

# IFFCO KISAN LOGISTICS LIMITED

*Annual Report- 2020-2021*





**IFFCO KISAN LOGISTICS LIMITED**

**17<sup>th</sup>**  
**ANNUAL REPORT**  
**2020-2021**



## **IFFCO KISAN LOGISTICS LIMITED**

(CIN-U74999DL2004PLC124867)

### **BOARD OF DIRECTORS**

Dr. U. S. Awasthi	Chairman & Nominee Director
Shri Rakesh Kapur	Nominee Director
Shri K.L.Singh	M.D & Nominee Director
Shri Yogendra Kumar	Nominee Director
Shri Sunil Khatri	Nominee Director
Shri Ashwini Mehra	Independent Director
Smt. Reena Kaishing	Independent Director
Sh.O.P.Dayama	Nominee Director( w.e.f. 06/11/2020)

### **STATUTORY AUDITORS**

M/s S.Tekriwal & Associates  
B4/237,LGF,Safdarjung Enclave,  
Behind Safdarjung Club,  
New Delhi-110029

### **SECRETARIAL AUDITORS**

M/s Amit Agrawal & Associates  
H-63,Ground Floor,Vijay Chowk,  
Laxminagar,  
New Delhi-92.

### **KEY MANAGERIAL PERSONNEL**

Sh. O.P.Dayama- Chief Executive Officer  
Sh.S.R.Bommidi-Chief Financial Officer  
Ms. Achala Bhatt-Company Secretary

### **REGISTERED OFFICE**

"IFFCO Sadan", C-1, District Centre,  
Saket Place, New Delhi-110017.  
Tel: +91-11-42592626  
Fax: +91-11-40593194  
Email: faxho@iffco.in

### **BANKERS**

Indian Overseas Bank  
State Bank of India

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Regd.Office: "IFFCO Sadan", C-1, District Centre, Saket Place, New Delhi-110017  
Tel: +91-11-42592626, Fax: +91-11-42592650

# IFFCO KISAN LOGISTICS LIMITED

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**IFFCO KISAN LOGISTICS LIMITED**  
(formerly known as IFFCO Kisan Bazar & Logistics Limited)  
'IFFCO Sadan', C-1 Distt.Centre, Saket Place, New Delhi-110 017.  
(CIN: U74999DL2004PLC124867 )

**DIRECTORS' REPORT**

To  
The Members,

The Directors have pleasure in submitting their 17<sup>th</sup> Annual Report on the business & operations of the company along with the Audited Balance Sheet and Profit and Loss Account for the Year ended 31<sup>st</sup> March 2021.

**FINANCIAL RESULTS:**

The financial results of the company for the year under review along with the figures for the previous year are as follows:

(Amount in Rs./ lakh)

<b>Particulars</b>	<b>31<sup>st</sup> March 2021</b>	<b>31<sup>st</sup> March 2020</b>
Total Income	1753.87	635.61
Profit/ (Loss) before Depreciation	431.84	(17.16)
<i>Less: Depreciation</i>	(233.66)	(235.21)
Profit/(Loss) before Exceptional Items and Tax	198.18	(252.37)
Profit/(Loss) before Tax	198.18	(252.37)
Tax expenses		
-Deferred Tax	(86.38)	118.12
-MAT	-	-
Profit / (Loss) after Tax	111.80	(134.25)
Balance brought forward – last year	(2048.65)	(1914.40)
<b>Balance carried forward to balance sheet</b>	<b>(1936.85)</b>	<b>(2048.65)</b>

**DIVIDEND:**

The Board of Directors have not recommended any dividend for the Financial Year ending on 31<sup>st</sup> March 2021.

**REVIEW OF OPERATIONS DURING THE YEAR:**

In accordance with sec. 134(i) and Rule 8(5)(i) of Companies (Accounts) Rules, 2014 the Financial Position of the Company during the Year is as under-

Total Income for Financial Year 2020-21 was at Rs.1753.87 Lakhs, Total Expenses were Rs.1144.09 Lakhs(including purchase of Ammonia), Profit/( Loss) before Tax was Rs 198.18 Lakhs & Profit after Tax was Rs. 111.80 Lakhs.

**BUSINESS PLAN:**

The company is in its eighth year of operation and targets to handle 10(Ten)Lakh Metric Tonnes of cargo for the Financial Year 2020-21 which includes Potash(MOP), Imported Plant Urea, Imported DAP, Imported Mktg. Urea & NPS.

In the year 2020-21, IKLL has handled 7,96,290 MT Captive Cargo at Barge Jetty @ Rs.60.61 PMT (excluding GST) as per agreement between IFFCO and IKLL. Accordingly, Service Charges amounting to Rs.482.63Lakhs and Warehousing charges amounting to Rs. 28.70 Lakhs has been recognized in the books of account. No Third Party Cargo has been handled by IKLL. Further, Income from Berth Hire for FY 2020-21 of Rs.1.78 Lakhs has been recognized during the year.

The Volume of Cargo handled in the F.Y 2020-21 as compared to previous F.Y 2016-17, 2017-18, 2018-2019 and F.Y 2019-2020 are shown in Table -1.

**Table-1- Comparative figures of Cargo handled in F.Y.**

**(Fig.in Lakh Metric Tonnes)**

COMMODITY	F.Y-16-17	F.Y.-17-18	F.Y.-2018-19	F.Y.2019-20	FY-2020-21
Mkt. Urea	0.42	0.86	0.44	0.00	0.00
Imported DAP	2.12	0	4.33	4.00	2.09
MOP	5.12	5.91	5.08	4.89	5.60
Plant Urea	0.40	0.46	0.00	0.59	0.00
Coastal Cargo	0.00	0.12	0.00	0.00	0.00
NPS	0.00	0.00	0.00	0.00	0.27
<b>Total</b>	<b>8.06</b>	<b>7.35</b>	<b>9.85</b>	<b>9.48</b>	<b>7.96</b>

The three Godowns with the total capacity of 35000 MT commissioned in the year 2015 are being utilized for the Cargo storage as and when required to facilitate unloading.

The Company's Jetty has the capacity to handle 20 ( Twenty)Lakh MT of Cargo per annum with a Minimum commitment of 10 ( Ten)Lakh MT of Captive Cargo .

**MATERIAL CHANGES AND COMMITMENTS ,IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT U/s 134(3)(1)OF THE COMPANIES ACT, 2013:**

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statement relate and the date of the report u/s 134(3)(1)of the Companies Act, 2013 .

**AMOUNT TRANSFERRED TO RESERVES:**

In accordance with section 134(3) (j)of the Companies Act, 2013, Reserves and Surplus were Rs. (1936.85)Lakhs for the F.Y 2020-2021.

**HEALTH, SAFETY AND ENVIRONMENT PROTECTION:**

All applicable Environment ,Labour Laws are being complied with. IKLL had integrated the conservation of Environment, Health and Safety in all its business operations aiming at zero accidents, good health and Pollution free Environment.

Your company has complied with all regulations under Water (Prevention and Control of Pollution) Act, 1974, Air (Prevention and Control of Pollution )Act, 1981 ,The Environment ( Protection ) Act, 1986 , the International Ship and Port Security Clearance Certification.

During the Operations of the Company safe working practices are followed Spillages/Leakages from any Cargo handling equipment are attended promptly and material recovered through sweepings.

**DIRECTORS:**

The Board consists of Executive and Non -Executive Directors who have wide and varied experience in different disciplines of Corporate functioning.

**(i) Directors during the F.Y-2020-21:**

- (i) Dr.U.S.Awasthi( Chairman & Nominee Director) (DIN:00026019)
- (ii) Sh. Rakesh Kapur( Nominee Director) (DIN:00007230)
- (iii) Sh. K.L.Singh( Managing Director) (DIN:01562210)
- (iv) Sh. Yogendra Kumar( Nominee Director) (DIN:07589061)
- (v) Sh.Sunil Khatri(Nominee Director) (DIN:06903603)
- (vi) Sh. Ashwini Mehra (Independent Director) (DIN:02948537)
- (vii) Mrs. Reena Kaishing( Independent Director) (DIN:07233812)
- (viii) Sh. O.P.Dayama ( CEO & Nominee Director) (DIN:08933299)  
( appointed as Nominee Director w.e.f. (06 /11 / 2020)

Sh. Yogendra Kumar ( Nominee Director)( DIN No. 07589061) is liable to retire by rotation and being eligible offers himself for re-appointment. Your directors recommend his re-appointment.

Sh.O.P.Dayama ( Nominee Director)( DIN No08933299 ) is liable to retire by rotation and being eligible offers himself for re-appointment. Your directors recommend his re-appointment.

Further, in compliance with section 149(4),(10) & (11) of the Companies Act, 2013 Mrs. Reena Kaishing((DIN:07233812) and Sh. Ashwini Mehra ( DIN:02948537)were re-appointed as Independent Directors for second consecutive term of five years vide 74<sup>th</sup> Board Meeting.

**- KEY MANAGERIAL PERSONNEL:**

Appointment of Managing Director,Chief Executive Officer, Chief Financial Officer & Company Secretary have been complied with u/s 203 of the Companies Act, 2013. The members are informed that -

-Sh. K.L.Singh was re-appointed as Managing Director of IFFCO Kisan Logistics Limited vide 74<sup>th</sup> Board Meeting (initially scheduled to be held on 23/03/2020 and Meeting was rescheduled on 08/06/ 2020 due to COVID-19)for a period of one year i.e. from 01/07/ 2020 to 30/06/2021.Requisite approvals from Nomination and Remuneration Committee Members and Shareholders approval were taken.

-Accordingly, the Key Managerial Personnel of IKLL for the Financial Year 2020-21 are:

- Managing Director- Sh. Kanhaiya Lal Singh.
- Chief Executive Officer- Sh. O.P.Dayama
- Chief Financial Officer- Sh. S.R. Bommidi
- Company Secretary- CS Achala Bhatt

None of the above Key Managerial Person had resigned during the year ended 31/3/2021.

**-DECLARATION BY INDEPENDENT DIRECTOR THAT THEY MEET THE CRITERIA OF INDEPENDENCE U/S 134(3)(d) AND 149(6) OF THE COMPANIES ACT, 2013:**

Pursuant to section 134(3)(d) and 149(6) of the Companies Act, 2013, both the Independent Directors had given declaration of their Independence to the Board of Directors .

**- SECRETARIAL AUDITORS:**

Section 204 of the Companies Act, 2013 inter-alia requires a Public Company having Paid Up Share Capital of more than Rs. 50 Crores to annex with its Board Report, a Secretarial Audit Report given by a Company Secretary in Practice, in form MR-3 . MR-3 forms part of the Board 's Report.

M/s Amit Agrawal & Associates( Company Secretaries Firm ) has been appointed as Secretarial Auditor of the Company for the Financial Year 2020-21.

**- INTERNAL AUDITORS :**

M/s Sanjay Ruchandani & Associates( Chartered Accountants Firm) has been appointed as the Internal Auditor of the Company for the Financial Year 2020-21 under section 138(1) of the Companies Act, 2013.

**-STATUTORY AUDITORS:**

M/s S. Tekriwal & Associates( C.A.Firm)(Regt. No.009612N) were appointed Statutory Auditor of IKLL for a tenure of five years w.e.f. F.Y-2017-18 to F.Y.2021-22 vide 13<sup>th</sup> Annual General Meeting u/s 139 of the Companies Act, 2013.

**AUDITORS' REPORT:**

M/s Sanjay Ruchandani & Associates (Chartered Accountants Firm)- Internal Auditor, M/s S. Tekriwal & Associates ( Chartered Accountant firm)-Statutory Auditor and M/s Amit Agrawal & Associates ( Company Secretaries Firm)- Secretarial Auditor have submitted their Audit Reports the F.Y 2020-2021. No adverse observation has been made by any Auditor in their Audit Report(s) and hence needs no Management Reply.

**DEPOSITS:**

The company has not taken any Deposits from public.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

In accordance with the provisions of section 134 (3) (c) and 134(5) of the Companies Act, 2013 the Board confirm and submit the Directors Responsibility Statement as follows-

(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 judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit and Loss of the Company for that period,

(c) The Directors had taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of the Companies Act, 2013 for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities,

(d) The Directors had prepared the Annual Accounts on a going concern basis,

(e) The Directors had devised proper systems to ensure compliance with the provisions of all applicable Laws and that such systems are adequate and operating effectively and

(f) 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.

**"Internal Financial Controls"** with reference to Financial Statement means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company 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.

Further, your Company had established and has been maintaining Internal Financial Controls based on Internal Control over Financial Reporting criteria. These include the design, implementation and maintenance of adequate Internal Financial Controls that were operating effectively for ensuring the orderly and efficient operation of its 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 Companies Act,2013.

**COMPLIANCE WITH SECRETARIAL STANDARDS:**

Your company has voluntarily complied with applicable Secretarial Standards i.e. SS-1(Board Meetings),SS-2(General Meetings),SS-4(Report on Board of Directors) .

**PERSONNEL:**

The company continues to have cordial relations with its employees .

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

In accordance with section 134(3) (m), Rule 8 of Companies (Accounts) Rules, 2014 the information pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are required under the Companies Act, 2013 read with the Companies (Accounts ) Rules 2014, is given as per "Annexure-A " and forms part of Directors' Report.

**PARTICULARS OF EMPLOYEES:**

None of the Employee was drawing in excess of the limits set under Rule 5 (2) of Companies ( Appointment and Remuneration of Managerial Personnel ) Rules, 2014.

**ABSTRACT OF THE ANNUAL RETURN:**

The abstract of the Annual Return for the year 2020-21 is being attached with the Directors' Report as "Annexure -B" in FORM no. MGT-9 and a copy of the same is placed at website -www.iklltd.com

**AUDIT COMMITTEE:**

In accordance with section 177(8) of the Companies Act, 2013 the Members of the Audit Committee for the Financial Year 2020-21 were as below:

<b><u>Sr. No.</u></b>	<b><u>Name of the audit Committee member</u></b>	<b><u>Designation</u></b>
1.	Sh. K.L. Singh	(Chairman )-Member
2.	Sh. Ashwini Mehra	(Independent Director)-Member
3.	Mrs. Reena Kaishing	( Independent Director)-Member
4.	Sh.S.R.Bommidi	Chief Financial Officer
5.	Ms. Achala Bhatt	Secretary
6.	M/s S. Tekriwal & Associates( C.A.Firm)	Statutory Auditor
7.	M/s Sanjay Ruchandani & Associates ( C.A. Firm)	Internal Auditor

**NUMBER OF MEETINGS OF BOARD/ ANNUAL GENERAL MEETING/ EXTRA ORDINARY GENERAL MEETING / INDEPENDENT DIRECTORS MEETING/ AUDIT COMMITTEE MEETINGS/ NOMINATION AND REMUNERATION COMMITTEE MEETINGS:**

**\*BOARD MEETINGS** :In accordance with section 134(3)(b) and section 173 of the Companies Act, 2013 the number of Board Meetings held during the Financial Year 2020-21 thru VideoConferencing are as under-

<b>No. Of Board Meeting</b>	<b>No. &amp; Date of holding Board Meeting</b>	<b>Presence of Directors</b>
1.	74th 08/06/2020	All Directors were present .
2.	75th 24/07/2020	All Directors were present .
3.	76 <sup>rd</sup> 06/11/2020	All Directors were present and leave of absence was granted to Sh. Rakesh Kapur
4.	77 <sup>th</sup> 10/02/2021	All Directors were present

**\*ANNUAL GENERAL MEETING:**

The 17<sup>th</sup> Annual General Meeting of the company is scheduled to be held on June 29, 2021 at 12.00 noon at the registered office of the company through Video- conferencing.

**\*INDEPENDENT DIRECTORS MEETING:**

- In accordance with sec.149(8) of the Companies Act, 2013 the sixth Independent Directors Meeting was held on 30<sup>th</sup> March 2021.

**\*AUDIT COMMITTEE MEETING HELD THRU VIDEOCONFERENCING IN THE F.Y-2020-2021:**

<b>Sr. No.</b>	<b>No. of Meeting(s)/ Date(s)</b>	<b>Attendance at Audit Committee Meeting(s)</b>
1.	27 <sup>th</sup> 08/06/2020	All Members were present.
2.	28 <sup>th</sup> 24/07/2020	All Members were present.
3.	29 <sup>th</sup> 06/11/2020	All Members were present.
4.	30 <sup>th</sup> 10/02/2021	All Members were present.

**\*NOMINATION & REMUNERATION COMMITTEE MEETING:**

-In accordance with sec. 178 of the Companies Act, 2013 the Nineth & Tenth Nomination & Remuneration Committee Meetings were held thru Video-conferencing on 08/06/2020 & 06/11/2020 respectively.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/S 186 OF THE COMPANIES ACT, 2013:**

The company had surplus funds and it had made investments of the following amounts during F.Y 2020-2021:

- i.) Rs. 125 lacs for 50 days FDR @5.85% pa in IndusInd Bank Ltd. & reinvestment of Rs. 100 lacs for 12 months and 1 day @7.30 pa FDR in AU Small Finance Bank Ltd. vide 74th Board & 27th Audit Meetings held on dt:08/06/2020.
- ii.) Rs. 150 lacs for 12 Months FDR @5.45% pa in Axis Bank vide 75th Board & 28th Audit Meetings held on dt:24/07/2020.
- iii.) Rs. 100 lacs for 12 months FDR @5.30 pa in HDFC Bank (NBFC) & Rs. 100 lacs for 12 Months FDR @5.40% pa in HDFC Bank (NBFC) vide 76th Board & 29th Audit Meetings held on dt:06/11/2020.
- iv.) Rs. 100 lacs for 12 months FDR @7% pa in IndusInd Bank & Rs. 150 lacs for 12 months @7% pa in IndusInd Bank Ltd. vide 77th Board & 30th Audit Meetings held on dt:10/02/2021.

The above Investments has been done as per approved Investment Policy of IKLL.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES U/S 134(3)(h) AND RULE 8(2) OF CO. ( ACCOUNTS) RULES, 2014 AND 188(1) OF THE COMPANIES ACT, 2013:**

IKLL(Subsidiary Company) has entered into agreement with Related Parties for the following transactions as follows-

- (i) Payment of Warehousing Charges by IFFCO(holding enterprise) to IKLL approved vide 75th Board & 28th Audit Committee Meetings,
- (ii) Health Protector Policy issued by IFFCO Tokio General Insurance Ltd.( sister concern) to IKLL approved vide 77th Board & 30th Audit Committee Meetings u/s 134(3) (h) and rule 8(2) of Co. (Accounts) Rules, 2014 and sec. 188(1) of the Companies Act, 2013.
- (iii) Procurement of Liquid Ammonia by IKLL from IFFCO Kandla Plant at mutually agreed price on formula basis as per Agreement executed between IKLL & IFFCO Kandla Plant vide 75th Board & 28th Audit Meetings.

The above transactions were entered by the Company in its Ordinary course of business and at Arm's Length basis and forms part of the Board Report in Form AOC-2.

**COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION, INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR U/S 178 (3) OF THE COMPANIES ACT, 2013.**

The Members are informed that the Company had constituted Nomination and Remuneration Committee pursuant to section 178(3) of the Companies Act, 2013 for formulating and implementing the above Policy.

In accordance with the Policy, no Salary or Remuneration is paid to Dr. U. S. Awasthi ( Nominee Director & Chairman), Sh. Rakesh Kapur ( Nominee Director) Sh. K.L. Singh (M.D & Nominee Director) Sh. Yogendra Kumar (Nominee Director) and Sh. O.P. Dayama ( CEO & Nominee Director) of the company for attending Board or Audit Committee Meetings .Sh. Ashwini Mehra (Independent Director), Mrs Reena Kaishing (Independent Director), Sh. Sunil Khatri (Nominee Director) are paid Sitting Fees for attending Board and Audit Committee Meetings. The policy is available at company website-[www.ikltd.com](http://www.ikltd.com).

**DEVELOPMENT AND IMPLEMENTATION OF POLICY ON CORPORATE SOCIAL RESPONSIBILITY :**

Your company had not formulated any Corporate Social Responsibility Policy as section 135 of the Companies Act, 2013 is not applicable since it is not meeting the criteria of Networth, Turnover, Net Profit as stipulated.

**ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS:**

Your company believes that systemic evaluation contributes significantly to improved performance at three levels- Organisational, Board and Individual Board Member. It encourages the leadership, teamwork, accountability, decision making, communication and efficiency of the Board.

For the F.Y- 2020-21 the Board has carried out an annual performance evaluation of its own and that of its Committee and Individual Directors by holding Independent Directors Meeting on 30<sup>th</sup> March 2021 u/s 149(8) of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013.

**DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY:**

As already informed, your company had formulated a RISK ASSESSMENT POLICY pursuant to section 134 (3) (n) of the Companies Act, 2013 in the Financial Year 2014-15. It aimed at minimising threats, contribute towards more efficient use and allocation of resources and

optimise operational efficiency by having adequate safeguards with reference to Strategic, Commercial, Environmental Financial and Operational Risks.

The Risk Management Policy is reviewed every year by the Management.

**SECRETARIAL AUDIT REPORT:**

In accordance with section 204(1) of the Companies Act, 2013 .the Secretarial Audit Report -MR-3 is annexed as per "Annexure- C".

**ORDERS PASSED BY THE REGULATORS OR THE COURTS OR THE TRIBUNAL:**

No adverse Orders had been passed by any Regulator/ Courts or the Tribunal for the period under review.

**ACKNOWLEDGEMENT:**

Your company's Directors place on record their appreciation for the cooperation and assistance received from Shareholders, Customers,Vendors Deen Dayal Port Trust( DPT)as well as Regulatory and Government authorities. Your Directors also thank all employees who through their dedication, cooperation, support and hard work have enabled the company to achieve rapid growth.

For and on behalf of the Board of Directors

-sd-

(Chairman)

Place:New Delhi

Date:29/06/2021

**ANNEXURE-A**

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE:**

**-Conservation of Energy, Technology Absorption:**

The Company has endeavoured to optimise the use of Energy resources and taken adequate steps to avoid wastage. Your company is adopting latest technology in its Operations .It had not invested any amount in Research and Development activities .

**-Foreign Exchange Earnings and outgo:**

**(Rs. in lakhs)**

	<u>Current Year ( 2020-2021)</u>	<u>Previous Year(2019-2020)</u>
-Earnings	Nil	Nil
-Outgoing:	Nil	Nil
	-----	-----
	Nil	Nil

**ANNEXURE-B**

**- ANNUAL RETURN U/S 92 OF THE COMPANIES ACT, 2013.**

An Annual Return u/s 92 of the Companies Act, 2013 in MGT-7 is placed at company website-  
www.iklltd.com.

**ANNEXURE-C**

**SECRETARIAL AUDIT REPORT:** The Secretarial Audit Report submitted by Secretarial Auditor-M/s Amit Agrawal & Associates(C.S Firm (Membership no.5311) for the F.Y. 2020-2021 is enclosed herewith in MR-3.

**FORM -AOC-2**

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

1. **Details of Contracts or Arrangements or Transactions not at Arm's Length basis:**  
NIL
2. **Details of Contracts or Arrangements or Transactions at Arm's Length Basis:**
  - (a)**Name of the Related Party and Nature of Relationship:** IFFCO( Holding Enterprise)
  - (b)**Nature of the Contracts/ Arrangements/ Transactions and date of Approvals:**
    - (i)Payment of Warehousing Charges by IFFCO(Holding Enterprise) to IKLL approved vide 75<sup>th</sup> Board & 28<sup>th</sup> Audit Committee Meetings held on dt:24/07/2020.

(ii) Health Protector Policy issued by IFFCO Tokio General Insurance Ltd. (sister concern to IKLL approved vide 77<sup>th</sup> Board & 30<sup>th</sup> Audit Committee Meetings held on dt: 10/02/2021 u/s 134(3) (h) and rule 8(2) of Co. (Accounts) Rules, 2014 and sec. 188(1) of the Companies Act, 2013.

(iii) Procurement of Liquid Ammonia by IKLL from IFFCO Kandla Plant at mutually agreed price on formula basis as per Agreement executed between IKLL & IFFCO Kandla Plant vide 75<sup>th</sup> Board & 28<sup>th</sup> Audit Meetings held on dt:24/07/2020.

(c) **Duration of the Contracts/ Arrangements/ Transactions:** as per "d" below.

(d) **Salient Terms of Contracts or Arrangements including the Value, if any:**

(i) Payment of Warehousing Charges by IFFCO (Holding Enterprise) to IKLL approved vide 75<sup>th</sup> Board & 28<sup>th</sup> Audit Committee Meetings held on dt:24/07/2020 as per Table-1 below:

Sr. no.	Days above free period of 7 days.	Existing rates for F.Y 2019-2020.	Revised Rate per MT per day after application of annual Indexation Factor of 1.13% for F.Y 2020-2021.
1.	1-7 days	0.96 per MT per day	0.97 per MT per day
2.	8-14 days	1.45 per MT per day	1.47 per MT per day
3.	15 days and above	1.93 per MT per day	1.95 per MT per day

(ii) Health Protector Policy issued to IKLL Employee for Basic Sum Insured for Rs. 3 Lacs, issued for one year, with premium of Rs. 11,504.90 issued by IFFCO Tokio General Insurance Ltd. (sister concern) approved vide 77<sup>th</sup> Board & 30<sup>th</sup> Audit Committee Meetings held on 10/02/2021 u/s 134 4(3) (h) and rule 8(2) of Co. (Accounts) Rules, 2014 & sec.188(1) of the Companies Act, 2013.

(iii) Procurement of Liquid Ammonia by IKLL from IFFCO Kandla Plant at mutually agreed price on formula basis as per Agreement executed between IKLL & IFFCO Kandla Plant vide 75<sup>th</sup> Board & 28<sup>th</sup> Audit Meetings held on dt:24/07/2020.

(e) **Amount paid as advance, if any:** Advance amount of Rs. 7.57 lakhs received from buyer for purchase of Ammonia in the F.Y 2020-2021.

For and on behalf of the Board of Directors

-sd-  
(Chairman)

Place: New Delhi

Date: 29/06/2021

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**Balance Sheet as at March 31, 2021**

(Amount in ₹)

Particulars		Note	As at March 31, 2021	As at March 31, 2020
<b>A.</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' Funds</b>			
	(a) Share Capital	1	7014,78,120	7014,78,120
	(b) Reserves and Surplus	2	(1936,85,681)	(2048,65,306)
<b>2</b>	<b>Share Application Money Pending Allotment</b>		-	-
<b>3</b>	<b>Non Current Liabilities</b>			
	(a) Long Term Borrowings		-	-
	(b) Deferred Tax Liabilities (Net)	3	395,65,528	309,27,032
	(c) Other Long Term Liabilities		-	-
	(d) Long Term Provisions	4	9,43,453	9,85,795
<b>4</b>	<b>Current Liabilities</b>			
	(a) Short Term Borrowings		-	-
	(b) Trade Payables	5	13,09,343	3,46,667
	(c) Other Current Liabilities	6	148,50,778	22,21,951
	(d) Short Term Provisions	7	3,33,820	29,053
	<b>Total</b>		<b>5647,95,361</b>	<b>5311,23,312</b>
<b>B.</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non Current Assets</b>			
	(a) Fixed Assets			
	(i) Tangible Assets	8	4097,39,684	4331,05,690
	(ii) Intangible Assets		-	-
	(iii) Capital Work-in-Progress		-	-
	(iv) Intangible Assets under Development		-	-
	(b) Non Current Investments	9	297,89,540	297,89,540
	(c) Deferred Tax Assets (Net)		-	-
	(d) Long Term Loans and Advances	10	11,71,590	12,01,714
	(e) Other Non Current Assets		-	-
<b>2</b>	<b>Current Assets</b>			
	(a) Current Investments	9	700,00,000	300,00,000
	(b) Inventories		-	-
	(c) Trade Receivables	11	-	33,325
	(d) Cash and Bank Balances	12	205,62,509	39,91,963
	(e) Short Term Loans and Advances	13	314,14,240	330,01,080
	(f) Other Current Assets	14	21,17,798	-
	<b>Total</b>		<b>5647,95,361</b>	<b>5311,23,312</b>

Note: Accounting Policies and Notes 1 to 20 form an integral part of the Financial Statements.

As per our Report of even date

For and on behalf of Board of Directors

For S. Tekriwal & Associates  
Chartered Accountants  
Regn.No. FRN-009612N

- sd -  
(K. L. Singh)  
Managing Director

- sd -  
(Yogendra Kumar)  
Director

- sd -  
(Shishir Tekriwal)  
Partner  
M.No. 088262

- sd -  
(S. R. Bommidi)  
Chief Financial Officer

- sd -  
(Achala Bhatt)  
Company Secretary

Place: New Delhi

Dated: 29/06/2021

**IFFCO KISAN LOGISTICS LIMITED**  
IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**Statement of Profit & Loss for the year ended March 31, 2021**

		(Amount in ₹)		
	Particulars	Note	Year Ended March 31, 2021	Year Ended March 31, 2020
I	Revenue from Operations	15	1451,19,305	590,92,558
II	Other Income	16	302,67,480	44,67,653
III	<b>Total Revenue</b>		<b>1753,86,785</b>	<b>635,60,211</b>
IV	<b>EXPENSES</b>			
	(a) Cost of Materials Consumed		-	-
	(b) Purchases of Stock-in-Trade	17	784,50,842	-
	(c) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		-	-
	(d) Employees Benefits Expense	18	20,68,328	19,26,885
	(e) Finance Cost	19	34,453	1,83,697
	(f) Depreciation and Amortisation Expense	8	233,66,006	235,20,939
	(g) Other Expenses	20	516,49,035	631,65,766
	<b>Total Expenses</b>		<b>1555,68,664</b>	<b>887,97,287</b>
V	<b>Profit before Exceptional and Extraordinary Items and Tax (III-IV)</b>		<b>198,18,121</b>	<b>(252,37,076)</b>
VI	Exceptional Items <i>(Preliminary Expense to the extent written-off during the year)</i>		-	-
VII	<b>Profit before Extraordinary Items and Tax (V-VI)</b>		<b>198,18,121</b>	<b>(252,37,076)</b>
VIII	Extraordinary Items		-	-
IX	<b>Profit before Tax (VII-VIII)</b>		<b>198,18,121</b>	<b>(252,37,076)</b>
X	Tax Expense			
	(a) Current Tax		-	-
	(b) Deferred Tax		86,38,496	(118,12,412)
			86,38,496	(118,12,412)
XI	<b>Profit/(Loss) for the period from Continuing Operations (IX-X)</b>		<b>111,79,625</b>	<b>(134,24,664)</b>
XII	<b>Profit/(Loss) from Discontinuing Operations</b>		-	-
XIII	<b>Tax Expense of Discontinuing Operations</b>		-	-
XIV	<b>Profit/(Loss) from Discontinuing Operations (after Tax) (XII-XIII)</b>		-	-
XV	<b>Profit/(Loss) for the Period (XI+XIV)</b>		<b>111,79,625</b>	<b>(134,24,664)</b>

Note: Accounting Policies and Notes 1 to 20 form an integral part of the Financial Statements.

As per our Report of even date

For and on behalf of Board of Directors

For S. Tekriwal & Associates  
Chartered Accountants  
Regn.No. FRN-009612N

- sd -  
(K. L. Singh)  
Managing Director

- sd -  
(Yogendra Kumar)  
Director

- sd -  
(Shishir Tekriwal)  
Partner  
M.No. 088262

- sd -  
(S. R. Bommidi)  
Chief Financial Officer

- sd -  
(Achala Bhatt)  
Company Secretary

Place: New Delhi  
Dated: 29/06/2021

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017

**Statement of Cash Flows for the period ended March 31, 2021**

		(Amount in ₹)	
	Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>A</b>	<b>OPERATING ACTIVITIES</b>		
	Profit / (Loss) before tax	198,18,121	(252,37,076)
	Adjustment for:		
	Prov. for Diminution in value of Investment	-	288,32,015
	Prov. for Diminution in value of Investment Written back	(238,32,015)	-
	Doubtful Interest Income Provision	-	8,57,280
	Provision written back	(1,04,917)	-
	Loss on Sale of Investments	177,93,765	-
	Interest on Investments	(63,30,548)	(44,67,653)
	Depreciation	233,66,006	235,20,939
	<b>Operating Profit before Working Capital changes</b>	<b>307,10,412</b>	<b>235,05,505</b>
	<b>Working Capital changes</b>		
	Increase / (Decrease) in Trade and Other Payables	9,62,676	(42,69,290)
	Increase / (Decrease) in Other Current Liabilities	126,56,182	2,23,618
	Increase / (Decrease) in Long term provisions	(42,342)	3,35,945
	Increase / (Decrease) in Short term provisions	3,82,329	12,096
	(Increase) / Decrease in Inventories	-	-
	(Increase) / Decrease in Short Term Loans and Advances	16,78,210	(32,34,563)
	(Increase) / Decrease in Trade Receivables	33,325	38,89,032
	(Increase) / Decrease in Other Current Assets	(21,17,798)	-
	<b>Net Cash from Operating Activities</b>	<b>442,62,994</b>	<b>204,62,343</b>
<b>B</b>	<b>INVESTING ACTIVITIES</b>		
	(Addition) / Deletion to Fixed Assets	-	-
	(Addition) / Deletion to Capital Work in Progress	-	-
	Sale of Investments	60,38,250	-
	Interest received on investment	62,69,302	37,02,203
	(Addition) / Deletion to investments	(400,00,000)	(300,00,000)
	<b>Net cash used in investing activities</b>	<b>(276,92,448)</b>	<b>(262,97,797)</b>
<b>C</b>	<b>FINANCING ACTIVITIES</b>		
	Issue of Share Capital	-	-
	<b>Net cash from Financing activities</b>	<b>-</b>	<b>-</b>
	<b>Net change in cash and cash equivalents (A+B+C)</b>	<b>165,70,546</b>	<b>(58,35,454)</b>
	Cash and cash equivalent at the beginning of the year	39,91,963	98,27,417
	<b>Cash and cash equivalent at the end of the year</b>	<b>205,62,509</b>	<b>39,91,963</b>
	<b>Components of Cash and Cash Equivalent</b>		
	Balance with Scheduled Banks		
	- in Current account (IOB, Nehru Place, New Delhi)	49,50,919	9,22,254
	- in Escrow account (IOB, Gandhidham)	14,38,659	30,69,709
	- in Current account (SBI, Kandla)	141,72,931	-
	<b>Total</b>	<b>205,62,509</b>	<b>39,91,963</b>

Note: Accounting Policies and Notes 1 to 20 form an integral part of the Financial Statements.

As per our Report of even date

For and on behalf of Board of Directors

For S. Tekriwal & Associates  
Chartered Accountants  
Regn.No. FRN-009612N

- sd -  
(K. L. Singh)  
Managing Director

- sd -  
(Yogendra Kumar)  
Director

- sd -  
(Shishir Tekriwal)  
Partner  
M.No. 088262

- sd -  
(S. R. Bommidi)  
Chief Financial Officer

- sd -  
(Achala Bhatt)  
Company Secretary

Place: New Delhi  
Dated: 29/06/2021

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**1. Share Capital**

**(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Authorised:</b> 7,50,00,000 Equity Shares ₹ 10/- each	7500,00,000	7500,00,000
<b>Issued, Subscribed and Fully Paid-up</b> 7,01,47,812 Equity Shares of ₹ 10/- each fully paid-up, held by IFFCO, the Holding Enterprise.	7014,78,120	7014,78,120
	<b>7014,78,120</b>	<b>7014,78,120</b>

**2. Reserves and Surplus**

**(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	(2048,65,306)	(1914,40,642)
Profit/ (Loss) for the year	111,79,625	(134,24,664)
Balance at the end of the year	<b>(1936,85,681)</b>	<b>(2048,65,306)</b>

**3. Deferred Tax Liabilities**

**(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Deferred Tax Liability</b> - Depreciation	425,82,055	402,94,545
<b>Deferred Tax Asset</b> - Provision for Gratuity and Leave Encashment on Actuarial basis	3,32,091	2,63,860
- Provision for Diminution in value of investment	26,00,000	87,96,324
- Provision for Doubtful Interest Income	84,436	3,07,329
<b>Deferred Tax Liability (Net)</b>	<b>395,65,528</b>	<b>309,27,032</b>

**4. Long Term Provisions**

**(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits - Provision for Gratuity on Actuarial basis	2,75,565	2,77,114
- Provision for Leave on Actuarial basis	6,67,888	7,08,681
	<b>9,43,453</b>	<b>9,85,795</b>

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**5. Trade Payables**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
MSME	7,90,516	-
Other than MSME	5,18,827	3,46,667
	<b>13,09,343</b>	<b>3,46,667</b>

**6. Other Current Liabilities**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Earnest Money / Security Deposits / Retention Money	5,11,889	5,26,826
Advance from Customers	111,62,186	-
Other Payables:		
- Statutory Dues	2,09,375	2,01,552
- Electricity Charges Payable	30,913	35,126
- Gratuity Expenses Payable	1,05,260	-
- Leave Encashment Payable	2,08,180	-
- Provision for Doubtful Interest Income	3,24,753	11,82,033
- Wharfage on Shortfall Quantity Payable	21,17,798	-
- Outstanding Liability Expenses	1,75,724	2,29,300
- Other Expenses Payable	4,700	47,114
	<b>148,50,778</b>	<b>22,21,951</b>

**7. Short Term Provisions**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Employee Benefits		
- Provision for Gratuity on Actuarial basis	1,10,254	6,546
- Provision for Leave on Actuarial basis	2,23,566	22,507
	<b>3,33,820</b>	<b>29,053</b>

**8. Fixed Assets (Refer FA Sheet)**

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**8. Tangible Assets**

Particulars	GROSS BLOCK				DEPRECIATION			Net Value as on last day of previous financial year
	Opening As on 01-Apr-20	Addition/ Adjustment	Deletion/ Adjustment	Total As on 31-Mar-21	Opening As on 01-Apr-20	Provided During the Year	Adjustment on 31-Mar-21	
<b>A. BUILDINGS</b>								
BUILDING: FACTORY / PORT	333,70,037	-	-	333,70,037	75,93,516	11,94,647	-	245,81,874
BUILDING: OTHER THAN FACTORY	1510,68,484	-	-	1510,68,484	244,44,912	58,83,183	-	1207,40,389
ROADS, DRAINS & CULVERTS	69,63,395	-	-	69,63,395	30,97,682	6,96,340	-	31,69,373
<b>Sub Total</b>	<b>1914,01,916</b>	<b>-</b>	<b>-</b>	<b>1914,01,916</b>	<b>351,36,110</b>	<b>77,74,170</b>	<b>-</b>	<b>1484,91,636</b>
<b>B. PLANT &amp; MACHINERY &amp; OTHERS</b>								
BARGE JETTY	3592,69,690	-	-	3592,69,690	902,22,393	143,79,864	-	2546,67,433
ELECTRICAL INSTALLATION	77,26,340	-	-	77,26,340	45,63,994	7,34,165	-	24,28,181
COMPUTER SYSTEM	12,81,295	-	-	12,81,295	12,15,286	1,944	-	64,065
OTHER EQUIPMENT - WEIGHING	53,22,380	-	-	53,22,380	20,60,006	3,38,993	-	29,23,381
AC/ COOLERS / FRIDGE ETC.	1,87,300	-	-	1,87,300	71,724	11,901	-	1,03,675
FIRE & SAFETY EQUIPMENTS	19,61,065	-	-	19,61,065	7,74,783	1,24,969	-	10,61,313
<b>Sub Total</b>	<b>3757,48,070</b>	<b>-</b>	<b>-</b>	<b>3757,48,070</b>	<b>989,08,186</b>	<b>155,91,836</b>	<b>-</b>	<b>2612,48,048</b>
<b>Current Year Total</b>	<b>5671,49,986</b>	<b>-</b>	<b>-</b>	<b>5671,49,986</b>	<b>1340,44,296</b>	<b>233,66,006</b>	<b>-</b>	<b>4097,39,684</b>
<b>Previous Year Total</b>	<b>5671,49,986</b>	<b>-</b>	<b>-</b>	<b>5671,49,986</b>	<b>1105,23,357</b>	<b>235,20,939</b>	<b>-</b>	<b>4331,05,690</b>

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017

(CIN: U74999DL2004PLC124867)

**9. Non Current Investments (at cost)**

**(Amount in ₹)**

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Non Current Investments</b>		
<b>(i) Investments in Bonds / Debentures</b>		
<b>Quoted</b>		
14757 Secured NCB units of 9.30% Dewan Housing Finance Corporation Ltd, 2026, face value of ₹ 1,000 each	147,73,515	147,73,515
Less: Provision for Diminution in value of investment	-	147,73,515
Less: Sale Proceeds received on Dt. 09.11.2020	36,89,250	-
Less: Loss on Sale of Investment	110,84,265	-
	-	-
9 Secured NCD units of 9% Reliance Capital Ltd, 2026, face value of ₹ 10,00,000 each	90,58,500	90,58,500
Less: Provision for Diminution in value of investment	-	90,58,500
Less: Sale Proceeds received on Dt. 09.11.2020	23,49,000	-
Less: Loss on Sale of Investment	67,09,500	-
	-	-
10000 Secured NCD units of 7.85% IL&FS Ltd., 2022, face value of ₹ 10,000 each	100,00,000	100,00,000
Less: Provision for Diminution in value of investment	100,00,000	100,00,000
	-	-
10 Secured NCD units of 8.8034% Kotak Mahindra Prime Ltd, 2021, face value of ₹ 10,00,000 each	100,00,000	100,00,000
20000 Secured NCD units of 8.9% Tata Capital Financial Services Ltd, 2023, face value of ₹ 1,000 each	197,89,540	197,89,540
<b>Total of (a)</b>	<b>297,89,540</b>	<b>297,89,540</b>
<b>(b) Current Investments</b>		
<b>(i) Investments in FDR</b>		
7% AU Small Finance Bank, New Delhi FDR -6M 1D (Maturity:15.04.2020)	-	100,00,000
7.6% IndusInd Bank,Gandhidham FDR -1 Year (Maturity:06.07.2020)	-	100,00,000
8.1% AU Small Finance Bank, New Delhi FDR -15M 1D (Maturity:21.12.2020)	-	100,00,000
7.3% AU Small Finance Bank, New Delhi FDR -12M 1D (Maturity:16.04.2021)	100,00,000	-
5.45% Axis Bank, Gandhidham FDR -1 Year (Maturity:14.07.2021)	150,00,000	-
5.30% HDFC Deposits, New Delhi FDR -1 Year (Maturity:25.09.2021)	100,00,000	-
5.40% HDFC Deposits, New Delhi FDR -1 Year (Maturity:15.10.2021)	100,00,000	-
7% IndusInd Bank, Gandhidham FDR -1 Year (Maturity:17.12.2021)	100,00,000	-
7% IndusInd Bank, Anjar FDR -1 Year (Maturity:21.12.2021)	150,00,000	-
<b>Total of (b)</b>	<b>700,00,000</b>	<b>300,00,000</b>
<b>Total of (a &amp; b)</b>	<b>997,89,540</b>	<b>597,89,540</b>

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017

(CIN: U74999DL2004PLC124867)

**10. Long Term Loans and Advances**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Other Deposits	11,71,590	12,01,714
	<b>11,71,590</b>	<b>12,01,714</b>

**11. Trade Receivables**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Outstanding for a period exceeding six months from due date of payment	-	-
Outstanding for a period upto six months from due date of payment		
-Unsecured, Considered Good	-	33,325
	-	<b>33,325</b>

**12. Cash and Bank Balances**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Balance with Scheduled Banks</b>		
- in IOB Current account, New Delhi	49,50,919	9,22,254
- in IOB (ESCROW) account, Gandhidham	14,38,659	30,69,709
- in SBI Current account, Kandla	141,72,931	-
	<b>205,62,509</b>	<b>39,91,963</b>

**13. Short Term Loans and Advances**

(Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Other Loans and Advances (Unsecured, Considered Good)		
- Prepaid Expenses	201,52,410	199,30,927
- Input Tax Credit - GST	35,02,098	33,46,194
- TDS Receivable	29,08,725	57,84,831
- TCS Receivable	63,377	-
- Advance to Suppliers	7,56,779	-
- Advance to Staff	1,667	1,314
- Interest accrued but not due on investments	40,29,184	39,37,814
	<b>314,14,240</b>	<b>330,01,080</b>

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**14. Other Current Assets** (Amount in ₹)

Particulars	As at March 31, 2021	As at March 31, 2020
Wharfage Reimbursement Income Receivable	21,17,798	-
	<b>21,17,798</b>	-

**15. Revenue from Operations** (Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>A. Revenue from Barge Jetty Operations</b>		
a. Income From Handling Cargo at Barge Jetty	482,63,139	574,83,257
b. Income From Berth Hire	1,78,027	2,39,957
c. Income From Warehousing	28,69,612	7,76,989
d. Wharfage Reimbursement Income	22,89,511	5,92,355
<b>Total of (A.)</b>	<b>536,00,289</b>	<b>590,92,558</b>
<b>B. Revenue from Sale of Anhydrous Ammonia</b>	915,19,016	-
	<b>1451,19,305</b>	<b>590,92,558</b>

**16. Other Income** (Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Provision for Diminution in Value of Inv. DHFL Written Back	147,73,515	-
Provision on Leave Encashment Written Back	77,562	-
Provision for Diminution in Value of Inv. Reliance Written Back	90,58,500	-
Unclaimed Security Deposit of earlier years Written Off	27,355	-
Interest on investments	58,39,108	44,67,653
Interest on Income Tax refund	4,91,440	-
	<b>302,67,480</b>	<b>44,67,653</b>

**17. Purchases of Stock-in-Trade** (Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Purchase of Anhydrous Ammonia	784,50,842	-
	<b>784,50,842</b>	-

**IFFCO KISAN LOGISTICS LIMITED**

IFFCO Sadan, C - 1, District Centre, Saket Place, New Delhi - 110 017  
(CIN: U74999DL2004PLC124867)

**18. Employee Benefits Expense**

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Salaries & Allowances	19,02,684	17,37,607
Medical Expenses	7,500	7,478
Fixed Local Travelling Expenses	37,945	45,531
Contribution to Provident Fund & Other Funds	1,20,199	1,36,269
	<b>20,68,328</b>	<b>19,26,885</b>

**19. Finance Cost**

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Bank Charges	34,453	1,83,697
	<b>34,453</b>	<b>1,83,697</b>

**20. Other Expenses**

(Amount in ₹)

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Audit Fees [Refer Note (i) below]	75,000	75,000
Berth Hire Charges to KPT	44,507	59,991
EDP Charges	27,000	32,000
Insurance	12,42,458	13,31,105
Printing & Stationery Expenses	17,744	14,180
Professional Consultancy & Legal Fees Expenses	10,92,900	2,38,191
Professional Charges for Managerial Service	2,40,000	4,80,000
Interest paid - GST	-	472
Interest on TDS	919	-
Power purchased	2,78,965	3,36,051
License Fees & Waterfront charges	217,16,540	213,82,186
Wharfage on Shortfall Quantity	22,89,511	5,92,355
Director's Sitting Fee	8,50,000	5,25,000
Security Expenses - Factory	12,80,877	11,98,965
Travelling Expenses	-	1,56,340
Repair & Maintenance	9,02,029	11,48,752
Custom Establishment Charges	35,70,512	56,97,743
NSDL Annual Custody Charges	75,000	62,500
Demat Charges	17,479	11,732
Office Rent	1,04,926	1,04,926
Consent Renewal Fees	28,903	28,982
Doubtful Interest Income Provision	-	8,57,280
Prov. for Diminution in Value of Investments	-	288,32,015
Loss on Sale of Investments	177,93,765	-
	<b>516,49,035</b>	<b>631,65,766</b>

**Notes: (i)**

(Amount in ₹)

Audit Fees includes:	Year Ended March 31, 2021	Year Ended March 31, 2020
Statutory Audit Fees	50,000	50,000
Tax Audit Fees	25,000	25,000

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## 21. NOTES TO ACCOUNTS

IFFCO Kisan Logistics Limited ("the Company") was incorporated on February 26, 2004 under the Companies Act, 1956. The Company is wholly owned subsidiary of Indian Farmers Fertilizer Cooperative Limited (IFFCO). The Company entered into an agreement with Deendayal Port Trust (formerly Kandla Port Trust) on February 17, 2011 for construction and setting up of a Barge Jetty at Kandla Port (Build Operate Transfer Basis) for captive use of its promoter (IFFCO). The construction of Barge Jetty has been completed and commercial operation commenced w.e.f. 16<sup>th</sup> November, 2013.

- 21.1 The entire subscribed and paid-up capital of the company is held by Indian Farmers Fertilisers Cooperative Limited, the holding entity, and its nominees.
- 21.2 The estimated value of capital commitments (net of advances) to be executed on capital account and not provided for as on 31-03-2021 amounts to ₹ NIL (Previous Year ₹ NIL).
- 21.3 Contingent liabilities at the year-end are ₹ NIL (Previous year ₹ NIL).
- 21.4 Call amount received during the year against shares issued by the company is ₹ NIL (Previous year ₹ NIL).
- 21.5 In the year 2020-21, IKLL has handled 7,96,290 MT captive cargo at Barge Jetty @ ₹ 60.61 PMT (excluding taxes) as per agreement between IFFCO and IKLL. Accordingly, Service Charges amounting to ₹ 482.63 lakhs and Warehousing charges amounting to ₹ 28.70 lakhs has been recognized in the books of account. No third party cargo has been handled by IKLL. Further, Income from Berth Hire for FY 2020-21 of ₹ 1.78 lakhs has been recognized during the year.
- 21.6 Income tax on results for the financial year 2020-21 comprises current tax and deferred tax. Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and their carrying amounts in the Balance Sheet. The principal temporary difference arises from depreciation on fixed assets.
- (a) No provision for current tax is made as such the Company is not liable to pay income tax as per the provisions of Income Tax Act, 1961 after setting-off of brought-forward business loss and unabsorbed depreciation.
- (b) In accordance with the Accounting Standard (AS-22) issued by ICAI "Accounting for taxes on Income", the Company has recognized Deferred Tax Liability for the year amounting to ₹ 86.39 lakhs (Previous Year: DTA ₹118.12 lakhs) which has been charged in the Statement of Profit & Loss. The amount of DTL reversed during the current financial year is ₹ NIL lakhs (Previous year ₹ 59.68).

### Deferred Tax (Statement of Profit & Loss):

Particulars	(₹ in Lakhs)	
	FY 2020-21	FY 2019-20
Deferred Tax	86.39	(118.12)

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## Deferred Tax (Balance Sheet):

<u>Particulars</u>	<u>(₹ in Lakhs)</u>	
	<u>FY 2020-21</u>	<u>FY 2019-20</u>
Opening Balance	309.27	427.39
(Credit) / Charge for the Year	86.39	(118.12)
Closing Balance	395.66	309.27

## 21.7 Earnings per Share:

Earnings per share has been computed in accordance with Accounting Standard-20 "Earnings per Share" by dividing Net Profit/(Loss) after tax by the weighted average number of shares outstanding for the period, as under:

	<u>2020-21</u>	<u>2019-20</u>
Net Profit / (Loss) after tax (₹/Lakh)	111.80	(134.25)
Weighted Number of Shares (Nos.)	7,01,47,812	7,01,47,812
Earning per Share (₹)	0.16	(0.19)

## 21.8 Lease:

As per Concession Agreement dated 17-02-2011 between the Company and Deendayal Port Trust (DPT), 36,000m<sup>2</sup> of Land has been leased by DPT on a consideration of license fee @ ₹ 27.72 per sq. meter per month for 1 month and @ ₹ 28.25 per sq. meter per month for 11 month payable annually.

Further, land area of 2400 m<sup>2</sup> for Barge Jetty has been leased out by DPT on a consideration of ₹ 95.60 lakhs per annum as Water Front Charges, subject to yearly escalation as per land policy prevailing from time to time.

These payments have been shown in Note - 20 under "License Fees and Waterfront Charges".

## 21.9 Foreign Currency Transactions:

The Company has received ₹ NIL foreign currency, (previous year ₹ NIL) during the year.

21.10 There are no Preliminary Expenses to be written off during the year and the balance outstanding in Preliminary Expenses (Asset) account as on 31.03.2021 is ₹ NIL.

21.11 In accordance with Accounting Standard - 28 (AS-28) "Impairment of Assets", company has assessed as on the Balance Sheet date, whether there are any indications (listed in paragraphs 8 to 10 of the Standard) with regard to the impairment of any of the assets. Based on such assessment, it has been ascertained that no potential loss is present and therefore, formal estimate of recoverable amount has not been made. Accordingly, no impairment loss has been provided in the books of account.

21.12 Transaction during the year with Micro, Small & Medium Enterprises under the Micro, Small and Medium Enterprises Development Act 2006 are as under:

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Sl. No.	Particulars	As at 31.03.2021	As at 31.03.2020
a)	Principal Amount due and remaining unpaid to any Supplier as at the end of the accounting year. (₹/ Lakh)	7.91	Nil
b)	Interest due on Principal amount remaining unpaid as at the end of accounting year. (₹/ Lakh)	Nil	Nil
c)	Amount of interest along with principal amount paid to supplier beyond due date of payment. (₹/ Lakh)	7.91	Nil
d)	Amount of interest accrued / due and remaining unpaid at the end of accounting year. (₹/ Lakh)	Nil	Nil

The given information has been determined to the extent such parties have been identified on the basis of information available with the Company.

21.13 Segment reporting as per Accounting Standard (AS-17) is as under:

**a) Primary Segment:**

The accounting policies adopted for segment reporting are in line with those of the Company with the following additional policies for segment reporting:

- i. Revenues and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.
- ii. Revenues, interest, income tax and other expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated Corporate Incomes" & "Unallocated Corporate Expenses" respectively.
- iii. Assets and liabilities, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, are shown as "Unallocated Corporate Assets" & "Unallocated Corporate Liabilities" respectively.

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(₹ in Lakh)

Particulars	Anhydrous Ammonia Trading		Barge Jetty Operations		Total	
	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>Revenue</b>						
Sales/Gross Receipts	915.19	0.00	536.00	590.93	1451.19	590.93
Other Revenue	0.00	0.00	1.05	0.00	1.05	0.00
<b>Total Revenue (A)</b>	<b>915.19</b>	<b>0.00</b>	<b>537.05</b>	<b>590.93</b>	<b>1452.24</b>	<b>590.93</b>
<b>Operating Expenses</b>						
Purchases/Expenses	784.51	0.00	592.90	589.25	1377.41	589.25
<b>Total Operating Expenses (B)</b>	<b>784.51</b>	<b>0.00</b>	<b>592.90</b>	<b>589.25</b>	<b>1377.41</b>	<b>589.25</b>
<b>Segment Operating Income (A-B)</b>	<b>130.68</b>	<b>0.00</b>	<b>-55.85</b>	<b>1.68</b>	<b>74.83</b>	<b>1.68</b>
Add: Unallocated Corporate Income					301.63	44.68
Less: Unallocated Corporate Expenses					177.94	296.89
Less: Finance Cost					0.34	1.84
<b>Net Profit before Tax</b>					<b>198.18</b>	<b>-252.37</b>
<b>Income/Deferred Tax (Net)</b>					<b>86.38</b>	<b>-118.12</b>
<b>Profit after Tax</b>					<b>111.80</b>	<b>-134.25</b>

(₹ in Lakh)

Particulars	Anhydrous Ammonia Trading		Barge Jetty Operations		Total	
	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2021	Year Ended March 31, 2020	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>Assets</b>						
Segment Assets	149.30	0.00	4500.76	4713.34	4650.06	4713.34
Unallocated Corporate Assets					997.89	597.89
<b>Total Assets (A)</b>	<b>149.30</b>	<b>0.00</b>	<b>4500.76</b>	<b>4713.34</b>	<b>5647.95</b>	<b>5311.23</b>
<b>Liabilities</b>						
Segment Liabilities	111.62	0.00	59.51	24.01	171.13	24.01
Unallocated Corporate Liabilities					398.90	321.09
<b>Total Liabilities (B)</b>	<b>111.62</b>	<b>0.00</b>	<b>59.51</b>	<b>24.01</b>	<b>570.03</b>	<b>345.10</b>
<b>Depreciation/Amortisation</b>	<b>0.00</b>	<b>0.00</b>	<b>233.66</b>	<b>235.21</b>	<b>233.66</b>	<b>235.21</b>

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**b) Geographical Segment:**

The Company is operating only at one location in India. Hence, geographical segment disclosure is not considered necessary.

21.14 Related party disclosure as per Accounting Standard (AS-18) "Related Party Disclosures", is as under:-

a) Name of the party: Indian Farmers Fertiliser Cooperative Ltd.

**Relationship: Holding Enterprise.**

		(₹ in Lakh)	
		<u>As at</u>	<u>As at</u>
		<u>31.3.2021</u>	<u>31.3.2020</u>
<b>Transactions during the year:</b>			
(i)	Income from Barge Jetty (Handling & Storage charges)	511.33	582.60
(ii)	Purchase of Anhydrous Ammonia	784.51	0.00
(iii)	Wharfage Reimbursement Income	22.90	5.92
(iv)	Professional Charges for Managerial Service expense	2.40	4.80
(v)	Office Rent expense	1.05	1.05

**Balance as at close of the year:**

(i)	Amount Receivable (Handling & Storage Charges)	0.00	0.00
(ii)	Amount Payable		0.60
(iii)	Amount Paid as Advance (Purchase of Anhydrous Ammonia)	1.99 7.57	0.00

b) Name of Party: IFFCO Tokio General Insurance Company Limited

**Relationship: Fellow Subsidiary.**

		(₹ in Lakh)	
		<u>As at</u>	<u>As at</u>
		<u>31.3.2021</u>	<u>31.3.2020</u>
<b>Transactions during the year:</b>			
(i)	Insurance Premium	12.42	13.31
<b>Balance as at close of the year:</b>		Nil	Nil

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**c) The directors of the Company are:**

- 1) Dr. Udai Shanker Awasthi, Chairman and Nominee Director
- 2) Mr. Rakesh Kapur, Nominee Director
- 3) Mr. Kanhaiya Lal Singh, Managing Director and Nominee Director
- 4) Mr. Yogendra Kumar, Nominee Director
- 5) Mr. Sunil Khatri, Nominee Director
- 6) Mr. Ashwini Mehra, Independent Director
- 7) Mrs. Reena Kaishing, Independent Director
- 8) Mr. Omprakash Prahladrai Dayama, Nominee Director

During the period no payment has been made to them as salary / allowance except sitting fees of ₹ 8.50 lakhs paid to Mrs. Reena Kaishing, Mr. Sunil Khatri and Mr. Ashwini Mehra. Further, Professional Consultancy charges of ₹ 1.05 lakhs paid to Mr. Ashwini Mehra.

**21.15 Auditors' Remuneration (excluding applicable taxes).**

Particulars	2020-21	₹ in Lakhs	
		2019-20	
Audit Fee (Statutory & Tax Audit)	0.75	0.75	

**21.16 Employee Benefits:**

**a) Gratuity:** Provision for Gratuity has been made in the books on the basis of actuarial valuation on projected unit credit method at the end of financial year.

**b) Leave:** Long term compensated absences are provided for based on actuarial valuation at the end of financial year. The actuarial valuation done is as per projected unit credit method.

**21.17** Previous year's figures have been regrouped and rearranged wherever necessary, so as to make them comparable with those of the current year.

**21.18 Investments in Bonds / Debentures-** During the year, loss on investments is accounted for in the books of accounts as below:

(i) Amount of Sale proceeds received against sale of DHFL NCBs was ₹ 36.89 lakhs & the loss on sale of investments amounting to ₹ 110.84 lakhs recorded in Schedule 20 Other expenses of P&L Account.

(ii) Amount of Sale proceeds received against sale of Reliance NCDs was ₹ 23.49 lakhs & the loss on sale of investments amounting to ₹ 67.10 lakhs recorded in Schedule 20 Other expenses of P&L Account.

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21.19 **Interest on Investments in Bonds / Debentures-** During FY 2020-21, interest income on IL&FS NCDs has not been recognized in books of accounts.

## 21.20 **Impact of COVID-19**

The outbreak of Coronavirus (COVID-19) pandemic globally and in India has caused significant disturbance and slowdown of economic activities. During this tough time, the Company, though with certain limitations has been able to continue its operations efficiently.

The Company, as at the date of approval of these financial statements, expects to recover the carrying amount of all its assets including Fixed Assets, Trade Receivables, and Investments in the ordinary course of business. Further, the Company based on its assessment believes that the probability of the occurrence of their forecasted transactions is not impacted by the COVID-19 pandemic. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. Therefore, the Company will continue to monitor any material changes in future economic & business conditions.

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## SIGNIFICANT ACCOUNTING POLICIES

### (i) Basis of Preparation

The Financial Statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the generally accepted accounting principles in India and provisions of the Companies Act, 2013 and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

### (ii) Use of Estimates

The preparation of financial statements, in conformity with the Indian generally accepted accounting principles, requires management to make estimates and assumptions wherever necessary that affect the reported amount of assets, liabilities and contingent liabilities as on the date of the financial statements and the reported amount of revenue and expenses during the period. Difference between the actual results and estimates are recognized in the period, in which the results materialize.

### (iii) Revenue Recognition

Revenue is recognized to the extent that it can be reliably measured and is probable that the economic benefits will flow to the company.

(a) Income from Barge Jetty is recognized on accrual basis.

(b) Interest income is recognized on a time proportion basis.

(c) Interest on delayed payments from customers, insurance claims and claims from suppliers are recognized when reasonable certainty exists with regard to the amount to be realized and ultimate collection thereof.

### (iv) Fixed Assets

(a) Fixed Assets are stated at historical cost less accumulated depreciation. Cost comprises of the purchase price and other attributable expenses including the cost of borrowings till the date of capitalization in case of assets involving material investment and substantial lead time.

(b) Fixed Assets retired from active use and held for disposal are shown separately under Other Current Assets at lower of net book value and net realizable value.

### (v) Impairment of Assets

At each Balance Sheet date an assessment within the meaning of AS-28 is made whether any indication exists that an asset has been impaired. If any such indication exists, an impairment loss i.e. the amount, by which the carrying amount of an asset exceeds its recoverable amount, is provided in the books of accounts.

### (vi) Investments

Investments that are readily realizable and are intended to be held for not more than one year at the point of acquisition are classified as "Current Investments". All other investments are classified as "Non-Current Investments".

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Current Investments are stated at the lower of cost and fair value determined on an individual investment basis.

Long term Investments (Non-Current) are stated at cost. Provision for diminution in the value of such investments is made to recognize a decline, other than temporary.

## **(vii) Inventories**

Not applicable as there were no inventory at the closing of financial year.

## **(viii) Depreciation**

- Depreciation on Fixed Assets is provided on Straight Line Method based on useful life and in the manner prescribed by Schedule II to the Companies Act, 2013, except Building (other than Factory) & Factory Building, which is depreciated based on the remaining period of the lease.
- Assets (except Roads, Culverts and Drains) are depreciated to the extent of 95% of the original cost except items individually costing up to ₹ 5,000 which are fully depreciated in the year of purchase / acquisition / addition. Pro-rata depreciation is provided in respect of assets added / disposed / discarded / sold during the year.
- In case of capitalization of project, depreciation is provided on pro-rata basis from the date of commencement of commercial operation.

## **(ix) Foreign Currency Transactions**

- a) Transactions denominated in foreign currencies are normally recorded at exchange rate prevailing at the time of transaction. Foreign Currency liabilities and assets at the close of the year are stated at Exchange Rate prevailing on the date of the Balance Sheet.
- b) Foreign currency loans taken for capital expenditure are translated at the exchange rates prevailing on the Balance Sheet date and consequent adjustments are made in the fixed asset accounts.
- c) Exchange rate differences arising on foreign currency transactions other than transactions as per Para (b) above are recognized as income or expense in the period in which they arise.

## **(x) Borrowing Cost**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use.

## **(xi) Income Tax**

Income-tax expense comprises current tax (Amount of tax for the period determined in accordance with the income-tax law) and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period) determined in accordance with Accounting Standard 22 of the Institute of Chartered Accountants of India. The deferred tax charge or credit and the

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corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantially enacted as on the Balance Sheet date.

Deferred Tax Assets are carried forward to the extent it is reasonably / virtually certain that future taxable profit will be available, against which such Deferred Tax Assets can be realized.

Minimum Alternate Tax (MAT) paid in a year is considered as current tax. The company recognizes MAT credit available as an asset only to the extent that 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 specified period.

## **(xii) Employee Benefits**

(a) Short Term Employee Benefits are recognized as an expense on an undiscounted basis in the statement of Profit and Loss of the year in which the related service is rendered.

(b) Provision for Gratuity is made on the basis of actuarial valuation on projected unit credit method at the end of financial year.

(c) Contribution to Provident Fund is recognized as expense and is charged to the Statement of Profit and Loss.

(d) Long term Employee benefits - The liability for Leave Encashment /

Compensated absences is recognized on the basis of actuarial valuation made at the year end.

(e) Gains and Losses arising out of actuarial valuation are recognized in the Statement of Profit and Loss.

## **(xiii) Provisions, Contingent Liabilities and Contingent Assets**

(a) Provisions are recognized for liabilities that can be measured by using a substantial degree of estimation, if:

(i) The organization has a present obligation as a result of a past event;

(ii) A probable outflow of resources embodying economic benefits is expected to settle the obligation; and

(iii) The amount of the obligation can be reliably estimated.

(b) Contingent liability is disclosed in case of:

(i) A present obligation arising from a past event when it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.



## **Independent Auditor's Report**

**To the Members of IFFCO Kisan Logistics Limited**

**Report on the Audit of the Financial Statements**

### **Opinion**

We have audited the accompanying financial statements of **IFFCO Kisan Logistics Limited** (formerly known as **IFFCO KISAN BAZAR & LOGISTICS LIMITED**) ("the company"), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the 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 Companies Act, 2013 ('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 31 March 2021, its Profit and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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.

### **Information other than the Financial Statements and Auditor's Report thereon**

The Company's Board of Directors and Management is responsible for the preparation of the other information. The other information comprises the information obtained at the date of this auditor'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 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 and presentation 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 specified under Section 133 of the Act. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, 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.

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, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and 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 specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2021, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in 'Annexure-B'; and
- g) With respect to 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 derivatives contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

For **S. Tekriwal & Associates**  
Chartered Accountants  
FRN: 009612N  
-sd-  
**Shishir Tekriwal**  
Partner, M. No. 088262  
UDIN: 21088262AAAAOI4186

Place: New Delhi  
Date: 29/06/2021

## Annexure A" to the Independent Auditors' Report

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

(b) The Fixed Assets have been physically verified by the management at reasonable intervals and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the company.

(ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable

(iii) The Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.

iv) The Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.

v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

vi) The Central Government has not specified maintenance of cost records under subsection (1) of Section 148 of the Act, in respect of Company's products. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.

vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.

(b) Dispute for Tax and Duty: No disputed Tax and Duty is pending as at 31.03.2021 for a period of more than six months from the date they became payable.

viii) The Company has not raised fund from financial institution or banks or debenture holders, hence the said clause is not applicable.

ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments.

xi) Managerial remuneration has not been paid or provided during the year; hence no comment is required to be made in respect of the matters specified in this clause.

xii) The Company is not a Nidhi company. Hence the said clause is not applicable.

xiii) All transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards. Further, in our opinion, the Company has complied with section 177 in respect to constitute audit committee.

xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

xv) The Company has not entered into any non-cash transactions with directors or persons connected with him.

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

**For S. Tekriwal & Associates**  
Chartered Accountants  
FRN: 009612N

-sd-

**Shishir Tekriwal**  
Partner, M. No. 088262  
UDIN: 21088262AAAAOI4186

**Place: New Delhi**  
**Date: 29/06/2021**

## **"Annexure B" to the Independent Auditors' Report**

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

We have audited the internal financial controls over financial reporting of **IFFCO KISAN LOGISTICS LIMITED** ("the company") as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls over Financial Reporting**

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

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by The Institute of Chartered Accountants of India.

For **S. Tekriwal & Associates**  
Chartered Accountants  
FRN: 009612N  
-sd-  
**Shishir Tekriwal**  
Partner, M. No. 088262  
UDIN: 21088262AAAAOI4186

Place: New Delhi  
Date: 29/06/2021

Form No. MGT-9  
**EXTRACT OF ANNUAL RETURN**  
 as on the financial year ended on  
**31<sup>st</sup> March 2021.**

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

**I. REGISTRATION AND OTHER DETAILS:**

i.)CIN:- U74999DL2004PLC124867  
 ii)Registration Date: 26.02.2004  
 iii)Name of the Company: IFFCO Kisan Logistics Limited  
 iv)Category of the company: Public company limited by shares  
 Sub-Category of the Company: Indian non-government company  
 v)Address of the Registered office : IFFCO Sadan , C-1 ,District Centre,  
 Saket, New Delhi-17 .  
 contact details: 011-42592626 ,email:faxho@iffco.in

vi) Whether listed company: No

vii)Name, Address and Contact details of Registrar and Transfer Agent, if any:

Bigshare Services P. Ltd.

302,Kushal Bazar,32-33,Nehru Place, New Delhi-110019 .

Phone:011-42425004/47565852.

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

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

Sl. No.	Name and Description of main products / services	NIC Code -2008 of the Product/ service	% to total turnover of the company
1	Water Transportation-Section-	Division-50	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES-\***

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section

\*Indian Farmers Fertiliser Cooperative Limited.(IFFCO)is the Holding Enterprise(Multistate Cooperative Society) holding 100% shareholding alongwith its Nominees.

**IV.SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of TotalEquity)**

i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total	Demat	Physical	Total	% of Total	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	7	Nil	7	0.01%	7	Nil	7	0.01%	
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any Other (Holding Enterprise-IFFCO)	70147805	Nil	70147805	99.99%	70147805	Nil	70147805	99.99%	
<b>Sub-total (A) (1):-</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	<b>Nil</b>
(2) Foreign									
a) NRIs - Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
b) Other Individuals									
c) Bodies Corporate									
d) Banks/ FI									
e) Any other									
<b>Sub-total (A) (2):-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	

<b>B. Public Shareholding</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>1. Institutions</b>									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FII's									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>Sub-total (B)(1):-</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>2. Non-Institutions</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others (specify)									
<b>Sub-total (B)(2):-</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	<b>70147812</b>	<b>Nil</b>	<b>70147812</b>	<b>100%</b>	<b>Nil</b>

**(ii) Shareholding of Promoters:**

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the yr
		No. of Shares	% of total Share	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	IFFCO(Holding Enterprise)	70147805	99.99%	Nil	70147805	99.99%	Nil	Nil
2	Sh. B.S.Nakai	1		Nil	1		Nil	Nil
3	Dr. U.S.Awasthi	1	0.01	Nil	1	0.01	Nil	Nil
4.	Sh. Rakesh Kapur	1		Nil	1		Nil	Nil
5.	Sh. K.S.Gowda	1		Nil	1		Nil	Nil
6.	Sh. K.L.Singh	1		Nil	1		Nil	Nil
7.	Sh. Yogendra Kumar	1		Nil	1		Nil	Nil
8.	Sh.Birinder Singh	1		Nil	1		Nil	Nil
	Total	<b>70147812</b>	<b>100%</b>	Nil	<b>70147812</b>	<b>100%</b>	Nil	Nil

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

Sl. No.		Shareholding	-at the beginning of the year		Cumulative	-Shareholding during the year	
		No. of shares	Amount in Rs.	% of total shares of the	No. of shares	Amount in Rs.	% of total shares of the company
	<b>At the beginning of the year</b>	7,01,47,812	70,14,78,120	100%	7,01,47,812	70,14,78,120	100%
	Date wise Increase / Decrease in Promoters Share holding during the year	No change	NA		No Change	NA	
	<b>At the End of year-31<sup>st</sup> March 2021.</b>	<b>7,01,47,812</b>	<b>70,14,78,120</b>	<b>100%</b>	<b>7,01,47,812</b>	<b>70,14,78,120</b>	<b>100%</b>

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year ( or on the date of separation, if separated during the year)	Nil	Nil	Nil	Nil

**(v) Shareholding of Directors/ Key Managerial Personnel: as on 31<sup>st</sup> March 2021:**

Sl. No.		Shareholding at the beginning		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the company
	For Each of the Directors and KMP				
	<b>At the beginning of the year- Directors /KMP shareholding</b>	TOTAL=4	0.01%	TOTAL =4	0.01%
	1.Dr.U.S.Awasthi(Nominee Director)	1		1	
	3.Sh. Rakesh Kapur(Nominee Director)	1		1	
	4.Sh.K.L.Singh(Nominee Director)	1		1	
	5.Sh.Yogendra Kumar(Nominee Director)	1		1	

	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil		Nil	
	<b>At the End of the year(2020-2021)</b>	TOTAL=4	0.01%	-TOTAL=4	0.01%
	1.Dr.U.S.Awasthi(Nominee Director)	1		1	
	2.Sh. Rakesh Kapur(Nominee Director)	1		1	
	3.Sh.K.L.Singh(Nominee Director)	1		1	
	4.Sh.Yogendra Kumar(Nominee Director)	1		1	

NOTE: Sh.B.S.Nakai, Sh. Birinder Singh, Sh. K.S.Gowda are only shareholders and do not hold position of Nominee Directors / KMP in IKLL as on 31/03/2021.IFFCO(Holding Enterprise)is shareholder in IKLL as on 31/03/2021.

#### **V. INDEBTEDNESS:**

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

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
Indebtedness at the beginning of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year	Nil	Nil	Nil	Nil
• Addition				
• Reduction				
<b>Net Change</b>	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	Nil	Nil	Nil	Nil

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/Directors				Total Amount
		<u>Sh.K.L.Singh (M.D.)</u>	<u>-Rest of Directors-</u>			
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under	Nil	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil	Nil
4.	Commission - as % of profit	Nil	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (A)	Nil	Nil	Nil	Nil	Nil
	Ceiling as per the Act	N.A.	N.A.	N.A.	N.A.	N.A.

### B.. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors		Total Amount
3.	Independent Directors • Fee for attending Board / Audit meetings  • Commission  • Others, please specify	<u>Sh. Ashwini Mehra</u> Rs.3,40,000/- ( For attending 4 Board /4 Audit Meetings) Nil	<u>Mrs. Reena Kaishing</u> Rs.3,40,000/- (-Total amount for attending 4 Board/ 4 Audit Meetings) Ni Nil	
	Total (1)	<b>Rs. 3,40,000/-</b>	<b>Rs. 3,40,000/-</b>	<b>Rs. 6,80,000/-</b>
4.	Other Non-Executive Directors • Fee for attending Board Meetings  • Commission • Others, please specify	<u>Sh. Sunil Khatri</u> -Rs.1,70,000/- -( For attending 4 Board Meetings) Nil Nil		
	Total (2)	<b>Rs.1,70,000/-</b>		<b>Rs.1,70,000/-</b>
	<b>Total Managerial Remuneration</b>			<b>Rs.8,50,000</b>
	Overall Ceiling as per the Act	<b>Rs. 1 Lac per Meeting</b>		

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	11,31,087/-  76,261/-	Nil	11,31,087/-  76,261/-
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total</b>	Nil	12,07,348/-	Nil	12,07,348/-

**VII.PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Co. Act 2013.	Brief Description	Details of Penalty / Punishment/ Compounding	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b><u>C.OTHER OFFICERS IN DEFAULT:</u></b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil



AMIT AGRAWAL & ASSOCIATES  
(Company Secretaries)

H-63, Vijay Chowk,  
Laxmi Nagar, Delhi-110092  
Phone No. 011-22024525  
E-mailed.: amitagcs@gmail.com

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021**

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

To,  
The Members,  
**IFFCO Kisan Logistics Limited**  
IFFCO Sadan, C-1, Distt. Centre, Saket Place  
New Delhi, Delhi-110017, India

We have conducted the Secretarial Audit of the Compliance of applicable Statutory provisions and the adherence to good corporate practices by **M/s. IFFCO Kisan Logistics Limited** (hereinafter called the Company) having its Registered office at IFFCO Sadan, C-1, Distt. Centre, Saket Place, New Delhi-110017, India. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/Statutory compliances and expressing my opinion thereon.

Based on our verification of the **M/s. IFFCO Kisan Logistics Limited**, 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 and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the Audit period covering the financial year ended on **31<sup>st</sup> March, 2021** complied with the Statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the Books, Papers, Minute books, forms and returns filed and other records maintained by **M/s. IFFCO Kisan Logistics Limited** for the financial year ended on **31<sup>st</sup> March, 2021** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder
- (iii) The Secretarial Standards issued by The Institute of Company Secretaries of India.
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (v) Other laws applicable specifically to the Company namely:



- 
- a) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952
  - b) Payment of Gratuity Act, 1972
  - c) Payment of Wages Act, 1936
  - d) Payment of Minimum Wages Act, 1948
  - e) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act), 2013
  - f) Payment of Bonus Act, 1965
  - g) Environment (Protection) Act, 1986

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

However, during the period under review, provisions of the following regulations were not applicable to the Company because of for clause (I) no FDI and ECB has been taken by the Company since incorporation and for (II) to (III) clauses below the Company is unlisted Company, Hence, comments are not required to be made in respect of these clauses:

- I. Foreign Exchange Management Act, 1999 and rules and regulation made there under to the extent Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- II. The Rules, Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act').
- III. The Listing Agreement with any Stock Exchange.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Women Director and Independent Director.

The Changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all 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 decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.



AMIT AGRAWAL & ASSOCIATES  
(Company Secretaries)

H-63, Vijay Chowk,  
Laxmi Nagar, Delhi-110092  
Phone No. 011-22024525

E-mailed.: amitagcs@gmail.com

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

We further report that the compliance by the company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit by other designated professional.

We further report that during the audit period the company has provide details of specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

*We further report that the report is issued on the basis of documents and papers provided to us by the management of the Company in the form of electronic mode. Due do COVID 19 the physical verification is not possible.*

Place : Delhi

Date : 12.05.2021

For Amit Agrawal & Associates  
(Company Secretaries)

-sd-

CS Amit Agrawal  
(Proprietor)

M. No. F5311, C.P. No. : 3647  
UDIN: F005311C000282051



**IFFCO KISAN LOGISTICS LIMITED**  
(formerly known as IFFCO Kisan Bazar & Logistics Limited)  
'IFFCO Sadan', C-1 Distt.Centre, Saket Place, New Delhi-110 017.  
[CIN: U74999DL2004PLC124867 ]

**NOTICE OF THE SEVENTEENTH ANNUAL GENERAL MEETING**

**TO THE MEMBERS**

**NOTICE** is hereby given that the **17<sup>TH</sup> ANNUAL GENERAL MEETING** of Members of **IFFCO Kisan Logistics Limited** ( formerly known as IFFCO Kisan Bazar & Logistics Limited) will be held at its Registered Office at 'IFFCO Sadan', C-1, District Centre, Saket Place, New Delhi-110017 on **June 29, 2021( Tuesday) at 12 noon** at Shorter Notice u/s 101 (i) of the Companies Act, 2013 through Videoconferencing ( "VC" ) / other Audio Visual Means ( "OAVM" ) to transact the following business:

**ORDINARY BUSINESS:**

1.To receive, consider and adopt the audited Financial Statements of the company for the Financial Year ended March, 31 2021 together with the Reports of Directors and the Auditor's thereon.

2. (a) To appoint a Director in place of Sh.Yogendra Kumar(DIN:07589061) who retires by rotation from his office and being eligible, offers himself for re-appointment.

(b) To appoint a Director in place of Sh.O.P.Dayama(DIN:08933299) who retires by rotation from his office and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

**3. APPOINTMENT OF SH. R.P.SINGH (DIN: 03016827 )AS NOMINEE DIRECTOR - IKLL:**

To pass with or without modification, the following resolutions as Ordinary Resolutions:

"**RESOLVED THAT** vide authority vested in the Chairman-IFFCO by the Board of Directors in their 507<sup>th</sup> Meeting held on May 14,2019 to nominate, Sh.R.P.Singh(DIN:03016827 ) be and is hereby nominated as Nominee Director of IFFCO Kisan Logistics Limited w.e.f.June 15, 2021 u/s 161 of the Companies Act, 2013 on submission of declaration that he is not disqualified u/s 152(4)of the Companies Act, 2013, his consent for appointment u/s 152(5)of the Companies Act,2013 and as per recommendation of IKLL 11<sup>th</sup> Nomination & Remuneration Committee Meeting .

**RESOLVED FURTHER THAT** Sh.R.P.Singh(DIN:03016827)shall not be paid any remuneration for holding the office of Nominee Director of the company.

**RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorised to do all such acts,deeds and things as may be necessary for the purpose of giving effect to this resolution.

**4. APPOINTMENT OF SH. R. P. SINGH (DIN: 03016827) AS MANAGING DIRECTOR - IKLL:**

To pass with or without modification, the following resolutions as Ordinary Resolutions:

**RESOLVED THAT** as per Letter dt:June 15,2021 from our Holding Enterprise- Indian Farmers Fertiliser Cooperative Ltd. (IFFCO), recommendation of IKLL 11th Nomination & Remuneration Committee Meeting, subject to approval of Shareholders in the ensuing 17th Annual General Meeting, pursuant to section(s) 196,197and other applicable provisions read with Schedule V of the Companies Act 2013 and Article 92 of Articles of Association of the Company, Sh. R.P. Singh (DIN: 03016827) be and is hereby appointed as Managing Director –IKLL for a period of one year w.e.f .July 1, 2021.

**RESOLVED FURTHER THAT** Sh.R.P.Singh( DIN : 03016827)shall not be paid any remuneration for holding the office of Managing Director of the company.

**RESOLVED FURTHER THAT** the Board of Directors of the company be and is here by authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution.”

By order of the Board  
For IFFCO Kisan Logistics Limited

Registered Office:  
IFFCO Sadan, C-1,  
Distt: Centre, Saket,  
New Delhi- 110017  
Date: 29/06/2021

-sd-  
(Chairman)

**NOTES:**

1. In view of the continuing COVID-19 pandemic , The Ministry of Corporate Affairs ( MCA) has vide circular dt:5<sup>th</sup> May,2020read with Circulars dt: 8<sup>th</sup> April2020 and 13<sup>th</sup> April 2020 permitted the holding of Annual General Meeting ( AGM) through VC/ OAVM, without the physical presence of the Members at a common venue .In compliance with the provisions of the Companies Act, 2013 & MCA circulars the AGM of the company is being held thru VC/ OAVM.

2. Since the AGM is pursuant to MCA Circulars through VC/ OAVM, physical attendance of Members have been dispensed with. Hence, the facility for appointment of proxies by the Members will not be available for this AGM,so the proxy form & attendance slip are not annexed to this Notice.However, pursuant to sec. 112, 113 of the Companies Act, 2013, representation of the Members may be made for the purpose of voting or for participation in the Meeting held thru VC/ OAVM. The request for representation may be sent to Ms. Achala Bhatt ( Company Secretary- IKLL)at emailid: [achalabhhatt@iffco.in](mailto:achalabhhatt@iffco.in).
3. Notice of AGM alongwith Annual Report 2020-21 and Annexures is being sent thru electronic mode and physical copies wherever possible,if email id is not registered with company.
4. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum u/s 103 of the Companies Act, 2013.
5. The Explanatory Statement pursuant to section 102(1)of the Companies Act, 2013 relating to Special Business to be transacted at the Meeting is annexed hereto.
6. Members are informed that as per Notification of Ministry of Corporate Affairs ( MCA) N. Delhi dt: 10<sup>th</sup> September , 2018 all equity shares of IFFCO Kisan Logistics Limited has been dematerialised in accordance with the provisions of The Depositories Act,1996 & regulations made thereunder.The Registrar and Transfer Agent is Bigshare Services Private Limited having Registered office at 302, Kushal Bazar ,32-33, Nehru Place, New Delhi-110019 .

**Explanatory Statement u/s 102 (1) of the Companies Act, 2013:**

**ITEM NO. 3:**

IKLL Holding Enterprise- Indian Farmers Fertiliser Cooperative Limited – IFFCO has nominated Sh. R.P.Singh ( DIN: 03016827) as Nominee Director u/s 161 of the Companies Act, 2013.

The above is for the information of shareholders pursuant to sec. 152(2) of the Companies Act, 2013 stipulating that every Director shall be appointed by the company in the Annual General Meeting.

**ITEM NO.4:**

The term of appointment of Sh. R .P. Singh ( DIN: 03016827) as Managing Director- IKLL is subject to the approval of Shareholders at the 17<sup>th</sup> Annual General Meeting as per the terms mentioned in the Special Business set out in the Notice.

The appointment of Sh. R.P.Singh will be in accordance with section(s)196, 197 & other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act,2013 without requiring the approval of Central Government.

The Board recommends the Shareholders for their approval by way of Ordinary Resolution for appointment of Sh. R.P.Singh as Managing Director-IKLL as he has extensive experience and in depth knowledge of the Fertiliser Industry for a period of over 40 years.

None of the Directors, Key Managerial Personnel of the Company except Sh. R.P.Singh may be deemed to be concerned or interested in the proposed resolutions.

By order of the Board  
For IFFCO Kisan Logistics Limited

-sd-  
( Chairman)

Place:New Delhi

Date: 29/06/2021