

SYMBIOX INVESTMENT TRADING CO LIMITED

45th

ANNUAL REPORT

2023-2024

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. SAMIT RAY	-	Executive Director
Mrs. Mina Devi Agarwal	-	Independent Director
Mr. Bappa Mitra	-	Independent Director
Mr. Swapan Sardar	-	Independent Director
Mrs. Sunita Show	-	Executive Director
Mr. Nitesh Poddar	-	Independent Director
Mrs. Sunita Show	-	Chief Financial Officer
Mrs. Khushboo Pitti	-	Company Secretary

BANKERS

Yes Bank Limited; Dalhousie Branch, Kolkata
IndusInd Bank, Brabourne Road Branch
ICICI Bank, Howrah Branch

STATUTORY AUDITORS

For SSRV& ASSOCIATES.
Chartered Accountants
ICAI Firm Registration: 135901W
Office NO. 2015, 2nd Floor, Gundecha Ind. Estate. Akurli Road,
Kandivali (E.), Mumbai - 400101
Email: ssrvandassociates@gmail.com

SECRETARIAL AUDITOR

Mr. Akhil Agarwal
Practicing Company Secretary
CP No. – 16313

INTERNAL AUDITOR

OP Khajanchi & Co.
Chartered Accountants
FRN: 330280E

REGISTRAR & SHARE TRANSFER AGENTS

M/s. ABS CONSULTANT PVT. LTD,
Stephen House, Room No. 99, 6th Floor,
4, B.B.D Bagh (E), Kolkata- 700001
Phone Nos.: (033) 2230-1043, 2243-0153,
Email Id: absconsultant99@gmail.com

Registered Office

221, Rabindra Sarani, 3rd Floor,
Room No.1, Kolkata-700001

LISTED AT The BSE Limited, CSE Limited, MSE LTD

WEBSITE www.arcfinance.in

SYMBIOX INVESTMENT & TRADING COMPANY LTD.

CIN NO. L65993WB1979PLC032012

Regd. Office: 221, Rabindra Sarani, 3rd Floor, Room No. 1, Kolkata-700007

Website: www.symbioxinvestment.com; E-mail: symbioxinvestment100@gmail.com

NOTICE OF 45th ANNUAL GENERAL MEETING

Notice is hereby given that 45th Annual General Meeting of the members of the **SYMBIOX INVESTMENT TRADING CO LIMITED** will be held on Friday, 27th September, 2024 at the 01.00 P.M. through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Annual Financial Statements of the Company for the financial year ended 31st March, 2024, the Reports of Auditors and Directors thereon.
2. To appoint a director in place of Mrs. Sunita Show [DIN: 09673548] who retires by rotation and being eligible, offers herself for re-appointment.

To consider, and if thought fit, to pass, with or without modification(s), the following resolution, as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act") and pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Regulations"), Mrs. Sunita Show (DIN No. 09673548) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

Item No 3: REGULARIZATION OF MR. SAMIT RAY (DIN: 08406285) AS MANAGING DIRECTOR

To appoint Mr. Samit Ray as Managing Director and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution: "

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members be and is hereby accorded to regularize Mr. Samit Ray (DIN: 08406285) as a Managing Director for a period of 3 (three) years on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, as may be determined by the Board of Directors of the Company and / or by any applicable statutes, rules, regulations or guidelines, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No.4: RE-APPOINTMENT OF MR. BAPPA MITRA (DIN: 08405997) AS INDEPENDENT DIRECTOR OF THE COMPANY

To re-appoint Mr. Bappa Mitra (DIN: 08405997) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED That pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder and applicable provisions of the Securities

and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof and subject to such approvals as may be necessary, Mr. Bappa Mitra (DIN: 08405997), being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years with effect from 2nd September, 2024.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the Members be and is hereby also accorded for the continuation of Directorship of Mr. Bappa Mitra (DIN: 08405997), during his second term as an Independent Director of the Company.”

Date: 02.09.2024
Place: Kolkata

By Order of the Board
For Symbiox Investment & Trading Co. Limited

Sd/-
Khushboo Pitti
Company Secretary

NOTES:

1. Pursuant to the General Circular No. 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by SEBI (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
4. Corporate Members are requested to send to the Company’s Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
5. Members whose shareholding is in demat mode are requested to notify any change in address or bank account details to their respective depository participant(s) (DP).
6. Members are requested to address all correspondence to RTA, M/s. **ABS CONSULTANT PVT. LTD.**, Unit: Symbiox Investment & Trading Company Limited, Stephen House, Room No. 99, 6th Floor, 4, B.B.D Bagh (E), Kolkata- 700001
7. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the National Securities Depository Limited (NSDL). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the ‘Instructions for e-voting’ section which forms part of this Notice. The Board has appointed Akhil Agarwal, Practising Company Secretaries., (Membership No. ACS 35073) (CP No. 16313), as the scrutinizer (“Scrutinizer”) for conducting the e-voting process in a fair and transparent manner.

8. Members holding shares in dematerialized mode, as on cut-off date, i.e. September 20, 2024, may cast their votes electronically. The e-voting period commences on Tuesday, September 24, 2024 (9:00 a.m. IST) and ends on Thursday, September 26, 2024 (5:00 p.m. IST). The e-voting module will be disabled by NSDL thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. September 20, 2024. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.
9. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
10. Any person holding shares in physical mode or a person, who acquires shares and becomes a member of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. September 20, 2024, may obtain the login ID and password by sending a request to evoting@nsdl.com. However, if he / she is already registered with NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote.
11. In compliance with the Circulars, the Annual Report for 2023-24, the Notice of the 45th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s) (DP).
12. Members may also note that the Notice of the 45th Annual General Meeting and the Annual Report for 2023-2024 will also be available on the Company's website <https://symbioxinvestment.com/>, websites of the stock exchange, i.e. BSE at www.bseindia.com and on the website of NSDL, <https://www.evoting.nsdl.com>.
13. Additional information, pursuant to Regulation 36 of the LODR Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
14. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2024 to 27th September, 2024 (Both days inclusive).
15. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
16. As per Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
17. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website, <https://symbioxinvestment.com/>.
18. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

Voting through electronic means

Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 20.09.2024, i.e., the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. The remote e-voting period will commence at 09.00 a.m. on Tuesday 24th September, 2024 and will end at 5.00 p.m. on Thursday 26th September, 2024. The facility for voting through electronic voting system ('Insta Poll') shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through 'Insta Poll'. The Company has appointed Mr. Akhil Agarwal, Practising Company Secretary having Membership No. A35073 to act as the Scrutinizer, to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting refer to the detailed procedure given hereinafter.

Procedure for remote e-voting

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has 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 as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://symbioxinvestment.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday 24th September, 2024 at 09:00 A.M. and ends on Thursday 26th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 20.09.2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20.09.2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting 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 with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting

period or joining virtual meeting & voting during the meeting.

2. If you are 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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.com or call at 022 - 4886 7000
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 toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting 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 hold 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.com 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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.

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 to e-mail akhilkumaragarwal@ymail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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.: 022 - 4886 7000 or send a request at evoting@nsdl.com

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 symbioxinvestment100@gmail.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 symbioxinvestment100@gmail.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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at symbioxinvestment100@gmail.com . The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
8. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
9. Members who need assistance before or during the AGM, can contact NSDL at evoting@nsdl.com or call on 022-4886 7000.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No.3

The Board of Directors has appointed Mr. Samit Ray as Managing Director and Key Managerial Personnel subject to approval of members in the Annual General Meeting in compliance with the provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for a period of 3 years.

As a Managing Director, Mr. Samit Ray expertise in the company's line of business and involvement in the day to day working. In view of this, it is proposed to seek the approval of Members for appointment of Mr. Samit Ray with the following:

1. MD shall not be entitled to any sitting fees for attending the meetings of the Board or of the Committee(s) of which he is a Member.
2. MD shall be subject to all other service conditions and employee benefit schemes, as applicable to any other employee of the Company.

Save and except Mr. Samit Ray himself, being appointee, none of the directors and Key Managerial Personnel or their relative deemed to be concerned or interested in the resolution.

Item No 4

Section 149 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that an independent director shall hold office for a term of five consecutive years but shall be eligible for re-appointment on passing of special resolution by the Company and disclosure of such appointment in the Board's Report.

Further, Regulation 17(1A) of Listing Regulations prohibits the appointment or continuation of the directorship of any person as a non-executive director who has attained the age of seventy-five years unless a special resolution is passed to that effect.

The Nomination and Remuneration Committee on the basis of the report of performance evaluation of Mr. Bappa Mitra (DIN: 08405997), formed an opinion that his continued association will be beneficial for the Company and it is therefore desirable to continue to avail his service as an Independent Director. Accordingly, the Committee recommended his re-appointment, for second term of 5 (five) consecutive years with effect from 2nd September, 2024, to the Board of Directors of the Company.

The Board of Directors, therefore, recommend the Special Resolution as set out at Item No. 4 of this Notice for approval by the Members.

Mr. Bappa Mitra and his relatives are deemed to be interested in the proposed resolution as set out at Item No. 4 of this Notice.

Save and except the above, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of this Notice.

Date: 02.09.2024

Place: Kolkata

**By Order of the Board
For Symbiox Investment & Trading Co. Limited**

**Sd/-
Khushboo Pitti
Company Secretary**

Annexure to the Notice

Annexure –A

Details of Directors seeking appointment/re-appointment at the 45th Annual General Meeting

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings

Name of the Director	Mrs. Sunita Show
Director Identification Number (DIN)	09673548
Age	38 years
Date of First Appointment on the Board	September 5, 2023
Current Position	Executive Director (Liable to retire by rotation)
Brief Profile, Experience & Expertise in specific functional areas	Appointed as Director on the Board of Director of the Company w.e.f. September 5, 2023 and responsible for overall administration tasks of the Company and also an integral part of decision-making process in consultation with the Board and operation, activity, management and growth of company making.
Relationship between Directors, Managers and other Key Managerial Personnel of the Company	None
Board Membership of other Listed Companies as on March 31, 2024	Nil
Chairmanships/ Memberships of the Committee of other Public Limited Companies as on March 31, 2024	Nil
Name of the listed entities from which the person has resigned in the past three years	Nil
Number of Shares held in the Company as of March 31, 2024	Nil
Terms and conditions of appointment/reappointment	Terms and conditions of appointment/reappointment remains the same.

Directors' Report

Dear Members,

The Board of Directors are pleased to present the Company's 45th Annual Report along with the audited accounts for the financial year ended March 31, 2024.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Standalone Financial results are summarized below:

(Amount in hundred)

Particulars	March 31, 2024	March 31, 2023
Net Sales	3,89,786.34	3,98,235.86
Other Income	22,996.30	1,641.56
Total Income	4,12,782.64	3,99,877.42
Less: Expenditure	3,88,031.46	3,78,327.59
Profit before Interest, Depreciation and Tax	24,751.18	21,549.83
Less: Interest	-	-
Less: Depreciation & Amortisation cost	-	-
Profit before Tax	24,751.18	21,549.83
Tax Expenses:		
Current Tax	3,926.01	5,638.40
Deferred Tax	-	-
Profit after Tax	20,825.17	15,911.43

2. REVIEW OF OPERATIONS

The Total Income of the Company stood at Rs.412.78 lacs for the year ended March 31, 2024 as against Rs. 399.88 Lacs in the previous year. The Company made a Net Profit of Rs. 20.83 Lacs for the year ended March 31, 2024 as compared to the Net Profit of Rs. 15.91 Lacs in the previous year.

3. RESERVES

The Company has not transferred any amount to General Reserve.

4. DIVIDEND

With a view to conserve resources for working capital requirements and rising capital expenditure, directors considered it prudent not to recommend any dividend for the year under review.

5. TRANSFER OF UNPAID AND UNCLAIMED DIVIDENDS TO INVESTOR EDUCATION AND PROTECTION FUND

The Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

6. SHARE CAPITAL

The paid-up equity capital as on March 31, 2024 was Rs. 312,873,300. During the year under review, no issue of equity shares with differential voting rights was completed. Further, the Company has not issued any sweat equity nor granted any employee stock options.

7. DISCLOSURES BY DIRECTORS

The Board of Directors have submitted notice of interest in Form MBP 1 under Section 184(1) as well as intimation by directors in Form DIR 8 under Section 164(2) and declarations as to compliance with the Code of Conduct of the Company.

8. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (the "Amended Listing Regulations"), is presented in a separate section forming part of the Annual Report.

9. CHANGES IN THE NATURE OF BUSINESS

During the year, there has been no Change in the nature of the Business of the Company.

10. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:-

As per provisions of section 178 of Companies Act, 2013 the Nomination and Remuneration Committee has been constituted by the board, details of which have been placed on the website of the company viz <https://symbioxinvestment.com/Policies.html> as "Committees of Board of Directors".

Accordingly company has also formulated the Audit committee and Stakeholders Relationship committee in accordance with section 177 and 178 (5) of Companies Act, 2013, details of which has been placed on the website of the company as "Committees of Board of Directors".

11. MATERIAL CHANGES AND COMMITMENTS

There have been no material changes and commitments, which affect the financial position of the Company which have occurred between the end of the FY and the date of this Report.

12. EXTRACT OF ANNUAL RETURN

The Annual Return of the Company as on 31st March, 2024 will be available on the website of the Company at <https://symbioxinvestment.com/annual-return.html> .

13. CHANGE IN SHARE CAPITAL

There was no change in Share Capital for year ended March 31, 2024.

14. FAMILIARISATION PROGRAMME FOR DIRECTORS

As a practice, all Directors (including Independent Directors) inducted to the Board go through a structured orientation programme. Presentations are made by Senior Management giving an overview of the operations, to familiarise the new Directors with the Company's business operations. The Directors are given an orientation on the products of the business, Board constitution and procedures, matters reserved for the Board, and the major risks and risk management strategy of the Company.

During the year under review, Swapan Sardar (DIN: 09672631) Independent Directors of the Company were inducted to the Board dated 05.09.2023.

15. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Since April 1, 2023 till the date of this Report, the following changes took place in the Board of Directors and the Key Managerial Personnel (in the order of their occurrence):

Ms. Neha Pansari, Company Secretary of the Company has resigned from the Company w.e.f. 05th April, 2023.

Mr. Mahavir Verma, Executive Director & CFO of the Company has resigned from the Company w.e.f. 05th September, 2023.

Mrs. Raj Kumari Naskar, Independent Director of the Company has resigned from the Company w.e.f. 05th September, 2023.

Mr. Swapan Sardar, was appointed as Additional Independent Director of the Company w.e.f. 05th September, 2023. Thereafter, his appointment was confirmed as Independent Director of the Company in the Annual General Meeting held on 29th September, 2023.

Mrs. Sunita Show was appointed as an Additional Executive Director & CFO of the Company w.e.f. 05th September, 2023. Thereafter, his appointment was approved w.e.f. 5th September, 2023 in the Annual General Meeting of the Company.

Change in Designation of Mr. Samit Ray from Executive Director to Whole Time Director w.e.f. 05th September, 2023. Thereafter, his appointment was regularized in the Annual General Meeting of the Company dated 29th September, 2023. Further, there was change in Designation of Mr. Samit Ray from Whole Time Director to Managing Director w.e.f. 08th November, 2023 subject to approval of Shareholders in the Annual General Meeting.

Ms. Khushboo Pitti was appointed as Company Secretary of the Company w.e.f. 30th September, 2023.

16. NUMBER OF MEETING OF BOARD

During the financial year under review, the Board of Directors duly met 6 (Six) times on 29.05.2023, 12.08.2023, 05.09.2023, 09.10.2023, 08.11.2023, and 13.02.2024. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

17. BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed under Listing Regulations. Listing Regulations mandates that the Board shall monitor and review the Board evaluation framework.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the **Nomination and Remuneration Committee** ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors.

The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

Since your Company do not have the net worth of Rs. 500 Cr or more, or turnover of Rs. 1000 Cr or more, or a net profit of Rs. 5 Cr. or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

19. AUDITORS

i. Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. SSRV & Associates, Chartered Accountants, Mumbai with Firm Registration Number 135901W were appointed as the Statutory Auditors of the Company at a remuneration as may be mutually agreed to, between the Board of Directors and M/s. SSRV & Associates, Chartered Accountants, to hold office of Statutory Auditor for the period of 5 years till the conclusion of Annual Meeting of the Company to be held in the year 2027.

ii. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Akhil Agarwal., Company Secretary in Practice (CP No. 16313), to undertake the Secretarial Audit of the Company for the F.Y. 2023-24. The Secretarial Audit Report for F.Y. 2023-24 is annexed herewith as “Annexure I”.

iii. Cost Auditor

Cost Audit is not applicable to the Company as per provisions of Section 148 of the Companies Act, 2013.

iv. Internal Auditor

The Board of Directors, based on the recommendation of the Audit Committee and pursuant to the provisions of section 138 of the Act read with the Companies (Accounts) Rules, 2014, has appointed M/s. O P Khajanchi & Co, Chartered Accountants, Kolkata as the Internal Auditors of the Company for the financial year 2023-24.

20. AUDITOR’S REPORT

(a) Statutory Auditors Report:

The Board has duly reviewed the Statutory Auditor’s Report on the Accounts for the year ended March 31, 2024 and has noted that the same does not have any reservation or adverse remarks.

(b) Secretarial Audit Report

The Board has duly reviewed the Secretarial Audit Report on the Compliances according to the provisions of section 204 of the Companies Act 2013, and the same does not have any reservation, qualifications or adverse remarks.

21. VIGIL MECHANISM

In pursuance of the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for Directors and Employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at <https://symbioxinvestment.com/Policies.html>.

22. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has in place adequate internal financial controls system with reference to financial statements. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. During the year, such controls were tested and no reportable weakness in the design or operation was observed.

23. RISK ASSESSMENT AND MANAGEMENT

The Company has been on a continuous basis reviewing and streamlining its various operational and business risks involved in its business as part of its risk management policy. Your Company also takes all efforts to train its employees from time to time to handle and minimize these risks.

24. LISTING WITH STOCK EXCHANGES

Symbiox Investment & Trading Company Limited continues to be listed on BSE Limited, MSE Ltd & CSE Limited. It has paid the Annual Listing Fees for the year 2024-25 to BSE Limited & MSE Ltd.

25. COMPLIANCE WITH SECRETARIAL STANDARDS

The Company is complying with the Secretarial Standards issued by the Institute of Company Secretaries of India with respect to Meetings of the Board of Directors and General Meetings.

26. POLICIES AND DISCLOSURE REQUIREMENTS

In terms of provisions of the Companies Act, 2013 the Company has adopted policies which are available on its website <https://symbioxinvestment.com/Policies.html> .

27. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The required information as per rule 8(3) of the companies (Accounts) Rules, 2014 is provided hereunder:

A. Conservation of Energy:

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

C. Foreign Exchange Earnings and Out Go:

1. Foreign Exchange Earnings: NIL
2. Foreign Exchange Outgo: NIL

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the Financial Year under review, no Guarantees given by the company under section 186 of the Companies Act, 2013. Details of Loans and investments, outstanding as on 31st March, 2024 are given in the notes to the financial statements.

29. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. Thus, Disclosure in form AOC-2 is not required. Further, during the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. All related party transactions are placed before the Audit Committee and Board for review and approval, if required. The details of the related party transactions are set out in Note to the financial statements forming part of this Annual Report.

30. PUBLIC DEPOSITS

Your Company did not accept/ hold any deposits from the public / shareholders during the year, nor has any unclaimed or unpaid deposits at the end of the financial year 2023-24.

31. AUDIT COMMITTEE

The details pertaining to composition of audit committee are included in the Corporate Governance Report, which forms part of this report. During the year under review, all the recommendation made by the audit committee were accepted by the Board of Directors.

32. RELATED PARTY TRANSACTIONS

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. During the year, the Company had not entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at <https://symbioxinvestment.com/Policies.html>.

33. SIGNIFICANT & MATERIAL ORDERS

During the period under review, there were no significant and material orders passed by the regulators or Courts or Tribunals impacting the going concern status and the company's operations in future.

34. FRAUD REPORTING

There have been no frauds reported by the Auditors of the Company to the Audit Committee or the Board of Directors under sub-section (12) of section 143 of the Companies Act, 2013 during the financial year.

35. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has a policy of zero tolerance for sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

<input type="checkbox"/>	No. of complaints received:	Nil
<input type="checkbox"/>	No. of complaints disposed off:	Nil

36. HUMAN RESOURCES

The Company has established an organization structure that is agile and focused on delivering business results. With regular communication and sustained efforts, it is ensuring that employees are aligned on common objectives and have the right information on business evolution.

37. CORPORATE GOVERNANCE

Pursuant to SEBI (LODR) Regulations, 2015, the Certificate on Corporate Governance report issued by Akhil Agarwal., Practicing Company Secretaries, on compliance in this regards forms part of this Annual Report.

38. GLOBAL HEALTH PANDEMIC FROM COVID-19

The World Health Organization declared a global pandemic of the Novel Corona virus disease (COVID-19) on February 11, 2022. In enforcing social distancing to contain the spread of the disease, our offices and client offices all over the world have been operating with minimal or no staff for extended periods of time. In keeping with its employee-safety first approach, the Company quickly instituted measures to trace all employees and be assured of their well-being. Our teams reacted with speed and efficiency, and quickly leveraged technology to shift the workforce to an entirely new 'work-from-home' model. Proactive preparations were done in our work locations during this transition to ensure our offices are safe.

39. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

During the period under review, No employee of the Company drew remuneration in excess of the limits specified under the provisions of section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and hence no disclosure is required to be made in the Annual Report.

40. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- (c) The Directors had 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;
- (d) The Directors had prepared the annual accounts on a going concern basis; and
- (e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

41. CAUTIONARY STATEMENTS

Statements in this Annual Report, particularly those which relate to Management Discussion and Analysis as explained in the Corporate Governance Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the circumstances.

42. ACKNOWLEDGEMENTS

Your Directors would like to express deep sense of appreciation for the assistance and co-operation received from the Banks, Financial Institutions, Government Authorities, Shareholders and for the devoted service by the Executives, staff and workers of the Company. The Directors express their gratitude towards each one of them.

**For and on behalf of the Board
Symbiox Investment & Trading Company Limited**

**Place: Kolkata
Date: 02.09.2024**

**Sd/-
Samit Ray
Executive Director
DIN: 08406285**

**sd/-
Sunita Show
Executive Director
DIN: 09673548**

FORM MR-3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR 2023-24
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Symbiox Investment & Trading Company Limited
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.
KOLKATA - 700007

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Symbiox Investment & Trading Company 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 authorised 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, 2024** 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, 2024 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **(Not Applicable to the Company during the Audit Period)**.
5. 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 (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit Period)**
 - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993- **(Not Applicable to the Company during the Audit Period)**.
The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **(Not Applicable to the Company during the Audit Period)**;
The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **(Not Applicable to the Company during the Audit Period)**;
 - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- **(Not Applicable to the Company during the Audit Period)**.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India;
- The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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.
- Proper notice is given to all 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.
- Majority decisions of the Board and committee meetings are carried out unanimously. There were no dissenting views by any member of the Board of Directors during the period under review.

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.

I further report that during the year under review, the following events or actions had a major bearing on its Affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For Akhil Agarwal
Practising Company Secretary**

**Sd/-
Akhil Agarwal
Proprietor
ACS No. 35073
CP No. 16313**

**Place: Kolkata
Date: 02.09.2024**

**UDIN No: A035073F001103008
Peer Review No. 4237/2023**

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,
Symbiox Investment & Trading Company Limited
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.
KOLKATA - 700007

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the 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 compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 Akhil Agarwal
Practising Company Secretary

Sd/-
Akhil Agarwal
Proprietor
ACS No. 35073
CP No. 16313

Place: Kolkata
Date: 02.09.2024

UDIN No: A035073F001103008
Peer Review No. 4237/2023

CERTIFICATION BY CFO UNDER REGULATION 17 (8) OF THE LISTING REGULATION

To
The Board of Directors,
Symbiox Investment & Trading Company Limited
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.
KOLKATA - 700007

a) We have reviewed the financial statements and the cash flow statement of Symbiox Investment & Trading Company Limited for the year ended March 31, 2024 and to the best of our knowledge and belief:

- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.

d) We have indicated to the Auditors and the Audit Committee:

- (i) Significant changes in internal control over financial reporting during the year;
- (ii) Significant changes in accounting policies made during the year and the same have been disclosed in the notes to the financial statements; and
- (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For SYMBIOX INVESTMENT & TRADING COMPANY LTD

Place: Kolkata
Date: 02/09/2024

Sd/-
SUNITA SHOW
Chief Financial Officer

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Symbiox Investment & Trading Company Limited
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.
KOLKATA - 700007

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Symbiox Investment & Trading Company Limited** having CIN L65993WB1979PLC032012 and having registered office at **221, Rabindra Sarani, 3rd Floor, Room No.1, Kolkata-700007**. (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 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 DIRECTORS	DIN
1	MINA DEVI AGARWAL	07370734
2	BAPPA MITRA	08405997
3	SUNITA SHOW	09673548
4	SAMIT RAY	08406285
5	SWAPAN SARDAR	09672631
6	NITESH PODDAR	09673614

I further hereby inform that, ensuring the eligibility for the appointment / continuity of Director on the Board is the responsibility of the Company. Our responsibility is to issue this certificate based on verification of documents and information available in the public domain. 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 Akhil Agarwal
Practicing Company Secretary

Sd/-
Akhil Agarwal
Proprietor
ACS No. 35073
CP No.: 16313

Place: Kolkata
Date: 02/09/2024

UDIN No: A035073F001102911
Peer Review No. 4237/2023

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
SYMBIOX INVESTMENT & TRADING CO LTD
221, RABINDRA SARANI, 3RD FLOOR. ROOM NO.1.
KOLKATA - 700007

I have examined the compliance of conditions of corporate governance by **Symbiox Investment & Trading Company Limited** (“the Company”), for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended March 31, 2024. I have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

The compliance of conditions of corporate governance is the responsibility of the Management. My examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of Corporate Governance.

This Certificate 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.

In my opinion, and to the best of my information and according to the explanations and information furnished to me, I certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Regulation 27(2) of the said Regulations.

This certificate is issued solely for the purposes of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For Akhil Agarwal
Practicing Company Secretary

Sd/-
Akhil Agarwal
Proprietor
ACS No. 35073
CP No.: 16313

Place: Kolkata
Date: 02/09/2024

UDIN NO. A035073F001102975
Peer Review No. 4237/2023

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS

The company is mainly into Trading in textile goods & Investments. The company has a wide variety of sarees from plain to cater to the growing industry and offer its products to all the age groups. The Textile industry in India is highly diversified with a wide range of segments ranging from products of traditional handloom, handicrafts, wool and silk products to the organized textile industry. It is the second largest industry in terms of providing employment opportunities to more than 35 million people in the country.

As regards developments in the industry and your company's performance for the year under review in relation to those developments, the same has been explained in greater details in Directors Report under Performance Review.

FORWARD-LOOKING STATEMENT

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

STRENGTHS AND OPPORTUNITIES

- ❖ Complete value chain from the procurement of raw materials to the production of finished goods.
- ❖ Huge untapped potential for the development of technical textiles
- ❖ Make in India campaign covering 25 sectors including the textile and garment industry has been launched. Large and diversified segments in this industry that provide wide variety of products.
- ❖ ASEAN countries to develop as a textile and garment manufacturing hub, so opportunities for global and regional export should improve.
- ❖ New Product development which needs additional focus in Indian Companies in order to move up the value chain and capture a great global market share
- ❖ Vibrant domestic market, enabling manufacturers to spread out risk

WEAKNESS AND THREATS

- ❖ Use of outdated manufacturing technology from the low-end supplier which has resulted in low value addition in the industry.
- ❖ India is its geographical distance from major global markets of US, Europe and Japan in contrast to its rivals like Mexico, China etc which are comparatively nearer. Big geographical distance results in high shipping expenses and lengthy lead-time.
- ❖ Fragmented Industry leads to lower ability to expand and emerge as 'world –class' players.
- ❖ Intense competition in domestic market.
- ❖ Volatile exchange rate situation.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is well defined. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to other Directors. The Accounts Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and based on the report of internal audit the management undertakes corrective action in the respective areas and thereby strengthens the controls. Significant audit observations and recommendations if any, along with corrective actions thereon are required to be presented to the Audit Committee of the Board. During this financial year no such observations have been made.

DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Financial Performance of the company for the year under review is disclosed in the Directors report. Please refer to Directors' Report for the detail study on the performance review of the company.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The industrial relations remained cordial throughout the year. The employees of the Company have extended a very productive cooperation in the efforts of the management to carry the Company to greater heights. Continuous training down the line is a normal feature in the Company to upgrade the skills and knowledge of the employees and workmen of the Company.

FORTHCOMING STATEMENT

The statements made above may be construed as Forward-Looking Statements within the meaning of the applicable laws and regulations. Actual performance of the Company may vary substantially depending upon the business structure and model from time to time. Important external and internal factors may force a downtrend in the operations of the Company.

REPORT OF THE DIRECTOR'S CORPORATE GOVERNANCE REPORT

The Directors present the Company's Report on Corporate Governance pursuant to Regulation 27(2) of the SEBI (LODR) Regulation, 2015 of the Listing Agreement with Stock Exchanges.

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The philosophy of governance has been deeply rooted in the culture of the Company over a long period of time. The Company continues to deliver value to its various stakeholders. The practice of responsible governance has enabled the Company to maintain sustainability, while meeting the expectations of all stakeholders and the society at large. Besides complying with Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") the Company has adopted various practices and set reasonable standards for conducting business. The Company endeavours to improve upon aspects like transparency, professionalism, accountability and fair disclosures, on an ongoing basis and takes necessary steps towards growth and enhancing value for its shareholders.

The Company has complied with all the regulations stipulated by the Securities Exchange Board of India (SEBI) in the Listing Regulations.

II. BOARD OF DIRECTORS:

The Company has a balanced mix of Executive and Non-Executive Directors as on 31st March, 2024. As on 31st March, 2024, SITCL's Board comprised of **6 (Six)** Directors, out of which 3 (Three) were Non-Executive Independent Director. It is our belief that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance.

Number of Board Meetings:

During the year ended March 31, 2024, 6 (Six) Board Meeting were held on **29.05.2023, 12.08.2023, 05.09.2023, 09.10.2023, 08.11.2023 and 13.02.2024**. The gap between two consecutive meetings did not exceed 120 days.

The necessary quorum was present for all the meetings.

Name Designation	Category of Directorship	No. of Meetings		No. of Directorship(s) held in other Indian Public Limited Companies	Committee Position		Attendance at the last AGM held on 29 September 2023
		Held	Attended		Member	Chairman	
Mina Devi Agarwal	ID	6	6	0	-	-	Present
Samit Ray	ED	6	6	0	-	-	Present
Bappa Mitra	ID	6	6	0	-	-	Absent
Nitesh Poddar	ID	6	6	0	-	-	Present
Sunita Show	ED	3	3	0	-	-	Present
Swapan Sardar	ID	3	3	0	-	-	Present

- There are no inter-se relationships between the Board of Directors.
- Includes memberships/chairmanships of only Audit Committee and Stakeholders Relationship Committee in other public limited company

III. Separate Meeting of Independent Directors

As stipulated under Schedule IV of the Companies Act, 2013 and the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on March 15, 2024 to review the performance of Non-independent Directors (including the Chairman) and the Board as whole. The Independent Directors also

reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

IV. No. Of Shares Held by the Non-Executive Directors

None of the Non-Executive Directors of the Company held any shares of the Company.

V. COMMITTEES OF THE BOARD

In accordance with the requirement of the Listing Regulation entered into with the Stock Exchanges read with provisions of the Companies Act, 2013, the Company has constituted 3 Committees, viz.

- A. Audit Committee;
- B. Nomination and Remuneration Committee;
- C. Stakeholder Relationship Committee; the details of which are as under

(a) **AUDIT COMMITTEE:**

In line with the provisions of Section 177 of the Companies Act, 2013, the Company has constituted Audit Committee under the Chairmanship of Mr. Bappa Mitra.

The Audit Committee meets **4 times, 29.05.2023, 12.08.2023, 08.11.2023, and 13.02.2024** during the financial year ended 31st March, 2024. The attendance records of the members at the meeting were as follows:

Sr. No.	Name	Designation	No of Meetings held/attended
1.	Mrs. Mina Devi Agarwal	Member	4 of 4
2.	Mr. Bappa Mitra	Chairperson	4 of 4
3	Ms. Rajkumari Naskar (Resigned w.e.f. 05.09.2023)	Member	2 of 2
4	Mr. Swapan Sardar (Appointed w.e.f. 05.09.2023)	Member	2 of 2

Terms of Reference

The terms of reference of Audit Committee are wide enough, covering the matters specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013, which inter alia includes the following:

- i) Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii) Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- iii) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- iv) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) matters to be included in Directors Responsibility Statements to be included in Board's report;
 - (b) Changes in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) Significant adjustments made in the financial statements arising out of audit findings;
 - (e) Compliance with listing and other legal requirements relating to financial statement;
 - (f) Disclosure of related party transactions;
 - (g) Qualification in draft audit report.
- v) Reviewing with the management, the quarterly financial statement before submission to the board for approval;
- vi) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential

- issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;
- vii) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 - viii) Approval or any subsequent modification of transactions of the Company with related parties;
 - ix) Scrutiny of inter-corporate loans and investments;
 - x) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
 - xi) Evaluation of internal financial controls and risk management systems;
 - xii) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - xiii) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - xiv) Discussion with internal auditors of any significant findings and follow up there on;
 - xv) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 - xvi) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - xvii) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - xviii) To review the functioning of the whistle blower mechanism;
 - xix) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 - xx) Carrying out any other function as is mentioned in the terms of reference of the audit committee.
 - xxi) Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
 - xxii) Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

The audit committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- Statement of deviations:
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls. The Company Secretary acts as the Secretary to the Committee.

(b) NOMINATION & REMUNERATION COMMITTEE:

The Board of Directors of the Company has constituted a Nomination & Remuneration Committee under the Chairmanship of Mr. Bappa Mitra as per the provisions of Section 178 of the Companies Act, 2013.

During the financial year 4 (Four) meeting of the committee was held on 29.05.2023, 05.09.2023, 09.10.2023 and 08.11.2023 comprised of the following:

Composition of the Nomination & Remuneration Committee is as follows:

Sl. No.	Name	Designation	Category
1.	Ms. Mina Devi Agarwal	Member	Independent/Non-Executive
2.	Mr. Bappa Mitra	Chairperson	Independent/Non-Executive
3.	Ms. Rajkumari Naskar (Resigned w.e.f. 05.09.2023)	Member	Independent/Non-Executive
4	Mr. Swapan Sardar (Appointed w.e.f. 05.09.2023)	Member	Independent/Non-Executive

Terms of Reference:

The terms of reference of the Nomination & Remuneration Committee are as under:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
 2. To carry out evaluation of every director's performance.
 3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
 4. To formulate the criteria for evaluation of Independent Directors and the Board.
 5. To devise a policy on Board diversity.
 6. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
 7. 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.
 8. To perform such other functions as may be necessary or appropriate for the performance of its duties.
- This Committee has been formed to carry out the function as contained in the Listing Agreement and under the provisions of Section 178 of the Companies Act, 2013 and shall enjoy necessary powers and authority reviews commensurate with its functions.

BOARD EVALUATION

The Board carried out formal annual evaluation of its own performance and that of its committees., viz., the Audit Committee, Nomination and Remuneration Committee (NRC) & Stakeholders' Relationship Committee. The Board also carried out the performance evaluation of all the individual directors including the Chairman of the Company.

The Nomination Remuneration Committee also carried out evaluation of every director's performance. The evaluation was done after taking into consideration inputs received from the Directors, setting out parameters of evaluation. Evaluation parameters of the Board and Committees were mainly based on Disclosure of Information, Key functions of the Board and Committees, Responsibilities of the Board and Committees, etc. Evaluation parameters of Individual Directors including the Chairman of the Board and Independent Directors were based on Knowledge to Perform the Role, Time and Level of Participation, Performance of Duties and Level of Oversight and Professional Conduct etc.

Independent Directors in their separate meeting evaluated the performance of Non-Independent Directors, Chairman of the Board and the Board as a whole.

(c) STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee, as per Section 178 (5) of Companies Act, 2013, continued working under Chairmanship of Mr. Bappa Mitra. During the year, the committee met two times with full

attendance of all the members. The composition of the Stakeholders' Relationship Committee as at March 31, 2024 and details of the Members participation at the Meetings of the Committee are as under: During the year 2 (Two) meeting of the committee was held on 29.05.2023 & 08.11.2023.

Name of Director	Category	Position in the committee	Attendance at the Stakeholder Relationship Committee Meetings held on	
			29.05.2023	08.11.2023
Ms. Mina Devi Agarwal	Independent Director	Member	Yes	Yes
Mr. Bappa Mitra	Independent Director	Chairman	Yes	Yes
Ms. Rajkumari Naskar (Resigned w.e.f. 05.09.2023)	Independent Director	Member	Yes	Yes
Mr. Swapan Sardar (Appointed w.e.f. 05.09.2023)	Executive Director	Member	NA	Yes

The terms of reference of the Committee are:

- I. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- II. Review of measures taken for effective exercise of voting rights by shareholders.
- III. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- IV. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

VI. GENERAL BODY MEETINGS:

Annual General Meeting:

The details of the last three Annual General Meetings (AGMs) of the Company are as under:

<i>Financial Year</i>	<i>Date & Time</i>	<i>Venue</i>
2022-23	29 th September, 2023 at 01.30 P.M.	Through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM')
2021-22	28 th September, 2022 at 10.00 A.M	221, Rabindra Sarani, Near Marwari Relief Society, Kolkata-700007
2020-21	30 th September, 2021 at 10.00 A.M	221, Rabindra Sarani, Near Marwari Relief Society, Kolkata-700007

Extraordinary General Meeting or Postal Ballot:

The Company did not hold any EGM/Postal Ballot during the F.Y. 2023-24.

VII. MEANS OF COMMUNICATION:

The Quarterly / Annual financial results sent to the Stock Exchanges and published in The Financial Express (English) and Sukhabar (Bengali) in accordance with the Listing Regulations. The Quarterly / Annual results are also uploaded on the website of the Company <https://symbioxinvestment.com/Quarterly%20Results.html> . Communication to Shareholders via Newspaper is published in The Financial Express (English) and Sukhabar (Bengali).

VIII. GENERAL'S SHAREHOLDERS INFORMATION:

Annual General Meeting through ('VC')/Other Audio-Visual Means ('OAVM'):

Day, Date & Time	: Friday, 27 th September, 2024, 01.00 P.M. through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM')
Financial Calendar	: 1 st April to 31 st March of following year
Book Closure Date	: Saturday, September 21, 2024 to Friday, September 27, 2024
ISIN	: INE653R01012
Listing of Equity Shares on Stock Exchanges	: BSE Limited – 539278, MSE Limited – SYMBIOX, CSE Limited - 029461
Listing fees payment status	: The Company has paid the listing fees to BSE Ltd, MSE Ltd for the FY 2024-25
Share transfer system	: The Company's shares are compulsorily traded in Demat mode on the BSE Limited & MSE limited. The transfer of Physical shares, if any, are processed and returned to the shareholders within a period of 15 days by the Registrar & Share Transfer Agent.
Registrar & Transfer Agents	: M/s. ABS Consultant Pvt. Ltd. Stephen House, Room No. 99, 6th Floor, 4, B.B.D. Bag (E), Kolkata-700 001 Phone Nos. (033) 2230-1043, 2243-0153, Email: absconsultant99@gmail.com
Market Price Data	:

Month	BSE		
	High (Rs.)	Low (Rs.)	No. of Shares Traded No.
April, 2023	4.94	3.29	24,47,261
May, 2023	4.13	3.22	33,21,541
June, 2023	4.23	2.85	40,75,780
July, 2023	3.54	2.90	21,61,999
August,2023	3.20	2.72	20,63,102
September,2023	3.05	2.74	20,43,830
October,2023	3.03	2.55	17,29,978
November,2023	3.60	2.55	29,90,128
December,2023	3.40	2.63	22,99,153
January,2024	3.84	2.86	64,39,694
February,2024	3.49	2.81	35,86,946
March,2024	3.26	2.63	19,25,383

➤ **Distribution of Shareholding**

Ordinary Shares held	Number of shareholders	% Of shareholders	Number of shares held	% Of shares held
Upto 500	19166	74.43	2169404	6.93
501-1000	2534	9.84	2065683	6.60
1001-2000	1694	6.58	2561593	8.19
2001-3000	645	2.50	1651830	5.28
3001 -4000	385	1.50	1370902	4.38
4001-5000	280	1.09	1317940	4.21
5001-10000	560	2.17	4248343	13.58
10001 and above	485	1.88	15901635	50.82
Total	25749	100.00	31287330	100.00

➤ **Dematerialisation of shares and liquidity**

Status of Dematerialisation	No. of Shares	% of total shares
Share held in Dematerialised form – NSDL	70,36,611	22.49%
Share held in Dematerialised form – CDSL	2,37,69,217	75.97%
Share held in Physical form	4,81,502	1.54 %
Total	3,12,87,330	100.00%

➤ **Categories of Shareholders as on March 31, 2024**

Category	No. of shares held	% Of shareholding
Promoters & Promoter Group		
Individuals	40,900	0.13%
Bodies Corporate	10,00,000	3.20%
Public		
Individual	2,84,49,787	90.94
NRI	1,17,148	0.37
Bodies Corporate	16,79,495	5.37
TOTAL	3,12,87,330	100%

- **Address for correspondence:** SYMBIOX INVESTMENT & TRADING CO LIMITED
Add.: 221, Rabindra Sarani, 3rd Floor, 1st Floor, Kolkata
700007
Telephone: 9830274227
Email Id: symbioxinvestment100@gmail.com
Website: www.symbioxinvestment.com

IX. Disclosures:

i. The Company did not have any material significant related party transactions having a potential conflict with the interest of the Company at large. Transactions with the related parties are disclosed in the audited financial statements.

ii. The financial statements have been prepared in accordance with the Indian Accounting Standards (IND-AS).

iii. There were no instances of non-compliance by the Company on any matter related to the capital markets, resulting in disciplinary action against the Company by the Stock Exchanges or Securities and Exchange Board of India (SEBI) or any other statutory authority, during the last three years.

iv. The Company has a vigil mechanism for employees to report concerns about unethical behavior, actual or suspected fraud or violation of our code of conduct and confirms that no personnel have been denied access to the Audit Committee.

v. The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances.

vi. Policy for determining 'material' subsidiaries and Policy on dealing with related party transactions is available on <https://symbioxinvestment.com/Policies.html>.

vii. The Company has complied with mandatory requirements specified from Regulations 17 to 27 and clauses (b) to (i) of sub -regulation (2) of Regulation 46 of the SEBI (LODR) Regulations, 2015.

viii. The CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (LODR) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

ix. Pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from Akhil Agarwal., Company Secretaries, certifying the compliance by the Company with the provisions of the Corporate Governance of the Listing Regulations forms part of this Report.

x. Pursuant to SEBI (LODR) Regulations, 2015, that none of the Directors on the Board of the Company have been debarred or disqualified as Directors of Companies by SEBI or Ministry of Corporate Affairs or any such other Authority is issued by Akhil Agarwal., Practicing Company Secretaries, annexed to this report and forms part of this Report.

xi. Disclosures of number of complaints received, disposed off and pending during financial year 2023-24 under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company is committed to provide a work environment which ensures that every employee is treated with dignity, respect and afforded equal treatment. In compliance with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 along with Rules made thereunder, the Company has in place a policy which mandates no tolerance against any conduct amounting to sexual harassment of women at workplace. There were no case / complaints filed during the year.

xii. The Company have paid fees to statutory auditor of the Company. The total fees paid by the Company to Statutory Auditors (including certification fees) during the financial year 2023-24 is Rs. 1,06,200. As confirmed by Statutory Auditors of the Company, they are not part of any network firm/network entity.

DECLARATION ON CODE OF CONDUCT

In accordance with Regulation 17(8), 26(3) of the SEBI (LODR) Regulations, 2015 with the Stock Exchanges, I hereby confirm that, all the Directors and the Senior Management Personnel including myself have affirmed compliance to their respective Codes of Conduct, as applicable for the Financial Year ended 31st March, 2024.

FOR SYMBIOX INVESTMENT & TRADING CO LTD

**Sd/-
SUNITA SHOW
Executive Director
DIN: 09673548**

**Place: Kolkata
Date: 02.09.2024**

INDEPENDENT AUDITOR'S REPORT

To the Members of **SYMBIOX INVESTMENT & TRADING CO LTD**

Opinion

We have audited the financial statements of **SYMBIOX INVESTMENT & TRADING CO LTD** (“the Company”), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the 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 financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, its **profit** and its cash flows for the year ended on that date

- a) In the case of the balance sheet, of the state of affairs of the company as at March 31, 2024
- b) In the case of the Profit and Loss Account, of the profit for the period ended on that date and
- c) In the case of cash flow statement, for the cash flows for the year ended on that date
- d) And the changes in equity for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Accounting Standards (AS) specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	Auditor’s Response
1.	Nil	Nil

Information other than the financial statements and auditors' report thereon

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

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) specified under section 133 of the Act. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

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 of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, the Statement of Profit and Loss and the Cash Flow Statement 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 (AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
 - g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under section 197(16) which are required to be commented upon by us.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures 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), as provided under (a) and (b) above, contain any material mis-statement.

v. No dividend have been declared or paid during the year by the company.

vi. Based on our examination carried out, we report that the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

As per proviso to Rule 3(1) of The Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023. Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

**For SSRV & ASSOCIATES.
Chartered Accountants
Firm Regn No. 135901W**

Sd/-

**CA VISHNU KABRA
Partner
Membership No. 403437**

**Date: 30.05.2024
Place: Mumbai
UDIN: 24403437BICAJMW9710**

Annexure 'A'

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- (i) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company is maintaining proper records showing full particulars of intangible assets;
- (b) As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, except the following:-

Description of Property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
NIL					

- (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) As explained to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) As explained to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.
- (iii) (a) During the year the company has made investments or guarantee or security or granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

- (b) According to the information and explanations given to us, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prima facie prejudicial to the company's interest;
- (c) There is no stipulation of schedule of repayment of principal and payment of interest and therefore we are unable to comment on the regularity of repayment of principal & payment of interest.
- (d) Since the term of arrangement do not stipulate any repayment schedule we are unable to comment whether the amount is overdue or not.
- (e) No loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties except following:

Name of Party	Amount renewed or extended	% of total loan	Remark, if any
	Nil		

- (f) The company has granted loans or advances in the nature of loans repayable on demand.

iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.

v. The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013.

vi. As per information & explanation given by the management, maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

viii. (a) According to the records made available to us, company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2024 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute.

viii. According to the information and explanations given by the management, no transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- ix. (a) In our opinion and according to the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of loans or other borrowings or in the payment of interest

thereon to any lender.

(b) According to the information and explanations given by the management, the company is not declared willful defaulter by any bank or financial institution or other lender;

(c) In our opinion and according to the information and explanations given by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained, except for:

Nature of the fund raised	Name of the lender	Amount diverted (Rs.)	Purpose for which amount was sanctioned	Purpose for which amount was utilized	Remarks
			Nil		

(d) In our opinion and according to the information and explanations given by the management, funds raised on short term basis have not been utilized for long term purposes.

(e) In our opinion and according to the information and explanations given by the management, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures,

(f) In our opinion and according to the information and explanations given by the management, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

x. (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

xi. (a) According to the information and explanations given by the management, no fraud by the company or any fraud on the company has been noticed or reported during the year;

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company

- xii. The company is not a Nidhi Company. Therefore, clause xii is not applicable on the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements,
- xiv. a) In our opinion and based on our examination, the company have adequate internal audit system.
- xv. On the basis of the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. a) In our Opinion and based on our examination, the Company is not required to registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).
- xvii. Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year.
- xix. On the information obtained from the management and audit procedures performed and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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;
- xx. Based on our examination, the provision of section 135 are not applicable on the company. Hence this clause is not applicable on the company.
- xxi. The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For SSRV & ASSOCIATES.
Chartered Accountants
Firm Regn No. 135901W

Sd/-

CA VISHNU KABRA
Partner
Membership No. 403437

Date: 30.05.2024
Place: Mumbai
UDIN: 24403437BICAJMW9710

Annexure 'B'

Report on Internal Financial Controls with reference to financial statements

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the standalone financial statements of **SYMBIOX INVESTMENT & TRADING CO LTD** ('the Company') as at and for the year ended 31 March 2024, we have audited the internal financial controls with reference to standalone financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements 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 ('the Guidance Note') 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 the Company's business, including adherence to the 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 Act.

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, and the Guidance Note issued by the ICAI. 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 with reference to financial statements were 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements includes obtaining an understanding of such internal financial controls, 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 standalone 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 Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

7. Because of the inherent limitations of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements 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, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**For SSRV & ASSOCIATES.
Chartered Accountants
Firm Regn No. 135901W**

Sd/-

**CA VISHNU KABRA
Partner
Membership No. 403437**

**Date: 30.05.2024
Place: Mumbai
UDIN: 24403437BICAJMW9710**

Note 1 – Significant Accounting Policies and Notes thereon

Corporate information

M/s SYMBIOX INVESTMENT & TRADING CO LTD (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. **221, RABINDRA SARANI, 3RD FLOOR, ROOM NO.1, KOLKATA – 700007**, being a Public Limited Company, its shares are listed on BSE, MSEI, CSE stock exchanges. The company's Principal Business is Investment like Loans & Advance and Investments.

Note 1 –SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS:

a. Statement of compliance:

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other relevant provisions of the Act..

For the year ended 31st March, 2024, the financial statements of the Company have been prepared in compliance with the Indian Accounting Standards (Ind AS) noticed under Section 133 of Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Accounting Standards) Amendment Rules, 2016.

b. Basis of preparation of financial statements

The Company has prepared the Financial Statements which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2024, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Financial Statements).

These financial statements have been prepared and presented under the historical cost convention, on accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest INR", except otherwise indicated.

c. Use of estimates and judgements

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

d. Presentation of Financial Statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items

in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the notes required to be disclosed under the notified Accounting Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

e. Revenue Recognition

Revenue is recognized based to the extent it is probable that the economic benefit will flow to the company and revenue can be reliably measured regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment, and excludes taxes & duties collected on behalf of the Government and is reduced for estimated customer returns, rebates and other similar allowances.

Interest Income is recorded using the Effective Interest Rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset.

The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the company and significant risk and reward incidental to sale of products is transferred to the buyer, usually on delivery of the goods.

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

f. Inventories

Inventories are valued at the lower of cost and net realizable value (NRV). At cost or Net Realizable value whichever is lower.

g. Cash Flow Statement

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

For the purpose of the statement of cash flows, cash and cash equivalents includes cash on hand, term deposits and other short term highly liquid investments, net of bank overdrafts as they are considered an integral part of the Company's cash management. Bank overdrafts are shown within short term borrowing in balance sheet.

h. Tangible fixed assets

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

Particular	Estimated life in Years
COMPUTER	3
TV	
SOFTWARE	

i. Depreciation

Depreciation on fixed assets is provided on a straight-line basis using the rates arrived at based on the useful lives estimated by the management, or those prescribed under the Schedule II to the Companies Act, 2013, whichever is higher. However, Management has not estimated the useful lives of assets and rate is used as per the Companies Act, 2013.

j. Borrowing

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

k. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. In the current year, the custom duty paid on acquisition of Fixed asset has been capitalized as the duty paid is not refundable.

All other borrowing costs are recognized in Statement of Profit and Loss in the period in which they are incurred.

l. Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders the related service.

m. Income taxes

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and tax Laws used to compute the amounts are those that are enacted, at the reporting date.

Deferred Taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets including the unrecognized deferred tax assets, if any, at each reporting date, are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date and are adjusted for its appropriateness.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

n. Earnings per share

Basic earnings per share is computed by dividing the profit/(loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit/(loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

o. Cash flow statement

Cash Flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transaction of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

p. Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

	As at 31st March, 2024	As at 31st March, 2023
(a) Contingent Liabilities Security given by the company in respect of loans taken by other companies	Nil	Nil
(b) Commitments	Nil	Nil

q. Earning and Expenditure in Foreign Currency

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Earnings	Nil	Nil
Expenditures	Nil	Nil

r. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

The Company has no dealing with any party registered under the Micro, Small and Medium Enterprises Development Act, 2006.

s. Cash and cash equivalent

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

t. Related party transaction

As per the Ind AS 24, the disclosures of transactions with the related parties are given below -:

Name	Relation	Amount	Interest
Khushboo Pitti	CS	91,000	0

u. Event occurring after the date of balance sheet

Where material event occurring after the date of the balance sheet are considered up to the date of approval of accounts by the board of director

v. Recoverability of trade receivables

Required judgments are used in assessing the recoverability of overdue trade receivables and for determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate risk of non-payment.

w. The Company has reclassified/regrouped previous year figures where necessary to confirm to the current year's classification

**For SSRV& ASSOCIATES
(CHARTERED ACCOUNTANTS)
ICAI FRN. 135901W**

For and on behalf of the Board of Directors

Sd/-

CA VISHNU KABRA

Partner

Membership No. 403437

Place: Kolkata

Date: 30.05.2024

**SAMIT RAY
(Managing Director)
DIN-08406285**

**BAPPA MITRA
(Director)
DIN-08405997**

**SUNITA SHOW
(CFO)
PAN-OOYPS0597N**

**KHUSHBOO PITTI
(CS)
PAN-BQAPS7087N**

SYMBIOX INVESTMENT & TRADING CO LTD

(CIN: L65993WB1979PLC032012)

Balance Sheet as at 31st March, 2024

		(Rs. In hundreds)	
		As at 31st March, 2024	As at 31st March, 2023
<u>ASSETS</u>			
(1) Non-current assets			
(a) Property, Plant and Equipment	2	1,806.46	374.85
(b) Financial Assets			
(2) Current assets			
(a) Inventories	16	8,961.57	20,802.50
(b) Financial Assets			
(i) Investments	3	9,87,847.95	12,72,227.95
(ii) Trade receivables	4	1,536.98	79,734.22
(iii) Cash and cash equivalents	5	31,194.72	54,205.82
(iv) Short Term Loans and Advances	6	21,41,446.30	18,40,087.45
(c) Other current assets	7	10,865.25	8,816.53
Total Assets		31,83,659.23	32,76,249.32
<u>EQUITY AND LIABILITIES</u>			
(1) Equity			
(i) Equity Share capital	8	31,28,733.00	31,28,733.00
(ii) Other Equity & Reserves	9	24,472.41	3,647.24
(2) LIABILITIES			
(i) Non-current liabilities			
(a) Financial Liabilities		-	-
(ii) Current liabilities			
(a) Financial Liabilities		-	-
(i) Trade payables	10		
a) Total outstanding dues of micro enterprises and small enterprises			
b) Total outstanding dues of creditors others than micro enterprises and small enterprises		20,219.25	1,32,982.04
(b) Other current liabilities	11	6,308.56	5,248.64
(c) Provisions	12	3,926.01	5,638.40
Total Equity and Liabilities		31,83,659.23	32,76,249.32

The accompanying notes form an integral part of these standalone financial statements.

This is the Balance Sheet referred to in our report of even date.

For and on behalf of the Board of Directors

For SSRV & ASSOCIATES

Chartered Accountants

Firm's Registration No.: 135901W

SAMIT RAY
Managing Director
DIN-08406285

BAPPA MITRA
Director
DIN-08405997

CA VISHNU KANT KABRA

PARTNER

Membership No.: 403437

UDIN: 24403437BICAJMW9710

SUNITA SHOW
CFO

KHUSHBOO PITTI
CS

Place: Mumbai

Date: 30.05.2024

PAN- OOOYPS0597N

PAN-BQAPS7087N

SYMBIOX INVESTMENT & TRADING CO LTD

(CIN: L65993WB1979PLC032012)

Statement of Profit and Loss for the year ended 31st March 2024

				(Rs. In hundreds)	
	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023	
I	Revenue From Operations	13	3,89,786.34	3,98,235.86	
II	Other Income	14	22,996.30	1,641.56	
III	Total Income (I+II)		4,12,782.64	3,99,877.42	
IV	EXPENSES				
	Purchases of Stock-in-Trade	15	3,35,636.06	3,43,974.16	
	Change in stock in trade	16	11,841.00	-20,802.50	
	Employee benefits expense	17	17,960.00	19,220.01	
	Payment to Auditors	18	2,124.00	250.00	
	Finance costs	19	55.29	17.41	
	Other expenses	20	20,415.11	35,668.51	
	Total expenses (IV)		3,88,031.46	3,78,327.59	
V	Profit/(loss) before exceptional items and tax (I-IV)		24,751.18	21,549.83	
VI	Exceptional Items		-	-	
VII	Profit/(loss) before tax (V-VI)		24,751.18	21,549.83	
VIII	Tax expense:				
	(1) Current tax		3,926.01	5,638.40	
	(2) Current tax expenses for prior year			-	
	(3) Deferred tax		-	-	
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		20,825.17	15,911.43	
X	Earnings per equity share (for continuing operation):				
	(1) Basic		0.067	0.509	
	(2) Diluted				

The accompanying notes form an integral part of these standalone financial statements.

This is the Statement of Profit and Loss referred to in our report of even date.

For and on behalf of the Board of Directors

For SSRV& ASSOCIATES

Chartered Accountants

Firm's Registration No.: 135901W

SAMIT RAY
Managing Director
DIN-08406285

BAPPA MITRA
Director
DIN-08405997

CA VISHNU KANT KABRA
PARTNER

Membership No.: 403437

UDIN: 24403437BICAJMW9710

SUNITA SHOW
CFO

KHUSHBOO PITTI
CS

Place: Mumbai

PAN- OYPS0597N

Date: 30.05.2024

PAN-BQAPS7087N

SYMBIOX INVESTMENT & TRADING CO LTD

(CIN: L65993WB1979PLC032012)

CASH FLOW STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2024

	For the year ended 31st March 2024 (Rupees)	(Rs. In hundreds) For the year ended 31st March 2023 (Rupees)
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net profit before tax and after extra- ordinary items (As per profit & loss account)	24,751.18	21,549.83
Adjustments for items not included	-	-
	-	-224.41
Operating Profit before working capital changes	24,751.18	21,325.42
<u>Working capital adjustments: -</u>		
(Increase)/ decrease in current loans and advances	-3,01,358.85	-5,28,315.11
(Increase)/ decrease in Trade receivables	78,197.24	7,018.03
(Increase)/ decrease in inventories	11,840.93	-20,802.50
(Increase)/ decrease in other current assets	-2,048.72	-
Increase/ (decrease) in Borrowings	-	-
Increase/ (decrease) in current liabilities	-1,11,702.87	78,408.08
Cash generated from operations	-3,00,321.09	-4,42,366.08
Direct Taxes Paid	5,638.40	4,879.40
Net cash flow from operating activities (A)	-3,05,959.49	-4,47,245.48
<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Proceed from sale(purchase) of investments	2,84,380.00	4,82,216.50
(Increase)/ decrease in capital expenditure	-	-
(Increase)/ decrease in fixed assets	-1,431.61	-
Net cash flow from investing activities (B)	2,82,948.39	4,82,216.50
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Proceeds from issue of equity shares	-	-
Share Application Money received(refund)	-	-
Net cash flow from financing activities (C)	-	-
Net cash flow during the year (A + B + C)	-23,011.10	34,971.02
Add: Opening cash and cash equivalents	54,205.82	19,234.80
Closing cash and cash equivalents	31,194.72	54,205.82
<u>Components of cash and cash equivalents</u>		
Cash in hand	4,610.49	914.76
Deposit with banks in current accounts	26,584.23	53,291.06
Toal cash and cash equivalents	31,194.72	54,205.82
	0.00	-

The accompanying notes form an integral part of these standalone financial statements.

This is the Statement of Cash Flow referred to in our report of even date.

For and on behalf of the Board of Directors

For SSRV & ASSOCIATES

Chartered Accountants

Firm's Registration No.: 135901W

CA VISHNU KANT KABRA
PARTNER

Membership No.: 403437

UDIN: 24403437BICAJMW9710

SAMIT RAY
Managing Director
DIN-08406285

BAPPA MITRA
Director
DIN-08405997

SUNITA SHOW
CFO

KHUSHBOO PITTI
CS

Place: Mumbai

Date: 30.05.2024

PAN- OYPS0597N

PAN-BQAPS7087N

SYMBIOX INVESTMENT & TRADING CO LTD

(CIN: L65993WB1979PLC032012)

NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH, 2024

AND STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE

DEPRECIATION ON FIXED ASSETS AS PER COMPANIES ACT' 2013

(Rs. In hundreds)

NOTES : 2

Fixed Assets (Tangible Assets)

Sr. No	Particulars	Gross Block			DEPRECIATION			Net Block	
		Balance as on 31.03.2023	Addition/ Deletion	Balance as on 31.03.2024	Balance as on 31.03.2023	During the year	Balance as on 31.03.2024	WDV balance as on 31.03.2024	WDV balance as on 31.03.2023
1	COMPUTER	1351.20	0.00	1351.20	976.35	0.00	976.35	374.85	374.85
2	Television sets	0.00	1515.63	1515.63	0.00	194.52	194.52	1321.11	0.00
3	Software	0.00	120.00	120.00	0.00	9.50	9.50	110.50	0.00
	TOTAL	1351.20	1635.63	2986.83	976.35	204.02	1180.37	1806.46	374.85

NOTES

(i) All above assets are freehold assets.

(ii) Pursuant to the enactment of Companies Act 2013, the company has applied the estimated useful live as specified in schedule II.

Depreciation on Computer has not been provided as residual value is more than WDV shown in the books.

For SSRV & ASSOCIATES

Chartered Accountants

Firm's Registration No.: 135901W

For and on behalf of the Board of Directors

SAMIT RAY

Managing Director

DIN-08406285

BAPPA MITRA

Director

DIN-08405997

CA VISHNU KANT KABRA

PARTNER

Membership No.: 403437

UDIN: 24403437BICAJMW9710

SUNITA SHOW

CFO

KHUSHBOO PITTI

CS

Place: Mumbai

Date: 30.05.2024

PAN- OOYPS0597N

PAN-BQAPS7087N

SYMBIOX INVESTMENT & TRADING CO LTD
Notes forming part of the financial statements

Note 3: Current Investments

(Rs. In hundreds)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Trade Investment		
In Quoted equity shares	46,444.45	46,444.45
In Unquoted equity shares (As per List attached)	9,41,403.50	12,25,783.50
Total	9,87,847.95	12,72,227.95

Note 4: Trade Receivables

(Rs. In hundreds)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Sundry Debtors		
Less than Six Months	1,536.98	79,734.22
Total	1,536.98	79,734.22

Trade Receivables ageing schedule as at 31st March, 2024

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	1,536.97					1,536.97
(i) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Trade Receivables ageing schedule as at 31st March, 2023

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	14,415.47	65,318.75		-	-	79,734.22
(i) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Note 5: Cash and Cash Equivalents

(Rs. In hundreds)

Particulars	As at 31st March, 2024	As at 31st March, 2023
Balances with banks		
In current accounts	26,584.23	53,291.06
Cash in hand	4,610.49	914.76
Total	31,194.72	54,205.82

Note 6: Short Term Loans and Advances		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Loans to Others	21,41,446.30	18,40,087.45
Total	21,41,446.30	18,40,087.45

Note 7: Other Current Assets		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
CGST	733.23	-
SGST	715.22	-
Tax Deducted at Sources	9,416.80	8,816.53
Total	10,865.25	8,816.53

Note 9: Reserves & Surplus		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Securities premium account		
Opening balance	4,366.50	4,366.50
Add : Premium on shares issued during the year	-	-
	4,366.50	4,366.50
Less : Utilised during the year for:	-	-
Closing balance	4,366.50	4,366.50
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	-719.26	-16,406.28
Add: Profit / (Loss) for the year	20,825.17	15,911.43
Add: Adjusted	-	-224.41
Closing balance	20,105.91	-719.26
Total	24,472.41	3,647.24

Note 10: Trade Payable		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Sundry Creditors	20,219.25	1,32,982.04
Total	20,219.25	1,32,982.04

Trade Payables - Ageing Disclosures					
Trade Payables ageing schedule: As at 31st March, 2024					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	20,219.25	-	-	-	20,219.25
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Trade Payables ageing schedule: As at 31st March, 2023					
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	1,29,590.11	-	-	3,391.93	1,32,982.04
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Note 11: Other Current Liabilities		(Rs. In hundreds)	
Particulars	As at 31st March, 2024	As at 31st March, 2023	
Audit Fees Payable	882.00	250.00	
TDS Payable	443.06	322.00	
TCS Payable	52.50	52.50	
Expenses Payable	4,931.00	4,624.14	
Total	6,308.56	5,248.64	

Note 12: Short Term Provisions		(Rs. In hundreds)	
Particulars	As at 31st March, 2024	As at 31st March, 2023	
Provision for Income Tax	5,638.40	4,879.40	
Add: During the year	3,926.01	5,638.40	
Less: paid/adjusted	5,638.40	4,879.40	
Total	3,926.01	5,638.40	

SYMBIOX INVESTMENT & TRADING CO LTD		
Notes forming part of the financial statements		
Note 13: Revenue from operations		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Sale of Textile Goods	2,24,032.40	-
Sale of Shares	81,416.31	3,16,140.55
Interest Received	84,337.63	82,095.31
Total	3,89,786.34	3,98,235.86
Note 14: Other Income		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Interest on refund of tax	97.45	859.56
Capital Gains	22,811.85	695.00
Dividend Receipt	87.00	87.00
Total	22,996.30	1,641.56
Note 15: Purchase of Stock in Trade		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Purchase of Textile Goods	2,43,561.45	-
Purchase of shares	92,074.61	3,43,974.16
Total	3,35,636.06	3,43,974.16
Note 16: Changes in Inventories		-
Particulars	As at 31st March, 2024	As at 31st March, 2023
Opening Stock	20,802.57	-
Less: Closing Stock - INVESTMENTS	7,077.57	20,802.57
Less: Closing Stock - SAREES	1,884.00	
Total	11,841.00	-20,802.57
Note 17: Employee Benefit Expenses		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Salaries & Wages	17,960.00	19,220.01
Total	17,960.00	19,220.01
Note 18: Payment To Auditors		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
As Statutory Audit Fees	2,124.00	250.00
As Tax Audit Fees	-	-
Total	2,124.00	250.00
Note 19: Finance Cost		(Rs. In hundreds)
Particulars	As at 31st March, 2024	As at 31st March, 2023
Bank Charges	23.46	16.50
Delay charges	23.99	0.26
Demat Charges	7.84	0.65
Total	55.29	17.41

Note 20: Other expenses		(Rs. In hundreds)	
Particulars	As at 31st March, 2024	As at 31st March, 2023	
Advertisement Expenses	300.88	444.56	
Business Promotion Expenses	1,080.67	3,874.90	
Commission & Brokerage on Financial Lending	5,000.00	-	
Bad-Debt		9,863.08	
E - Voting Expenses	236.00	236.00	
Filing Fees & Subscription	84.08	92.00	
General Expenses	177.66	796.57	
Interest on TDS	17.71	0.33	
Listing and Depository Fee	7,905.60	5,480.80	
Registrar fees	590.00	5,171.65	
Postage, Telegram & Courier Charges	280.16	489.97	
Printing & Stationary Expenses	297.04	601.69	
Professional & Legal Fees	1,672.07	2,800.56	
Rent Expenses	900.00	1,200.00	
Selling & distributors Expenses	757.24	2,637.02	
Telephone Expenses	263.03	519.74	
Travelling and Conveyance Expenses	569.45	1,399.64	
Website Maintenance	76.70	60.00	
Late Filing Fees	2.80	-	
Depreciation	204.02	-	
	20,415.11	35,668.51	

Note 7: Share capital

(Rs. In hundreds)

Particulars	Mar-24		Mar-23	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised				
Equity shares of Rs. 10/- each with voting rights	3,13,00,000	31,30,000.00	3,13,00,000	31,30,000.00
	3,13,00,000	31,30,000.00	3,13,00,000	31,30,000.00
(b) Issued				
Equity shares of Rs. 10/- each with voting rights	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
(c) Subscribed and fully paid up				
Equity shares of Rs. 10/- each with voting rights	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
Total	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00

Refer Notes (i) to (ii) below

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

(Rs. In hundreds)

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
Issued, Subscribed and Fully Paid-up Equity shares with voting rights				
- Number of shares	3,12,87,330	-	-	3,12,87,330
- Amount (Rs.)	31,28,733.00	-	-	31,28,733.00
- Number of shares	3,12,87,330	-	-	3,12,87,330
- Amount (Rs.)	31,28,733.00	-	-	31,28,733.00

(ii) Details of shares held by each shareholder**(Rs. In hundreds)****holding more than 5% shares:**

Class of shares / Name of shareholder	Mar-24		Mar-23	
Equity shares with voting rights	-	0.00	-	0.00
EMERALD COMMERCIAL LIMITED	-	0.00	-	0.00
Total	-	0.00	-	0.00

Statement of changes in equity for the year ended March 31, 2024**(Rs. In hundreds)**

Equity shares of Re. 10 each issued, subscribed and fully paid	Mar-24		Mar-23	
	Number	Value	Number	Value
Balance at the beginning of the year	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00
Changes during the year	-	-	-	-
Balance at the end of the year	3,12,87,330	31,28,733.00	3,12,87,330	31,28,733.00

Shares held by promoters at the end of the year 31st March 2024

Sr.	Promoter Name	No. of Shares	% of total shares	% Change during the year
	Individual			
1	GAURAV AUDICHYA	40,900.00	0.13	
	Bodies Corporate			
1	TYRO COMMERCIAL PRIVATE LIMITED	10,00,000.00	3.20	-
	Total	10,40,900.00	3.33	-

Shares held by promoters at the end of the year 31st March 2023

Sr.	Promoter Name	No. of Shares	% of total shares	% Change during the year
	Individual			
1	GAURAV AUDICHYA	40,900.00	0.13	-
	Bodies Corporate			
1	TYRO COMMERCIAL PRIVATE LIMITED	10,00,000.00	3.20	-
	Total	10,40,900.00	3.33	-

SYMBIOX INVESTMENT & TRADING CO LTD

Notes to Financial Statements for the year ended 31st March, 2024

Note : Calculation of Important Financial Ratios

Particulars		2023-24	2022-23
1) Current Ratio			
<u>Current Assets</u>			
Cash & Cash Equivalents		31,194.72	54,205.82
Other Current Assets		21,50,407.87	18,60,889.95
Trade Receivables		1,536.98	79,734.22
	Total	21,83,139.57	19,94,829.99
<u>Current Liabilities</u>			
Other Current Liabilities		10,234.57	10,887.04
Trade Payables		20,219.25	1,32,982.04
	Total	30,453.82	1,43,869.08
	Current Ratio	71.69	13.87

Remarks:

2) Debt Equity Ratio

<u>Total Liability</u>			
		31,83,659.23	32,76,249.32
<u>Shareholder's Equity</u>			
Equity Share Capital		31,28,733.00	31,28,733.00
Reserves & Surplus		24,472.41	3,647.24
	Total	31,53,205.41	31,32,380.24
	Debt Equity Ratio	1.01	1.05

3) Debt Service Coverage Ratio

4) Return on Equity Ratio

<u>Net Income</u>			
Profit after Tax		20,825.17	15,911.43
<u>Shareholder's Equity</u>			
Equity Share Capital		31,28,733.00	31,28,733.00
Reserves & Surplus		24,472.41	3,647.24
	Total	31,53,205.41	31,32,380.24
	Return on Equity Ratio	0.0066	0.0051

5) Inventory Turnover Ratio			
	COGS	3,35,636.06	-
			-
	<u>Average Inventory</u>	5,920.50	-
	Inventory Turnover Ratio	56.69	-

6) Trade Receivables Turnover Ratio			
	Net credit Sales	65,318.75	82,668.75
	<u>Average Receivables</u>		
	Average account receivables	1,536.98	79,734.22
	Trade Receivable Turnover Ratio	42.50	1.04

7) Trade Payables Turnover Ratio			
	Net credit Purchase	28,465.00	
	<u>Average Payables</u>		
	Average account payables	6,308.56	
	Trade Payable Turnover Ratio	4.51	-

8) Net Capital Turnover Ratio			
	Net Annual Sales	81,416.31	-
	<u>Total Assets</u>		
	Assets	31,83,659.23	32,76,249.32
	Net Capital Turnover Ratio	0.03	-

Remarks:

9) Net Profit Ratio			
	Net Profit after Tax	20,825.17	15,911.43
	Revenue	4,12,782.64	3,99,877.42
	Net Profit Ratio	5.05	3.98

Remarks:

10) Return on Capital Employed			
	<u>Earnings Before Interest and Tax</u>		
	Profit after Tax	20,825.17	15,911.43
	Add:Interest		-
	Add:Tax	3,926.01	5,638.40
		Total	24,751.18
			21,549.83
	<u>Capital Employed</u>		
	Total Assets	31,83,659.23	32,76,249.32
	Less: Current Liabilities	30,453.82	1,43,869.08
		31,53,205.41	31,32,380.24
	Return on Capital Employed	0.0078	0.0069

Remarks:

ROAD MAP TO AGM VENUE

**SINCE THE MEETING IS THROUGH VIDEO CONFERENCING, ROAD MAP OF
AGM VENUE IS NOT ATTACHED.**

THANKING YOU