOT APPLICABLE**
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **NOT APPLICABLE**
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **NOT APPLICABLE** and
- (v) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998; - **NOT APPLICABLE**

I further report that:

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

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the Minutes of the meetings duly recorded and signed by the Chairperson the decisions of the Board were unanimously and no dissenting views have been recorded.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Jalan Alkesh & Associates
Company Secretaries**

Sd/-

Alkesh Jalan

Date : 27th June, 2022

Place : Ahmedabad

**FCS: 10620 CF NO: 4580
UDIN: FO10620D000535078**

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.

ANNEXURE-A

**To,
The Members of
Arvee Laboratories (India) Limited**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of 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.
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 test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Jalan Alkesh & Associates
Company Secretaries**

Sd/-

Alkesh Jalan

**FCS: 10620 CP NO: 4580
UDIN: F010620D000535078**

**Date : 27th June, 2022
Place : Ahmedabad**

Annexure III

SECRETARIAL COMPLIANCE REPORT OF ARVEE LABORATORIES (INDIA) LIMITED FOR THE YEAR ENDED ON 31ST MARCH, 2022

I, Alkesh Jalan, Proprietor of Jalan Alkesh & Associates have examined:

(a) all the documents and records made available to us and explanation provided by **Arvee Laboratories (India) Limited,**

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March, 2022** ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **NOT APPLICABLE**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **NOT APPLICABLE**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **NOT APPLICABLE**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **NOT APPLICABLE**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) other regulations as applicable) and circulars/ guidelines issued thereunder; and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations / Circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
None			

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken	Details of violation	Details of action taken e.g. fines, warning letter, debarment	Observations / Remarks of the Practicing Company Secretary, if any.
Based on the declaration received from the Directors, no action was taken by SEBI or Stock Exchange against the Company or the Directors. The Company do not have any subsidiary during the year. Further we hereby state that no action was taken on the promoters or directors by SEBI or Stock Exchange. Our reporting is restricted to the compliances falling under financial year 2021 - 2022				

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary In previous reports	Observations made in the Secretarial Compliance Report for year ended on	Actions taken by the listed entity, if any.	Comments on the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable.				

Date: 26th May, 2022

Place: Ahmedabad

**For, JALAN ALKESH & ASSOCIATES
COMPANY SECRETARIES**

Sd/-

**ALKESH JALAN
PROPRIETOR**

UDIN: F010620D000392056

Membership No.: 10620

COP: 4580

Peer Review Certificate no. 761/2020

ANNEXURE IV

CORPORATE GOVERNANCE

Company Philosophy on Corporate Governance

Arvee Laboratories (India) Limited (hereinafter referred as "Arvee" or "the Company") believes in the highest level of accountability towards its stakeholders and actively promotes fair, transparent and ethical Corporate Governance practices. The Company is committed to maintain the highest standards of Corporate Governance and continue to improve the same time to time.

Corporate governance broadly refers to the mechanisms, processes and relations by which company is controlled and directed. Corporate governance includes the processes through which company's' objectives are set and pursued in the context of the social, regulatory and market environment. Governance mechanisms include monitoring the actions, policies, practices, and decisions of companies, their agents, and affected stakeholders.

The Company has adopted the best practices of Corporate Governance over a period of time as per the provisions of SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

Board of directors

The Company's policy is to have an appropriate blend of executive, independent and non-independent directors to maintain independence of the Board and to separate the Board functions of governance from that of management.

Composition

As per regulation 17(I) (b) of the SEBI Listing Regulations, where the Chairman is non-executive or a promoter, at least one half of the Board of a Company should consist of independent directors. According to the following table this provision is met at Arvee Laboratories (India) Limited

As on 31 March 2022, the Board consisted of 6 directors, of whom two are executive (including the managing director and Whole time Director), four are non-executive as well as independent (including 1 women independent director) The Board has no institutional nominee director.

8 Board Meetings were held during the year. The dates of Board meetings and attendance of Director at each Board meeting is detailed in the Directors Report.

Name of the Director and Director Identification Number	Category	Relationship with other Directors	Number of Shares held as at 31st March, 2022	Number of Board Meetings attended	Attendance at last Annual General Meeting
Shalin Sudhakarbai Patel (DIN : 01779902)	Managing Director [Promoter and Executive]	Nil	40,42,000	8/8	Yes
Shalin Bharatbai Chokshi (DIN : 00191903)	Whole time Director [Promoter and Executive]	Nil	13,38,000	8/8	Yes
Vishal Nitin Mehta (DIN : 07977497)	Independent and Non-Executive	Nil	0	8/8	Yes
Dipen Ashit Dalal (DIN : 09219731)	Independent and Non-Executive	Nil	0	4/8	No
Paragbhai Manubhai Shah (up to 16.9.2021) (DIN : 08773974)	Independent and Non-Executive	Nil	0	3/8	Not Applicable
Chandrakala Ashok Bhatt (up to 17.7.2021) (DIN : 07977517)	Independent and Non-Executive	Nil	0	2/8	Not Applicable
Neetu Rishi Jalan (DIN :)	Independent and Non-Executive	Nil	0	8/8	Yes

08719470]					
Sachin Kanwarlal Kansal [DIN : 03566139]	Independent and Non-Executive	Nil	0	4/8	Not Applicable

No convertible instrument is issued by the Company and therefore no convertible instrument is held by any Director.

Board Diversity

The Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company. The directors are persons of eminence in areas such as business, industry, finance, law, administration, economics etc. and bring with them experience and skills which add value to the performance of the Board. The directors are selected purely on the basis of merit with no discrimination on race, colour, religion, gender or nationality.

A brief profile of the directors is available on the website of the Company at [www.http://arveelabs.com/doc/BOARD_OF_DIRECTORS.pdf](http://arveelabs.com/doc/BOARD_OF_DIRECTORS.pdf)

Opinion of the Board

The Board confirms that, in its opinion, the independent directors on the Board fulfil the conditions specified in the SEBI Listing Regulations and the Act and are independent of the management.

Information supplied to the Board

In advance of each meeting, the Board is presented with relevant information on various matters related to the working of the Company, especially such that require deliberation at the highest level. Presentations are also made to the Board by different functional heads on important matters from time to time. Directors have separate and independent access to the officers of the Company. In addition to such items as required to be placed before the Board for its noting and/or approval, information is provided on various other significant items as well.

In terms of quality and importance, the information supplied by the management to the Board of the Company is far ahead of the list mandated under regulation 17(7) read with Part A of Schedule II to the SEBI Listing Regulations.

The independent directors of the Company at their meeting held on 31st January, 2022 have expressed satisfaction on the quality, quantity and timeliness of flow of information between the Company's management and the Board and have confirmed that these significantly aid the Board to effectively and reasonably perform its duties.

Pursuant to various regulatory requirements and in compliance with applicable laws and keeping in view the business requirements, the Board is, inter alia, apprised on the following:

- Business plans, forecast and strategic initiatives.
- Capital expenditure and updates.
- Internal financial controls.
- Succession planning and organization structure.
- Details of incidence of frauds and corrective action taken thereon.
- Performance of subsidiaries.
- Status of compliances with Companies Act, 2013, SEBI regulations and shareholder related matters.
- Various policies framed by Company from time to time.
- Risk management system, risk management policy and strategy followed.
- Compliance with corporate governance standards
- Minutes of Board committees.
- Compliance with fair practices code.

Directors and officers liability insurance (D&O policy)

The Company is not required to obtain Directors and Officers Liability Insurance Policy.

Orderly succession to Board and senior management

Pursuant to regulation 17(4) of the SEBI Listing Regulations, the framework of succession planning for the Board and senior management is placed before the Board for its review. During the year under review, the Board of the Company satisfied itself that plans are in place for orderly succession of such appointments.

Directorship and Membership of Board Committees as on 31st March, 2022

Name of the Director	Directorship in other Listed Entities	Directorship in Unlisted Public Limited Companies	Committee positions in listed and unlisted public limited companies
Shalin Sudhakarbhai Patel	1	0	2
Shalin Bharatbhai Chokshi	0	0	0
Vishal Nitin Mehta	0	0	0
Sachin Kanwarlal Kansal	1	0	3 [Chairman of Audit Committee and Stakeholders Committee of Premier Synthetics Limited. Member of Nomination and

			Remuneration Committee of Premier Synthetics Limited].
Chandrakala Ashok Bhatt	0	0	0
Dipen Ashit Dalal	1	0	0
Neetu Rishi Jalan	0	1	2 [Member of Audit Committee and Nomination and Remuneration Committee]

Notes: None of the directors holds office as a director, including as alternate director, in more than 20 companies at the same time. None has directorships in more than 10 public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included and directorships in dormant companies are excluded.

For the purpose of considering the limit of the committees in which a director can serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies and companies under section 8 of the Act, have been excluded. Only audit committees and stakeholders' relationship committees are considered for the purpose of reckoning committee positions.

As per declarations received, none of the directors serves as an independent director in more than seven equity listed companies or in more than three equity listed companies in case he or she is a whole-time director in any listed company.

None of the directors was a member in more than 10 committees, nor a chairperson in more than five committees across all companies in which he/she was a director. Notwithstanding the number of directorships, as has been highlighted herein, the outstanding attendance record and participation of the directors in Board and committee meetings indicate their commitment and ability to devote adequate time to their responsibilities as the Company's fiduciaries.

Certificate from practicing Company Secretary

The Company has received a certificate from Alkesh Jalan, practicing Company Secretary to the effect that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company by the Ministry of Corporate Affairs or any other statutory authority. This certificate forms part of this report.

Review of legal compliance reports

The Board periodically reviews compliance reports with respect to the various laws

applicable to the Company, as prepared and placed before it by the management.

Code of conduct

Regulation 17(5) of the SEBI Listing Regulations, requires listed companies to lay down a code of conduct for its directors and senior management, incorporating duties of directors as laid down in the Act. The same is displayed on the website of the Company namely http://arveelabs.com/doc/CODE_OF_CONDUCT.pdf

All directors and senior management personnel have affirmed compliance with the code for FY2022.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

(Pursuant to Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013)

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2022, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, HR, Marketing Head and the Company Secretary as on March 31, 2022.

Sd/-

Shalin Patel

**Chairman cum Managing Director of Arvee Laboratories (India) Limited
Ahmedabad, June 27, 2022**

Maximum tenure of independent directors

The maximum tenure of independent directors is in accordance with the Act and regulation 25(2) of the SEBI Listing Regulations.

Formal letter of appointment to independent directors

The Company issues a formal letter of appointment to independent directors in the manner as provided in the Act. As per regulation 46(2) of the SEBI Listing Regulations, the terms and conditions of appointment of independent directors are

available on the Company's website namely [http://arveelabs.com/doc/TERMS AND CONDITIONS FOR APPOINTMENT OF INDEPENDENT DIRECTOR.pdf](http://arveelabs.com/doc/TERMS_AND_CONDITIONS_FOR_APPOINTMENT_OF_INDEPENDENT_DIRECTOR.pdf)

Familiarization Programme

With a view to familiarizing the independent directors with the Company's operations, as required under regulation 25(7) of the SEBI Listing Regulations, the Company has held various familiarization programmes for the independent directors throughout the year on an ongoing and continuous basis.

The details of familiarization programmes are placed on website of the Company namely

[http://arveelabs.com/doc/FAMILIARIZATION PROGRAMMES IMPARTED TO INDEPENDENT DIRECTORS.pdf](http://arveelabs.com/doc/FAMILIARIZATION_PROGRAMMES_IMPARTED_TO_INDEPENDENT_DIRECTORS.pdf)

Whistle Blower Policy/Vigil mechanism

Pursuant to section 177(9) of the Act, regulation 22 of the SEBI Listing Regulations and SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the Board of Directors have adopted the Whistle Blower Policy.

The Whistle Blower Policy/Vigil mechanism provides a mechanism for the director/employee to report without fear of victimization, any unethical behaviour, suspected or actual fraud, violation of the Code of Conduct and instances of leak of Unpublished Price Sensitive Information, which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. The Company affirms that no employee has been denied access to the Audit Committee.

The directors in all cases and employees in appropriate cases will have direct access to the Chairman of the Audit Committee. The said Policy is placed on the Company's website http://arveelabs.com/doc/VIGIL_MECHANISM.pdf

Dividend Distribution Policy

Pursuant to Regulation 43A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) the Company has adopted dividend distribution policy. The details of distribution policy is available on the website of the Company namely http://arveelabs.com/doc/Dividend_Policy.pdf

Material Subsidiary Company Policy

As at 31st March 2022 the Company has no subsidiary. Further during the year under review there was no material subsidiary Company as defined under regulation 16(1)(c) of the SEBI Listing Regulations.

The policy on 'material subsidiaries' in terms of regulation 16(1) (c) of the SEBI Listing Regulations is available on website of Company namely http://arveelabs.com/doc/OTHER_POLICIES.pdf

Provisions to the extent applicable as required under regulation 24 of the SEBI Listing Regulations with reference to subsidiary companies were duly complied with.

During the year under review, the Audit Committee reviewed the financial statements (in particular, the investments made) of its unlisted subsidiary companies, to the extent applicable.

Related Party Transactions

All related party transactions (RPTs) which were entered into by the Company during the year under review, were on arms' length basis and in the ordinary course of business and did not attract provisions of section 188 of the Act and were also not material RPTs as per regulation 23 of the SEBI Listing Regulations.

All RPTs during the year 2021-22 were entered into with the approval of the Audit Committee pursuant to provisions of Act and the SEBI Listing Regulations. The details of such transactions were placed before the Audit Committee for noting/review, on a quarterly basis.

A statement showing the disclosure of transactions with related parties as required under Indian Accounting Standard 24 (Ind AS 24) is set out separately in this Annual Report. There were no material transactions entered into with related parties, during the year under review, which may have had any potential conflict with the interests of the Company. The Policy on materiality of RPTs stipulating the threshold limits and also on dealing with RPTs pursuant to SEBI Listing Regulations has been placed on the Company's website http://arveelabs.com/doc/RELATED_PARTY_TRANSACTION_POLICY.pdf

Disclosures

Suitable disclosures have been made in the financial statements, together with the Management's explanation in the event of any treatment being different from that prescribed in the Ind AS.

Core Skill/Expertise/Competencies

As stipulated under Schedule V of the SEBI Listing Regulations, core skills/expertise/competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board have been identified by the Board of Directors.

As a green initiative, the Chart/Matrix of such core skills/expertise/competence along with the names of directors who possess such skills is as under:

Name of the Director	Skills / Competence of Directors
Shalin Patel	Production, Legal, Administrative, Finance, Marketing, Commercial aspect
Shalin Chokshi	Production, Marketing, Quality, Supply Chain Management, Administration
Neetu Jalan	Administrative
Vishal Nitin Mehta	Finance, Administration, Legal and Commercial
Chandrakala Ashok Bhatt (up to 17.7.2021)	Finance, Administration, Legal and Commercial
Parag Manubhai Shah (up to 16.9.2021)	Finance, Administration, Legal and Commercial
Dipen Ashit Dalal	Finance, Secretarial, Legal and Commercial
Sachin Kanwarlal Kansal	Finance, Secretarial, Commercial and Accounts

Committees

a. Audit Committee

The Audit Committee was originally constituted as pursuant to a resolution passed by our Board at its meeting held on December 04, 2017 and last re-constituted pursuant to a resolution passed by our Board at its meeting held on October 19, 2021. The scope and functions of the Audit Committee are in accordance with section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations.

The Board reviews the working of the Committee from time to time to bring about greater effectiveness in order to comply with the various requirements under the Act and the SEBI Listing Regulations.

In compliance with the provisions of the Act and the SEBI Listing Regulations, all the members are independent, non-executive directors and are financially literate and have accounting or related financial management expertise.

The detailed terms of reference of Audit Committee have been placed on the Company's website <http://arveelabs.com/doc/COMMITTEES.pdf>

The composition of audit committee as on 31st March, 2022 is as under:

Name of the Director	Designation
Sachin Kanwarlal Kansal	Chairperson of the Audit Committee
Dipen Ashit Dalal	Member of Audit Committee
Shalin Sudhakarbai Patel	Member of Audit Committee

Mr. Sachin Kanwarlal Kansal acts as a Chairman of the Committee. The Company

Secretary of the Company acts as the Secretary to the Audit committee. All the recommendations of the audit committee have been accepted. The audit Committee met 4 times on following dates:

Date of Audit Committee Meeting	No of Directors entitled to attend the meeting	No. of Directors attending the meeting	Attended by Director
17 th June, 2021	3	3	1. Mr. Vishal Nitin Mehta 2. Mrs. Chandrakala Ashok Bhatt 3. Mr. Shalin Patel
17 th July, 2021	3	2	1. Mr. Vishal Nitin Mehta 2. Mr. Shalin Patel
12 th November, 2021	3	3	1. Mr. Sachin Kanwarlal Kansal 2. Mr. Dipen Ashit Dalal 3. Mr. Shalin Patel
8 th February, 2022	3	3	1. Mr. Sachin Kanwarlal Kansal 2. Mr. Dipen Ashit Dalal 3. Mr. Shalin Patel

All the recommendations of audit committee were accepted by the Board. Mr. Vishal Nitin Mehta, Chairman of audit committee at the relevant time, was present at the annual general meeting for the year 2021 to answer shareholders queries. The Company Secretary acts as secretary of the Committee.

b. Nomination and Remuneration Committee

The Nomination and Remuneration Committee was constituted pursuant to a Board meeting of our held on December 04, 2017 and last re-constituted pursuant to a resolution passed by our Board at its meeting held on October 19, 2021. The scope and functions of the Nomination and Remuneration Committee are in accordance with section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations.

The detailed terms of reference of Nomination and Remuneration Committee have been placed on the Company's website namely <http://arveelabs.com/doc/COMMITTEES.pdf>

The role of Nomination and Remuneration Committee is as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a

policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.

2. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
3. Devising a policy on diversity of Board of Directors.
4. Identifying 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 the Board of Directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.
6. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.

The composition of Nomination and Remuneration Committee as on 31st March, 2022 is as under

Name of the Director	Status in Stakeholders Relationship Committee
Dipen Ashit Dalal	Chairman of Committee
Sachin Kanwarlal Kansal	Member
Neetu Rishi Jalan	Member

The Company Secretary acts as a secretary of the Committee.

Date of Meeting of Nomination and Remuneration Committee	No. of Directors entitled to attend the meeting	No. of Directors attended the meeting	Attended by Director
17 th June, 2021	3	3	1. Vishal Nitin Mehta 2. Paragbhai Manubhai Shah 3. Chandrakala Ashok Bhatt
17 th July, 2021	3	3	1. Vishal Nitin Mehta 2. Paragbhai Manubhai Shah 3. Chandrakala Ashok Bhatt
1 st October, 2021	2	2	1. Dipen Ashit Dalal 2. Vishal Nitin Mehta
12 th November, 2021	3	3	1. Dipen Ashit Dalal 2. Vishal Nitin Mehta 3. Sachin Kanwarlal Kansal

8 th February, 2022	3	3	1. Dipen Ashit Dalal 2. Vishal Nitin Mehta 3. Sachin Kanwarlal Kansal
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All the recommendation of Nomination and Remuneration Committee were accepted by the Board.

Stakeholders Committee

The Stakeholders' Relationship Committee was constituted by our Board at their meeting held on December 04, 2017 and last re-constituted pursuant to a resolution passed by our Board at its meeting held on October 19, 2021. The scope and functions of the Stakeholders' Relationship Committee are in accordance with section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations.

The terms of reference of the Stakeholders Relationship Committee include the following:

1. Redressal of shareholders'/Investors' complaints.
2. Reviewing on a periodic basis the approval of transfer or transmission of shares, debentures or any other securities made by the Registrar and Share Transfer Agent;
3. Issue of duplicate certificates and new certificates on split/consolidation/renewal.
4. Non-receipt of declared dividends, balance sheets of the Company.
5. Carrying out any other function as prescribed under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The composition of Stakeholders Relationship Committee as on 31st March, 2022 is as under:

Name of the Director	Status in Stakeholders Relationship Committee
Dipen Ashit Dalal	Chairman of the Committee
Sachin Kanwarlal Kansal	Member
Shalin Sudhakarbhair Patel	Member

Four Meetings of Stakeholders Committee was held during the year. The details are as under:

Date of Meeting of Stakeholders Committee	No. of Directors entitled to attend meeting	No. of Directors attending the Meeting	Attended by Director
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17 th June, 2021	3	3	1. Mr. Vishal Nitin Mehta 2. Mr. Parag Manubhai Shah 3. Mr. Shalin Sudhakarbhair Patel
17 th July, 2021	3	3	1. Mr. Vishal Nitin Mehta 2. Mr. Parag Manubhai Shah 3. Mr. Shalin Sudhakarbhair Patel
12 th November, 2021	3	3	1. Mr. Dipen Ashit Dalal 2. Mr. Sachin Kanwarlal Kansal 3. Mr. Shalin Sudhakarbhair Patel
8 th February, 2022	3	3	1. Mr. Dipen Ashit Dalal 2. Mr. Sachin Kanwarlal Kansal 3. Mr. Shalin Sudhakarbhair Patel

The Company Secretary acts as a secretary of the Committee. All recommendations of Stakeholders Committee have been accepted by the Board.

Mrs. Raina Singh Chauhan, Company Secretary is the compliance officer. No complaints was received during the year and no complaints were pending at the end of year.

Risk Management Committee: Not Applicable.

Independent Directors' Meeting

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of the SEBI Listing Regulations, the independent directors held their separate meeting on 31st January, 2022, without the attendance of non-independent directors and members of the management, to inter alia discuss the following:

- i) Review of Vigil Mechanism;
- ii) Review the performance of non-independent directors and the Board as a whole;
- iii) Review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- iv) Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties;
- v) Noting and review of Informal meeting with senior management personnel.

All independent directors were present at the meeting. The independent directors present elected Mr. Dipen Ashit Dalal as Chairman for the meeting, deliberated on the above and expressed their satisfaction on each of the matters.

Pecuniary relationship/transaction with non-executive directors

During the year under review, there was no pecuniary relationship/transaction with any non-executive director of the Company.

Payments to Non-Executive Directors:

No payment was made to any Non-Executive Directors.

Executive directors

During the year under review, the Company paid remuneration to Shalin Patel, Executive Chairman cum Managing Director of Rs. 41,36,305/- and Shalin Chokshi, Whole Time Director of the Company of Rs. 37,56,305/- .

Disclosure of material transactions

Pursuant to regulation 26(5) of the SEBI Listing Regulations, the Senior Management has made periodical disclosures to the Board relating to all material financial and commercial transactions, where they had (or were deemed to have had) personal interest that might have been in potential conflict with the interest of the Company. The same was Nil.

Shareholding of directors

Information on shares held by directors in the Company as on 31 March 2022 is as under:

Sl. No	For each of the Directors	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Shalin Sudhakarbai Patel	33,80,000	30.671	40,42,000	36.67
2	Shalin Bharatbhai Chokshi	13,38,000	12.141	13,38,000	12.141
3	Chandrakala Ashok Bhatt (up to 17/7/2021)	0	0	0	0
4	Parag Manubhai Shah (up to 16/9/2021)	0	0	0	0
5	Neetu Jalan	0	0	0	0
6	Vishal Nitin Mehta	0	0	0	0
7	Sachin Karwarlal Kansal (w.e.f. 1/10/2021)	0	0	0	0
8	Dipen Ashit Dalal (w.e.f. 17/7/2021)	0	0	0	0

Compliances regarding insider trading

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company had a Board-approved Code of Conduct to regulate, monitor and report trading by insiders ('Code of Conduct') and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('Code of Fair Disclosure'). The Code of conduct is available on website of the company namely http://arveelabs.com/doc/DISCLOSURE_OF_UNPUBLISHED_PRICE_SENSITIVE_INFORMATION.pdf

Means of Communication

The Company has its own website, www.arveelabs.com which contains all important public domain information including presentations, if any, made to the media, analysts and institutional investors.

The website contains information as prescribed under the Act and SEBI Listing Regulations including details of the corporate contact persons and share transfer agent of the Company, shareholding pattern etc.

Section 20 and 136 of the Act, read with Companies (Accounts) Rules, 2014 permit companies to service delivery of documents electronically on the registered members'/shareholders' email addresses. The Company, during the year under review, sent documents, such as notice calling the general meeting, audited financial statements, directors' report, auditors' report etc. in electronic form at the email addresses provided by the shareholders. Shareholders desiring to receive the said documents in physical form continued to get the same in physical form, upon request, during the year under review.

All financial and other vital official news releases and documents under the SEBI Listing Regulations are also communicated to the concerned stock exchanges, besides being placed on the Company's website www.arveelabs.com

Information on general body meetings held during the last three years and details of special resolution(s) passed

Details of AGM	Date and Time of Annual General Meeting and Venue	Details of Special Resolution(s) passed, if any.
8 th AGM	Thursday, 8 th August, 2019 at 10.00 a.m. at Ahmedabad Management Association, Torrent-AMA Management Centre, Core-AMA Management House, ATIRA Campus, AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad 380 015	Nil

9 th AGM	Tuesday, 29 th September, 2020 at 11.00 a.m. through Audio Video Conference Mode	1. Capitalization of Reserves for the issue of Bonus. Shares in ratio of 1 : 1
10 th AGM	Friday, 24 th September, 2021 at 11:30 a.m. at the Registered Office of the Company situated at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad, Gujarat - 380058	<ol style="list-style-type: none"> 1. for appointment of Mrs. Neetu Rishi Jalan as an Independent Director 2. for grant of loans, or providing Security or Guarantee for the loans availed by other entities in which the Directors of the Company are interested 3. for remuneration for remaining tenure of Shalin Sudhakarbhair Patel Managing Director of the Company 4. for remuneration for remaining tenure of Shalin Bharatbhair Chokshi Whole Time Director of the Company 5. for appointment of Mr. Dipen Ashit Dalal as an Independent Director

Postal Ballot

During the year under review, no resolution was passed through Postal Ballot. However during the year 2020 – 2021, the Company has passed Special resolution through Postal Ballot Process for Migration of Listing/ Trading of Equity Shares of the Company from SME Platform (EMERGE) of National Stock Exchange of India (NSE) to Main Board of NSE.

The results of the Postal ballot are available on the website of the Company.

Details of capital market non-compliance, if any

There was no non-compliance by the Company of any legal requirements; nor has there been any penalty/stricture imposed on the Company by any stock exchange, SEBI or any statutory authority on any matter related to capital markets during the last three years.

Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosure as required under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is given in the Directors' Report of the Company.

Compliance Certificate

The MD and the CFO have certified to the Board with regard to the financial statements and other matters as required under regulation 17(8) read with Part B of Schedule II to the SEBI Listing Regulations

Annual General Meeting

11th Annual General Meeting of the members of Arvee Laboratories (India) Limited will be held at on Thursday, 4th day of August, 2022 at 11:30 a.m. at the Registered Office of the Company situated at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad, Gujarat - 380058

Book Closure Dates

Saturday, 30th July, 2022 to Thursday, 4th August, 2022 (both days inclusive)

Financial Year: April 1 to March 31

Financial Calendar year (2022 - 2023)

Quarterly Results	Schedule
Quarter ended on 30 th June, 2022	On or before 15 th August, 2022
Quarter ended on 30 th September, 2022	On or before 14 th November, 2022 (tentative)
Quarter ended on 31 st December, 2022	On or before 14 th February, 2023 (tentative)
Quarter ended on 31 st March, 2023	On or before 30 th May, 2023 (tentative)

Dividend

Not Applicable.

Plant Locations

Survey No. 316, Bhavnagar-Shihor Road Navagam (Kardej), Post Vartej - 364060, Bhavnagar, Gujarat, India

Global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity

There are no outstanding Global depository receipts or American depository receipts or warrants or any convertible instruments.

Fund Raising

During the year under review the Company has not made any preferential issue of shares or Qualified Institutional Placement and therefore no fund raising activity was carried out.

Commodity price risk or foreign exchange risk and hedging activities

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

Share Transfer System

SEBI amended regulation 40 of SEBI Listing Regulations, 2015, prohibiting transfer of securities (except transmission or transposition of shares) in physical form from 1 April 2019. During FY2022, no shares were transferred in the physical form except for these for whom the transfer deed was lodged prior to 1 April 2019 and were returned due to deficiency in the document and were thus re-lodged post 1 April 2019.

Dematerialization of Shares

100% shares of the Company are in dematerialized form.

Position of Shares as on 31st March, 2022

Mode	No. of Records	% of total records	Number of Shares	% of Total Issued Capital
NSDL	308	27.75	1,40,214	1.27
CDSL	802	72.25	1,08,79,786	98.73
Physical	0	0	0	0
Total	1110	100.00	1,10,20,000	100

ISIN: INE006Z01016

Corporate Identity Number: L24231GJ2012PLC068778

Stock Code

The Shares of the Company are listed on National Stock Exchange of India (Main Board) Exchange Plaza, 5th Floor Plot No.C-I, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400 051 and Scrip code is ARVEE. The Company has paid

listing fees for the year 2021 - 2022. The Company has paid listing fees for the year 2022 - 2023.

Monthly High and Low Price of the Shares of the Company on National Stock Exchange of India

Month	High	Low
April, 2021	139.4	58.15
May, 2021	215.95	111.5
June, 2021	127.75	86.45
July, 2021	115.25	102.00
August, 2021	113.85	86.6
September, 2021	99.5	82.55
October, 2021	92.6	68.85
November, 2021	80.5	69.00
December, 2021	91.9	71.5
January, 2022	108	79.05
February, 2022	99	69.10
March, 2022	154.85	74.75

Distribution of Shareholding according to size

SR NO	SHAREHOLDING OF NOMINAL		NUMBER OF SHAREHOLDERS	% TO TOTAL No. of Holders	SHARES	% TO TOTAL Shares
1	1	500	1016	91.53	56558	0.51
2	501	1000	30	2.70	24359	0.22
3	1001	2000	19	1.71	32973	0.30
4	2001	3000	9	0.81	23297	0.21
5	3001	40000	24	2.17	93813	0.86
6	5001	10000	2	0.18	14000	0.12
7	10001	999999999	10	0.90	10775000	97.78
TOTAL			1110	100.00	11020000	100.00

Distribution of shareholding across categories

Distribution of Shareholding across categories as at 31st March, 2022 is as under:

Category	No. of Shares	% of total Capital
Individuals / HUF of Promoter and Promoter Group	8100000	73.5
Individuals (Public)	2906368	26.37
HUF / Trust / NRI (Public)	13632	0.13
Total	11020000	100

Shareholders' and investors' grievances

The Board of Directors of the Company has a Stakeholders' Relationship Committee to specifically look into and resolve grievances of security-holders on various matters. No complaint is received during the year.

SEBI Complaints Redress System (SCORES)

SEBI administers a centralized web-based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website *www.scores.gov.in*. It also enables the market intermediaries and listed companies to receive the complaints from investors against them, redress such complaints and report redressal. All the activities starting from lodging of a complaint till its disposal are carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company has registered itself on SCORES and endeavors to resolve all investor complaints received through SCORES. There was no unattended or pending investor grievance as on March 31, 2022.

Details of Investor Complaints Received and redressed during the year 2021-22 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
0	0	0	0

Investor Education and Protection Fund

No amount was required to be transferred to the Investor Education and Protection Fund.

Unclaimed Shares Suspense Account

As per Regulation 34(3) and 39(4) read with Schedule V of the Listing Regulations, no shares are to be required to be transferred to Unclaimed Shares Suspense Account and consequently the applicable details are nil or not applicable.

Credit Rating

The Company has neither issued any debt instruments nor undertaken any fixed deposit programme or any scheme or proposal involving mobilization of funds, whether in India or abroad.

Share Transfer Agent

The work related to Share Transfer agent of the Company is handled by Bigshare Services Private Limited and accordingly, processing of share transfer/dematerialization/dematerialization and allied activities was outsourced to Bigshare Services Private Limited. All physical transfers (to the extent permitted),

transmission, transposition, issue of duplicate share certificate(s), issue of demand drafts in lieu of dividend warrants etc. as well as requests for dematerialization/rematerialisation are being processed in periodical cycles by Bigshare Services Private Limited. The work related to dematerialization/rematerialisation is handled by Bigshare Services Private Limited through connectivity with NSDL and CDSL.

Address of Share Transfer Agent

Bigshare Services Private Limited Registered Office : 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai - 400059.

Company Secretary and Compliance Officer

Mrs. Raina Singh Company Secretary
403, Entice, Nr. Jayantilal Park BRTS, Iskcon Bopal Road, Ambli, Ahmedabad 380058.

Address for Correspondence

Arvee Laboratories (India) Limited
403, Entice, Nr. Jayantilal Park BRTS, Iskcon Bopal Road, Ambli, Ahmedabad 380058.

Email: compliance@arveelabs.com
www.arveelabs.com

Email id for Investor Grievance: compliance@arveelabs.com

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

Place: Ahmedabad

Dated: 27th June, 2022

Sd/-

**CHAIRMAN CUM MANAGING DIRECTOR
Shalin Sudharkarbhay Patel
(DIN: 01779902)**

Annexure V

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure, Developments and Markets Size

The Indian chemicals industry stood at US\$ 178 billion in 2019 and is expected to reach US\$ 304 billion by 2025 registering a CAGR of 9.3%. The demand for chemicals is expected to expand by 9% per annum by 2025. The chemical industry is expected to contribute US\$ 300 billion to India's GDP by 2025. The quantum of production of Major Chemicals increased to 115.82 lakh tonnes during 2021-22 (up to February 2022) as compared to 101.52 lakh tonnes during the corresponding period of the previous year, recording an increase of 14.09%. The quantum of production of Major Petrochemicals increased to 408.50 lakh tonnes during 2021-22 (up to February 2022) as compared to 381.07 lakh tonnes during the corresponding period of the previous year, recording an increase of 7.2%.

An investment of Rs. 8 lakh crore (US\$ 107.38 billion) is estimated in the Indian chemicals and petrochemicals sector by 2025.



The specialty chemicals constitute 22% of the total chemicals and petrochemicals market in India. The demand for specialty chemicals is expected to rise at a 12% CAGR in 2019-22. Indian manufacturers have recorded a CAGR of 11% in revenue between FY15 and FY21, increasing India's share in the global specialty chemicals market to 4% from 3%, according to the CRISIL report. A revival in domestic demand and robust exports will spur a 50% YoY increase in the capex of specialty chemicals manufacturers in FY22 to Rs. 6,000-6,200 crore (US\$ 815-842 million). From April 2021 to February 2022, exports of organic & inorganic chemicals increased 33.75% YoY to reach US\$ 26.48 billion. Revenue growth is likely to be 19-20% YoY in FY22, up from 9-10% in FY21, driven by recovery in domestic demand and higher realizations owing to rising crude oil prices and better exports.

- The petrochemical demand is expected to grow at 7.5% CAGR from FY 2019-23, with polymer demand growing at 8%.
- Exports of Organic & Inorganic Chemicals values at USD 2561.74 mn in May 2022 and records positive growth vis-à-vis May 2021 of 17.35%
- The Average Index of Industrial Production of Manufacturing of chemicals and chemical products in the FY 2021-22 is 120.7 and has grown by 4.1 percent.
- The agrochemicals market in India is expected to grow at 8% CAGR reaching \$4.7 bn by FY25.
- The specialty chemicals constitute 22% of the total chemicals and petrochemicals market in India. The demand for specialty chemicals is expected to rise at a 12% CAGR in 2019-22.
- The production of total Major Chemicals & Petrochemicals in 2021-22 (Up to February 2022) is 52,432.4 thousand MT and indicates an increase of 8.6% from February 2021.

GROWING DEMAND

◆ Rise in demand from end-user industries such as food processing, personal care and home care is driving development of different segments in India's specialty chemicals market.

◆ The domestic chemicals sector's small and medium enterprises are expected to showcase 18-23% revenue growth in FY22, owing to an improvement in domestic demand and higher realisation due to high prices of chemicals.

OPPORTUNITIES

◆ India's specialty chemicals companies are expanding their capacities to cater to rising demand from domestic and overseas.

◆ With global companies seeking to de-risk their supply chains, which are dependent on China, the chemical sector in India has the opportunity for a significant growth.

POLICY SUPPORT

◆ The government plans to introduce production-linked incentive (PLI) scheme to promote domestic manufacturing of agrochemicals

◆ Under the Union Budget 2022-23 the government allocated Rs. 209 crores (US\$ 27.43 million) to the Department of Chemicals and Petrochemicals.

INCREASING INVESTING AND SPENDING

◆ FDI inflows in the chemicals sector (other than fertilizers) reached US\$ 19.09 billion between April 2000 to December 2021.

◆In November 2021, Indian Oil Corporation (IOCL) announced plans to invest Rs. 3,681 crore (US\$ 495.22 million) to set up India's first mega-scale maleic anhydride unit for manufacturing high-value specialty chemicals at its Panipat Refinery in Haryana.

Opportunities

Despite the current critical financial and economic hurdles, the expected positive long term economic development and the increasing freight transport volumes constitute an opportunity for the growth and the further development of most of the chemical enterprises. This can be an important contribution to the stabilization of markets and the improvement of customer satisfaction.

Threats

The present economic position serves as a threat to many chemical companies both worldwide and on the regional level. In general labour avoid working in chemical plants. Hence company may have to face labour problem.

OUR STRATEGIES

Expansion of our presence in the domestic markets

Our Company seeks to expand and enhance our presence in our existing business segments by identifying markets where we can provide cost effective, technically advanced products to our clients. Our Company plans to cater to various customers from different geographical locations by following the direct market route for large customers. Our Company would also aim to build-up our sales force which will enable us to effectively market our products.

Meeting Quality Standards and developing customer focus

Our driving force has always been the quality of our products, as the same would enable us for long standing relationship with our customers. Our technical team is equipped with testing facilities to ensure that all our products are thoroughly tested prior to dispatch from our factory. We will continue to strive our quality standards high.

Continue to develop & maintain relationships

We provide services to national as well as international clients. We continue to enjoy the patronage of our clients. We believe that we can leverage our existing relationships, our brand and our technical expertise to grow our client base which would help us in achieving our growth objective.

Reduction in Cost

We continue to monitor and explore all the possible opportunity for reduction in the Cost including manufacturing and administrative cost for maximization of resources and creation of wealth for shareholders.

Outlook

The outlook for the coming year looks promising for the Chemicals business at this point in time. Demand is showing signs of improvement and with a price advantage

due to our best negotiation abilities we are likely to perform well. However, global recession and market conditions may have an impact on our business to suffer which in turn can have bearing on profitability. Further with the rise in Delta Variant can be a global cause of concern.

The outlook for the demand of the Products continues to be robust considering the COVID. It is expected that the outlook for the Chemicals sector continues to be bright. In view of the Atmanirbhar Bharat, it is expected that the demand for the Company products will grow manifold.

Risks and Concerns

Your Company had put a risk management framework in place post a comprehensive review of its risk management process. Your Company takes a fresh look at the risk management framework through our Audit Committee at least once in a year. The review involved understanding the existing risk management initiatives and assessment of risks in the businesses as the relative control measures and arriving at the desired counter measures keeping in mind the risk appetite of the organization. The audit Committee has periodically reviewed the risks in the business and recommended appropriate risk mitigating actions.

The business of the Company is likely to be affected by various internal and external risks enumerated as under:

- Our success depends largely upon the services of our Promoter, Directors and other key managerial personnel and our ability to attract and retain them.
- The prices we are able to obtain for the products that we trade depend largely on prevailing market prices.
- We face Intense competition in our businesses, which may limit our growth and prospects.
- Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock price.
- Global recession and market conditions could cause our business to suffer.
- Natural calamities and changing weather conditions caused as a result of global warming could have a negative impact on the Indian economy and consequently impact our business and profitability.
- Tax rates applicable to Our Company may increase and may have an adverse impact on our business.
- Political instability or changes in the Government could adversely affect economic conditions in India generally and our business in particular.

As a responsible employer, to ensure occupational safety and employment standards, your Company maintains strict safety and quality control programs to monitor and control these operational risks.

Internal Control System and their adequacy

The Company maintains adequate internal control systems, which provides, among other things, reasonable assurance of recording the transactions of its operations in

all material respects and of providing protection against significant misuse or loss of company's assets.

Internal Controls are adequately supported by internal audit and periodical review of by the management. The audit committee meets periodically to review with the management and statutory auditors, financial statements. The Audit Committee also meets with the internal auditors to review adequacy /scope of internal audit function, significant findings and follow up thereon and finding of abnormal nature.

Discussion on financial performance with respect to operational performance

During the year company has reported total income of Rs. 4079.03 lacs as against 4795.98 lacs. Net Profit of the Company during the Current year stand at Rs. 257.38 lacs as against profit of Rs. 267.73 lacs in the previous year.

Material developments in human resources/ Industrial Relations front, including number of people employed

Relations with the employees of the Company at various levels remained harmonial during the year under the review. The Company is making its best efforts to retain and attract talented employees. During the year under the review, the Company has complied with all legislative provisions of labour laws. The number of employees of the company as of 31st March, 2022 was 66 employees

Other Disclosures

a. Basis of related party transaction:

During the year under the review, related party transactions, if any, are disclosed in the Balance Sheet. Transactions are entered at arm's length.

b. Disclosure of accounting treatments:

The Company has followed all relevant Accounting Standards while preparing the financial Statements.

c. Board Disclosures - Risk Management:

The Company has developed comprehensive risk management policy and same is reviewed by the Audit Committee, which in turn, informs the Board about the risk assessment and minimization procedures. Major risks identified for the Company by the management are Currency fluctuation, Compliance, Regulatory changes, Manufacturing & Supply, Litigation, Information Technology and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize. Since the risk control frame work is

new to Indian Corporate Culture, it is being strengthened on continuous basis using the outside professional help.

d. Proceeds from public issues, right issues, preferential issues etc.:

During the year under review no fund raising by way of public issue, right issue or preferential issue was made.

Besides above, there was no instance of non-compliance of any matter related to the capital markets during the last three years.

Details of significant changes in key Financial Ratios & Return on Net worth

Pursuant to amendment made in schedule V to the Listing Regulations, details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios and any changes in return on net worth of the Company (on standalone basis) including explanations therefor are given in note no. 2.14 of the financial statements. Members are requested to refer the same.

Cautionary Statement

The above Management Discussion and Analysis contains certain forward looking statements within the meaning of applicable security laws and regulations. These pertain to the Company's future business prospects and business profitability, which are subject to a number of risks and uncertainties and the actual results could materially differ from those in such forward looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties, regarding fluctuations in earnings, our ability to manage growth, competition, economic growth in India, ability to attract and retain highly skilled professionals, time and cost over runs on contracts, government policies and actions with respect to investments, fiscal deficits, regulation etc. In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources thought to be reliable. The Company does not undertake to make any announcement in case any of these forward looking statements become materially incorrect in future or update any forward looking statements made from time to time on behalf of the Company.

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

Place: Ahmedabad

Dated: 27th June, 2022

Sd/-

**CHAIRMAN CUM MANAGING DIRECTOR
Shalin Sudharkarbhaj Patel
(DIN: 01779902)**

ANNEXURE VI

CERTIFICATE ON COMPLIANCE WITH THE REGULATIONS OF CORPORATE GOVERNANCE

**To
The Shareholders Of
ARVEE LABORATORIES (INDIA) LIMITED**

I, Alkesh Jalan, Proprietor of Jalan Alkesh & Associates, Company Secretary in Practice, the Secretarial Auditor of Arvcc Laboratories (India) Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March 2022, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and amendments from time to time (the "Listing Regulations").

MANAGEMENT'S RESPONSIBILITY

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

AUDITORS' RESPONSIBILITY

- a) My responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
- b) I have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

OPINION

- a) Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended 31st March 2022.
- b) I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the

Management has conducted the affairs of the Company Reporting of Internal auditor directly to the Audit Committee.

**For, Jalan Alkesh & Associates
Company Secretaries**

Sd/-

**Alkesh Jalan [Proprietor]
FCS: 10620, COP: 4580
UDIN: F010620D000535067**

**Date: 27th June, 2022
Place: Ahmedabad**

ANNEXURE VII

Details 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.

A. Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2021-22 are as follows:

Sr. No.	Directors	Remuneration (Rs in Lakhs)	Median Remuneration (Rs in Lakhs)	Ratio
1.	Shalin Sudhakarbhai Patel	41.36	1.02	40.54 : 1
2.	Shalin Bharatbhai Chokshi	37.56	1.02	36.82 : 1

Other Directors are not paid any remuneration and therefore the comparative ratio is not applicable.

B. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2021-22 are as follows:

Name of the Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary, Manager	Designation	Percentage increase in remuneration
Shalin Sudhakarbhai Patel	Managing Director	12.62
Shalin Bharatbhai Chokshi	Whole Time Director	2.28
Mr. Saurin Gandhi	Chief Financial Officer	6.64
Ms. Raina Singh Chauhan	Company Secretary	0.40

C. The percentage increase in the median remuneration of employees in the financial year 2021-22:

	(Amount in Rs)		
	2021-22	2020-21	Decrease (%)
Median Remuneration of Employees	1,02,345	1,41,176	27.50%

D. There were 66 Employees on the payroll of company as on 31st March, 2022.

E. Comparison of average Percentile increase in salary of employees other than the managerial personnel and the percentage increase in the remuneration paid to managerial personnel:

	(Amount in Rs)		
	2021 - 22	2020-21	Increase (%)
Average salary of all employees (other than Managerial Personnel) calculated on per month basis	12,827	22,092	-41.93
Managerial Personnel:			
Shalin Sudhakarbhai Patel	3,44,692	3,06,079	12.61
Shalin Bharatbhai Chokshi	3,13,025	3,06,079	2.26
Saurin Gandhi	86,458	81,072	6.64
Raina Singh	7,530	7,500	0.4

F. The key parameters for any variable component of remuneration availed by the directors;

There are no variable components in remuneration package availed by the directors.

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

It is hereby affirmed that the remuneration paid to the Directors, Key Managerial personnel and Senior Management is as per the Remuneration Policy.

H. Statement containing the particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

Nons of the employees of the company employed throughout the financial year 2021-22 and were paid remuneration in excess of the limits prescribed. i.e. Rs. 1.02 Crores per annum.

Nons of the employees employed for a part of the financial year 2021-22 at a rate which, in aggregate, was in excess of Rs. 8.50 Lacs per month.

Nane of the employees were employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

**FOR & ON BEHALF OF THE BOARD OF
ARVEE LABORATORIES (INDIA) LIMITED**

**Place: Ahmedabad
Dated: 27th June, 2022**

Sd/-

**CHAIRMAN CUM MANAGING DIRECTOR
Shalin Sudharkarbhair Patel
(DIN: 01779902)**

Annexure VIII

Certificate of Noo-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (listing obligations and Requirements) Regulations, 2015)

To,
The Members of
ARVEE LABORATORIES (INDIA) LIMITED
403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road,
Ambli, Ahmedabad - 380058

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Arvee Laboratories (India) Limited having CIN: L2423IGJ2012PLC068778 and having registered office at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon Bopal Road, Ambli, Ahmedabad - 380058 (hereinafter referred to as 'the company'), produced before us by the Company for the purpose of issuing this certificate in accordance with Regulation 34 (3) read with Schedule V Para-C clause (10) (i) of the SEBI (listing obligations and Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verification (including Directors Identification Number (DIN) status at the Portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers we hereby certify that none of the Directors on the Board of the company as stated below for the Financial Year ending on 31st March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Shalin Sudhakarbhai Patel	01779902	01/04/2014
2	Shalin Bharatbhai Chokshi	00191903	27/01/2012
3	Vishal Nitin Mehta	07977497	04/12/2017
4	Sachin Kanwarlal Kansal	03566139	01/10/2021
5	Neetu Jalan	08719470	12/02/2021
6	Dipen Ashit Dalal	09219731	17/07/2021

Ensuring the eligibility of for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For, Jalan Alkesh & Associates,
Company Secretaries**

Sd/-

**Place: Ahmedabad
Date: 27th June, 2022**

**Alkesh Jalan [Proprietor]
FCS No.: 10620 COP No. : 4580
UDIN F010620C000477086**

Independent Auditor's Report

To
The Members of
ARVEE LABORATORIES (INDIA) LIMITED
Ahmedabad

I. Report on the Audit of the Standalone Financial Statements

1. Opinion

We have audited the accompanying standalone financial statements of **ARVEE LABORATORIES (INDIA) LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information.

in our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2022, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These

matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to be communicated in our report.

4. Other Information – Board of Directors' Report

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

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

We have nothing to report in this regard.

5. Management's Responsibility for the Standalone Financial Statements

A. The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards 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 adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

B. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are responsible for overseeing the Company's financial reporting process.

6. Auditor's Responsibilities for the audit of the Standalone Financial Statements

- A. Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting 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 the provisions of the Act and the Rules made thereunder.**
- B. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.**
- C. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:**
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.**
 - Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.**
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.**
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.**
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.**

- D. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- E. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Sub-section (11) of Section 143 of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the order.
2. (A) As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the balance sheet and the statement of profit and loss and cash flows dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure-B" to this report; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
 - g) in our opinion, the managerial remuneration for the year ended March 31, 2022 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(B) 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 as amended, in our opinion and to the best of our information and according to the explanations given to us:

- a) The Company does not have any pending litigations which would impact its financial position;
- b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d) (i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in note to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The Management has represented that, to the best of its knowledge and belief, as disclosed in notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.

**FOR. JAIMIN DELIWALA & CO
CHARTERED ACCOUNTANTS
Firm Registration No.: 103861W**

Sd/-

**CA JAIMIN DELIWALA
PROPRIETOR
M.NO : 044529
UDIN:**

**PLACE: AHMEDABAD
DATE: 26/05/2022**

ARVEE LABORATORIES (INDIA) LIMITED
Accounting Year: 2021-22

Annexure – A to the Independent Auditor's Report

The Annexure referred to in the Independent Auditor's Report to the Members of the company on the Standalone Financial Statements of the Company for the year ended 31st March, 2022, we report that:

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.
(B) The Company is maintaining proper records showing full particulars of Intangible Assets.
- (b) The Property, Plant & Equipment were physically verified by the Management at reasonable interval which, in our opinion is reasonable having regard to the size of the company and nature of its Property, Plant & Equipment. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The title deeds of all the immovable properties, as disclosed in Note 0 on to the financial statements, are held in the name of the company.
- (d) The company has not revalued its property, plant and equipment or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and equipment or intangible assets does not arise.
- (e) According to the information and explanations given to us and result of our audit procedures, in our opinion, no proceedings have been initiated or are pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate.
- (b) According to the information and explanations given to us and relevant records produced, the company has been sanctioned working capital limit of Rs. 10 Cr in aggregate. Copies of monthly statements and returns furnished to the bank have also been made available for verification to us. We have verified the same on random sampling basis and found the same in agreement with books of accounts. Discrepancies were noticed during such verification, where reasonably explained by management.
- (iii) (a) According to the information and explanations given to us, during the year the company has not made any investment and also not provided any loans and advances in the nature of loans or guarantee to companies, firms, United Liability Partnerships and other parties.
- (b) In view of the matters reported in paragraph (iii) (a) above, the provisions of paragraph (iii) (b) is not applicable to the company.
- (c) In view of the matters reported in paragraph (iii) (a) above, the provisions of paragraph (iii) (c) is not applicable to the company.

- (d) in views of the matters reported in paragraph (iii) (a) above, the provisions of paragraph (iii) (d) is not applicable to the company.
 - (e) In views of the matters reported in paragraph (iii) (a) above, the provisions of paragraph (iii) (e) is not applicable to the company.
 - (f) In views of the matters reported in paragraph (iii) (a) above, the provisions of paragraph (iii) (f) is not applicable to the company.
- (iv) in our opinion and according to the information and explanations given to us, the Company has not entered into any transaction of granting of loans or making of investments or providing guarantees or security to any person covered under the provisions of Section 185 and Section 186 of the Act.
- (v) According to the information and explanations given to us, and based on our audit procedure, the Company has not accepted any deposits within the meaning of Sections 73 to 70 of the Act or any other relevant provisions of the Companies Act, 2013.
- (vi) We have broadly reviewed the books of accounts maintained by the company pursuant to the rules made by the central government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacturing activities, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) In respect of statutory dues:
- (a) According to the records of the Company, undisputed statutory dues, including Provident Fund, Employees' State insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2022 for a period of more than six months from the due date of becoming payable.
 - (b) According to the records of the Company, there are no statutory dues including Provident Fund, Employees' State insurance, income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues which have not been deposited on March 31, 2022 on account of any dispute.
- (viii) According to the information and explanations given to us, there was no transaction found unrecorded in the books of accounts of the company which have been surrendered or disclosed as income during the year, in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) According to the information and explanations given to us, and as verified from the books of accounts, the company has not defaulted in repayment of loans or other borrowings or interest thereon to any lender.
- (b) in our opinion and according to the information and explanations given to us, the company is not declared wilful defaulter by any bank or financial institutions or other lender.
 - (c) in our opinion and according to the information and explanations given to us, the Company has not raised any new term loan during the year, hence provisions of clause

3(ix)(c) is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, we report that no funds raised on short term basis have been used for long term investment by the Company.

(e) In our opinion and according to the information and explanations given to us, and on an overall examination of the Balance Sheet of the Company, we report that, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, associates or joint ventures

(f) In our opinion and according to the information and explanations given to us, the Company has not raised any term loan during the year on the pledge of securities held in its subsidiaries, joint ventures or associate Companies, hence provisions of clause 3(ix)(f) is not applicable to the Company.

(x) (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3(x) (a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(x) (h) of the Order is not applicable to the Company.

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

(b) In view of above, the Auditor had no reason to file Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the central Government.

(c) To the best of our knowledge and according to the information and explanations given to us, the Company has not received any whistle blower complaints during the year.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with sections 177 and 188 of the Act, where applicable, for all transactions with the related parties and details of related party transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.

(xiv) (a) The company has an internal audit system commensurate with the size and nature of its business

(b) We have considered the internal audit reports of the company issued till date, for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the

year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.

- (xvi) (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
(b) The company is not a NBFC and hence reporting under this clause is not required.
(c) The company is not a NBFC and hence reporting under this clause is not required.
(d) This clause is not applicable to the company as it is not CIC.
- (xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash loss in the current financial year as well in the immediately preceding financial year.
- (xviii) There has been a voluntary resignation of statutory auditors for the ensuing year. We have communicated with them and have taken into consideration views expressed by them.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, the provisions of section 135 of the Companies Act, 2013 regarding CSR Activities is not applicable to the company, hence reporting requirement under paragraph 8(xx)(a) and paragraph 3(xx)(b) of the order are not applicable to the company.

FOR, JAIMIN DELIWALA & CO
CHARTERED ACCOUNTANTS
Firm Registration No.: 103861W

Sd/-

CA JAIMIN DELIWALA
PROPRIETOR
M.ND : 044529
UDIN:

PLACE: AHMEDABAD
DATE: 26/05/2022

ARVEE LABORATORIES (INDIA) LIMITED

Accounting Year: 2021-22

ANNEXURE B

TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF ARVEE LABORATORIES (INDIA) LIMITED

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

1. We have audited the internal financial controls with reference to financial statements of **ARVEE LABORATORIES (INDIA) LIMITED** as of March 31, 2022 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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

3. Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. 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.

5. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

Meaning of Internal Financial Controls over Financial Reporting

6. 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.

Limitations of Internal Financial Controls over Financial Reporting

7. 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

8. 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, 2022 with respect to the transactions of the Company, based on the internal control over financial reporting criteria established by the Bank considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**FOR. JAIMIN DELIWALA & CO
CHARTERED ACCOUNTANTS
Firm Registration No.: 103861W**

Sd/-

**CA JAIMIN DELIWALA
PROPRIETOR
M.ND : 044529
UDIN:**

**PLACE: AHMEDABAD
DATE: 26/05/2022**

Arvee Laboratories (India) Limited
CIN: L24231GJ2012PLC068778
Statement of Balance Sheet as at 31st March, 2022

(Amounts in Thousands)

Particulars	Note No	As at 31st March 2022	As at 31st March 2021
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	1,38,230.17	1,37,821.78
Capital Work-in-Progress	3	9,776.74	9,663.24
Other Intangible Assets	4	187.02	272.52
Financial Assets			
(i) Other Financial Assets	5	1,720.82	2,444.90
Other Non-current Assets	6	43.65	4,722.46
Total Non-Current Assets		1,49,958.40	1,54,924.91
Current assets			
Inventories	7	57,273.57	74,313.66
Financial Assets			
(i) Current Investments	8	-	20,339.59
(ii) Trade receivables	9	1,21,264.09	78,813.54
(iii) Cash and cash equivalents	10	46,292.44	66,052.90
Other Current Assets	11	12,059.68	16,016.86
Total Current Assets		2,36,889.77	2,55,538.54
Total Assets		3,86,848.17	4,10,463.45
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	12	1,10,200.09	1,10,200.90
Other Equity	13	1,29,219.44	1,04,182.28
Total Equity		2,39,419.44	2,14,382.28
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	10,000.00	10,000.00
Other Financial Liabilities		-	-
Deferred tax liabilities (Net)	19	2,002.48	3,132.58
Total Non-current liabilities		12,002.48	13,132.58

Current Liabilities				
Financial Liabilities				
(i) Borrowings	14		21,313.65	78,792.00
(ii) Trade Payables	15			
- Total o/s dues of micro and small enterprise			6,392.47	2,107.74
- Total o/s dues of creditors other than micro and small enterprise			91,997.02	93,339.34
(iii) Other Financial Liabilities			-	-
Provisions	16		13,839.92	7,450.34
Other current liabilities	17		899.18	665.81
Current Tax Liabilities (Net)	18		964.01	593.37
Total Current liabilities			1,35,426.25	1,82,948.59
Total Equity and Liabilities			3,86,848.17	4,10,463.45
Significant Accounting Policies	2			
The Notes referred to above form an integral part of these Financial Statements				

As per our separate report of even date attached
For, Jaimin Deliwala & Co.
Chartered Accountants

Sd/-

Jaimin Deliwala
Proprietor
M. No. 044529
FRN :- 103861W

Place : Ahmedabad
Date : 26/05/2022
UDIN : 22044529AJYWCS4916

For and on behalf of the Board of Directors of
Arvee Laboratories (India) Limited

Sd/-

Shalin S Patel
Managing Director
[DIN: 01779902]

Sd/-

Saurin A Gandhi
Chief Financial Officer
[PAN: AJUPG7995F]

Sd/-

Shalin B Chokshi
Whole Time Director
[DIN: 00191903]

Sd/-

Rains Singh Chauban
Company Secretary
[M. No. 57624]

Arvee Laboratories (India) Limited

CIN: L24231GJ2012PLC068778

Statement of Profit and Loss Account for the year ended 31st March, 2022

(Amounts in Thousands)

Particulars	Note No	for the year ended 31st March 2022	for the year ended 31st March 2021
Revenue from operations	20	4,03,274.63	4,73,750.13
Other Income	21	4,629.22	5,848.21
Total Revenue		4,07,903.85	4,79,598.34
Expenses:			
Cost of Material Consumed	22	2,31,949.46	2,90,747.36
Changes in Inventories of finished Goods, Work-in-Progress and Stock in Trade	23	(7,619.09)	4,180.06
Employee benefit expense	24	56,915.46	35,427.50
Finance costs	25	3,587.91	5,764.95
Depreciation, Amortisation and Impairment expense	26	23,204.41	24,066.09
Other expenses	27	65,375.63	62,997.98
Total Expenses		3,73,413.82	4,43,183.94
Profit before exceptional and extraordinary items and tax		34,490.03	36,414.40
Exceptional & Extraordinary Items			
Profit before tax		34,490.03	36,414.40
Tax expense:			
Current tax		9,882.00	10,725.53
Deferred tax	19	(1,130.10)	(1,084.66)
Net Tax expenses		8,751.90	9,640.87
Profit for the year		25,738.13	26,773.53
Other Comprehensive Income			
Items that will not be reclassified subsequently to Profit or Loss			
Remeasurement of Defined Benefit Plans		-	-
Changes in Fair Value of FVOCI equity instruments		-	-
Income tax relating to Items that will not be reclassified subsequently to Profit or Loss		-	-
Net other comprehensive income not to be reclassified subsequently to Profit and Loss		-	-
Items that will be reclassified subsequently to Profit or Loss			
Debt instruments through other comprehensive income - net change in fair value		-	-
Income tax relating to Items that will be reclassified subsequently to Profit or Loss		-	-

Net other comprehensive income to be reclassified subsequently to Profit and Loss		-	-
Total Other Comprehensive income for the year		-	-
Total Comprehensive income for the year		25,738.13	26,773.53
Earning per equity share:			
(1) Basic		2.34	3.24
(2) Diluted		2.34	3.24
Significant Accounting Policies	2		
The Notes referred to above form an integral part of these Financial Statements			

As per our separate report of even date attached

For, Jaimin Deliwala & Co.
Chartered Accountants

Sd/-

Jaimin Deliwala
Proprietor
M. No. 044529
FRN :- 103861W

Place : Ahmedabad
Date : 26/05/2022
UDIN : 22044529AJYWCS4916

For and on behalf of the Board of Directors of
Arvee Laboratories (India) Limited

Sd/-

Sd/-

Shalin S Patel
Managing Director
[DIN: 01779902]

Shalin B Chokshi
Whole Time Director
[DIN: 00191903]

Sd/-

Sd/-

Saurin A Gandhi
Chief Financial Officer
[PAN: AJUPG7995F]

Raina Singh Chauhan
Company Secretary
[M. No. 57624]

Arvee Laboratories (India) Limited
CIN: L24231GJ2012PLC068778
Statement of Cash Flows for the year ended 31st March, 2022

(Amounts in Thousands)

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
A. Cash Flow from Operating Activities		
Net Profit Before Tax	34,490.03	36,414.40
Adjustment for :		
Depreciation	23,204.41	24,066.09
Amortisation	614.60	614.60
Finance Costs recognised in Statement of Profit and Loss	3,034.16	4,920.64
Interest Income recognised in Statement of Profit and Loss	(2,652.88)	(2,822.72)
Loss /(Gain) on Sale of Investments	(1,240.93)	(2,948.66)
Loss /(Gain) on Disposal of Property, Plant & Equipment	-	205.05
Operating Profit before Working capital Changes	57,449.39	60,449.40
Adjustment for (Increase) / Decrease in Working Capital :		
Inventories	17,040.09	(9,635.00)
Trade Receivables	(42,448.55)	(13,663.98)
Loans and Advances	8,745.47	(7,719.59)
Trade Payables and Provisions	8,825.91	(2,683.97)
Cash generated from Operations	49,612.31	26,746.87
Direct Taxes Paid (Net)	(9,452.87)	(9,640.87)
Net Cash from Operating Activities	40,159.44	17,106.00
B. Cash Flow from Investing Activities :		
Purchase of Property, Plant and Equipments, other intangible Assets & Capital Work-in-progress	(23,640.78)	(22,906.13)
Proceeds from Property, Plant and Equipments, other intangible Assets & Capital Work-in-progress	-	491.00
Purchase/Sale of Investments	20,339.59	10,601.84
Profit on sale of Investment	1,240.93	2,948.66
Interest received	2,652.88	2,822.72
Net Cash used in Investing Activities	592.61	(6,041.91)
C. Cash Flow from Financing Activities :		
Share Capital Issued	-	-
Security Premium Received	-	-
Preliminary Expenses Incurred	-	-
Borrowings	(57,478.35)	50,124.56
Finance Cost Paid	(3,034.16)	(4,920.64)
Net Cash Generated from/(used in) Financing Activities	(60,512.51)	45,203.92
Net increase in Cash and Cash Equivalents (A+B+C)	(19,760.46)	56,268.01
Cash and Cash Equivalents as at 1st April (Opening Balance)	66,052.90	9,784.89
Cash and Cash Equivalents as at 31st March (Closing Balance)	46,292.44	66,052.90

Notes :

The above statement of Cash Flows has been prepared under the "Indirect Method" as set out in India Accounting Standard (Ind AS- 7) - Statement of Cash Flow.

As per our separate report of even date attached

For, Jaimin Deliwala & Co.
Chartered Accountants

Sd/-

Jaimin Deliwala
Proprietor
M. No. 044529
FRN :- 103861W

Place : Ahmedabad

Date : 26/05/2022

UDIN : 22044529AJYWCS4916

For and on behalf of the Board of Directors of
Arvee Laboratories (India) Limited

Sd/-

Shalin Patel
Managing Director
[DIN: 01779902]

Sd/-

Saurin A Gandhi
Chief Financial Officer
[PAN: AJUPG7995F]

Sd/-

Shalin Chokshi
Whole Time Director
[DIN: 00191903]

Sd/-

Raina Singh Chauhan
Company Secretary
[M. No. 57624]

Arvee Laboratories (India) Limited
CIN: L24231GJ2012PLC068778
Statement of Changes in Equity for the year ended 31 March 2022

(Amount in Thousands)

A. EQUITY SHARE CAPITAL

(1) Current Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
1,10,200.00	-	1,10,200.00	-	1,10,200.00

(2) Previous Reporting Period

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
55,100.00	-	55,100.00	55,100.00	1,10,200.00

B. Other equity

Attributable to the equity holders of the parent

Particulars	Reserves and Surplus				Total
	Securities Premium	General Reserve	Retained Earnings	Other Comprehensive Income	
Balance as at April 1, 2020	74,460.00	-	58,048.75	-	1,32,508.75
Profit for the year	-	-	25,773.53	-	26,773.53
Other comprehensive income for the year	-	-	-	-	-
Total Comprehensive income for the year	-	-	25,773.53	-	26,773.53
Bonus Issued	(55,100.00)	-	-	-	(55,100.00)
Balance as at March 31, 2021	19,360.00	-	84,822.28	-	1,04,182.28
Balance as at April 1, 2021	19,360.00	-	84,822.28	-	1,04,182.28
Profit for the year	-	-	25,738.13	-	25,738.13
Other comprehensive income for the year	-	-	-	-	-
Total Comprehensive income for the year	-	-	25,738.13	-	25,738.13
Short / Excess Provision Of Tax In Earlier Year	-	-	(700.97)	-	(700.97)
Balance as at March 31, 2022	19,360.00	-	1,09,859.44	-	1,29,219.44

Significant accounting policies

The accompanying notes are an integral part of the financial statements.

As per our separate report of even date attached.

For, Jaimin Delliwala & Co.
Chartered Accountants

Sd/-

Jaimin Delliwala
Proprietor
M. No. 044529
FRN :- 103861W

Place : Ahmedabad
Date : 26/05/2022
UDIN : 22044529A1YWCS4916

For and on behalf of the Board of Directors of
Arvee Laboratories (India) Limited

Sd/-

Sd/-

Shalin S Patel Shalin B Chokshi
Managing Director Whole Time Director
[DIN: 01779902] [DIN: 00191903]

Sd/-

Sd/-

Saurin A Gandhi Raina Singh Chauhan
Chief Financial Officer Company Secretary
[PAN: AJUPG7995F] [M. No. 57624]

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

Note 1: Company Overview

Arvee Laboratories (India) Ltd. ("the company") is a public limited company domiciled in India. The Shares of the company are listed on the NSE Main Board.

The addresses of its registered office is 403, ENTICE Building, Opposite Jayantilal Park BRTS Bus Stop, Iskcon Bopal Road, Amhli, Ahmedabad - 380 058, Gujarat, India.

The plant of the company is situated at Survey No. 316, Bhavnagar Shihor Road, Post: Vartej, Kardej, Dist. Bhavnagar, PIN-364060, Gujarat, India. The company is engaged in manufacturing of specialized chemicals.

Note 2: Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

The accounting policies applied in these financial statements are the same as those applied in the financial statements as at and for the year ended 31 March 2022.

2.1 Basis of Preparation of Financial Statements

(1) Compliance with IndAS

The financial statements have been prepared in all material aspects, in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorized for issue by the Company's Board of Directors on May 26, 2022

(2) Basis of measurement

The financial statements have been prepared on a historical cost basis.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

(3) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded off to the nearest thousands except share data, unless otherwise stated.

(4) Current vs Non-current Classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- * Expected to be realised or intended to be sold or consumed in normal operating cycle
- * Held primarily for the purpose of trading
- * Expected to be realised within twelve months after the reporting period, or
- * Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- * It is expected to be settled in normal operating cycle
- * It is held primarily for the purpose of trading
- * It is due to be settled within twelve months after the reporting period, or
- * There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. Based on the nature of business and its activities, the company has ascertained its operating cycle as twelve months for the purpose of Current and Non-current classification of assets and liabilities.

Deferred tax liability is classified as non-current liability.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

2.2 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue from sale of goods includes excise duty and are net of discounts, applicable taxes, rebates and estimated returns. The revenue is recognized when the significant risks and rewards of ownership of goods are transferred to the buyer, recoverability of consideration is probable, the amount of revenue and cost incurred or to be incurred in respect of the transaction can be measured reliably and there is no continuing managerial involvement over the goods sold

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

MEIS receivable on Export of Goods is recognized on the basis of claim disbursement by the relevant authority.

2.3 Property, Plant & Equipment

2.3.1 Property, Plant and Equipment acquired separately

Freehold land is stated at cost and not depreciated. Buildings, plant and machinery, vehicles, furniture and office equipments are stated at cost less accumulated depreciation and accumulated impairment losses. An item of Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

2.3.2 Capital Work in Progress

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified and capitalized to the appropriate categories of Property, Plant and Equipment when completed and

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

2.3.3 Depreciation

Depreciation is recognized so as to write off the cost of assets (other than Freehold Land and Capital Work-in-Progress) less their residual values over their useful lives, using the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013. The life has been decided by the management considering the type and nature of the assets as defined in the Schedule II of the Companies Act, 2013.

2.4 Intangible Assets

Intangible assets acquired are initially recorded at cost. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at the end of each reporting period. The amortization expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss.

2.5 Foreign currencies

Foreign currency transactions are accounted at the rates prevailing on the date of transaction. Year-end monetary assets and liabilities are translated at the exchange rate ruling on reporting date. Exchange differences on settlement/conversion are adjusted to the Statement of Profit and Loss.

Non-monetary items measured at historical cost/fair value, are translated using the exchange rate prevailing on the date of transaction/fair value measurement respectively.

2.6 Inventories

Raw materials and stores, finished goods are stated at the lower of cost and net realizable value. Cost of raw materials comprises cost of purchases. Finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of weighted average basis. Costs of purchased inventory

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

During the Financial Year 2021-22 an amount of Rs. Nil (31st March, 2021 Rs. Nil) was charged to the statement of Profit & Loss on account of damaged and slow moving inventory. The reversal on account of above during the year amounted to Nil. (31st March 2021: Nil)

The quantitative details of the Raw Material and Finished Goods are attached separately.

2.7 Loans and Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in Statement of profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. Borrowing costs attributable to acquisition or construction of a qualifying asset are capitalized as part of cost of that asset. Other borrowing costs are recognized as expense in the period in which these are incurred.

2.8 Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Other borrowing costs are expensed in the period in which they are incurred.

2.9 Accounting for taxes on Income

Current Tax

Tax on income for the current period is determined on the basis of estimated taxable income and tax credits computed, it also takes into account current income tax relating to items recognised outside profit or loss (either in other comprehensive income or in

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

equity) in accordance with the provisions of the relevant tax laws. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions, where appropriate. Current tax assets and current tax liabilities are offset if a legally enforceable right exists to set off the recognised amounts.

Particulars of Current Tax	2021-22	2020-21
Profit Before Tax	34,490.03	36,414.40
Add : Expenses to the extent disallowable	23,598.99	26,032.82
Less : Expenses to the extent Allowable	18,828.16	19,831.46
Less: Adjustment of Brought Forward Loss	-	-
Net Taxable Profit	39,260.86	42,615.76
Current Tax at Applicable Rate*	9,882.00	10,725.53
Less : MAT Credit Entitlement	-	-
Net Current Tax recognized in P&L Account	9,882.00	10,725.53

Income tax rate for 2021-22 & 2020-21 is 25.168 %.

Reconciliation of Effective Tax Rate

Particulars	Year ended 31st March, 2022	Year ended 31st March, 2021
Statutory income tax rate applicable for the year	25.17%	25.17%
Expenses not deductible for tax purposes	3.48%	4.28%
Effective Tax Rate	28.65%	29.45%

Deferred tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in Statement of Profit and Loss, Other Comprehensive Income or directly in Equity as applicable.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities.

Particulars of Deferred Tax	2020-21		2019-20	
	Asset	Liability	Asset	Liability
Opening Balance	-	3,710.17	-	4,384.52
WDV as per Companies Act, 2013	-	136,417.19	-	136,094.30
WDV as per Income Tax, 1961	-	128,173.67	-	121,352.69
Diff. in WDV due to timing difference	-	8,243.52	-	14,741.61
Deferred tax liability for the year – Balance Sheet Item	-	2,637.28	-	3,710.17
Net Deferred Tax Exps / (Income) – Profit & Loss Item	-	(1,072.89)	-	(674.35)
Opening Balance	577.59	-	167.27	-
Net Disallowance of Provision for Gratuity	227.11	-	2,294.95	-
Deferred tax Asset – Balance Sheet Item	634.80	-	577.59	-
Net Deferred Tax Exps / (Income) – Profit & Loss Item	(57.21)	-	(410.32)	-
Net Deferred Tax Exps / (Income) recognized in Profit & Loss	-	(1,130.10)	-	(1,084.66)
Net Deferred Tax liability (Asset) reflected in Balance Sheet	-	2,002.48	-	3,132.58

2.10 Segment reporting

The company has only one geographical segment and one business segment. Therefore, in the context of Operating Segment under the Indian accounting standard 108 "Segment Information" there is no separate reportable segment.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

2.11 Employee benefits

- (a) Short term employee benefits are recognized as expenses at the undiscounted amount in the statement of Profit & loss of the year for which the related services rendered.
- (b) Defined Contribution Plan: Monthly contribution to the provident fund which is under defined contribution schemes are charged to Statement of Profit & Loss and deposited with the provident fund authorities on monthly basis.
- (c) Defined Benefit Plans: Gratuities to employees are provided on the basis of method prescribed under the payment of Gratuities Act.
- (d) Termination benefits are charged to the Statement of Profit and Loss in the year of accrual when the Company is committed without any possibility of withdrawal of an offer made to either terminate employment before the normal retirement date or as a result of an offer made to encourage voluntary retirement.

2.12 Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and Bank Balance which are subject to an insignificant risk of changes in value.

2.12 Financial Risk Management

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

A. Market Risk

Market risk is the risk that the fair value or future Cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

ii. Interest rate risk

The Company is exposed to interest risk if the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates.

The Company's interest rate risk arises from interest bearing deposits with bank. Such instruments exposes the Company to fair value interest rate risk. Management believe that the interest rate risk attached to this financial assets are not significant due to the nature of this financial assets.

iii. Market price risks

The Company is exposed to market price risk, which arises from FVTPL and FVOCI investments. The management monitors the proportion of these investments in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the appropriate authority.

B. Liquidity Risk

Liquidity risk is the risk that the entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the entity's reputation.

C. Credit Risk

It is risk of financial loss that the Group will incur a loss because its customers or counter parties to financial instruments fails to meet its contractual obligation.

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

The Group's financial assets comprises of cash and bank balances, trade receivables, investments and other financial assets which comprise mainly of deposits.

The maximum exposure to credit risk at the reporting date is primarily from Group's trade receivable.

Cash and cash equivalents

The company maintains its Cash and cash equivalents and Bank deposits with banks having good reputation, good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis.

Trade receivables

Trade receivables of the company are typically unsecured. Credit risk is managed through credit approvals and periodic monitoring of the creditworthiness of customers to which company grants credit terms in the normal course of business. The company performs ongoing credit evaluations of its customers' financial condition and monitors the creditworthiness of its customers to which it grants credit terms in the normal course of business. The allowance for impairment of Trade receivables is created to the extent and as and when required, based upon the expected collectability of accounts receivables.

2.14 Additional Regulatory Information

Analytical Ratios

Ratios	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variance	Explanation for any change in the ratio by more than 25% as compared to the preceding year
(a) Current ratio	Current Assets	Current Liabilities	1.75	1.40	-25.25%	Due to loan repaid
(h) Debt- equity ratio	Debt (Borrowings + Lease liabilities)	Shareholder's equity	0.13	0.41	68.42%	Due to loan repaid

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

(c) Debt service coverage ratio	Earnings for Debt Service (Profit after tax + depreciation + finance cost + Profit on sale of Property, plant and equipment	Debt service (Interest and lease payments + Principal repayments)	0.64	1.71	62.62%	Due to improved working
(d) Return on equity ratio	Net profit for the year	Average shareholder 's equity	2.34	3.24	- 27.90%	Bonus shares was issued in last year
(e) Inventory turnover ratio	Cost of goods sold or sales	Average inventory	3.41	4.24	19.60%	
(f) Trade receivables turnover ratio	Revenue from operations	Average Trade receivables	4.03	6.58	38.75%	Due to increase in trade receivable
(g) Trade payables turnover ratio	Purchase	Average trade payables	2.39	2.97	19.41%	
(h) Net capital turnover ratio	Revenue from operations	Working Capital (Current Assets - Current Liabilities)	3.97	6.53	39.10%	Due to revenue growth during the year
(i) Net profit ratio	Net profit for the year	Revenue from operations	0.06	0.06	12.93%	
(j) Return on capital employed	profit before tax and finance costs	Capital employed (Net Worth + non owings + lease liabilities)	0.14	0.14	-1.09%	
(k) Return on investment	Income generated from treasury investments	Average investment funds on treasury investments	NA	NA	NA	NA

Anvee Laboratories (India) Limited

CIN: U34331013012PLC008778

Notes to Financial Statements for the year ended 31st March, 2022

3. Property, Plant and Equipments and Capital Work-in-Progress

Reconciliation of Carrying Amount

Carrying Amount	As at 31st March, 2022	As at 31st March, 2021
Land	2,000.00	2,000.00
Building	57,013.68	48,254.94
Plant & Machinery	68,083.99	74,972.86
Laboratory Equipment	135.39	247.60
Electric Installation	3,530.20	4,001.77
Furniture & Fixtures	4,748.62	4,769.63
Office Equipments	1,229.15	1,681.57
Computer and Printers	317.77	443.58
Vehicles	1,389.37	1,450.83
	1,38,230.17	1,37,821.78
Capital Work-in-Progress	9,776.74	9,668.24
Total	1,48,006.90	1,47,489.99

Particulars	Land	Building	Plant & Machinery	Laboratory Equipment	Electric Installation	Furniture & Fixtures	Office Equipments	Computer and Printers	Vehicles	Total
Gross Carrying Amount										
Balance as at 1 April, 2020	2,000.00	46,077.02	1,78,500.85	760.14	7,290.55	3,201.38	2,557.09	993.02	2,784.88	2,44,165.02
Additions	-	11,554.28	14,645.06	73.78	875.39	2,250.12	550.90	264.20	821.21	31,034.94
Disposals	-	-	-	-	-	-	-	-	1,262.43	1,262.43
Balance as at 31 March, 2021	2,000.00	57,631.30	1,93,146.01	833.93	8,165.94	5,451.50	3,107.99	1,257.22	2,343.66	2,78,937.85
Additions	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2022	2,000.00	57,631.30	1,93,146.01	833.93	8,165.94	5,451.50	3,107.99	1,257.22	2,343.66	2,78,937.85
Accumulated Depreciation and Impairment										
Balance as at 1 April, 2020	-	7,389.54	97,555.64	449.71	3,622.17	262.84	969.62	723.06	1,219.00	1,12,701.96
Depreciation Expense	-	1,477.42	20,618.01	136.62	542.00	419.04	456.80	90.58	240.12	23,980.59
Eliminated on Disposal of Asset	-	-	-	-	-	-	-	-	566.38	566.38
Balance as at 31 March, 2021	-	9,378.95	1,18,173.65	586.33	4,164.17	681.87	1,426.42	813.64	832.73	1,36,115.77
Depreciation Expense	-	1,690.91	19,364.89	112.22	571.57	523.54	452.42	143.81	261.57	23,118.91
Eliminated on Disposal of Asset	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2022	-	11,067.86	1,37,538.54	698.54	4,735.74	1,205.41	1,878.84	956.45	1,154.30	1,59,234.68
Net Carrying Amount										
Balance as at 1 April, 2020	2,000.00	38,677.18	80,945.21	310.41	3,668.39	2,938.51	1,587.47	269.97	1,565.90	1,31,463.18
Additions	-	11,554.28	14,645.06	73.78	875.39	2,250.12	550.90	264.20	821.21	31,034.94
Disposals	-	-	-	-	-	-	-	-	1,262.43	1,262.43
Depreciation Expense	-	1,477.42	20,618.01	136.62	542.00	419.04	456.80	90.58	240.12	23,980.59
Eliminated on Disposal of Asset	-	-	-	-	-	-	-	-	566.38	566.38
Balance as at 31 March, 2021	2,000.00	48,254.94	74,972.86	247.60	4,001.77	4,769.63	1,681.57	443.58	1,450.83	1,37,821.78
Additions	-	-	-	-	-	-	-	-	-	-
Disposals	-	-	-	-	-	-	-	-	-	-
Depreciation Expense	-	1,690.91	19,364.89	112.22	571.57	523.54	452.42	143.81	261.57	23,118.91
Eliminated on Disposal of Asset	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March, 2022	2,000.00	46,563.44	55,607.47	135.39	3,430.20	4,246.09	1,229.15	303.77	1,189.37	1,14,702.87

Arvee Laboratories (India) Limited

CIN: L24230GJ2012PLC068778

Notes to Financial Statements for the year ended 31st March, 2022

Capital Work in Progress

Capital work-in-progress comprises of property, plant and equipment that are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs.

Temporarily suspended projects do not include those projects where temporary suspension is a necessary part of the process of getting an asset ready for its intended use.

Ageing of CWIP as on 31st March, 2022

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(Q) Plant No. 30	-	2,526.16	-	-	2,526.16
(R) Hydrogenation Plant	5,400.86	-	-	-	5,400.86
(S) Fire Hydrant System	1,849.72	-	-	-	1,849.72

Ageing of CWIP as on 31st March, 2021

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(Q) Plant No. 30	1,549.35	-	-	-	1,549.35
(R) Admin Building & Warehouse	6,119.90	-	-	-	6,119.90

There were no projects which have exceeded their original plan cost as at 31st March, 2022 & 31st March, 2021.

4. Other Intangible Assets

Reconciliation of Carrying Amount

Carrying Amount	As at 31st March, 2021	As at 31st March, 2022
Computer Software	187.02	272.52

Particulars	Computer Software	Total
Gross Carrying Amount		
Balance as at 1 April, 2020	450.00	450.00
Additions	-	-
Disposals	-	-
Balance as at 31 March, 2021	450.00	450.00
Additions	-	-
Disposals	-	-
Balance as at 31 March, 2022	450.00	450.00
Accumulated Depreciation and Impairment		
Balance as at 1 April, 2020	91.98	91.98
Depreciation Expense	85.50	85.50
Eliminated on Disposal of Asset	-	-
Balance as at 31 March, 2021	177.48	177.48
Depreciation Expense	85.50	85.50
Eliminated on Disposal of Asset	-	-
Balance as at 31 March, 2022	262.98	262.98

Arvee Laboratories (India) Limited

CIN: L24230GJ2012PLC068778

Notes to Financial Statements for the year ended 31st March, 2022

Net Carrying Amount			
Balance as at 1 April, 2020		358.02	358.02
Additions		-	-
Disposals		-	-
Depreciation Expense		85.50	85.50
Eliminated on Disposal of Asset		-	-
Balance as at 31 March, 2021		272.52	272.52
Additions		-	-
Disposals		-	-
Depreciation Expense		85.50	85.50
Eliminated on Disposal of Asset		-	-
Balance as at 31 March, 2022		187.02	187.02

Arvee Laboratories (India) Limited

CIN: L24231GJ2002PLC068778

Notes to Financial Statements for the year ended 31st March, 2022

5. Other Financial Assets - Non Current

Particulars	As at 31 March, 2022	As at 31 March, 2021
Unsecured, Considered Good unless otherwise stated Security Deposits	1,720.82	2,444.90
Total	1,720.82	2,444.90

6. Other Non Current Assets

Particulars	As at 31 March, 2022	As at 31 March, 2021
Unsecured, Considered Good unless otherwise stated Misc. Expenditure to the extent not W/off	37.50	652.10
Unsecured, Considered Good unless otherwise stated Advance to Suppliers for Capital Goods	6.15	1,621.67
Balance with Government Authorities	-	2,448.69
Total	43.65	4,722.46

7. Inventories (valued at lower of cost or net realizable value)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Raw Material	22,537.60	47,179.37
Finished Goods	34,363.87	26,744.77
Stores and Spares	49.92	243.22
Packing Material	322.18	146.30
Total	57,273.57	74,313.66

8. Current Investments

Particulars	As at 31 March, 2022	As at 31 March, 2021
Investments in Mutual Funds - SBI Liquid Fund Regular Growth	-	20,339.69
Total	-	20,339.69

9. Trade Receivables

Particulars	As at 31 March, 2022	As at 31 March, 2021
Trade receivables	1,21,264.09	78,815.54
Total	1,21,264.09	78,815.54

Arvee Laboratories (India) Limited

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Notes to Financial Statements for the year ended 31st March, 2022

Trade receivables ageing schedule as on 31/03/2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables - considered good	1,02,936.66	-	18,012.22	-	91.06	1,21,039.95
(ii) Undisputed Trade receivables - which have significant risk in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	224.24	224.14
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant risk in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-

Trade receivables ageing schedule as on 31/03/2021

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables - considered good	78,446.99	-	6.14	47.20	91.06	78,591.40
(ii) Undisputed Trade receivables - which have significant risk in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	224.14	224.14
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant risk in credit risk	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-

There are no unbilled receivables as at 31st March, 2022 and 31st March, 2021.

There are no debts due by directors or other officers of the Company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member.

10. Cash and cash Equivalents

Particulars	As at 31 March, 2022	As at 31 March, 2021
Cash on hand	1,297.86	1,249.59
Balances with banks		
- In Current Accounts	11,533.09	20,827.67
- In EEFC Accounts	-	12,285.97
- Bank Deposits	33,461.49	22,689.67
Total	46,292.44	66,052.90

11. Other Current Assets

Particulars	As at 31 March, 2022	As at 31 March, 2021
Balance with Government Authorities		
- Unsecured, Considered Good	9,097.80	9,346.90
Advance to Staff		
- Unsecured, Considered Good	420.15	578.68
Advance to Suppliers		
- Unsecured, Considered Good	568.35	278.01
Other Receivables	2,033.37	5,313.26
Total	12,059.68	15,016.86

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Notes to Financial Statements for the year ended 31st March, 2022

12. Share Capital

(Amounts in Thousands)

Particulars	As at 31 March, 2022	
	As at 31 March, 2022	As at 31 March, 2021
Authorised		
1,12,50,000 Equity Shares of Rs. 10/- each	1,12,500.00	1,12,500.00
Issued, Subscribed and fully paid up capital		
1,10,20,000 Equity Shares of Rs. 10/- each	1,10,200.09	1,10,202.00
Total	1,10,200.00	1,10,200.00

a. The reconciliation of the number of Equity Shares and amount outstanding at the beginning and at the end of the reporting period is set out below:

Particulars	As at 31 March, 2022		As at 31 March, 2021	
	Number of Shares	Amount in Rs.	Number of Shares	Amount in Rs.
Shares outstanding at the beginning of the year	11,020.00	1,10,200.00	5,510.00	55,100.00
Bonus Shares Issued during the year	-	-	5,510.00	55,100.00
Shares outstanding at the end of the year	11,020.00	1,10,200.00	11,020.00	1,10,200.00

*during the Year of 2020-21, bonus shares were issued in the ratio of 1:1.

b. Terms / Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

During the year ended 31st March 2022, No dividend is declared by Board of Directors (Previous year - Nil)

c. Shares held by Holding / Ultimate holding company and/or their subsidiaries/associates: Not Applicable

d. Shares reserved for issue under options: Nil.

e. Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares brought back during the period of five years immediately preceding the reporting date:

	As at 31 March, 2022		As at 31 March, 2021	
	Number of Shares	Amount in Rs.	Number of Shares	Amount in Rs.
Equity shares with voting rights				
- Bonus Shares Issued during the year	-			5,510.00

*Bonus shares were issued in the ratio of 1:1 on 14th October 2020.

f. Securities convertible into equity / preference shares issued along with the earliest date of conversion: Nil.

g. Forfeited Shares : Nil.

Arvee Laboratories (India) Limited

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Notes to Financial Statements for the year ended 31st March, 2022

h. Details of Shareholders Holding more than 5% shares in the company:

Name of Shareholder	As at 31 March, 2022		As at 31 March, 2021	
	No. of Shares held	% of shares held	No. of Shares held	% of shares held
Bhartibhai R. Chokshi	1,370.00	12.43%	1,370.00	12.43%
Saumilbhai B. Chokshi	1,338.00	12.14%	1,338.00	12.14%
Shalinbhai B. Chokshi	1,338.00	12.14%	1,338.00	12.14%
Shalinbhai S. Patel	4,042.00	36.68%	3,380.00	30.67%
Sudhakarbhai C. Patel	-	0.00%	662.00	6.01%
Total	8,088.00	73.39%	8,088.00	73.39%

1. Details of promoters holding shares in the company:

Name of Shareholder	As at 31 March, 2022		As at 31 March, 2021	
	No. of Shares held	% of shares held	No. of Shares held	% of shares held
Shalinbhai B. Chokshi	1,338.00	12.14%	1,338.00	12.14%
Shalinbhai S. Patel *	4,042.00	36.68%	3,380.00	30.67%
Total	5,380.00	48.82%	4,718.00	42.81%

* Shareholding of Mr. Shalin S. Patel has been increased as he has received the shares of his late father through nomination.

13. Other Equity

Particulars	As at 31 March, 2022	As at 31 March, 2021
Securities Premium Account		
Opening balance	19,360.00	74,460.00
Loss on Issues of Bonus Equity Shares	-	55,100.00
Closing Balance	19,360.00	19,360.00
Retained Earnings		
Opening balance	84,822.28	59,043.75
(+) Net Profit for the current year	25,738.13	26,773.53
(-) Short Provision of Earlier Year	(700.97)	-
Closing Balance	1,09,859.44	84,822.28
Total	1,29,219.44	1,04,182.28

14. Borrowings

Particulars	As at 31 March, 2022	As at 31 March, 2021
Secured		
Export Packing Credit Facility	21,313.65	78,792.00
Unsecured		
Loans from Related Parties (Unsecured Loans are taken in pursuance of stipulation of bank requirement)	10,000.00	10,000.00
Total	31,313.65	88,792.00
Non Current	10,000.00	10,000.00
Current	21,313.65	78,792.00

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Notes to Financial Statements for the year ended 31st March, 2022

The details of security of the borrowings are set out below :

Description of Security offered to Standard Chartered Bank by way of Exclusive first charge of the following property/assets:

1. Hypothecation of Plant and Machinery of the company.
2. Registered Mortgage over the company's 1. R.S. No. 316 paldi Plot No 1 area admeasuring about 7183 sq mtr with construction thereon mouja karda) Ta. & Dist Bhavnagar, 2. residential flat No 403, Kailash Apartment, Nr. Gogha Circle, Bhavnagar & residential flat No 103, Pruthvi Plaza, Nr Gogha Circle, Bhavnagar.
3. First charge on entire current assets of the company including Raw Materials, Stock in process, Finished goods, spares & Receivables (not more than 90 days) present and future.
4. Personal Guarantee of Directors

Rate of Interest & Repayment terms of Loans:

1. Export Packing Credit taken from Standard Chartered Bank bear LIBOR+200BPS rate of interest per annum.

Rate of Interest & Repayment terms of Unsecured loans taken from Related parties:

1. Unsecured Loans taken from Related Parties bear 15% rate of interest per annum.
2. Unsecured Loans taken from Related Parties are repayable after 5 years from the date of acceptance.

15. Trade Payables

Particulars	As at 31 March, 2022	As at 31 March, 2021
Unsecured, Considered Good unless otherwise stated		
- Micro, Small and Medium Enterprises	6,392.47	2,107.74
- Others	91,997.02	93,339.34
Total	98,389.50	95,447.07

Trade payables ageing schedule as on 31/03/2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	6,329.74	62.74	-	-	6,392.47
(ii) others	91,633.21	-	-	-	91,633.21
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - others	20.20	343.61	-	-	363.81

Trade payables ageing schedule as on 31/03/2021

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2,092.93	1.65	-	13.16	2,107.74
(ii) others	92,727.91	1.35	216.48	-	92,945.73
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - others	50.00	343.61	-	-	393.61

The information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

16. Provisions

Particulars	As at 31 March, 2022	As at 31 March, 2021
Provision for employees benefits	4,907.21	4,735.24
Provision for Expenses	8,952.71	2,715.11
Total	13,859.92	7,450.34

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Notes to Financial Statements for the year ended 31st March, 2022

17. Other Current Liabilities

Particulars	As at 31 March, 2022	As at 31 March, 2021
Statutory Dues	840.52	635.81
Advance From Customers	58.66	-
Unpaid Auditor's Remuneration	-	30.00
Total	899.18	665.81

18. Current Tax Liabilities (Net)

Particulars	As at 31 March, 2022	As at 31 March, 2021
Provision for Taxation (Net of Advance Tax and Tax deducted at source)	964.01	593.37
Total	964.01	593.37

19. Deferred Tax Liabilities (Net)

Particulars	As at 31 March, 2022	As at 31 March, 2021
As at the beginning of the year	3,132.58	4,217.24
Charge/(credit) to Statement of Profit and Loss	(1,130.10)	(1,084.66)
As at the end of the year	2,002.48	3,132.58
Total	2,002.48	3,132.58

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Notes to Financial Statements for the year ended 31st March 2022

20. Revenue from operations

(Amounts in Thousands)

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Sales of Products		
(a) Domestic Sales		
(i) By way of Manufacturing	2,39,882.02	2,48,265.62
(ii) By way of Trading	-	34,219.50
(b) Export Sales		
(i) By way of Manufacturing	1,57,006.66	1,79,142.15
(ii) By way of Trading	-	9,810.24
Other Operating Income	6,335.96	2,312.62
Total	4,03,274.63	4,73,750.13

21. Other Income

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Interest Income	2,652.88	787.22
Interest on Investment in 8.85% HDPC	-	2,035.50
Bank Perpetual Bonds		
Profit on sale of Liquid Funds	1,240.93	2,948.66
Miscellaneous Income	83.77	76.83
Marine Insurance Claim	651.65	-
Total	4,629.22	5,848.21

22. Cost of Material Consumed

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Inventory at the beginning of the year	47,179.37	33,538.14
Add : Purchases	2,07,307.70	3,04,388.59
Less : Inventory at the end of the year	(22,537.60)	(47,179.37)
Total	2,31,949.46	2,90,747.36

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Notes to Financial Statements for the year ended 31st March 2022

23. Changes in Inventories of finished Goods, Work-in-Progress and Stock in Trade

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
<u>Inventories at the end of the year</u>		
Closing stock of finished goods	34,363.87	26,744.77
Closing stock of work in progress	-	-
	34,363.87	26,744.77
<u>Inventories at the beginning of the year</u>		
Opening stock of finished goods	26,744.77	30,924.83
Opening stock of work in progress	-	-
	26,744.77	30,924.83
Net (Increase) /decrease	{7,619.09}	4,180.06

24. Employee Benefits Expense

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Salaries and Wages	35,323.99	33,569.02
Keyman Insurance Premium	20,000.00	20,000.00
Contribution to Provident Fund and Other Funds	852.74	517.04
Staff Welfare Expenses	738.72	1,341.44
Total	56,915.45	55,427.50

23. Finance Costs

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Interest Expenses		
- paid for Cash Credit & EPC	1,593.75	1,416.58
- paid for Term Loans	-	1,265.87
- paid for Unsecured loans	1,440.41	1,646.92
- paid for Others	-	591.27
Bank charges	553.75	844.31
Total	3,587.91	5,764.95

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Notes to Financial Statements for the year ended 31st March 2022

26. Depreciation, Amortisation and Impairment expense

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Depreciation on Property, Plant and Equipment	23,118.91	23,980.59
Depreciation on Other Intangible Assets	85.50	65.50
Total	23,204.41	24,066.09

27. Other Expenses

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Administrative Expenses		
Bad Debts	(529.38)	888.28
Communication Expenses	294.05	270.99
Audit Fees * (see footnote below)	310.00	30.00
Listing Related Expenses	424.00	1,150.16
Excess Vat Credit Written off	441.65	-
Insurance Expense	1,225.41	784.34
Professional & Consulting Fees	5,824.09	2,252.79
Pest Control Service	45.20	-
Membership Fees	140.25	153.25
Office & General Exp.	256.92	623.20
Interest on Late Payment	115.40	-
Petrol & Conveyance Exp	348.35	246.24
Postage & Courier Exp	47.98	72.80
Printing & Stationary Expenses (Bvn)	105.58	106.72
Rent Rates & Taxes	3,464.02	1,761.78
Vehicle Repairing Exp (Bvn)	68.77	87.59
Donation	2.80	-
Service Tax	-	402.68
Security Exps	988.66	1,186.64
Preliminary Expenses written off	614.00	614.00
Loss on Sale of Fixed Assets	-	205.05
Loss on Foreign Currency Transactions	-	86.93
Miscellaneous Expense	530.18	381.03
Website Exps.	2.00	-
	14,719.73	11,255.02

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Notes to Financial Statements for the year ended 31st March 2022

Manufacturing Expenses		
Stores & Consumables	11,830.14	8,111.61
Power and Fuel	15,965.00	17,176.39
Job Work Charges	-	-
Freight & Transport Charges	1,660.84	2,955.42
Other Manufacturings Exns.	5,013.81	5,277.37
	34,475.79	33,521.39
Selling and Distribution Expenses		
Advertisement Exp	64.46	44.20
Travelling Expense. Local	82.78	39.22
Business Promotion Expenses	105.00	96.40
ECGC Premium	-	162.00
Export Related Expenses	10,296.40	11,793.70
Export Sales Commission	5,629.53	6,086.06
	16,180.16	18,221.58
Total Other Exps.	65,375.69	62,997.98

Particulars	for the year ended 31st March 2022	for the year ended 31st March 2021
Auditor Remuneration		
Audit Fees - Internal Audit	10.00	-
Audit Fees - Statutory Audit	300.00	30.00
Total	310.00	30.00

QUANTITATIVE DETAILS OF RAW MATERIAL FOR THE YEAR ENDED 31ST MARCH, 2022

SR. NO.	ITEM	Unit	DENSITY GRM / ML	OPENING STOCK	PURCHASE	CONSUMPTION	SALE	CLOSING STOCK	(SHORTAGE)/ EXCESS
1	METHANOL	LTR	0.79	30,017.00	3,84,821.00	3,79,461.00	-	35,287.00	(90.00)
2	I.P.A.	KGS	-	1,75,200.00	4,42,000.00	5,83,100.00	-	34,100.00	
3	SULPHURIC ACID 98%	LTR	1.84	21,479.00	4,71,139.00	4,52,454.00	-	40,164.00	
4	NITRIC ACID 72 %	LTR.	1.40	4,013.00	50,738.00	54,515.00	-	236.00	
5	NITRIC ACID 98%	LTR.	1.50	-	42,746.00	30,800.00	-	11,946.00	
6	E.D.T.A	KGS	-	324.00	-	274.00	-	50.00	
7	SODA ASH	KGS	-	17,605.00	2,14,000.00	2,14,611.00	-	19,300.00	2,306.00
8	ACT.CARBON	KGS	-	248.00	300.00	215.00	-	333.00	
9	OLEUM 23%	LTR.	1.91	656.00	4,20,211.00	4,18,200.00	-	2,667.00	
10	LITHIUM CARBONATE	KGS	-	265.00	-	-	-	265.00	
11	M.D.C.	LTR.	1.31	8,928.00	58,660.00	58,662.00	-	8,926.00	
12	ALUMINIUM CHLORIDE	KGS	-	14,625.00	39,000.00	52,700.00	-	925.00	
13	ACETYLE CHLORIDE	KGS	-	28,992.00	-	29,180.00	-	381.00	569.00
14	THIOPHENE	KGS	-	36,200.00	80,000.00	1,11,200.00	-	5,000.00	
15	H.C.L.	LTR	1.15	30,652.00	-	30,652.00	-	-	
16	SODIUM BI CARBONATE	KGS	-	600.00	500.00	620.00	-	600.00	120.00
17	D.M.F.	KGS	-	4,360.00	1,59,130.00	1,58,800.00	-	6,600.00	1,910.00
18	POCL-3	KGS	-	15,800.00	1,80,000.00	1,87,800.00	-	8,000.00	
19	C.S.LYE	LTR	1.48	19,545.00	1,44,501.00	1,43,115.56	-	3,580.44	(17,350.00)
20	DCBMS	KGS	-	53,047.00	-	22,417.00	-	30,630.00	
21	CAUSTIC SODA FLAKES	KGS	-	27,950.00	-	1,000.00	-	26,950.00	
22	HY FLOW SUPER CELL	KGS	-	300.00	-	175.00	-	125.00	
23	SODIUM SULPHATE	KGS	-	-	-	200.00	-	4,050.00	4,250.00
24	TOLUENE	KGS	0.87	3,017.00	71,120.00	71,180.00	-	3,060.00	103.00
Grand Total			12.25	4,93,823.00	27,58,866.00	30,01,331.56	-	2,43,175.44	(8,182.00)

QUANTITATIVE DETAILS OF FINISHED GOODS FOR THE YEAR ENDED 31ST MARCH, 2022

SR. NO.	ITEM	Unit	OPENING STOCK	PURCHASE/Pre vious month End Batch material	Manufacture	Captive consumption	Sales	CLOSING STOCK	(SHORTAGE)/ EXCESS
1	2-Acetyl Thiophene(T2AC)	KGS	7,573.00	1,232.00	37,068.00	-	40,802.00	3,450.00	(1,621.00)
2	2-Thiophene-Carboxaldehyde(T2A)	KGS	4,600.00	6,742.00	1,06,959.00	-	98,200.00	12,832.00	(7,269.00)
3	5-NITRO ISOPHTHALIC ACID	KGS	11,100.00	2,837.00	87,533.00	-	81,600.00	16,815.00	(3,055.00)
4	NaSIPA - wet	KGS	77,426.00	-	4,14,912.00	75,511.00	3,83,600.00	26,892.00	(6,335.00)
5	NaSIPA - Dry	KGS	26,624.00	-	65,508.00	-	91,900.00	2,004.00	1,772.00
6	Dimethyl 5-Nitroisphthalate [DM 5-NPA]	KGS	49,291.00	3,998.00	2,26,306.00	79,092.00	1,66,550.00	30,721.00	(3,232.00)
7	DMS SALT	KGS	3,146.40	-	-	-	-	3,146.40	-
8	LISIPA	KGS	8,300.00	-	-	-	16,825.00	369.00	8,894.00
9	5-OHIPA	KGS	15,633.00	-	-	-	15,325.00	581.00	273.00
10	5-AIPA	KGS	-	-	-	-	-	662.00	662.00
Grand Total			2,03,693.40	14,809.00	9,38,286.00	1,54,603.00	8,94,802.00	97,472.40	

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

Note 28: Related Party Transactions:

The following details give information pursuant to Indian Accounting Standard 24 "Related party disclosures"

a) Related parties and their relationship

Name of the related party	Relationship
Mr. Shalin Patel	Key Managerial Personnel
Mr. Shalin Chokshi	Key Managerial Personnel
Mr. Sudhakar Patel	Director's Father
Mrs. Forum S Chokshi	Director's Relative
Mrs. Kavita S Chokshi	Director's Wife
Mrs. Khusboo S Patel	Director's Wife
Mr. Bharatbhai R Chokshi	Director's Father
Mr. Shalin Chokshi HUF	Director's HUF
Mr. Shalin Patel HUF	Director's HUF
Mr. SaumilChokshi HUF	Director's Brother's HUF
Mr. Sudhakar C Patel HUF	Director's Father's HUF
Mrs. Chandrabalaben S Patel	Director's Mother
B Chokshi Chem Pvt. Ltd.	Associate Concern
Arvee Speciality Chemicals Private Limited	Associate Concern
Optus Laminates Pvt Ltd.	Associate Concern
Applitech Infotech Pvt Ltd.	Associate Concern

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

h) Transactions with related parties

(Amount in Thousands)

NAME OF RELATED PERSON	RELATION	NATURE OF TRANSACTION	PAYMENT MADE (AMOUNT) 2021-2022	PAYMENT MADE (AMOUNT) 2020-2021
Shalin Patel	Director	Salary	3,980.00	3,672.95
		Rent	648.18	648.18
Shalin Chokshi	Director	Salary	3,600.00	3,672.95
Sudhkar Patai	Director's Father	Interest	48.90	253.23
		Loan Taken	2,400.00	7,800.00
		Loan Repaid	10,200.00	Nil
		Closing Balance	Nil	7,800.00
Chandrabalaben Patel	Director's Mother	Interest paid	1.23	Nil
		Rent Paid	538.56	Nil
		Loan Taken	3000.00	Nil
		Loan Repald	3000.00	Nil
Kbusbboo Patel	Director's wife	Interest paid	728.71	Nil
		Loan Repald		6,200.00
Kavita Chokshi	Director's wife	Rent paid	431.15	431.15
Shalin Patel HUF	Director's HUF	Interest Paid	688.36	333.97
		Loan Taken	15,000.00	Nil
		Loan Repaid	10,000.00	2,850.00
		Closing Balance	5,000.00	Nil
Sudhakar Patel HUF	HUF of Director's Father	Interest paid	701.92	330.00
		Loan Taken	12,800.00	Nil
		Loan Repald	10,000.00	Nil
		Closing Balance	5,000.00	2,200.00
B. Chokshi Chem Pvt. Ltd.	Associate Concern	Purchase of Goods	13,009.28	5,857.33
		Closing Balance	7,198.42	1,033.99
Arvee Speciality Chemicals Pvt. Ltd.	Associate Concern	Lease Rent	1,800.00	394.52

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

Note 28: Earnings per Share

Basic earnings per share are calculated by dividing the net profit for the period (excluding other comprehensive income) attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

(Amount in Thousands)

Particulars	31/03/2022	31/03/2021
A. Shareholders earnings (as per statement of profit and loss)	25,738.13	26,773.53
B. Calculation of weighted average no. of Equity Shares:		
Equity Shares Outstanding at the beginning of the period	1,10,20,000	55,10,000
Bonus shares issued during the year	-	55,10,000
Equity Shares Allotted pursuant to the Public Issue	-	-
Total No. of Equity Shares Outstanding at the end of the year	1,10,20,000	1,10,20,000
Weighted Average No. of Share (Based on date of issue of shares)	1,10,20,000	85,24,000
C. Basic Earnings per Share (A/B)	2.34	3.24

Note 30: Other information

(Amount in Thousands)

a) CIF value of Imports

Particulars	2021-22	2020-21
Raw Materials	85,879.03	1,68,735.50

b) Particulars of Expenditure in Foreign Exchange

Particulars	2021-22	2020-21
Export Sales Commission	2,216.27	4,744.90

c) Particulars of earnings in Foreign Exchange

Particulars	2021-22	2020-21
Export of Goods on FOB Basis	1,56,906.66	1,88,952.39

d) Consumption of Material

Particulars	2021-22		2020-21	
	Amount Rs.	%	Amount Rs.	%
Raw Material				
- Indigenous	1,25,767.84	45.78%	1,07,648.25	39.91%
- Imported (CIF Basis)	1,06,181.62	54.22%	1,62,100.40	60.09%
Total	2,31,949.46	100%	2,69,748.65	100%

ARVEE LABORATORIES (INDIA) LIMITED

Notes to Financial Statements for the year ended 31st March, 2022

e) Unhedged foreign currency exposure

Particulars	Currency	2021-22	2020-21
Receivable	USD	883.85	444.45
Payable	USD	688.17	1,841.58
Receivable	EURO	0.00	0.00
Payable	EURO	0.00	0.00

Other Notes on Accounts

- (i) Estimated amount of contracts remaining to be executed on Capital Rs. NIL
- (ii) We have relied on internal evidences certified by management, in case where external evidences in respect of expenses are not available.
- (iii) Previous year's figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current year's classification / disclosure.

As per our separate report of even date

attached herewith

FOR, JAIMIN DELIWALA & CO.

CHARTERED ACCOUNTANTS

for and on behalf of the board of directors

For, Arvee Laboratories (India) Limited

Sd/-

JAIMIN DELIWALA

PROPRIETOR

M. NO. 044529

UDIN: 22044529AJYWCS4916

Sd/-

Shalin Patel

Managing Director

DIN: 01779902

Sd/-

Shalin Chokshi

Whole Time Director

DIN: 00191903

Sd/-

Saurin A Ganrhi

CFO

PAN: AJUPG7995F

Sd/-

Raina Singh Chauhan

Company Secretary

M. No. 57624

Place: Ahmedabari

Date: 26/05/2022

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 read with Rule 19(3) of the companies (Management and Administration) Rules, 2014]

ARVEE LABORATORIES (INDIA) LIMITED

Registered Office: 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road,
Ambli, Ahmedabad - 380 058, Gujarat, India

Telephone: +91 - 2717-430479

Email: compliance@arveelabs.com, www.arveelabs.com

CIN: L24231GJ2012PLC068778

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: _____ or failing him;

(2) Name: _____

Address: _____

E-mail Id: _____ or failing him;

(3) Name: _____

Address: _____

E-mail Id: _____ or failing him;

as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 11th Annual General Meeting of the Company to be held at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad - 380 058, Gujarat, on Thursday, 4th day of August, 2022 at 11:30 a.m. and at any adjournment thereof in respect of such resolution as are indicate below:

Resolution No	Particulars of Resolution	Voting	
		For	Against
	ORDINARY BUSINESS		
1	Adoption of Audited Accounts for the year ended on 31 st March, 2022 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)		
2	To reappoint a Director in place of Mr. Shalin Bharatbhai Chokshi who retires by rotation and being eligible seeks re-appointment. (Ordinary Resolution)		
3	Appointment of Auditors (Ordinary Resolution)		
	SPECIAL BUSINESS		
4	Appointment of Statutory Auditors to fill Casual Vacancy (Ordinary Resolution)		
5	Appointment of Mrs. Shalini Hitesh Jalan as an Independent Director (Special Resolution)		
6	Approval for re-appointment of Mr. Shalin Sudhakarbhai Patel Managing Director of the Company (Special Resolution)		
7	Approval for re-appointment of Mr. Shalin Bharatbhai Chokshi Whole Time Director of the Company (Special Resolution)		
8	Appointment of Mr. Sachin Kansal as an Independent Director (Special Resolution)		

Signed this _____ day of _____ 2022

Signature of the member

Signature of proxy holder

Affix Revenue
Stamp

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting.
2. It is optional to indicate your preference. If you leave the 'for', or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP

(To be presented at the entrance of the meeting venue)

ARVEE LABORATORIES (INDIA) LIMITED

Registered Address: 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad, Gujarat - 380058

compliance@arveelabs.com CIN: L24231GJ2012PLC068778

www.arveelabs.com, Tel: 91- 2717-430479

I / We certify that I / We am / are member(s) / proxy for the member(s) of the Company.

I / We hereby record my / our presence at the 11th Annual General Meeting of the members of Arvee Laboratories (India) Limited will be held at on Thursday, 4th day of August, 2022 at 11:30 a.m. at the Registered Office of the Company situated at 403, Entice, Nr. Jayantilal Park BRTS, Iskcon-Bopal Road, Ambli, Ahmedabad, Gujarat - 380058 and at any adjournment(s) thereof.

Name of First Named Member/ Proxy/ Authorised Representative	
Folio No. :* [†]	
DP ID No. :* [†]	
Client ID No. :	
No. of Shares held:	

Member's / Proxy's Signature

Notes:

1. Only member / Proxyholder can attend the Meeting.
2. Members are requested to bring their copy of the Annual Report and this Attendance Slip at the AGM.
3. Please complete the form and handover at the entrance of the hall.
4. *Applicable for Investors holding shares in electronic form.

