

**DIRECTORS' REPORT
OF
GODREJ TYSON FOODS LIMITED
[Corporate Identification Number (CIN): U15122MH2008PLC177741]
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022**

TO THE MEMBERS:

Your Directors' have pleasure in presenting the Board's Report along with the Audited Financial Statements for the Financial Year ended March 31, 2022.

FINANCIAL SUMMARY / HIGHLIGHTS:

Your Company's performance during the Financial Year 2021-22 is summarized below:-

(₹ in Lakh)

Particulars	For the Financial Year ended March 31, 2022	For the Financial Year ended March 31, 2021
Revenue from Operations	78,397.85	60,245.15
Other Income	157.82	176.98
Total Income	78,555.67	60,422.13
Total Expenses	78,252.64	58,154.58
Profit Before Tax	303.03	2,267.55
Less: Current Tax	76.75	177.76
Less: Deferred Tax	28.84	676.31
Less: Adjustment for Tax of previous years		(108.38)
Profit/(Loss) After Tax	105.59	745.69
Other Comprehensive Income (Net of Tax)	8.02	(11.52)
Total Comprehensive Income	205.46	1,510.34
Surplus Brought Forward	1,554.53	44.19
Amount transferred to general Reserve	0	0
Dividend	0	0
Taxes on Dividend	0	0
Surplus Carried to Balance Sheet	1759.99	1554.53

REVIEW OF OPERATIONS / STATE OF AFFAIRS:

The Revenue from Operations of your Company for the year under review was at ₹. 78,397.85 Lakh with a Profit Before Tax (PBT) of ₹. 303.03 Lakh.

Top-line growth of the Company was healthy at 30%. However, in Financial Year 2021-22 Poultry Industry faced high commodity inflation throughout the Financial Year and COVID-19 related channel disruptions in Half Year – 1 of the Financial Year 2021-22. Unprecedented soya and maize inflation had an adverse impact on the profitability. Live bird prices stayed below cost for a significant part of the year, making Financial Year 2021-22 the 3rd exceptional year after Financial Year 2012-13 and Financial Year 2021-20, in the last 12 years. Your Company carefully managed its operations (with best ever performance on select KPIs) and pursued efficient procurement strategies to partly mitigate the impact of inflation. Unprecedented volatility worked against the annual prices agreed with B2B customers, but the Company maintained its supply commitments.

Your Company initiated sales through e-commerce channel for processed chicken segment. Ready to Cook / Frozen segment had a stable growth trajectory post sharp gains during the pandemic, with the business maintaining the leadership position in addressable segments.

There has been no change in the nature of business of your Company during the Financial Year 2021-22.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF YOUR COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT:

Except as mentioned in this Report, there were no material changes and commitments occurred which affect the financial position of your Company since the end of the Financial Year 2021-22 till the date of this Directors' Report.

DIVIDEND:

The Directors of your Company do not recommend any Final Dividend for the Financial Year 2021-22.

TRANSFER TO RESERVES:

The Directors of your Company do not propose to transfer any amount to General Reserve.

SHARE CAPITAL:

The Company's Equity Share Capital position as on March 31, 2022 is as follows:-

	Authorized Share Capital			Issued, Subscribed & Paid-up Share Capital		
	No. of	Face	Total	No. of	Face	Total

	Equity Shares	Value per Share (₹.)	Amount (₹.)	Equity Shares	Value per Equity Share (₹.)	Amount (₹.)
As on April 1, 2021	3,00,000	10	30,00,00	1,98,900	10	19,89,000
Changes during the Year	Nil	Nil	Nil	Nil	Nil	Nil
As on March 31, 2022	3,00,000	10	30,00,000	1,98,900	10	19,89,000

There were no changes in the capital structure of your Company during the Financial Year 2021-22.

Pursuant to Rule 9 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 of the Companies Act, 2013, your Company offers facility to hold its Equity Shares in electronic form, i.e., facilitates dematerialization of all its existing securities in accordance with provisions of the Depositories Act, 1996 and Regulations made thereunder.

Your Company appointed National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") so as to enable allotment, holding, transfer, transmission, split or consolidation of securities of your Company in dematerialized form.

DEPOSITS:

Your Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013, i.e., deposits within the meaning of Rule 2(1)(c) of the Companies (Acceptance of Deposits) Rules, 2014, during the Financial Year 2021-22.

HOLDING COMPANIES:

Godrej Agrovet Limited is the Holding Company which holds aggregate 51.00% of the total paid-up Equity Share Capital of your Company and there was no change in this position during the Financial Year 2021-22.

SUBSIDIARY COMPANIES:

Your Company does not have any Subsidiary Company(s) and there was no change in this position during the Financial Year 2021-22.

ASSOCIATE COMPANIES:

Your Company does not have any Associate Company(s) and there was no change in this position during the Financial Year 2021-22.

DIRECTORS, KEY MANAGERIAL PERSONNEL AND CHANGES THEREIN:

The Board of Directors of your Company comprised of the following Directors during the Financial Year ended March 31, 2022:

- | | | |
|----|----------------------|--|
| 1. | Mr. Nadir B. Godrej | Chairman, Non-Executive & Non-Independent Director |
| 2. | Mr. Balram S. Yadav | Managing Director |
| 3. | Mr. Brock White | Non-Executive & Non-Independent Director |
| 4. | Mr. Michael Wheeler | Non-Executive & Non-Independent Director |
| 5. | Mr. S. Varadaraj* | Non-Executive & Non-Independent Director |
| 6. | Mr. Sanjay V. Gogate | Independent Director |

*Mr. S. Varadaraj retires by rotation at the ensuing 14th Annual General Meeting (AGM) of your Company in accordance with Section 152 of Companies Act, 2013 and being eligible offers himself for re-appointment.

The Board of Directors of your Company had appointed Mr. Michael Wheeler and Mr. Brock White as “Additional Directors” w.e.f. April 12, 2021, and April 15, 2021, respectively, upon recommendation of the Nomination Remuneration Committee. The Shareholders at its 13th Annual General Meeting held on July 28, 2021, had approved appointment of Mr. Michael Wheeler and Mr. Brock White as “Non-Executive and Non- Independent Directors” of the Company, liable to retire by rotation, w.e.f. July 28, 2021.

Mr. Upendra R. Pathak, Company Secretary of your Company has been acting in such capacity throughout the Financial Year 2021-22 and is a Key Managerial Personnel (KMP) of your Company.

Mr. Suhas Advant, Chief Financial Officer (CFO) of your Company has been acting in such capacity throughout the Financial Year 2021-22 and is a Key Managerial Personnel (KMP) of your Company.

Mr. Prashant Vatkar, ceased to be Chief Executive Officer (CEO) of your Company with effect from November 18, 2021, due to resignation.

DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS:

Pursuant to the provisions of Section 134(3)(d) of the Companies Act, 2013, your Company has received a declaration / confirmation of independence from Mr. Sanjay V. Gogate, Independent Director of your Company, confirming his eligibility to continue as Independent Director as per the criteria provided in Section 149(6) of the Companies Act, 2013, as amended from time to time.

STATEMENT ON OPINION OF BOARD OF DIRECTORS WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE OF INDEPENDENT DIRECTORS APPOINTED DURING THE FINANCIAL YEAR 2021-22:

In opinion of the Board of Directors of your Company, the aforesaid Independent Directors possesses the requisite integrity, expertise and experience.

Mr. Sanjay V. Gogate, Independent Directors of your Company is registered with the Indian Institute of Corporate Affairs, Manesar (“IICA”) and have his name included in the ‘Independent Directors Data Bank’ maintained by the IICA.

Mr. Sanjay V. Gogate, Independent Directors of your Company is exempted from appearing for self-

assessment proficiency test of Independent Directors, as per the exemption criteria as mentioned in the Companies (Appointment and Qualification of Directors) Rules, 2014.

MEETINGS OF THE BOARD OF DIRECTORS:

The Meetings of the Board of Directors are pre-scheduled and intimated to all the Directors in advance in order to facilitate them to plan their schedule.

There were 4 (four) Meetings of the Board of Directors held during the Financial Year 2021-22 (i.e., on April 28, 2021, July 28, 2021, November 1, 2021 and January 27, 2022), in compliance with the requirements of the Companies Act, 2013.

The names of the Members of the Board and their attendance at the Board Meeting, are as under;

Sr. No.	Name of the Director	Number of the Board Meetings attended out of Total Board Meetings held during the Financial Year 2021-22
1.	Mr. Nadir B. Godrej	4 out of 4
2.	Mr. Balram S. Yadav	4 out of 4
3.	Mr. Brock White	4 out of 4
4	Mr. Michael Wheeler	4 out of 4
5.	Mr. S. Varadaraj	4 out of 4
6.	Mr. Sanjay V. Gogate	4 out of 4

AUDIT COMMITTEE:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board & its Powers) Rules, 2014, your Company has constituted an Audit Committee of the Board of Directors, presently comprising of the following Members:-

1. Mr. Sanjay V. Gogate - (Chairman – Independent Director)
2. Mr. Balram S. Yadav - (Member – Managing Director)

There were 4 (four) Meetings of the Audit Committee held during the Financial Year 2021-22 (i.e., on April 28, 2021, July 28, 2021, November 1, 2021 and January 27, 2022).

NOMINATION AND REMUNERATION COMMITTEE:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board & its Powers) Rules, 2014, your Company has constituted a Nomination and Remuneration Committee of the Board of Directors, presently comprising of the following Members:-

1. Mr. Sanjay V. Gogate - (Member – Independent Director)
2. Mr. Nadir B. Godrej - (Member – Non-Executive, Non-Independent Director)

There was 1 (One) Meeting of the Nomination and Remuneration Committee held during the Financial Year 2021-22 (i.e., on April 28, 2021).

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

Pursuant to the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has constituted a Corporate Social Responsibility (CSR) Committee of the Board of Directors, presently comprising of the following Members:-

1. Mr. Balram S. Yadav - (Chairman – Managing Director)
2. Mr. S. Varadaraj - (Member – Non-Executive, Non-Independent Director)
3. Mr. Sanjay V. Gogate - (Member – Non-Executive, Independent Director)

There was 1 (one) CSR Committee Meetings held during the Financial Year 2021-22 (i.e. on April 28, 2021).

MANAGING COMMITTEE:

Your Company has constituted the Managing Committee of the Board of Directors pursuant to Article 144 of the Articles of Association of your Company, presently consisting of the following Directors:-

1. Mr. Balram S. Yadav - (Chairman – Managing Director)
2. Mr. S. Varadaraj - (Member – Non-Executive, Non-Independent Director)
3. Mr. Brock White* - (Member – Non-Executive, Non-Independent Director)

There were 5 (five) Meetings of the Managing Committee of the Board of Directors held during the Financial Year 2021-22 (i.e. on April 28, 2021, July 1, 2021, July 28, 2021, November 1, 2021 and January 27, 2022).

*Mr. Brock White, Non-Executive Director of the Company had been inducted as a Member of the Managing Committee of the Board of Directors with effect from April 28, 2021.

INTERNAL COMPLAINTS COMMITTEE:

The Board of Directors of your Company has formed an Internal Complaints Committee (ICC) for its registered / head office situated at Mumbai, pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules framed thereunder, re-constituted from time to time, which is as on March 31, 2022 comprised of the following Members:

1. Ms. Neeyati Shah, Chairperson (Presiding Officer)
2. Mr. S. Varadaraj, Member
3. Mr. Salil Chinchore, Member
4. Mr. Saurabh Pandey, Member
5. Ms. Sharmila Kher, Member (External)

Your Company has formulated and circulated to all the employees, a policy on prevention of sexual harassment at workplace, which provides for a proper mechanism for redressal of complaints of sexual harassment.

During the Financial Year 2021-22, the Internal Complaint Committee of your Company has not received any complaint of sexual harassment. The extract of Annual Return filed during the Financial Year 2021-22

under Section 21 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been reproduce below:

Sr. No.	Particulars	Comment
1.	No. of complaints received	0
2.	No. of complaints disposed off	0
3.	No. of cases pending more than 90 days	0
	Nature of action taken by the employer	Not Applicable
5.	Service Rule/Policy for Prevention of Sexual Harassment at Workplace.	Anti-Sexual Harassment Policy exist and accessible to all the Employees.
6.	No. of workshops / awareness programme carried out.	<ul style="list-style-type: none"> • Mandatory POSH Training Programme for new joiners. • 100% employees covered in POSH workshops to sanitize the employees • Posters with IC Members are displayed at all the locations.

MAINTENANCE OF COST RECORDS:

The provisions of Section 148 of the Companies Act, 2013 read with Companies (Cost Records & Audit) Rules, 2014, are not applicable to the Company, as the Company was not covered under the class of Companies engaged in the production of goods and/or providing services as per Rule 3 of Companies (Cost Records & Audit) Rules, 2014, during the Financial Year 2021-22.

EXTRACT OF ANNUAL RETURN:

The Extract of Annual Return in Form MGT-9 pursuant to Sections 92(3) and 134(3)(a) of the Companies Act, 2013 and Rule 12 of the Companies (Management & Administration) Rules, 2014 forming part of this Directors' Report is annexed hereto as "ANNEXURE -'A'".

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions contained in sub-sections (3)(c) and (5) of Section 134 of the Companies Act, 2013, the Directors of your Company confirm that:-

- a) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) they had selected such accounting policies and applied them consistently and made judgments and

estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year (i.e., March 31, 2022) and of the Profit and Loss of the Company for that period (i.e., the Financial Year 2021-22);

- c) they 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) they had prepared the Annual Accounts on a 'going concern basis'; and
- e) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL AUDIT REPORT:

The Board of Directors of your Company at its Meeting held on April 28, 2021, had appointed M/s. BNP & Associates, Practicing Company Secretaries, as the Secretarial Auditors of your Company for conducting Secretarial Audit for the Financial Year 2021-22, pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

The Report submitted by the Secretarial Auditor is annexed as "ANNEXURE - 'B'" to this Directors' Report.

FRAUD REPORTING BY STATUTORY AUDITORS:

In terms of Section 143(3) of the Companies Act, 2013, the Statutory Auditors, in the course of the performance of their duties as Auditors, have not reported or have reason to believe that an offence of fraud is or has been committed in the Company by its officers or employees.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

As required to be reported pursuant to the provisions of Section 186 and Section 134(3) (g) of the Companies Act, 2013. The particulars of loans given, guarantees provided and investments made by the Company during the Financial Year 2021-22 have been provided in the Notes to the Financial Statements for the said Financial Year.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013:

All Related Party Transactions entered into by your Company during the Financial Year 2021-22 were on arm's length basis and in the ordinary course of business. There are no material significant Related Party Transactions entered into by your Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company. Requisite prior approval of the Audit Committee of the Board of Directors was obtained for Related Party Transactions. Therefore, disclosure of Related Party Transactions in Form AOC-2 as per the provisions of Sections 134(3)(h) and 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable. Attention of Shareholders is also drawn to the disclosure of transactions with

related parties set out in Note No. 51 of Financial Statements, forming part of the Annual Report for Financial Year 2021-22. None of the Directors have any pecuniary relationships or transactions vis-à-vis the Company.

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

The information in respect of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo matters, as required under Section 134(3)(m) of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 forming part of this Directors' Report is given in the "ANNEXURE - 'C'".

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY:

The Corporate Social Responsibility (CSR) Committee has formulated the CSR Policy of the Company and the Board of Directors has approved the same, pursuant to the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014.

The Board of Directors and CSR Committee at its Meeting held on April 28, 2021 respectively, noted that taking into consideration the profit figures (calculated as per Section 198 of the Companies Act, 2013) of the Company for immediately preceding three Financial Years (i.e. F.Y. 2018-19, F.Y. 2019-20 and F.Y. 2020-21), the Company did not have a prescribed budget for CSR Activities to be undertaken during the Financial Year 2021-22. An Annual CSR Report of the Company is annexed as "ANNEXURE - 'D'" to this Directors' Report.

Your Company looks forward to increasing the quantum of its CSR expenditure, as per the Companies Act 2013, towards implementing impact-driven projects in the future.

RISK MANAGEMENT:

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities.

In the opinion of the Board of Directors, no risks have been identified which may threaten the existence of the Company. Your Company endeavors to become aware of different kinds of business risks and bring together elements of best practices for risk management in relation to existing and emerging risks.

The Board determines the fair and reasonable extent of principal risks that your Company is willing to take to achieve its strategic objectives. It carries out a review of the effectiveness of your Company's risk management process covering all material risks.

Your Company has substantial operations spread almost all over the country and its competitive position is influenced by the economic, regulatory and political situations and actions of the competitors.

POLICY ON REMUNERATION:

Your Company's framework of total rewards aims at holistic utilization of elements such as fixed and

variable compensation, long-term incentives, benefits and perquisites and non-compensation elements (career development, work life balance and recognition).

The rewards framework offers the flexibility to employees to customize different elements on the basis of need. It is also integrated with your Company's performance and talent management processes and designed to ensure sharply differentiated rewards for the best performers.

The total compensation for a given position is influenced by three factors: Position, Performance and Potential.

The policy relating to the remuneration for Directors, Key Managerial Personnel (KMP) and other employees has been formulated by the Nomination and Remuneration Committee and approved by the Board of Directors, which is disclosed as "ANNEXURE - 'E'" to this Directors' Report.

The criteria for determining qualification, positive attributes and independence of Directors is given in "ANNEXURE - 'F'" to this Directors' Report.

SIGNIFICANT AND MATERIAL REGULATORY OR COURT ORDERS IMPACTING THE GOING CONCERN STATUS AND OPERATION OF THE COMPANY IN FUTURE:

During the Financial Year 2021-22, there were no significant and material orders passed by the regulators or Courts or Tribunals which can adversely impact the going concern status of the Company and its operations in future.

INTERNAL FINANCIAL CONTROLS WITH RESPECT TO FINANCIAL STATEMENTS:

Your Company remains committed to improve effectiveness of internal financial controls and processes which would help in efficient conduct of its business operations, ensure security to its assets and timely preparation of reliable financial information.

The internal financial controls with reference to the Financial Statements are adequate in the opinion of the Board of Directors.

Your Company has a proper system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly.

Your Company's Corporate Audit & Assurance Department issues well documented operating procedures and authorities, with adequate built-in controls at the beginning of any activity and during the continuation of the process, if there is a major change.

The internal control is supplemented by an extensive programme of internal, external audits and periodic review by the Management. This system is designed to adequately ensure that financial and other records are reliable for preparing Financial Statements and other data and for maintaining accountability of assets.

The Audit Committee of the Board of Directors also has an important role to play in evaluating and strengthening internal controls.

STATUTORY AUDITORS:

The Members of the Company at their 9th (Ninth) Annual General Meeting (“AGM”) held on August 3, 2017, have appointed B S R & Co. LLP, Chartered Accountants (Firm Registration Number: 101248W/W-100022) as the Statutory Auditors of the Company to hold office from the conclusion of the 9th (Ninth) AGM until the conclusion of the 14th (Fourteenth) AGM, pursuant to the provisions of Sections 139 and 141 of the Companies Act, 2013 read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014.

Upon recommendation by the Audit Committee, the Board of Directors of the Company at its Meeting held on April 29, 2022 has approved the re-appointment of B S R & Co. LLP, Chartered Accountant (Firm Registration Number: 101248W/W-100022), as the Statutory Auditors of the Company, pursuant to Sections 139 to 144 of the Companies Act, 2013 and Rules 3 to 6 of the Companies (Audit and Auditors) Rules, 2014, for a second term of 5 (five) years, to hold office from the conclusion of the 14th (Fourteenth) AGM till the conclusion of the 19th (Nineteenth) AGM, subject to the approval of Shareholders at the ensuing 14th AGM.

The Report of BSR & CO. LLP, the Statutory Auditors on the Financial Statements for the Financial Year ended March 31, 2022, does not contain any qualification, reservation, adverse remark or disclaimer.

VIGIL MECHANISM:

Your Company has in place its vigil mechanism. The purpose of the mechanism is to enable employees to raise concerns regarding unacceptable improper practices and/ or any unethical practices in the organization. All employees shall be protected from any adverse action for reporting any unacceptable or improper practice and/or any unethical practice, fraud, or violation of any law, rule, or regulation. This mechanism is also available for the Directors and Employees of the Company.

Mr. V. Swaminathan, Head (Corporate Audit & Assurance), has been appointed as the ‘Whistle Blowing Officer’.

Furthermore, employees are also free to communicate their complaints directly to the Chairman / Members of the Audit Committee, as stated in the Policy.

The number of complaints / grievance received, pending and resolved during the Financial Year 2021-22, are as follows:-

No. of Complaints pending as on April 1, 2021	0
Add: No. of Complaints received during the Financial Year 2021-22	0
Less: No. of Complaints resolved during the Financial Year 2021-22	0
No. of Complaints pending as on March 31, 2022	0

SECRETARIAL STANDARDS:

Your Company is in compliance with the Secretarial Standards on Meeting of the Board of Directors (SS-1) and Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") as amended from time to time.

THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the Financial Year 2021-22, there was no application made and proceeding initiated / pending by any Financial and/or Operational Creditors against your Company under the Insolvency and Bankruptcy Code, 2016.

As on the date of this Report, there is no application or proceeding pending against your Company under the Insolvency and Bankruptcy Code, 2016.

THE DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF VALUATION AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the Financial Year 2021-22, the Company has not made any settlement with its Bankers for any loan / facility availed or / and still in existence.

PARTICULARS OF EMPLOYEES:

The disclosure as per Section 197 of the Companies Act, 2013 read with Rules 5 (2) and Rule 5 (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of your Company, is available for inspection upto the date of ensuing 14th (Fourteenth) Annual General Meeting. If any Shareholder is interested in inspecting the records thereof, such Shareholder may write to the Company Secretary at upendra.pathak@godrejagrovvet.com.

However, as per the provisions of Section 136 of the Companies Act, 2013, the Annual Report is being sent to the Shareholders, excluding the disclosure as mentioned above.

HUMAN RESOURCES:

Your Company continues to have amicable employee relations at all locations.

Your Directors wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

Your Directors would also like to express their sincere appreciation for the assistance and co-operation received from the banks, government authorities, customers, vendors and members during Financial Year 2021-22.

ADDITIONAL INFORMATION:

The additional information required to be given under the Companies Act, 2013 and the Rules made

thereunder, has been laid out in the Notes attached to and forming part of the Financial Statements. The Notes to the Financial Statements referred to the Auditors' Report are self-explanatory and therefore do not call for any further explanation.

For and on behalf of the **Board of Directors** of
Godrej Tyson Foods Limited **Godrej Tyson Foods Limited**

Sd/-

Nadir B. Godrej
Chairman
(DIN: 00066195)

Sd/-

Balram S. Yadav
Managing Director
(DIN: 00294803)

Date: April 29, 2022

Place: Mumbai

ANNEXURE 'A' TO THE DIRECTORS' REPORT
EXTRACT OF ANNUAL RETURN IN FORM NO. MGT-9 OF
GODREJ TYSON FOODS LIMITED

As at the Financial Year ended on March 31, 2022

[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. **Corporate Identity Number (CIN):** U15122MH2008PLC177741
- ii. **Registration Date:** 11/01/2008
- iii. **Name of the Company:** GODREJ TYSON FOODS LIMITED
- iv. **Category / Sub-Category of the Company:** Company limited by Shares
– Indian Non-government Company
- v. **Address of the Registered Office and Contact details:**
"Godrej One", 3rd Floor,
Pirojshanagar, Eastern Express Highway,
Vikhroli (East), Mumbai – 400 079,
Maharashtra, India
Tel.: +91-22-2518 8010 / 8020 / 8030
- vi. **Whether listed company:** No
- vii. **Name, Address and Contact details of Registrar and Transfer Agent, if any:**
NSDL Database Management Limited.
4th Floor, "A" Wing, Trade World,
Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai – 400 013, Maharashtra, India.
Tel. No.: 91-22-4914 2700 / 2594

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the Company:-

Sr. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service (as per NIC 2008)	% to Total Turnover of the Company
1.	Meat & Meat Products (Raw Fresh & Frozen)	101:1010:10104	31%

(i) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	-	-	-	-	-	-	-	-	-
-									
(c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B) = (B) (1) + (B) (2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A + B +C)	1,01,439	97,461	1,98,900	100.00	1,01,439	97,461	1,98,900	100.00	-

(ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change in Shareholding during the year
		No. of Shares	% of Total Shares of the Company	% of Shares pledged / encumbered to Total Shares	No. of Shares	% of Total Shares of the Company	% of Shares pledged / encumbered to Total Shares	
1.	Tyson India Holdings Limited	97,461	49.00	Nil	97,461	49.00	Nil	Nil
2.	Godrej Agrovet Limited (along with shares jointly held with nominees)	1,01,439	51.00	Nil	1,01,439	51.00	Nil	Nil

(iii) Change in Promoters' Shareholding:

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	At the beginning of the Financial Year	-	-	-	-
2	Date-wise Increase / decrease in Promoters' Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3	At the End of the Financial Year	-	-	-	-

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

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	At the beginning of the year	-	-	-	-
2	Date-wise Increase / decrease in Promoters' Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3	At the End of the Year	-	-	-	-

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the end of the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	At the beginning of the year	-	-	-	-
2	Date-wise Increase / decrease in Promoters' Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity, etc.)	-	-	-	-
3	At the End of the Year	-	-	-	-

V. INDEBTEDNESS:

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

(₹ in Lakh)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial Year				
(i) Principal Amount	1,000.00	5,900.00	-	6,900.00
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	20.86	-	20.86
TOTAL (i + ii + iii)	1,000.00	5,920.86	-	6,920.86
Changes in Indebtedness during the financial year				
(i) Principal Amount	376.17	1,309.41	-	1,685.58
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	(1.23)	-	(1.23)

Net Change	376.17	1,308.18	-	1,684.35
Indebtedness at the end of the financial year				
(i) Principal Amount	1,376.17	7,209.41	-	8,585.58
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	19.63	-	19.63
TOTAL (i + ii + iii)	1,376.17	7,229.04	-	8,605.21

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

A. Remuneration to Managing Director: Nil

(₹. in Lakhs)

Sr. No.	Particulars of Remuneration	Mr. B. S. Yadav (Managing Director)	Total Amount
1	Gross Salary	-	-
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-
	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	-	-
2	Stock Option	-	-
	Sweat Equity	-	-
	Commission	-	-
	As a % of profit	-	-
	Others (specify)	-	-
	Total (A)	-	-
	Ceiling as per the Companies Act	Not Applicable	

B. Remuneration to other Directors:

(Amount in ₹.)

Sr. No.	Particulars of Remuneration	Names of Directors			Total Amount (in ₹)
1.	Independent Directors:	Mr. Sanjay V. Gogate			
	Fee for attending Board & Committee Meetings	8,26,000			8,26,000
	Commission	-			-
	Others (please specify)	-			-
	TOTAL (1)	8,26,000			8,26,000
2.	Other Non-executive Directors:	Mr. Nadir B. Godrej	Mr. S. Varadaraj	Mr. Michael Wheeler	Mr. Brock White
	Fee for attending Board & Committee Meetings	-	-	-	-
	Commission	-	-	-	-
	Others (please specify)	-	-	-	-
	TOTAL (2)	-	-	-	-
	TOTAL (B) = (1) + (2)	-	-	-	-
	Overall Ceiling as per the Act	The sitting fees paid to Independent Directors & other Non-Executive Directors was within the limits prescribed under the Companies Act and the Rules thereunder.			

C. Remuneration to Key Managerial Personnel (KMP) other than Managing Director / Manager / Whole-Time Director:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount (₹)
		Chief Executive Officer (*)	Company Secretary	Chief Financial Officer	
		Mr. Prashant Vatkar	Mr. Upendra R. Pathak	Mr. Suhas Advant	
1	Gross Salary	1,97,57,181	-	72,00,619	2,69,57,800
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-	-

	(b) Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
	Sweat Equity	-	-	-	-
	Commission	-	-	-	-
	As a % of profit	-	-	-	-
	Others (specify)	-	-	-	-
	Total	1,97,57,181	-	72,00,619	2,69,57,800

(*) Mr. Prashant Vatkar ceased to be Chief Executive Officer of the Company w.e.f. November 18, 2021

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding Fee imposed	Authority [RD / NCLT / Court]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited

Sd/-
Nadir B. Godrej
Chairman
(DIN: 00066195)

Sd/-
Balram S. Yadav
Managing Director
(DIN: 00294803)

Mumbai, April 29, 2022



Form MR-3

**SECRETARIAL AUDIT REPORT
For the year ended March 31, 2022**

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

To,
The Members,
Godrej Tyson Foods Limited,
Godrej One, 3rd Floor,
Pirojshanagar Eastern Express
Highway, Vikhroli (East), Mumbai-
400079

We have conducted a Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Godrej Tyson Foods Limited - CIN U15122MH2008PLC177741** (hereinafter called the '**Company**') during the Financial Year from April 1, 2021 to March 31, 2022, ('the year'/ 'audit period'/ 'period under review').

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conduct /statutory compliances and expressing our opinion thereon.

We are issuing this report based on:

(i) our **verification** of the books, papers, minute books, soft copy as provided by the Company and other records maintained by the Company and furnished to us, Forms/ Returns filed and compliance related action taken by the Company during the Financial Year ended March 31, 2022 as well as before the issue of this Report,

(ii) **Compliance Certificates** confirming Compliance with all laws applicable to the Company given by Key Managerial Personnel / Senior Managerial Personnel of the Company and taken on record by Audit Committee / Board of Directors, and

(iii) **Representations** made, documents shown and information provided by the Company, its officers, agents, and authorised representatives during our conduct of secretarial Audit.

We hereby report that in our opinion, during the audit period covering the Financial Year ended on March 31, 2022 the Company has:

- (i) complied with the statutory provisions listed hereunder, and
- (ii) Board-processes and compliance mechanism are in place
to the extent, in the manner and subject to the reporting made hereinafter.

The Members are requested to read this Report along with our letter of even date annexed to this Report as **Annexure- A**.

1. Compliance with specific statutory provisions

We further report that:

1.1 We have examined the books, papers, minute books and other records maintained by the Company and the forms, returns, reports, disclosures and information filed or disseminated during the Financial Year 2021-22 according to the applicable provisions/ clauses of:

- (i) The Companies Act, 2013 and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Other laws as specifically applicable to the Company (as informed to us by the Company):
 - a) Food Safety and Standards Act, 2006;
 - b) Food Safety and Standards (Packaging & Labelling) Regulations, 2011;
 - c) Food Safety and Standards (Prohibition and Restriction on Sale), Regulation, 2011;
 - d) Food Safety and Standards (Contaminants, Toxins and Residues) Regulation, 2011;
 - e) Food Safety and Standards (Laboratory and Sample Analysis) Regulations, 2012;
 - f) Food Safety and Standards (Licensing and Registration of Food Business) Regulations, 2011; and
 - g) Food Safety and Standards (Food Products Standards and Food Additives) Regulation 2011.
- (v) Secretarial Standards issued by The Institute of Company Secretaries of India (Secretarial Standards).

1.2 During the period under review, and also considering the compliance related action taken by the Company after March 31, 2022 but before the issue of this Report, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us :

(i) **Complied with** the applicable provisions/clauses of the Act, Rules, SEBI Regulations and Agreements mentioned under sub-paragraphs (ii),(iii),(iv) and (v) of paragraph 1.1 above

(ii) **Complied with** the applicable provisions/ clauses of :

(a) The Act and rules mentioned under paragraph 1.1 (i); and

(b) The Secretarial Standards on meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) mentioned under paragraph 1.1 (vii) above to the extent applicable to Board Meetings, Committee Meetings and circular resolution passed during the Financial Year 2021-22, 13th Annual General Meeting held on July 28, 2021 (13th AGM). The Compliance of the provisions of the Rules made under the Act [paragraph 1.1(i)] and SS-1 [paragraph 1.1(vi) with regard to the Board Meeting and Committee Meetings held through video conferencing were verified based on the minutes of the meeting provided by the Company.

1.3 We are informed that, during/ in respect of the Financial Year 2021-22, the Company was not required to initiate any compliance related action in respect of the following laws/ rules / regulations / standards, and was consequently not required to maintain any Books, Paper, Minute Books or other records or file any Form/ Returns thereunder:

- (i) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as securities of the Company are not listed on any recognized stock exchange(s) in India;

- (ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and/ or The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as securities of the Company were not offered to public;
- (iii) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as securities of the Company are not listed on any recognized stock exchange(s) in India;
- (iv) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as the Company has not made issue or listing of debt securities on any recognized stock exchange(s) in India;
- (v) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (vi) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as securities of the Company are not listed on any recognized stock exchange(s) in India;
- (vii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as there was no buy back of securities and as securities of the Company are not listed on any recognized stock exchange(s) in India; and
- (viii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as securities of the Company are not listed on any recognized stock exchange(s) in India.

2. Board processes:

We further report that:

2.1 The Board of Directors of Company as on March 31, 2022 comprised of:

- (i) One Managing Director,
- (ii) Four Non-Executive & Non-Independent Directors, and
- (iii) One Non- Executive & Independent Director,

****Company is in search of suitable candidate, for appointment of a Women Director on its Board of Directors, in terms of section 149(1) of The Companies Act 2013.***

2.2 The processes relating to the following changes in the composition of the Board of Directors during the Financial Year 2021-22 were carried out in compliance with the provisions of the Act:

- (i) Resignation of Mr. Brain Baker (DIN:08429773) with effect from March 31, 2021 was noted at the Board meeting held on April 28, 2021
- (ii) Resignation of Mr. Malik Sadiq (DIN:02938431) with effect from March 31, 2021 was noted at the Board meeting held on April 28, 2021
- (iii) Appointment of Mr. Michael Wheeler (DIN: 09070200), as an Non-Executive & Non-Independent Director of the Company was approved by Members at the 13th Annual General Meeting
- (iv) Appointment of Mr. Brock White,(DIN: 09141754) as an Non Executive & Non-Independent Director of the Company was approved by Members at the 13th Annual General Meeting

- (v) Mr. Nadir B. Godrej (DIN:00066195) director being liable to retire by rotation at 13th AGM of the Company pursuant to Section 152 of the Companies Act, 2013 and re-appointed;
- (vi) Mr. Balram S. Yadav (DIN:00294803) had been re-appointed as the Managing Director of the Company for period commencing from November 13, 2021 upto November 12, 2024 which was approved by Members at the 13th Annual General Meeting

2.3 Adequate notice was given to all the Directors to enable them to plan their schedule for the Board Meeting and Committee Meetings.

2.4 Notice, Agenda and detailed notes on agenda of Board Meetings and Committee Meetings were sent to all the directors at least seven days in advance.

2.5 A system exists for Directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.

2.6 We note from the minutes verified that, at the Board Meetings held During the Financial Year 2021-22:

(i) Majority decisions were carried through; and

(ii) No dissenting views were expressed by any Board member on any of the subject matters discussed, that were required to be captured and recorded as part of the minutes.

3. Compliance mechanism

There are reasonably adequate systems and processes in the Company, commensurate with the Company's size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

During the period under review there were no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Sd/-

Venkataraman K
ACS:8897 COP:12459
Associate Partner
For BNP & Associates
Company Secretaries
Firm Reg No: P2014MH037400
UDIN

Place: Mumbai

Date: April 29, 2022

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

Annexure A

**To,
The Members,
Godrej Tyson Foods Limited**

Secretarial Audit Report for the Financial Year 2021-22 of even date is to be read along with this letter.

1. The Company's management is responsible for maintenance of secretarial records and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the Company after March 31, 2022 but before issue of this Report.
4. We have considered compliance related actions taken by the Company based on independent legal /professional opinion obtained as being in compliance with law.
5. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the company on a test basis. We believe that the processes and practices we followed, provides a reasonable basis for our opinion.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
7. We have obtained the management's representation about the compliance of applicable laws, rules and regulations and happening of events, wherever required.
8. Our Secretarial Audit Report is neither an assurance as to the future viability of the Business/Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-

Venkataraman K
ACS:8897 COP:12459
Associate Partner
For BNP & Associates
Company Secretaries
Firm Reg No: P2014MH037400
UDIN

Place: Mumbai
Date: April 29, 2022

ANNEXURE 'C' TO THE DIRECTORS' REPORT

PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN

EXCHANGE EARNINGS & OUTGO

OF

GODREJ TYSON FOODS LIMITED

As at the Financial Year ended on March 31, 2022

[Pursuant to Section 134(3)(m) of the Companies Act, 2013
and Rule 8 of the Companies (Accounts) Rules, 2014]

A. Conservation of Energy, Alternate Sources of Energy & Capital Investment thereon:

Your Company has a relentless focus on productivity and environmental sustainability at its manufacturing plants and continues to adopt various energy conservation measures.

Some of the measures adopted by your Company for conservation of energy are as follows:

1. Renewable Energy Trading i.e., purchase of Solar Energy
2. Switching from furnace oil to Natural gas
3. Operational Efficiency Tracking, monitoring & control
4. Usage of Magnetic resonator for 5 Tonnes Per Hour boiler
5. Adoption of 3R Strategy – Reduce (optimize), Recycle & Reuse water for processing
6. Capacity Optimization
7. Rain Water Harvesting at New Facility at North Ludhiana

The adoption of above energy conservation measures has resulted into the following benefits to the Company:-

- a) Direct decrease in the levels of energy consumption of 27,25,867 kw resulting in saving of Rs 54 Lakh (Approx.) Cost
- b) Reduction in Green House Gas emissions
- c) Reduction in process losses and storage losses
- d) Reduction in idle time running of machines
- e) Increase in the useful life of plant and machinery

The capital investment on energy conservation equipment's made during the Financial Year 2021-22 is approximately Rs.56.10 Lakh.

B. Technology Absorption, Adaptation and Innovation:

Your Company continues with its endeavors for technological upgradation in order to obtain improved quality at a low cost.

During the Financial Year 2021-22, your Company has taken the following initiatives to demonstrate its commitment towards sustainable growth through Technology Absorption, Adaptation and Innovation:-

1) Methods/ Measures adopted / Efforts made:

2) Benefits derived as a result of such measures / methods / efforts (e.g., product improvement / development, cost reduction, import substitution, etc.):

3) Details of Imported Technology –

In case of imported technology (imported during the last three years, i.e. during the Financial Years 2019-20, 2020-21 & 2021-22), the required details are as under:-

Details of Technology imported	NIL
Year of import	NA
Whether the technology has been fully absorbed?	NA
If not fully absorbed, areas where absorption has not taken place, reasons therefor and future plans of action	NA

There was no technology imported during the Financial Year 2021-22.

The Company's expenditure on R&D is given below:-

		Current Year (F.Y. 2021-22) (₹. in Lakh)	Previous Year (F.Y. 2020-21) (₹. in Lakh)
(a)	Capital	71.20	11.22
(b)	Recurring	0.00	0.00
(c)	Total	0.00	0.00
(d)	Total R&D expenditure as a percentage of total Turnover	71.20	11.22

C. Foreign Exchange Earnings and Outgo:

The details of Foreign Exchange earnings and outgo of your Company during the Financial Year 2021-22 are as follows:-

		Current Year (F.Y. 2021-22) Rs. in Lakh	Previous Year (F.Y. 2020-21) Rs. in Lakh
A.	Foreign Exchange Earned	216.12	298.21
B.	Foreign Exchange Used	NIL	NIL

**For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited**

Sd/-

**Nadir B. Godrej
Chairman
(DIN: 00066195)**

Sd/-

**Balram S. Yadav
Managing Director
(DIN: 00294803)**

Mumbai, April 29, 2022

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES
FORMING PART OF THE BOARD'S REPORT
OF GODREJ TYSON FOODS LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

1. Brief outline on CSR Policy of the Company, including overview of projects or programs to be undertaken and a reference to the web-link to the CSR Policy and projects or programs:

The Corporate Social Responsibility (CSR) Policy of Godrej Tyson Foods Limited (hereafter referred to as "GTFL" or "the Company") aligns itself with the Godrej Group's (Group) 'Good & Green' vision of creating a more inclusive and greener India.

GTFL envisions becoming the most respected manufacturer of packaged poultry as well as vegetarian products in the country. The Company's approach to realize this vision involves on the one hand adopting global best practices, encouraging continuous innovation and ensuring high service standards in its core business and to undertake efforts to contribute to sustainable social transformation on the other. Through its CSR (Corporate Social Responsibility) projects, GTFL strives to create positive impact on the lives of the communities in which it operates, and thereby help carve out for itself a reputation for being one of the most socially responsible and committed companies in the industry.

GTFL's CSR focus areas are aligned to the key areas listed in Schedule VII to the Companies Act, 2013. GTFL seeks to undertake projects that benefit marginalized, disadvantaged, poor and deprived sections of the community and those that have positive impacts on the environment.

2. Composition of CSR Committee:

The Company has constituted a CSR Committee of the Board. The Members of the Committee are:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee attended during the year
1.	Mr. Balram S. Yadav	Chairman – Managing Director	1 of 1
2.	Mr. S. Varadaraj	Member – Non-Executive & Non-Independent	1 of 1
3.	Mr. Sanjay V. Gogate	Member – Non-Executive & Independent	1 of 1

There was 1 (One) CSR Committee Meeting held during the Financial Year 2021-22 (i.e., on April 28, 2021).

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

[Godrej | Agrovet - Godrej Tyson Foods \(godrejagrovvet.com\)](http://godrej.com)

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):

Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the Financial Year, if any:

Not Applicable

6. Average net profit of the Company as per Section 135(5) of the Companies Act, 2013:

Financial Year (as per Section 198)	2018-19	2019-20	2020-21
Net Profit (Rs. in Lakh)	667.98	-7717.86	2267.55

7. (a) Two percent of Average Net Profit of the Company as per Section 135(5): Not Applicable

(b) Surplus arising out of the CSR projects or programmes or activities of the Previous Financial Years:

Not Applicable

(c) Amount required to be set off for the Financial Year: Not Applicable

(d) Total CSR obligation for the Financial Year (7a+7b-7c): Not Applicable

8. (a) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	Not Applicable				

(b) Details of CSR amount spent against ongoing projects for the Financial Year: Not Applicable

(c) Details of CSR amount spent against other than ongoing projects for the Financial Year: Nil

(1) Sr. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes / No)	(5) Location of the project		(6) Amount spent for the project (in Rs.)	(7) Mode of implementation Direct (Yes/No)	(8) Mode of implementation Through implementing agency	
				State	District			Name	CSR Registration Number
1.									
2.									
	TOTAL								

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): Nil

(g) Excess amount for set off, if any: Not Applicable

9. (a) Details of Unspent CSR amount for the preceding three Financial Years: Not Applicable

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (In Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer	
1.							
2.							
3.							
	TOTAL						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding Financial Year(s):

Not Applicable

In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): Not Applicable

(a) Date of creation or acquisition of the capital asset(s):

(b) Amount of CSR spent for creation or acquisition of capital asset(s):

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.:

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5): Not Applicable

Nadir B. Godrej Non-Executive Director	Sd/- Balram S. Yadav Managing Director & Chairman of CSR Committee	Sd/- [Person specified under clause (d) of sub-section (1) of section 380 of the Act] (Wherever applicable)
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ANNEXURE 'E' TO THE DIRECTORS' REPORT

POLICY RELATING TO THE REMUNERATION FOR DIRECTORS, KEY MANAGERIAL PERSONNEL (KMP) AND OTHER EMPLOYEES OF GODREJ TYSON FOODS LIMITED

As at the Financial Year ended on March 31, 2022

The Total Rewards Framework of Godrej Tyson Foods Limited ("the Company") aims at holistically utilizing elements such as fixed and variable compensation, long-term incentives, benefits and perquisites and non-compensation elements (career development, work life balance and recognition).

Highlights

The rewards' framework offers the employees, the flexibility to customize different elements, basic need. It is also integrated with the Company's performance and talent management processes and designed to ensure sharply differentiated rewards for best performers.

The total compensation for a given position is influenced by three factors: position, performance and potential. As a broad principle, for high performers and potential employees, the Company strives to deliver total compensation at the 90th percentile of the market.

Total Cash Compensation

The total cash compensation has three components:

1. 'Fixed Compensation' comprises basic salary and retirement benefits, like provident fund and gratuity.
2. 'Flexible Compensation' is a fixed pre-determined component of compensation, which can be allocated to different components, as per the grade eligibility defined at the start of each financial year.
3. 'Variable Compensation (Performance Linked Variable Remuneration)' rewards an employee for delivering superior business results and individual performance. It is designed to provide a significant upside earning potential without cap for over achieving business results. It has a 'Collective' component, which is linked to the achievement of specified business results, measured by Earnings Before Interest and Tax (EBIT) or other related metrics, relative to the target set for a given financial year and an 'Individual' component, based on the employee's performance, as measured by the performance management process.

**For and on behalf of the Board of Directors
of Godrej Tyson Foods Limited**

Sd/-

Nadir B. Godrej
Chairman
(DIN: 00066195)

Sd/-

Balram S. Yadav
Managing Director
(DIN: 00294803)

Place: Mumbai

Date: April 29, 2022

ANNEXURE 'F' TO THE DIRECTORS' REPORT

**CRITERIA FOR DETERMINING QUALIFICATION, POSITIVE ATTRIBUTES AND
INDEPENDENCE OF DIRECTORS OF GODREJ TYSON FOODS LIMITED**

As at the Financial Year ended on March 31, 2022

1. Qualifications of Independent Director:

An Independent Director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the Company's business.

2. Positive Attributes of Independent Directors:

An Independent Director shall be a person who shall:

- i. uphold ethical standards of integrity and probity;
- ii. act objectively and constructively while exercising his duties;
- iii. exercise his responsibilities in a *bona fide* manner in the interest of the Company;
- iv. devote sufficient time and attention to his professional obligations for informed and balanced decision making;
- v. not allow any extraneous considerations that will vitiate his exercise of objective independent judgment in the paramount interest of the company as a whole, while concurring in or dissenting from the collective judgment of the Board of Directors in its decision making;
- vi. not abuse his position to the detriment of the Company or its Shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;
- vii. refrain from any action that would lead to loss of his independence;
- viii. where circumstances arise which make an Independent Director lose his independence, the Independent Director must immediately inform the Board accordingly;
- ix. assist Company in implementing the best corporate governance practices.

3. Independence of Independent Directors:

An Independent Director should meet the criteria for independence prescribed under Section 149(6) of the Companies Act, 2013 (as may be amended from time to time).

**For and on behalf of the Board of
Directors of Godrej Tyson Foods Limited**

Sd/-

**Nadir B. Godrej
Chairman
(DIN: 00066195)**

Sd/-

**Balram S. Yadav
Managing Director
(DIN: 00294803)**

Place: Mumbai

Date: April 29, 2022

BSR & Co. LLP

Chartered Accountants

14th Floor, Central B Wing and North C Wing,
Nesco IT Park 4, Nesco Center,
Western Express Highway, Goregaon (East),
Mumbai - 400 063, India

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Independent Auditors' Report

To the Members of
Godrej Tyson Foods Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Godrej Tyson Foods Limited ("the Company"), which comprise the balance sheet as at 31 March 2022, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including 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 2022, and profit and other comprehensive income, changes in equity 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 Act. Our responsibilities under those SAs 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 Act 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 on the financial statements.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' 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 in the 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.



Registered Office:

Independent Auditor's Report (*Continued*)

Godrej Tyson Foods Limited

Management's and Board of Director's Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring 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, the Management and Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.



Independent Auditor's Report (*Continued*)

Godrej Tyson Foods Limited

Auditor's Responsibilities for the Audit of the Financial Statements (*Continued*)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Directors 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 (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2.
 - (A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.



Independent Auditor's Report (Continued)

Godrej Tyson Foods Limited

Report on Other Legal and Regulatory Requirements (Continued)

- e) On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' 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:
- (a) The Company has disclosed the impact of pending litigations as at 31 March 2022 on its financial position in its financial statements - Refer Note 39 to the financial statements;
 - (b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - (d)
 - (i) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 52 to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. ;
 - (ii) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 52 to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.;
 - (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused me/us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
 - (e) During the year, the company has neither declared nor paid any dividend, hence compliance with section 123 of the Companies Act is not applicable to the Company.



Independent Auditor's Report (Continued)

(C) With respect to the matter to be included in the Auditors' Report under Section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022



Burjis Pardiwala

Partner

Membership No: 103595

UDIN: 22103595AICHAE2796

Mumbai
29 April 2022

Godrej Tyson Foods Limited

Annexure - A to the Independent Auditor's Report on financial statements of Godrej Tyson Foods Limited for the year ended 31 March 2022

Report on the Companies (Auditor's Report) Order, 2020 ("the Order"), with reference to aforesaid financial statements, in terms of Section 143(11) of the Companies Act, 2013 ("the Act")

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (Rs. In Lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Hoskote RGC Plant-New Land 5.19 Acres	378.46	Various land owners (As per Revenue record)	No	From 22 March 2010 onwards	Company is in process of transfer of the property in its name
Tumkur Hatchery Land	23.86	Godrej Agrovet Limited	No	From 01 January 2011 onwards	Company is in process of transfer of the property in its name

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.



Annexure – A to the Independent Auditors’ Report – 31 March 2022 financial statements (Continued)

- (ii) (a) The inventory, except stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in companies, firms, limited liability partnership or any other parties. The Company has granted loan to a Company during the year, in respect of which the requisite information is as below. The Company has not provided any guarantee or security, granted any loans or advances in the nature of loans, secured or unsecured, to limited liability partnership or any other parties during the year.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has neither provided loans nor provided advances in the nature of loans, or stood guarantee, or provided security to any other entity except as below:

(Rs. in Lakhs)

Particulars	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount during the year				
- Subsidiaries*				
- Joint ventures*				
- Associates*				
- Others	-	-	300	-
Balance outstanding as at balance sheet date				
- Subsidiaries*				
- Joint ventures*				
- Associates*				
- Others	-	-	300	-

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion, Company has not made any investments, guarantees provided, security given during the year and the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the interest of the Company.



**Annexure – A to the Independent Auditors’ Report – 31 March 2022
financial statements (Continued)**

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the receipts have been regular.

Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion following instances of loans/advance in the nature of loan falling due during the year were renewed or extended or settled by fresh loans:

Name of the parties	Aggregate amount dues renewed or extended or settled by fresh loans	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Prima Foodtech Private Limited	300	100%

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments, nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 (“the Act”) are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.
- (v) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has complied with the provisions of Sections 73 to 76 or other relevant provisions of the Act and the rules framed thereunder where applicable and the directives issued by the Reserve Bank of India as applicable, with regard to deposits or amounts which are deemed to be deposits. As informed to us, there have been no proceedings before the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this matter and no order has been passed by any of the aforesaid authorities in this regard.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax (“GST”), Provident fund, Employees’ State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been generally regularly deposited by the Company with the appropriate authorities, though there have been slight delays in a few cases of Employees’ State Insurance and Professional Tax.

**Annexure – A to the Independent Auditors’ Report – 31 March 2022
financial statements (Continued)**

According to the information and explanations given to us, and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax (‘GST’), Provident fund, Employees’ State Insurance, Income-Tax, Professional Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Sales Tax Act and Local Sales Tax Act	Sales Tax, VAT and CST	236.59	2010-11, 2012-13 to 2015-16	Joint Commissioner
		639.05	2013-14 to 2016-17	Deputy Commissioner of commercial Tax
		133.42	2011-12 to 2013-14 and 2016-17	Commercial Tax Officer & Additional Commissioner
Income Tax	Income tax	5.06	2016-17	Assistant Commissioner of Income Tax

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiary, associate, or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(e) is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities, as Company does not have any investment in subsidiaries, joint ventures or associate companies (as defined under the Act).

**Annexure – A to the Independent Auditors' Report – 31 March 2022
financial statements (Continued)**

- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based on the information and explanations provided to us, the Company does not have a vigil mechanism and is not required to have a vigil mechanism as per the Act or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) of the Order are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.



**Annexure – A to the Independent Auditors’ Report – 31 March 2022
financial statements (Continued)**

- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No: 101248W/W-100022



Burjis Pardiwala

Partner

Membership No: 103595

UDIN: 22103595AICHAET796

Mumbai
29 April 2022

Godrej Tyson Foods Limited

Annexure B to the Independent Auditors' Report – 31 March 2022

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

(Referred to in paragraph 2(A)(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of **Godrej Tyson Foods Limited** (“the Company”) as of 31 March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance Note”).

Management’s Responsibility for Internal Financial Controls

The Company’s Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 (hereinafter referred to as “the Act”).

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable, to an audit of internal financial controls with reference to the financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



Godrej Tyson Foods Limited

Annexure B to the Independent Auditors' Report – 31 March 2022 (Continued)

Auditor's Responsibility (continued)

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

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants

Firm's Registration No: 101248W/W-100022



Burjis Pardiwala
Partner

Membership No: 103595
UDIN: 22103595AICHAE2796

Mumbai
29 April 2022

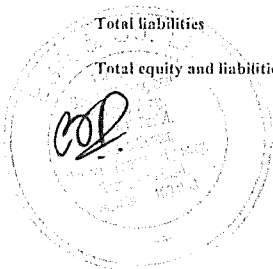
Godrej Tyson Foods Limited

Balance sheet

as at 31 March 2022

(Currency: Indian rupees in lakhs)

	Note	31 March 2022	31 March 2021
ASSETS			
Non-current assets			
Property, plant and equipment	2	12,282.15	12,607.64
Capital work-in-progress	2	200.85	261.33
Right-of-use assets	41	1,185.95	1,224.70
Intangible assets	3	283.68	359.22
Intangible assets under development	3	9.68	-
Biological assets other than bearer plants	4	563.42	553.05
Financial assets			
(i) Loans	5	1.36	1.93
(ii) Others	6	374.33	377.73
Deferred tax assets, (net)	7	1,207.20	1,240.34
Non-current tax assets, (net)		240.28	350.61
Other non-current assets	8	732.14	71.36
Total non-current assets		17,081.04	17,047.91
Current assets			
Biological assets other than bearer plants	4	7,790.58	6,154.92
Inventories	9	3,616.40	3,317.48
Financial assets			
(i) Trade receivables	10	3,466.89	2,745.90
(ii) Cash and cash equivalents	11	230.82	415.85
(iii) Bank balance other than (i) above	12	7.66	7.66
(iv) Loans	13	364.89	358.48
(v) Others	14	113.19	38.59
Other current assets	15	1,360.08	1,371.97
Total current assets		16,950.51	14,408.85
Total assets		34,031.55	31,456.76
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	19.89	19.89
Other equity	17	15,214.15	15,008.69
Total equity		15,234.04	15,028.58
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	18A	1,678.34	1,500.00
(ii) Lease Liabilities	19A	38.73	48.85
(b) Provisions	20	37.15	37.77
(c) Other non-current liabilities	21	381.39	412.07
Total non-current liabilities		2,135.61	1,999.49
Current liabilities			
Financial liabilities			
(i) Borrowings	18B	6,907.24	5,400.09
(ii) Lease Liabilities	19B	11.21	25.78
(iii) Trade payables	22		
Total outstanding dues of micro enterprises and small enterprises,		79.68	93.87
Total outstanding dues of creditors other than micro enterprises and small enterprises		7,541.26	6,857.07
(iv) Other financial liabilities	23	1,580.68	1,485.80
Other current liabilities	24	396.31	311.84
Provisions	25	68.77	76.57
Current tax liabilities (net)		76.75	177.76
Total current liabilities		16,661.90	14,428.69
Total liabilities		18,797.51	16,428.18
Total equity and liabilities		34,031.55	31,456.76



Godrej Tyson Foods Limited

Balance sheet (Continued)
as at 31 March 2022

(Currency: Indian rupees in lakhs)

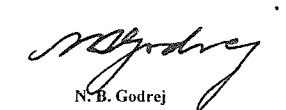
The accompanying notes 1 to 53 form an integral part of these financial statements.

As per our report of even date attached.

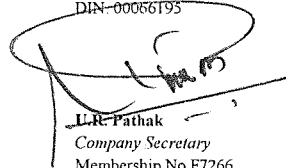
For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022



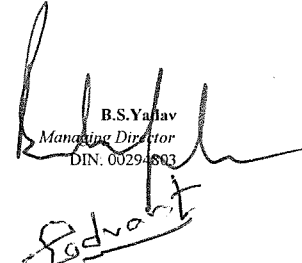
Burjis Pardiwala
Partner
Membership No: 103595



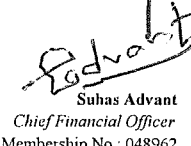
N. B. Godrej
Chairman
DIN: 00066195



L. R. Pathak
Company Secretary
Membership No F7266



B. S. Yashav
Managing Director
DIN: 00294803



Suhas Advant
Chief Financial Officer
Membership No.: 048962

Mumbai
29 April 2022

Mumbai
29 April 2022



Godrej Tyson Foods Limited

Statement of profit and loss for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

	Note	31 March 2022	31 March 2021
Revenue from operations			
Sale of the products	26	78,374.02	60,221.75
Other operating revenue		23.83	23.40
Total Revenue From Operations		78,397.85	60,245.15
Other income	27	157.82	176.98
Total Income		78,555.67	60,422.13
Costs and expenses			
Cost of materials consumed	28	58,804.58	39,416.78
Purchases of stock-in-trade	29	1,054.03	1,036.45
Changes in inventories of finished goods, work-in-progress, stock-in-trade and biological	30	(1,497.23)	551.63
Employee benefits expense	31	3,841.94	3,709.18
Finance costs	32	346.39	295.52
Depreciation and amortisation expenses	33	1,625.36	1,631.39
Other expenses	34	14,077.57	11,513.63
Total expenses		78,252.64	58,154.58
Profit before exceptional item and tax		303.03	2,267.55
Profit before tax		303.03	2,267.55
Tax expense:			
Current tax		76.75	177.76
Deferred tax (credit) / charge		28.84	676.31
Adjustment of tax for earlier years		-	(108.38)
Total tax expense		105.59	745.69
Profit for the year after tax		197.44	1,521.86
Other comprehensive income			
(e) Items that will not be reclassified to profit or loss			
Re-measurements of defined benefit liability		12.32	(17.70)
Income tax related to items that will not be reclassified to profit or loss		(4.30)	6.18
(b) Items that will be reclassified to profit or loss			
(ii) Income tax related to items that will not be reclassified to profit or loss		-	-
Other comprehensive income		8.02	(11.52)
Items that will be reclassified to profit or loss			
Total comprehensive income		205.46	1,510.34
Earnings per equity share			
Basic and diluted (face value per share INR 10 each)	35	99.27	765.14

The accompanying notes 1 to 53 form an integral part of these financial statements.

As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Burjis Pardiwala
Partner
Membership No: 103595

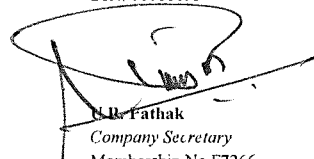
For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited
CIN: U15122MH2008PLC177741



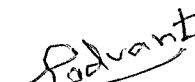
N. B. Godrej
Chairman
DIN: 00066195



B. S. Yadav
Managing Director
DIN: 00294803



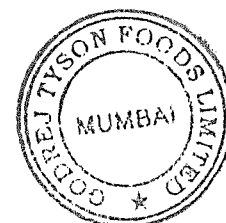
N. B. Pathak
Company Secretary
Membership No F7266



Suhas Advant
Chief Financial Officer
Membership No.: 048962

Mumbai
29 April 2022

Mumbai
29 April 2022



Godrej Tyson Foods Limited

Statement of changes in equity

as at 31 March 2022

(Currency: Indian rupees in lakhs)

(a) Equity share capital

	31 March 2022	31 March 2021
Balance at the beginning of the current reporting period	19.89	19.89
Changes in equity share capital due to prior period errors	-	-
Restated Balance at the beginning of the current reporting period	-	-
Changes in equity share capital during the current year	-	-
Balance at the end of the current reporting period	19.89	19.89

(b) Other equity

	Reserve and Surplus			Total
	Retained Earnings	Securities Premium	Other Comprehensive Income	
Balance at 1 April 2021	1,629.69	13,454.16	(75.16)	15,008.69
Profit for the year	197.44	-	-	197.44
Other comprehensive income for the year	-	-	8.02	8.02
Total comprehensive income for the year	197.44	-	8.02	205.46
Balance as at 31 March 2022	1,827.13	13,454.16	(67.14)	15,214.15
Balance at 1 April 2020	107.83	13,454.16	(63.64)	13,498.35
(Loss) for the year	1,521.86	-	-	1,521.86
Other comprehensive income for the year	-	-	(11.52)	(11.52)
Total comprehensive income for the year	1,521.86	-	(11.52)	1,510.34
Balance as at 31 March 2021	1,629.69	13,454.16	(75.16)	15,008.69

The accompanying notes 1 to 53 form an integral part of these financial statements.

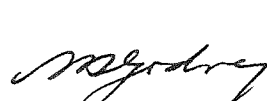
As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

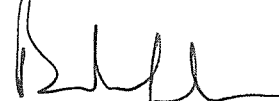


Burjis Pardiwala
Partner
Membership No: 103595

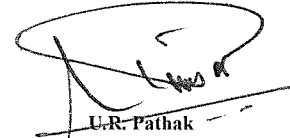
For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited
CIN: UJ15122MH2008PLC177741



N. B. Godrej
Chairman
DIN: 00066195



B. S. Yadav
Managing Director
DIN: 00294803



U.R. Pathak
Company Secretary
Membership No F7266



Suhas Advant
Chief Financial Officer
Membership No: 048962

Mumbai
29 April 2022

Mumbai
29 April 2022



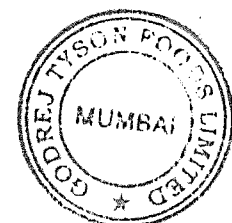
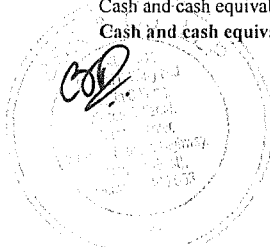
Godrej Tyson Foods Limited

Statement of cash flows

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
A. Cash flow from operating activities :		
Net profit before tax	303.03	2,267.55
<i>Adjustment for:</i>		
Depreciation and amortisation expenses	1,625.36	1,631.39
Loss on sale of property, plant and equipment (net)	28.69	7.90
Finance costs	346.39	295.52
Bad debts written off	16.98	78.29
Interest income	(41.83)	(16.61)
Liabilities no longer required written back	(65.58)	(75.78)
Recovery of bad debts written off	(8.46)	(4.52)
Change in fair value of biological assets	(40.76)	(171.44)
Provision for doubtful debts and advances	-	314.12
	<u>1,860.79</u>	<u>2,058.87</u>
Operating profit before working capital changes	2,163.82	4,326.42
<i>Adjustments for:</i>		
(Increase) in inventories	(298.92)	(220.84)
(Increase) in Biological Assets	(1,605.25)	109.72
(Increase) in trade receivables	(731.51)	(337.64)
(Increase)/ Decrease in other non-current assets	(2.56)	144.78
(Increase) in other current assets	(69.12)	(278.44)
Increase/(Decrease) in trade payables	735.58	(790.91)
(Decrease)/Increase in non-current liabilities	(32.10)	6.30
Increase / (Decrease) in current liabilities	183.87	566.58
	<u>(1,820.01)</u>	<u>(800.45)</u>
Cash generated from operations	343.81	3,525.97
Direct taxes refunded / (paid)	(67.43)	101.64
Net cash generated from operating activities	276.38	3,627.60
B. Cash flow used in investing activities :		
Acquisition of property, plant and equipment	(1,835.37)	(779.73)
Inter-corporate deposit placed	-	(300.00)
Interest received	41.83	16.29
Proceeds from sale of property, plant and equipment	17.63	17.62
Net cash (used in) investing activities	(1,775.91)	(1,045.82)
C. Cash flow used in financing activities :		
Proceeds from Long-term borrowings	1,174.01	-
Repayment of long-term borrowings	(800.00)	(400.00)
Proceeds from short-term borrowings	1,311.57	8,200.00
Repayment of short-term borrowings	-	(8,338.09)
Proceeds from inter-corporate deposits	2,000.00	5,775.00
Repayment of inter-corporate deposits	(2,000.00)	(7,275.00)
Interest paid	(340.31)	(282.39)
Lease rent paid	(24.68)	(37.92)
Interest paid on lease rentals	(6.08)	(9.73)
Net cash (used in) / generated from financing activities	1,314.51	(2,368.13)
Net increase / (decrease) in cash and cash equivalents	(185.03)	213.65
Cash and cash equivalents at the beginning of the year	415.85	202.20
Cash and cash equivalents at the end of the year	230.82	415.85



Godrej Tyson Foods Limited

Statement of cash flows (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

Notes:

- 1 The Statement of cash flows has been prepared under the "Indirect Method" as set out in (Ind AS) 7 on "Statement of cash flows", and presents cash flows by operating, investing and financing activities.
- 2 Figures in brackets are outflows/deductions.
- 3 Change in financial liabilities arising from financing activity including both changes arising from cash flows and non-cash changes:

Particulars	1 April 2021	Cash flow	Non-cash change	31 March 2022
Long-term borrowings	1,900.00	178.34	-	2,078.34
Short-term borrowings	5,000.00	1,507.24	-	6,507.24
Total borrowings	6,900.00	1,685.58	-	8,585.58

Particulars	1 April 2020	Cash flow	Non-cash change	31 March 2021
Long-term borrowings	2,300.00	(400.00)	-	1,900.00
Short-term borrowings	6,638.09	(1,638.09)	-	5,000.00
Total borrowings	8,938.09	(2,038.09)	-	6,900.00

The accompanying notes 1 to 53 form an integral part of these financial statements.

As per our report of even date attached.

For **BSR & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

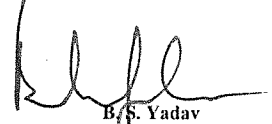


Burjis Pardiwala
Partner
Membership No: 103595

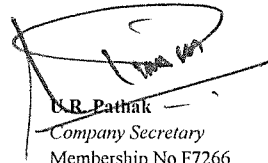
For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited
CIN: U15127MH2008PLC177741



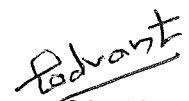
N. B. Godrej
Chairman
DIN: 00066195



B. S. Yadav
Managing Director
DIN: 00294803



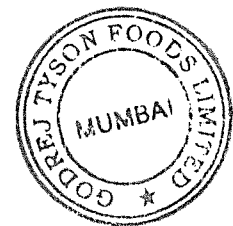
U. B. Pathak
Company Secretary
Membership No F7266



Suhas Advant
Chief Financial Officer
Membership No: 048962

Mumbai
29 April 2022

Mumbai
29 April 2022



Godrej Tyson Foods Limited

Notes to the financial statements

for the year ended 31 March 2022

(Currency: Rupees in lakhs)

1.1 General information

Godrej Tyson Foods Limited ("the Company") is a limited company, which is domiciled and incorporated in the Republic of India with its registered office situated at "Godrej One", 3rd Floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai – 400 079.

The Company is a subsidiary of Godrej Agrovet Limited (GAVL), the India based Company which holds 51% of the paid-up equity share capital. Tyson India Holdings Limited, Mauritius, holds remaining 49% of the paid-up equity share capital of the Company. The Company was incorporated under the Companies Act, 1956 on 11 January 2008.

The Company is mainly in Chicken processing business (fresh and frozen) and also into manufacturing and selling of Value-Added Chicken products. In addition to this, the Company is into selling and marketing Vegetarian Value added products.

1.2 Basis of preparation and presentation

(i) Statement of compliance with Ind AS:

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended and notified under section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements of the company for the year ended 31 March 2022 were authorized for issue in accordance with a resolution of the Board of Directors at its Meeting held on 29 April 2022.

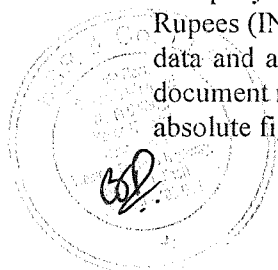
(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value;
- Asset held for sale and biological assets – measured at fair value less cost to sell; and
- Defined benefit plans – plan assets measured at fair value less present values of defined benefit obligation

(iii) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.3 Key estimates and assumptions

While preparing financial statements in conformity with Ind AS, the management has made certain estimates and assumptions that require subjective and complex judgments. These judgments affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses, disclosure of contingent liabilities at the date of statement of financial position and the reported amount of income and expenses for the reporting period. Future events rarely develop exactly as forecasted and the best estimates require adjustments, as actual results may differ from these estimates under different assumptions or conditions.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgment, estimates and assumptions are required in particular for:

- **Determination of the estimated useful lives**

Useful lives of tangible assets and intangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives of assets are different from as prescribed in Schedule II are based on technical advice, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support (refer note 2 and 3).

- **Recognition and measurement of defined benefit obligations**

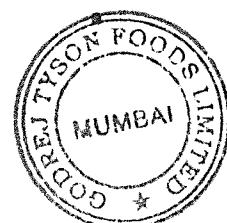
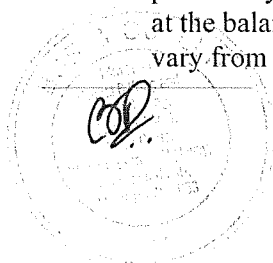
The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Due to complexities involved in the valuation and its long term nature, defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting period (refer note 47).

- **Recognition of deferred tax assets**

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases and unutilised business loss and depreciation carry-forward and tax credits. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carryforwards and unused tax credits could be utilised (refer note 46).

- **Recognition and measurement of other provisions**

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.3 Key estimates and assumptions (*Continued*)

- **Determining whether an arrangement contains a lease**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics. (refer note 41).

- **Rebates and sales incentive**

Rebates and sales incentive are generally provided to distributors or customers as an incentive to sell the Company's products. Rebates and sales incentive are based on purchases made during the period by distributor / customer. The Company determines the estimates of rebate and sales incentive accruals primarily based on the contracts entered into with their distributors / customers and the information received for sales made by them.

- **Biological Assets**

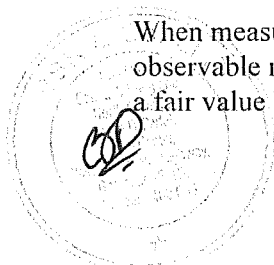
Management uses inputs relating to production and market prices in determining the fair value of biological assets (refer note 43).

1.4 Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for, both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.4 Measurement of fair values (*Continued*)

- *Level 1*: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2*: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- *Level 3*: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

1.5 Significant accounting policies

A. Current/non-current classification

Schedule III to the Act requires assets and liabilities to be classified as either current or non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the balance sheet date; or
- (d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months after the reporting date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other liabilities are classified as non-current

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

A. Current/non-current classification (*Continued*)

Based on the nature of operations and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current – non-current classification of assets and liabilities.

B. Revenue

i. Sale of goods

Revenue from operations comprises of sales of goods after the deduction of discounts, goods and services tax and estimated returns. Discounts given by the Company includes trade discounts, volume rebates and other incentive given to the customers. Accumulated experience is used to estimate the provision for discounts. Revenue is only recognized to the extent that it is highly probable a significant reversal will not occur.

Revenue from the sale of goods are recognised when control of the goods has transferred to our customer and when there are no longer any unfulfilled obligations to the customer. Depending on the contractual terms with the customers, this can be either at the time of dispatch, delivery or upon formal acceptance by the customer. This is considered the appropriate point where the performance obligations in our contracts are satisfied as the Company no longer have control over the inventory.

ii. Dividend income

Dividend income is recognised only when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of dividend can be measured reliably.

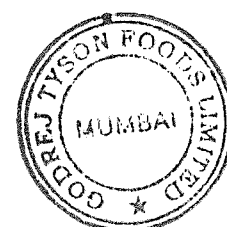
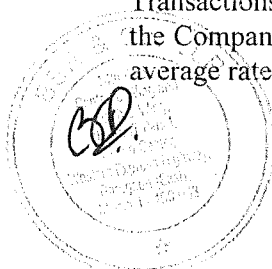
iii. Interest income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that discounts the estimated future cash payments or receipts through the expected life of the financial instruments or a shorter period, where appropriate, to the net carrying amount of the financial assets. Interest income is included in other income in the statement of profit and loss.

C. Foreign currency

Transactions and balances

Transactions in foreign currencies are translated into the respective functional currencies of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

C Foreign currency (*Continued*)

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognised as income and expenses in the period in which they arise.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of transactions. Non-monetary items that are measured at fair value in a foreign currency shall be translated using the exchange rates at the date when the fair value was measured.

Exchange differences are generally recognised in statement of profit and loss.

D. Employee benefits

i. Short term employee benefits

All employee benefits payable wholly within twelve months of rendering services are classified as short-term employee benefits. Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably. The Company has a scheme of Performance Linked Variable Remuneration (PLVR) which rewards its employees based on Economic Value Addition (EVA). The PLVR amount is related to actual improvement made in Economic Value Addition (EVA) over the target set for the period April to March which is fully charged to the Statement of Profit and loss.

Short-term benefits such as salaries, wages, etc., are determined on an undiscounted basis and recognised in the period in which the employee renders the related service.

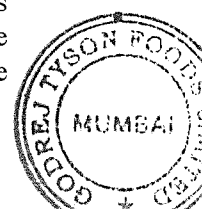
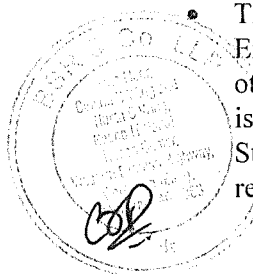
ii. Defined contribution plans

Obligations for contributions to defined contribution plans such as Provident fund and Family pension maintained with Regional Provident Fund Office are expensed as the related service is provided.

iii. Defined benefit plans

The following post – employment benefit plans are covered under the defined benefit plans:

- Gratuity Fund
- The Company's contributions paid/payable to Regional Provident Fund, Employees State Insurance Scheme, Employee's Pension Schemes, 1995 and other funds, are determined under the relevant approved schemes and /or statutes is also considered as Defined Benefit Plan and are recognised as expense in the Statement of profit and loss during the period in which the employees renders the related service.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

D. Employee benefits (*Continued*)

iii. Defined benefit plans

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

Gratuity Fund

The Company provides for gratuity, a defined benefit retirement plan covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the (OCI) balance sheet.

iv. Other long-term employee benefits

Liability towards Long-term Compensated Absences are provided for on the basis of an actuarial valuation, using the Projected Unit Credit Method, as at the date of the Balance sheet. Actuarial gains / losses comprising of experience adjustments and the effects of changes in actuarial assumptions are immediately recognised in the Statement of profit and loss.

v. Terminal Benefits:

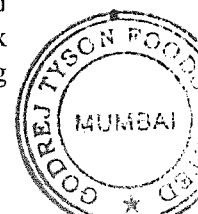
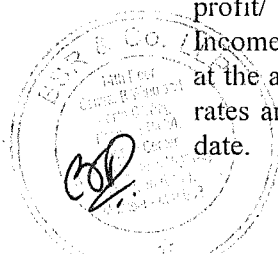
All terminal benefits are recognised as an expense in the period in which they are incurred.

E. Income Tax

Income tax expense comprises current and deferred tax. It is recognised in the Statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income (OCI).

i) Current tax

Current tax is the amount of tax payable or (recoverable) in respect of the taxable profit/ (tax loss) for the year determined in accordance with the provisions of the Income-Tax Act, 1961. Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using tax rates and tax laws that have been enacted or substantively enacted at the reporting date.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

E. Income Tax (*Continued*)

i) Current tax (*Continued*)

Current tax assets and liabilities are offset only if, the Company:

- a) has a legally enforceable right to set off the recognised amounts; and
- b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries and associates to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

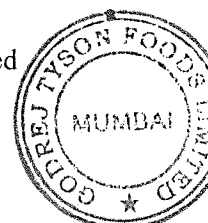
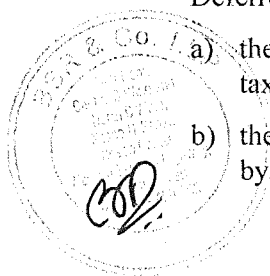
Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Taxes relating to items recognised directly in equity or OCI is recognised in equity or OCI and not in the statement of profit and loss.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if:

- a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

F. Inventories

Inventories are carried in the balance sheet as follows:

- a) Raw materials, Packing Materials, Stock in trade and Stores and Spares: At lower of cost, on weighted average basis and net realisable value.
- b) Work-in-progress-Manufacturing: At lower of cost of materials, plus appropriate production overheads and net realisable value.
- c) Finished Goods-Manufacturing: At lower of cost of materials, plus appropriate production overheads and net realisable value.

The cost of inventories have been computed to include all cost of purchases, cost of conversion and other related costs incurred in bringing the inventories to the present location and condition. Slow and non-moving material, obsolescence, defective inventories are duly provided for and valued at lower of cost and net realisable value. Goods and materials in transit are valued at actual cost incurred up to the date of balance sheet. Materials and supplies held for use in the production of inventories are not written down if the finished products in which they will be used are expected to be sold at or above cost.

G. Property, plant and equipment

i) Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

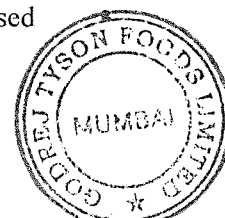
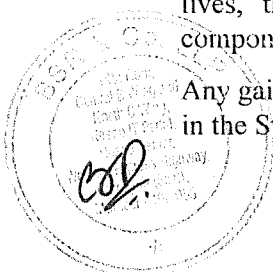
The cost of an item of property, plant and equipment comprises:

- a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in the statement of profit and loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted and depreciated for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in the Statement of Profit and Loss.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (Continued)

G. Property, plant and equipment (Continued)

ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii) Depreciation/ Amortisation

Depreciation on tangible fixed assets is provided in accordance with the provisions of Schedule II of the Companies Act 2013, on Straight Line Method. Depreciation on additions / deductions is calculated on pro rata basis from/up to the month of additions/deductions. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The estimated useful lives of items of property, plant and equipment are as follows:

Asset group	Management estimate of useful life (in year)	Useful life as per Schedule II (in year)
Plant and machinery*	20	10
Deep freezers and Visicooler*	7.5	10
Computer hardware *	4	4
Poultry handling equipment's*	3	10
Moulds/cylinders/ mobile Instruments*	2	10
Leasehold land*	Over lease period	Over lease period
Leasehold improvement and equipment*	Over lease period	Over lease period
Building	30	30
Furniture and Fixtures	10	10
Vehicles	8	8
Office and Other equipment	5	5

*For these class of assets, based on internal and external assessment, requirement of refurbishments and past experience the management believes the useful life of the assets are appropriate which are lower than those prescribed under Part C of Schedule II of the Companies Act, 2013.

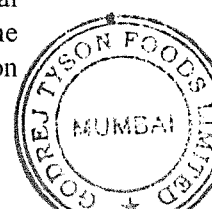
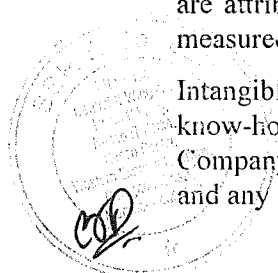
Assets costing less than INR. 5,000 are fully depreciated in the year of purchase/acquisition.

H. Intangible assets

Recognition and measurement

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets viz. Marketing network / know-how, trademark and brands, technical know-how fees, grant of licenses and computer software, which are acquired by the Company and have finite useful lives, are measured at cost less accumulated amortisation and any accumulated impairment losses.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

H. Intangible assets (*Continued*)

Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in the Statement of profit and loss.

The intangible assets are amortised over the estimated useful lives as given below:

- Computer software : 6 years
- Trademarks, marketing network / know-how and brands : 10 years

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

I. Borrowing costs

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is ready for its intended use or sale. Other borrowing costs are recognised as an expense in the period in which they are incurred.

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

J. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

Financial instruments also covers contracts to buy or sell a non-financial item that can be settled net in cash or another financial instrument, or by exchanging financial instruments, as if the contracts were financial instruments, with the exception of contracts that were entered into and continue to be held for the purpose of the receipt or delivery of a non-financial item in accordance with the entity's expected purchase, sale or usage requirements.

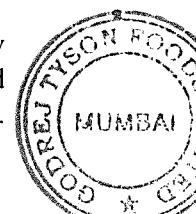
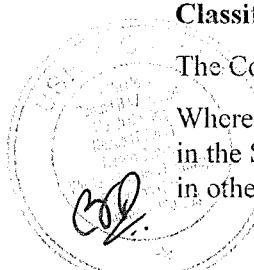
Derivatives are currently recognised at fair value on the date on which the derivative contract is entered into and are subsequently re-measured to their fair value at the end of each reporting period.

i) Financial assets

Classification

The Company classifies its financial assets in the following measurement categories:

Where assets are measured at fair value, gains and losses are either recognised entirely in the Statement of profit and loss (i.e. fair value through profit or loss) or recognised in other comprehensive income (i.e. fair value through other comprehensive income).



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

J. Financial Instruments (*Continued*)

i) Financial assets (*Continued*)

Classification (*Continued*)

A financial asset that meets the following two conditions is measured at amortised cost (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Initial recognition & measurement

At initial recognition, the Company measures a financial asset at fair value plus, in the case of a financial asset not recorded at fair value through the Statement of profit and loss, transaction costs that are attributable to the acquisition of the financial asset.

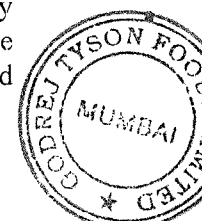
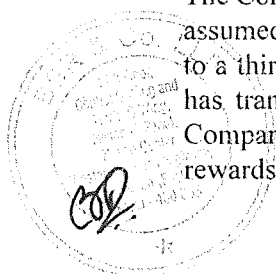
Equity investments (other than investments in associates and joint venture)

- All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.
- If the Company decides to classify an equity instrument as FVOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.
- Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit and loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*) for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

J. Financial Instruments (*Continued*)

i) Financial assets (*Continued*)

Derecognition (*Continued*)

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

Impairment of financial assets

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

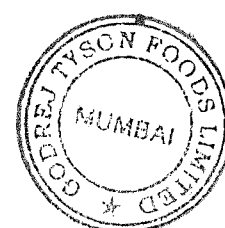
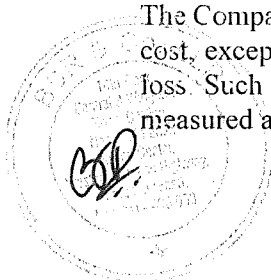
- a) Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, and bank balance.
- b) Trade receivables - The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Trade receivables are tested for impairment on a specific basis after considering the sanctioned credit limits, security like letters of credit, security deposit collected etc. and expectations about future cash flows.

ii) Financial liabilities

Classification

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through the Statement of profit and loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

J. Financial Instruments (*Continued*)

ii) Financial liabilities (*Continued*)

Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable and incremental transaction cost.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial guarantee contracts

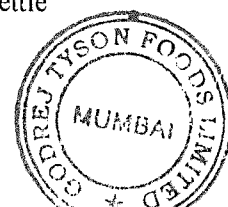
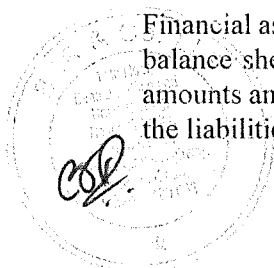
Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind-AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of profit and loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

J. Financial Instruments (*Continued*)

ii) Financial liabilities (*Continued*)

Derivative financial instruments

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps, to hedge its foreign currency risks and interest rate risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument and if so, the nature of items being hedged and the type of hedge relationship designated. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

K. Provisions, contingent liabilities and contingent assets

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The expenses relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

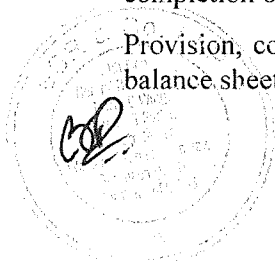
A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognises any impairment loss on the assets associated with that contract.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will probably not, require an outflow of resources. When there is a possible obligation of a present obligation in respect of which the likelihood of outflow of resources is remote, no provision disclosure is made.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

Commitments includes the amount of purchase order (net of advance) issued to parties for completion of assets.

Provision, contingent assets, contingent liabilities and commitments are reviewed at each balance sheet date.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

L. Leases

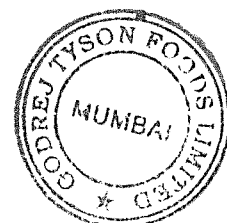
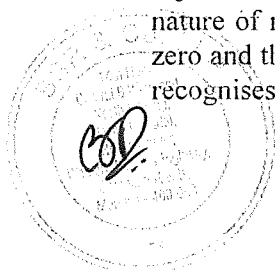
A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies (*Continued*)

L. Leases (*Continued*)

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less, leases which have variable payment and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue from contracts with customers to allocate the consideration in the contract.

M. Impairment of non-financial assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount.

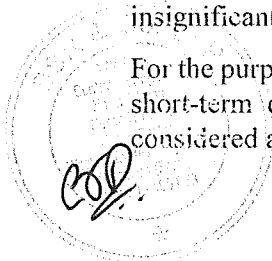
The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor that reflects current market assessments of the time value of money and the risk specific to the asset

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of profit and loss, to the extent the amount was previously charged to the Statement of profit and loss. In case of revalued assets, such reversal is not recognised.

N. Cash and cash equivalents

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.



Godrej Tyson Foods Limited

Notes to the financial statements *(Continued)*

for the year ended 31 March 2022

(Currency: Indian rupees)

1.5 Significant accounting policies *(Continued)*

O. Government grants / subsidies

Grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant relates to an asset, the cost of the asset is shown at gross value and grant thereon is treated as a deferred grant which is recognised as income in the Statement of Profit and Loss over the period and in proportion in which depreciation is charged.

Revenue grants are recognised in the Statement of Profit and Loss in the same period as the related cost which they are intended to compensate are accounted for.

P. Biological assets

Biological assets are measured at fair value less costs to sell, with any change therein recognised in Statement of profit and loss.

Q. Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

R. Earnings Per Share ("EPS")

The basic Earnings Per Share ("EPS") is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

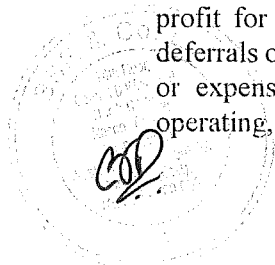
For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

S. Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

T. Statement of Cash flows

The Company's statements of cash flows are prepared using the Indirect method, whereby profit for the period is adjusted for the effect of transaction of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2022

(Currency: Indian rupees)

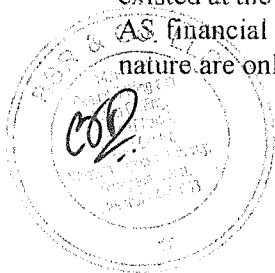
1.5 Significant accounting policies (*Continued*)

T. Statement of Cash flows (*Continued*)

Cash and cash equivalents comprise cash and bank balances and short-term fixed bank deposits that are subject to an insignificant risk of changes in value. These also include bank overdrafts and cash credit facility that form an integral part of the company's cash management.

U. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the IND AS financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) as at 31 March 2022

(Currency: Indian rupees in lakhs)

2 Property, plant and equipment and capital work-in-progress

Description of assets	Freehold land	Leasehold improvement	Buildings	Plant and machinery	Furniture and fixtures	Vehicles	Office and others equipment	Computer	Total
As at 31 March 2022									
As at 1 April 2021	891.82	14.53	4,221.72	12,679.21	109.33	88.41	293.91	366.52	18,665.47
Additions	-	-	113.16	655.28	32.29	168.62	191.97	51.13	1,212.46
Disposals	-	-	(0.36)	(162.66)	(12.36)	(50.39)	(45.16)	(7.47)	(278.40)
As at 31 March 2022	891.82	14.53	4,334.52	13,171.82	129.26	206.64	440.73	410.18	19,599.53
Accumulated depreciation and amortisation up to 1 April 2021	-	7.05	512.44	5,081.23	43.92	41.54	145.46	226.17	6,057.80
Depreciation and amortisation for the year	-	1.39	171.62	1,152.12	9.80	13.38	61.03	82.28	1,491.63
Disposals	-	-	(0.33)	(141.18)	(7.30)	(34.20)	(42.32)	(6.75)	(232.08)
As at 31 March 2022	-	8.44	683.73	6,092.17	46.42	20.73	164.17	301.70	7,317.35
As at 31 March 2022	891.82	6.09	3,650.79	7,079.65	82.85	185.91	276.55	108.49	12,282.15
As at 1 April 2020	891.82	14.53	4,220.70	12,153.35	103.06	111.09	214.09	341.61	18,030.27
Additions	-	-	17.26	559.32	8.44	81.26	81.26	27.31	693.59
Disposals	-	-	(16.24)	(33.46)	(2.16)	(22.68)	(1.44)	(2.41)	(78.39)
As at 31 March 2021	891.82	14.53	4,221.72	12,679.21	109.33	88.41	293.91	366.52	18,665.47
Accumulated depreciation and amortisation up to 1 April 2020	-	5.66	363.07	3,918.14	34.49	41.13	113.00	142.97	4,618.46
Depreciation and amortisation for the year	-	1.39	161.28	1,189.68	9.60	13.11	32.95	84.21	1,492.22
Disposals	-	-	(11.91)	(26.59)	(0.17)	(12.70)	(0.49)	(1.01)	(52.88)
As at 31 March 2021	-	7.05	512.44	5,081.23	43.92	41.54	145.46	226.17	6,057.80
As at 31 March 2021	891.82	7.48	3,709.28	7,597.98	65.41	46.87	148.45	140.35	12,607.64
Capital work in progress									
As at 1 April 2021									261.33
Additions									381.55
Capitalised during the year									(442.03)
As at 31 March 2022									200.85
As at 1 April 2020									201.44
Additions									67.75
Capitalised during the year									(7.86)
As at 31 March 2021									261.33



[Handwritten signature]

(Currency: Indian rupees in lakhs)

Capital Work in Progress Ageing Schedule as at 31st March 2022

2.1.1	Capital Work in Progress	Amount in CWIP for a period of				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Year	
	Project in Progress	200.85	-	-	-	200.85
	Project temporarily suspended	-	-	-	-	-
		200.85	-	-	-	200.85

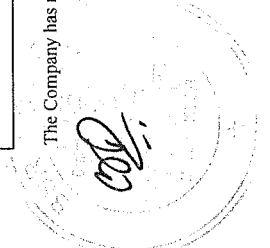
Capital Work in Progress Ageing Schedule as at 31st March 2021

2.1.1	Capital Work in Progress	Amount in CWIP for a period of				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Year	
	Project in Progress	261.33	-	-	-	261.33
	Project temporarily suspended	-	-	-	-	-
		261.33	-	-	-	261.33

2.2 Title Deed

Relevant line item in the Balance Sheet	Description	Gross Carrying Value	Title deeds held in the name of	Whether title deed holder is a promotor, Director or relative# of Promotor*/Director or employee of promotor/direto r	Property held since which date	Reason for not being held in the name of company
Property, plant and equipment	Freehold Land	23.86	Godrej Agrovet Limited	No	01 January 2011	Company is in process of transfer of the property in its name
Property, plant and equipment	Freehold Land	378.46	Various land owner (As per Revenue record)	No	22 March 2010	Company is in process of transfer of the property in its name

The Company has not revalued its property, plant and equipment, hence related disclosure not applicable



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

as at 31 March 2022

(Currency: Indian rupees in lakhs)

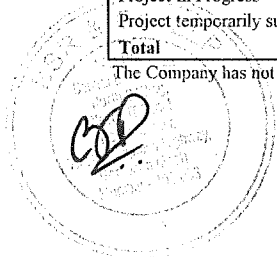
3 Intangible assets

Description of assets	Computer software	Total
As at 31 March 2022		
As at 1 April 2021	633.66	633.66
Additions	19.46	19.46
Disposals	-	-
As at 31 March 2022	653.12	653.12
Accumulated amortisation		
As at 1 April 2021	274.44	274.44
Amortisation charge for the year	95.00	95.00
Disposals	-	-
up to 31 March 2022	369.44	369.44
As at 31 March 2022	283.68	283.68
As at 31 March 2021		
As at 1 April 2020	613.95	613.95
Additions	19.71	19.71
Disposals	-	-
As at 31 March 2021	633.66	633.66
Accumulated amortisation		
up to 1 April 2020	184.18	184.18
Amortisation charge for the year	90.26	90.26
Disposals	-	-
up to 31 March 2021	274.44	274.44
As at 31 March 2021	359.22	359.22

As at 31 March 2022

Intangible Asset under Development	Amount in CWIP for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Project in Progress	9.68	-	-	-	9.68
Project temporarily suspended	-	-	-	-	-
Total	9.68	-	-	-	9.68

The Company has not revalued its intangible assets; hence related disclosures are not applicable

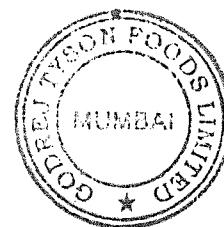
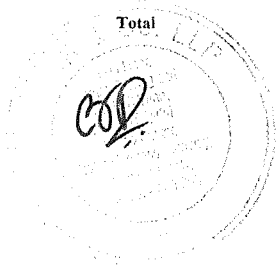


Godrej Tyson Foods Limited

Notes to the financial statements (Continued) as at 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
4 Biological assets other than bearer plants		
PS Bird	3,557.91	2,568.92
Hatching eggs	721.36	794.21
Contract farm - Broiler	4,074.73	3,344.84
Total	8,354.00	6,707.97
Non-current	563.42	553.05
Current	7,790.58	6,154.92
5 Long term loans and advances (Unsecured, considered good)		
<i>To parties other than related parties</i>		
Loan to employees	1.36	1.93
Total	1.36	1.93
Break up of loan to employees		
Loans receivables considered good - secured	-	-
Loans receivables considered good - unsecured	1.36	1.93
Loans receivable which have significant increase in credit risk	-	-
Loans receivables - credit impaired	-	-
Total	1.36	1.93
6 Other non-current financial assets		
Interest accrued but not due on fixed deposits	-	-
Security deposits	374.33	377.73
Total	374.33	377.73
7 Deferred tax assets, (net)		
Deferred tax assets (refer note 46)	1,207.20	1,240.34
Total	1,207.20	1,240.34



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

as at 31 March 2022

(Currency: Indian rupees in lakhs)

31 March 2022 31 March 2021

8 Other non-current assets

Capital advances	713.30	59.06
i) Considered good	18.84	12.30
ii) Considered doubtful	-	22.99
Less : Allowance for doubtful advances	-	(22.99)
Total	732.14	71.36

9 Inventories (refer note no 9.1)

(Valued at lower of cost and net realisable value)

Raw materials	1,852.78	1,508.46
Finished goods	1,202.59	1,357.35
Stock-in-trade	57.34	50.46
Stores and spares	323.41	263.64
Packing material	180.28	137.57
Total	3,616.40	3,317.48

Note 9.1: refer note 18 for information on inventories hypothecated as securities by the Company.

The write down / (reversal of write-down) of inventories to net realisable value during the year

8.52 41.22

10 Trade receivables (refer note no 10.1)

i. Secured and considered good**	445.96	389.94
ii. Unsecured considered good	3,020.93	2,353.96
iii. Credit Impaired	445.56	452.26
Less : Loss allowance	(445.56)	(452.26)
Total	3,466.89	2,743.90

10.1 As at March 31, 2022

As at March 31, 2022	Outstanding for following periods from due date of payment					Total
	< 6 months	6 months to 1 year	1 - 2 years	2 - 3 years	more than 3 years	
Undisputed Trade Receivables – considered good	3,461.92	4.97	-	-	-	3,466.89
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	19.25	56.34	102.72	195.29	4.13	377.74
Disputed Trade Receivables – considered good	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivable – credit impaired	-	25.63	-	42.19	-	67.82
	3,481.17	86.94	102.72	237.48	4.13	3,912.45

10.2 As at March 31, 2021

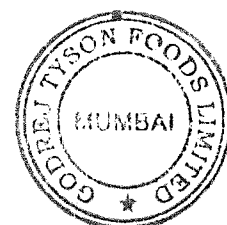
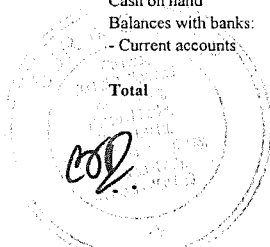
As at March 31, 2021	Outstanding for following periods from due date of payment					Total
	< 6 months	6 months to 1 year	1 - 2 years	2 - 3 years	more than 3 years	
Undisputed Trade Receivables – considered good	2,679.07	64.83	-	-	-	2,743.90
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade receivable – credit impaired	15.89	109.27	283.70	-	-	408.87
Disputed Trade Receivables – considered good	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade receivable – credit impaired	-	-	43.39	-	-	43.39
	2,694.96	174.11	327.09	-	-	3,196.16

**Secured by security deposits of INR 390.55 lakhs (31 March 2021: INR 327.33 lakhs) collected from customers and bank guarantees of INR 139.80 lakhs (31 March 2021: INR 143.80 lakhs) held against them.

Note 10.3: refer note 18 for information on trade receivables hypothecated as securities by the Company.

11 Cash and cash equivalents

Cash on hand	10.92	18.15
Balances with banks:		
- Current accounts	219.90	397.70
Total	230.82	415.85

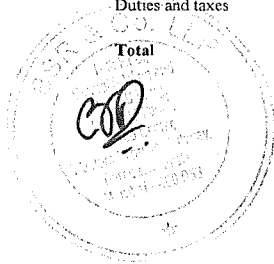


Godrej Tyson Foods Limited

Notes to the financial statements (Continued) as at 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
12 Bank balances other than cash and cash equivalents		
Fixed deposits (maturity more than 3 months but less than 12 months)*	7.66	7.66
Total	<u>7.66</u>	<u>7.66</u>
*Fixed deposits of INR 7.66 lakhs (31 March 2021: INR 7.66 lakhs) are kept as earnest money deposit.		
13 Current loans		
<i>Unsecured, considered good</i>		
Loans and advances to employees	39.89	33.48
Loans granted	25.00	25.00
Intercorporate Deposit Placed (refer note 36)	300.00	300.00
Total	<u>364.89</u>	<u>358.48</u>
Break up of current loans		
Loans receivables considered good - secured	-	-
Loans receivables considered good - unsecured	364.89	358.48
Loans receivable which have significant increase in credit risk	-	-
Loans receivables - credit impaired	-	-
	<u>364.89</u>	<u>358.48</u>
14 Other current financial assets		
Interest accrued but not due on fixed deposits	1.45	1.29
Interest Accrued on other Deposits	6.84	0.07
Vat refund receivable	24.92	24.92
Security Deposits	79.98	12.31
Total	<u>113.19</u>	<u>38.59</u>
15 Other current assets		
Advances to suppliers	189.03	96.61
Balance with government authorities	622.10	622.01
Prepayments	92.40	92.51
Duties and taxes	456.55	560.84
Total	<u>1,360.08</u>	<u>1,371.97</u>



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

as at 31 March 2022

(Currency: Indian rupees in lakhs)

31 March 2022 31 March 2021

16 Equity Share capital

Authorised :

300,000 (31 March 2021: 300,000) equity shares of INR 10/- each

30.00 30.00

Total

30.00 30.00

Issued, subscribed and paid-up:

198,900 (31 March 2021: 198,900) equity shares of INR 10/- each, fully paid

19.89 19.89

Total

19.89 19.89

Reconciliation of number of shares outstanding at the beginning and end of the year :

	31 March 2022		31 March 2021	
	Number	INR (in lakhs)	Number	INR (in lakhs)
Equity shares :				
Outstanding at the beginning of the year	198,900	19.89	198,900	19.89
Issued during the year	-	-	-	-
Outstanding at the end of the year	198,900	19.89	198,900	19.89

Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a par value of INR 10 per share. Each shareholder is eligible for one vote per share held. All equity shareholders are eligible to receive dividend in proportion to their shareholding. The dividend proposed by the Board of Directors are subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all the preferential amounts, in proportion to their shareholding.

Shareholders holding more than 5% shares in the company is set out below:

Equity shares of INR 10 each, fully paid-up are held by:	31 March 2022		31 March 2021	
	Number of shares	Percentage	Number of shares	Percentage
Godrej Agrovet Limited	101,439	51.00%	101,439	51.00%
Tyson India Holdings Limited	97,461	49.00%	97,461	49.00%
	198,900	100%	198,900	100%

Shares held by promoters at the end of the year as at 31 March 2022

Promoter Name	31 March 2022			31 March 2021	
	Number of shares	% of total shares	Number of shares	% of total shares	% Change during the year
Godrej Agrovet Limited	101,439	51.00%	101,439	51.00%	Nil
Tyson India Holdings Limited	97,461	49.00%	97,461	49.00%	Nil
	198,900	100%	198,900	100%	Nil

Shares held by promoters at the end of the year as at 31 March 2021

Promoter Name	31 March 2021			31 March 2020	
	Number of shares	% of total shares	Number of shares	% of total shares	% Change during the year
Godrej Agrovet Limited	101,439	51.00%	101,439	51.00%	Nil
Tyson India Holdings Limited	97,461	49.00%	97,461	49.00%	Nil
	198,900	100%	198,900	100%	Nil

17 Other equity

Retained earnings

At the commencement of the year

1,554.53 44.19

Add : Profit for the year

197.44 1,521.86

Add : Other comprehensive income (net of taxes)

8.02 (11.52)

Total retained earnings

1,759.99 1,554.53

Securities premium

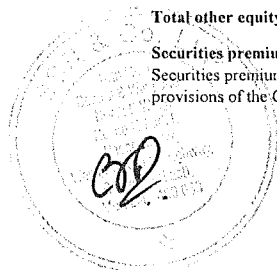
13,454.16 13,454.16

Total other equity

15,214.15 15,008.69

Securities premium

Securities premium is used to record the premium received on issue of shares. The Securities premium is utilised in accordance with the provisions of the Companies Act, 2013.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

as at 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
18 Borrowings		
A Long-term borrowings		
Unsecured		
Term loans from Bank (refer note below 18.1)	1,678.34	1,500.00
Total	<u>1,678.34</u>	<u>1,500.00</u>
B Short-term borrowings		
Secured		
Cash credit from banks (refer note below 18.2)	377.27	-
Working capital loans from banks (refer note below 18.3)	1,000.00	1,000.00
Unsecured		
Cash credit from banks (refer note below 18.2)	939.31	-
Working capital loans from banks (refer note below 18.3)	3,995.00	4,000.00
Current Maturities of Long term loan from bank	595.66	400.00
Total	<u>6,907.24</u>	<u>5,400.00</u>

Note 18.1: Term loans from banks for the year ended 31 March 2022 are at an Interest Rate of 4.75% (31 March 2021: 6.45%). Term loan INR 1100 lakh repayable in quarterly installment of INR 100 lakhs each and Term Loan INR 1174 lakh repayable in equal quarterly installment of INR 65.22 lakhs

Note 18.2: Cash credit from banks are repayable on demand and carries interest rate ranging from 4.50% per annum to 7.20% per annum (31 March 2021: 7.20%). This cash credit from ICICI bank is secured by hypothecation of inventories and Trade receivables.

Note 18.3: Working capital loans from banks for the year ended 31 March 2022 are at an interest rate ranging from 4% to 5% (31 March 2021 : 5%)

Note 18.4: The Company has complied with the requirement of filing of quarterly returns/statements of current assets with the banks or financial institutions, wherever applicable, and these returns were in agreement with the books of accounts for the period ended 30th June 2021, 30th September 2021, 31st December 2021, 31st March 2022

Note 18.5 The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

	31 March 2022	31 March 2021
19 Other non-current financial liabilities		
A Lease Liabilities	38.73	48.85
Total	<u>38.73</u>	<u>48.85</u>
B Other current financial liabilities		
Lease Liabilities	11.21	25.78
Total	<u>11.21</u>	<u>25.78</u>
20 Long term provisions		
Provision for employee benefits :		
- Provision for compensated absences (refer note 47)	37.15	37.77
Total	<u>37.15</u>	<u>37.77</u>
21 Other non current liabilities		
Government grant	381.39	412.87
Total	<u>381.39</u>	<u>412.87</u>



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

as at 31 March 2022

(Currency: Indian rupees in lakhs)

31 March 2022 31 March 2021

22 Trade payables

Total outstanding dues of micro enterprises and small enterprises (refer note 22.1)	79.68	93.87
Total outstanding dues of creditors other than micro enterprises and small enterprises	7,541.26	6,857.07

Total 7,620.94 6,950.94

Trade payable ageing schedule As at March 31,2022

Particular	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	more than 3 years	
Total outstanding dues of micro enterprises and small enterprises	76.64	3.04	-	-	-	79.68
Total outstanding dues of creditors other than micro enterprises and small enterprises	7,126.33	19.57	387.00	8.36	-	7,541.26
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	<u>7,202.97</u>	<u>22.61</u>	<u>387.00</u>	<u>8.36</u>	<u>-</u>	<u>7,620.94</u>

Trade payable ageing schedule As at March 31,2021

As at March 31, 2021	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	more than 3 years	
Total outstanding dues of micro enterprises and small enterprises	91.22	2.65	-	-	-	93.87
Total outstanding dues of creditors other than micro enterprises and small enterprises	6,458.00	57.71	337.00	4.36	-	6,857.07
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
	<u>6,549.22</u>	<u>60.36</u>	<u>337.00</u>	<u>4.36</u>	<u>-</u>	<u>6,950.94</u>

Note 22.1: During the year, Micro small and medium enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified by the Company on the basis of the information available with the Company and the auditor have relied on the same. Accordingly INR 3.04 lakhs is overdue as on 31 March 2022 (31 March 2021 : INR 2.65 lakhs) to Micro, Small and Medium Enterprises on account of principal or interest. The disclosures pursuant to MSMED Act based on the books of account are as under .

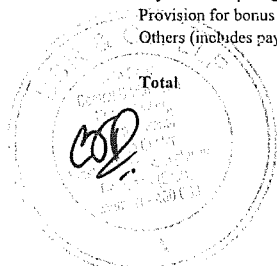
Particulars	31 March 2022	31 March 2021
Principal amount due and remaining unpaid	3.04	2.65
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Principal amount remaining unpaid to any supplier as at the year end		
Interest due thereon	0.13	0.06
Amount of interest paid by the Company in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED, 2006	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year; and	0.13	0.06
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-

31 March 2022 31 March 2021

23 Other financial liabilities

Security deposit	920.53	811.24
Interest accrued but not due	19.63	20.86
Employee payables	41.33	6.20
Payable for capital goods	100.92	85.02
Provision for bonus	302.79	421.37
Others (includes payable towards expense)	195.48	141.11

Total 1,580.68 1,485.80



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) as at 31 March 2022

(Currency: Indian rupees in lakhs)

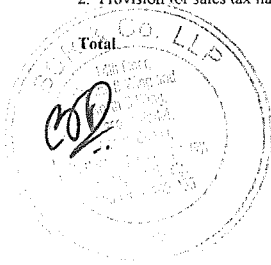
31 March 2022 31 March 2021

24 Other current liabilities

Advances from customers	75.83	46.13
Employee deductions	0.02	0.02
Statutory liabilities	288.99	234.22
Government grant	31.47	31.47
Total	396.31	311.84

25 Current provisions

1. Provision for Employee Benefit		
- Provision for compensated absences (refer note 47)	16.60	4.95
- Provision for gratuity (refer note 47)	27.85	47.30
2. Provision for sales tax liability	24.32	24.32
Total	68.77	76.57



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
26 Revenue from operations		
Sale of products (net)	78,374.02	60,221.75
	<u>78,374.02</u>	<u>60,221.75</u>
Other operating revenue		
Sale of scrap and empties	23.83	23.40
	<u>23.83</u>	<u>23.40</u>
Total	<u><u>78,397.85</u></u>	<u><u>60,245.15</u></u>
27 Other income		
Interest income on		
- Fixed deposits with banks	0.16	0.16
- Inter-corporate deposits	27.75	0.07
- Others	5.16	11.10
- Income Tax	8.76	5.28
Insurance claims received	0.40	12.89
Liabilities no longer required written back	65.58	75.78
Recovery of bad debts	8.46	4.52
Provision for doubtful debts written back	6.70	-
Amortisation of government grant	31.47	31.47
VAT refund received	-	24.92
Other miscellaneous income	3.38	10.79
Total	<u><u>157.82</u></u>	<u><u>176.98</u></u>
28 Cost of materials consumed		
Material at the commencement of the year	1,507.54	934.07
Add: Purchases	59,335.86	40,004.21
Less: Material sold	5.76	13.96
	<u>60,837.64</u>	<u>40,924.32</u>
Less: Material at the close of the year	2,033.06	1,507.54
Total cost of material consumed	<u><u>58,804.58</u></u>	<u><u>39,416.78</u></u>
29 Purchase of stock-in-trade		
Value added products	1,054.03	1,036.45
Total	<u><u>1,054.03</u></u>	<u><u>1,036.45</u></u>



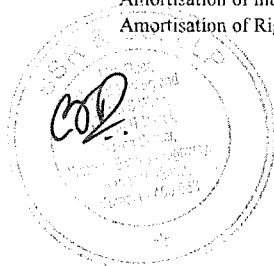
Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
30 Changes in inventories of finished goods, work-in-progress, stock-in-trade and biological assets		
Stocks at the commencement of the year		
Finished goods	1,357.35	1,787.18
Work in progress	0.92	3.75
Biological assets	6,707.97	6,817.70
Stock-in-trade	50.46	59.70
Total stock at the commencement of the year	<u>8,116.70</u>	<u>8,668.33</u>
Less : Stocks at the close of the year		
Finished goods	1,202.59	1,357.35
Work in progress	-	0.92
Biological assets	8,354.00	6,707.97
Stock-in-trade	57.34	50.46
Total stock at the end of the year	<u>9,613.93</u>	<u>8,116.70</u>
Changes in inventories of finished goods, work-in-progress, stock-in-trade and biological assets	<u>(1,497.23)</u>	<u>551.63</u>
31 Employee benefits expense		
Salaries, wages, bonus and allowances	3,399.55	3,298.60
Contribution to provident, gratuity and other funds (refer note 47)	220.27	209.24
Staff welfare expense	222.12	201.34
Total	<u>3,841.94</u>	<u>3,709.18</u>
32 Finance costs		
Interest on :-		
Cash credit	29.74	19.20
Term loan	89.88	135.41
Working capital loan	218.31	79.69
Inter-corporate deposit	2.38	51.49
Lease Liabilities	6.08	9.73
Total	<u>346.39</u>	<u>295.53</u>
33 Depreciation and amortisation expense		
Depreciation and amortisation of Property, plant and equipment	1,491.62	1,492.22
Amortisation of intangible assets	95.00	90.26
Amortisation of Right of use assets	38.74	48.91
	<u>1,625.36</u>	<u>1,631.39</u>



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
34 Other expenses		
Stores and spares consumed	608.54	443.88
Water charges	130.43	103.33
Power and fuel	1,178.55	940.61
Processing charges	7,983.24	5,978.50
Storing and freezing	170.58	143.08
Rent (refer note 41)	357.58	392.48
Rates and taxes	16.32	22.83
Repairs and maintenance		
(a) Machinery	324.69	261.64
(b) Building	3.09	9.09
(c) Other assets	98.52	77.97
Insurance	78.00	66.05
Auditor's remuneration (refer note 34.1 below)	18.87	18.29
Legal and professional fees	202.77	208.28
Freight	1,049.64	842.95
Advertisement and publicity	775.79	766.18
Selling and distribution expenses	116.01	137.19
Travelling expenses	470.54	329.68
Bad debts written off	16.98	78.29
Provision for doubtful debts and advances	-	314.12
Loss on sale of property, plant and equipment (net)	28.69	7.90
Net foreign exchange loss	0.30	0.51
Corporate social responsibility (refer note no 38)	-	2.19
Miscellaneous expenses	448.44	368.59
Total	14,077.57	11,513.63
 Note 34.1: Auditor's remuneration (inclusive of taxes)	 31 March 2022	 31 March 2021
(a) Audit fees	18.82	18.15
(b) Reimbursement of expenses	0.05	0.14
Total	18.87	18.29



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

35 Earnings per share

Particulars	31 March 2022	31 March 2021
Profit after tax attributable to equity shareholders	197.44	1,521.86
Number of equity shares outstanding at the beginning of the year	198,900	198,900
Number of equity shares outstanding at the end of the year	198,900	198,900
Weighted average number of equity shares outstanding during the year	198,900	198,900
Basic earnings per share (INR)	99.27	765.14
Diluted earnings per share (INR)	99.27	765.14
Face value per share (INR)	10	10

36 Disclosure pursuant to section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

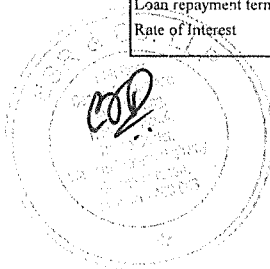
Details of loans given (net) by the Company are as follows:

Name of the entity	As at 1 April 2021	Loan given during the year	Repaid during the year	As at 31 March 2022
Prima foodtech Private Limited (refer note 36.1 below)	300.00	-	-	300.00

Name of the entity	As at 1 April 2020	Loan given during the year	Repaid during the year	As at 31 March 2021
Prima foodtech Private Limited (refer note 36.1 below)	-	300.00	-	300.00

Note 36.1: Prima Foodtech Private Limited

	31 March 2022	31 March 2021
Purpose of utilisation of loan given to the entities	Working Capital	Working Capital
Loan repayment terms	Repayable in One Year	Repayable in One Year
Rate of Interest	9.25% per annum	9.25% per annum



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

	31 March 2022	31 March 2021
37 Capital commitments		
Estimated value of contracts remaining to be executed on capital account (net of advances), to the extent not provided for	2,992.11	282.72
	<u>2,992.11</u>	<u>282.72</u>

38 Corporate social responsibility

As per section 135 of the Companies Act, 2013 a CSR Committee has been formed by the Company. The funds are utilised during the year on activities which are specified in schedule VII of the Act. The utilisation is done by the way of direct contribution towards various activities. Gross amount required to be spent by the Company during the year INR Nil (31 March 2021: INR Nil).

Total expenditure incurred on Corporate Social Responsibility activities during the current year is INR Nil (31 March 2021: INR 2.19 lakhs)

	31 March 2022	31 March 2021
Amount spent during the year on		
(i) Construction /acquisition of any assets	-	0.26
(ii) On purposes other than (i) above	-	1.93
Total amount spent	<u>-</u>	<u>2.19</u>

39 Contingent liabilities

(i) Claims against the Company not acknowledge as debt	-	-
(ii) Value added tax demands relating to disputed classification, assessable values, availment of credit etc. which the Company has contested and is in appeal at various levels	1,001.70	899.71
(iii) Sales tax demands relating to Non- submission of declaration forms which the Company has contested and is in appeal with Joint Commissioner of sales tax, Mumbai	7.36	7.36
(iv) The company has preferred an appeal before the Commissioner of Income Tax (Appeals) against the order of Assessing officer	5.06	5.06
(v) Provident fund*	-	-
(vi) Guarantees issued by the Banks and counter guaranteed by the company which have been secured by deposits with bank	586.51	531.66
	<u>1,600.63</u>	<u>1,443.79</u>

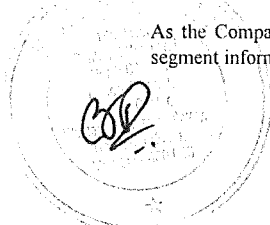
* The Hon'ble Supreme Court of India ("SC") by their order dated February 28, 2019, in the case of Surya Roshani Limited & others v/s EPFO, set out the principles based on which allowances paid to the employees should be identified for inclusion in basic wages for the purposes of computation of Provident Fund contribution. The Company has started complying with this prospectively from the month of March 2019. In respect of the past period there are significant implementation and interpretative challenges that the management is facing and is awaiting for clarity to emerge in this regard, pending which, this matter has been disclosed under the Contingent liabilities section in the financial statements. The impact of the same is not ascertainable.

40 Segment reporting

The Company is mainly in Chicken processing business (fresh and frozen) and also into manufacturing and selling of Value Added Chicken products. In addition to this, the Company is into selling and marketing Vegetarian Value Added products. Accordingly, in the opinion of the management, it has only one primary segment and no further disclosure is deemed necessary pursuant to Ind AS 108 on Segment Reporting, issued by the Institute of Chartered Accountants of India.

There are no transactions with single external customers which amounts to 10% or more of the Company's revenue.

As the Company mainly caters to the need of domestic market and the total export turnover is not significant, separate geographical segment information has not been given in the financial statements.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

41 Disclosure as per IND AS 116 on leases

Right-of-use assets:

Particulars	Leasehold land	Buildings	Total
Cost			
As at 1 April 2021	1,199.74	111.26	1,311.00
Additions	-	-	-
Disposals	-	-	-
Balance at 31 March 2022	1,199.74	111.26	1,311.00
Accumulated depreciation			
As at 1 April 2021	42.01	44.30	86.31
Amortisation	12.52	26.22	38.74
Eliminated on disposals of assets	-	-	-
Balance at 31 March 2022	54.53	70.52	125.04
Cost			
As at 1 April 2020	1,199.74	186.10	1,385.84
Additions	-	18.35	18.35
Disposals	-	(93.18)	(93.18)
Balance at 31 March 2021	1,199.74	111.26	1,311.00
Accumulated depreciation			
As at 1 April 2020	29.48	45.70	75.18
Amortisation	12.53	56.38	48.91
Eliminated on disposals of assets	-	(37.78)	(37.78)
Balance at 31 March 2021	42.01	44.30	86.31
Carrying amounts			
Balance at 31 March 2022	1,145.21	40.74	1,185.95
As at 1 April 2021	1,157.73	66.96	1,224.69

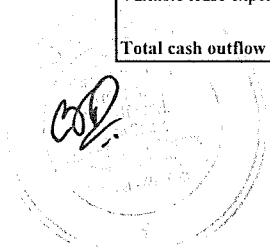
Lease expenses (rent) recognised in the statement of profit and loss

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less, leases which have variable payment and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Short-term lease expense	180.42	174.62
Variable lease expense	177.16	217.86
Total lease expense	357.58	392.48

Cash outflow on leases

Particulars	Year ended 31 March 2022	Year ended 31 March 2021
Repayment of lease liabilities	24.69	32.42
Interest on lease liabilities	6.08	9.73
Short-term lease expense	180.42	174.62
Variable lease expense	177.16	217.86
Total cash outflow on leases	388.34	434.63



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

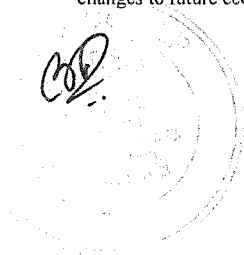
41 Disclosure as per IND AS 116 on leases (Continued)

Maturity analysis

	Lease liability o/s as at 31 March 2022	Less than 1 year	Between 1 and 5 years	Over 5 years	Weighted average effective interest rate %
31 March 2022					
Lease liabilities	49.94	11.21	38.73	-	9%
31 March 2021					
Lease liabilities	74.63	25.78	48.85	-	9%

42 Impact of COVID-19 Pandemic

The Company is able to ensure the recoverability and carrying values of all the assets as at the 31 March 2022. Further, management also concludes that there are no material adjustments required in the financial statements. However, the impact assessment of COVID 19 is a continuing process given the uncertainties associated with its nature and duration. The company will continue to monitor any material changes to future economic conditions.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

43 Biological assets

A. Reconciliation of carrying amount

31 March 2022

Particulars	Amount
Balance as 1 April 2021	6,707.97
Add: Purchases	8,703.36
Add: Change in fair value less cost to sell	40.78
Add: Transferred to finished goods	33,463.04
Less: Sales/ disposals	(40,561.14)
Balance as at 31 March 2022	8,354.00

31 March 2021

Particulars	Amount
Balance as 1 April 2020	6,817.70
Add: Purchases	7,636.76
Add: Change in fair value less cost to sell	171.45
Add: Transferred to finished goods	23,205.34
Less: Sales/ disposals	(31,123.28)
Balance as at 31 March 2021	6,707.97

B. Measurement of Fair value

i. Fair Value hierarchy

The fair value measurements for PS birds, hatching eggs, broilers has been categorised as Level 3 fair values based on the inputs to valuation technique used.

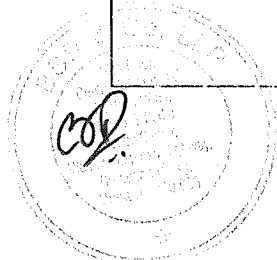
ii. Level 3 Fair values

The following table shows a break down of the total gains/(losses) recognised in respect of Level 3 fair values-

Particulars	31 March 2022	31 March 2021
Gain included in 'cost of sales'	40.78	171.45
Change in fair value (realised)	(1,992.11)	(1,820.66)
Change in fair value (unrealised)	2,032.89	1,992.11

iii. Valuation techniques and significant unobservable inputs

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement and fair value measurement
Biological assets - it comprises of: PS Bird; Hatching eggs; and Contract farm- Broilers	Discounted cash flows	Estimated price of each component - PS birds - INR 25.90 (31 March 2021: INR 20.59) per Hatching eggs, - Hatching eggs - INR 30.57 (31 March 2021: INR 34.49) per Day Old Chicks, - Contract farms- Broilers (average rate) - INR 118.50 (31 March 2021: INR 105.00) per kg for live bird	The estimated fair valuation would increase/(decrease) if - Estimated price of each component of poultry stock was higher/(lower) - discounting is done for the expected cash flows



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

43 Biological assets (Continued)

C. Risk Management strategies related to poultry activities

The Company is exposed to the following risks relating to its poultry operation:

i. Regulatory and environmental risks

The Company is subject to laws and regulations in the country in which it operates. It has established various environmental policies and procedures aimed at compliance with the local environmental and other laws.

ii. Supply and demand risks

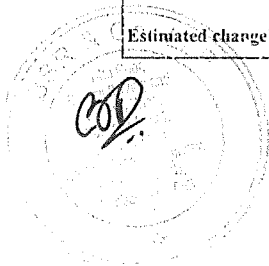
The Company is exposed to risks arising from fluctuations in the price of Hatching Eggs, Commercial Day Old Chicks and Live Birds. When prices goes down the management possibly manages this risk by diverting more Live birds for processing and when prices goes up, the management sells more Hatching eggs, Day old chicks and Live birds.

iii. Climate and other risks

The Company's Live stock are exposed to the extreme climatic changes in summer and winter season. However, the Company has extensive processes in place aimed at monitoring and mitigating those risks, including regular health inspections of Live Stock and adopting industry best practices by professional qualified veterinarian doctors.

A reasonably possible change of 10% in Estimated fair value of Live stock at the reporting date would have increased (decreased) profit or loss by the amounts shown below.

	Profit or loss for the year ended March 31, 2022		Profit or loss for the year ended March 31, 2021	
	10% Increase	10% Decrease	10% Increase	10% Decrease
Estimated change in valuation of biological assets	937.37	(937.37)	777.11	(777.11)



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)
for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

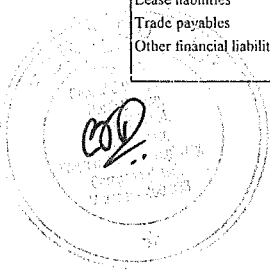
44 Financial instruments – Fair values and risk management

44.1 Accounting classification and fair values

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy, are presented below. It does not include the fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

31 March 2022	Carrying amount				Fair value			Total
	FVTPL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	
Financial assets								
<i>Non-current financial assets</i>								
Loans	-	-	375.69	375.69	-	-	-	-
Others	-	-	-	-	-	-	-	-
<i>Current financial assets</i>								
Trade receivables	-	-	3,466.89	3,466.89	-	-	-	-
Cash and cash equivalents	-	-	230.82	230.82	-	-	-	-
Bank balance other than cash and cash equivalents	-	-	7.66	7.66	-	-	-	-
Loans	-	-	364.89	364.89	-	-	-	-
Others	-	-	113.19	113.19	-	-	-	-
	-	-	4,559.14	4,559.14	-	-	-	-
Financial liabilities								
<i>Non-current financial liabilities</i>								
Borrowings	-	-	1,678.34	1,678.34	-	-	-	-
Lease liabilities	-	-	38.73	38.73	-	-	-	-
<i>Current financial liabilities</i>								
Borrowings	-	-	6,907.24	6,907.24	-	-	-	-
Lease liabilities	-	-	11.21	11.21	-	-	-	-
Trade payables	-	-	7,620.94	7,620.94	-	-	-	-
Other financial liabilities	-	-	1,580.68	1,580.68	-	-	-	-
	-	-	17,837.15	17,837.14	-	-	-	-

31 March 2021	Carrying amount				Fair value			Total
	FVTPL	FVOCI	Amortised Cost	Total	Level 1	Level 2	Level 3	
Financial assets								
<i>Non-current financial assets</i>								
Loans	-	-	379.66	379.66	-	-	-	-
<i>Current financial assets</i>								
Trade receivables	-	-	2,743.90	2,743.90	-	-	-	-
Cash and cash equivalents	-	-	415.85	415.85	-	-	-	-
Bank balance other than cash and cash equivalents	-	-	7.66	7.66	-	-	-	-
Loans	-	-	358.48	358.48	-	-	-	-
Others	-	-	38.59	38.59	-	-	-	-
	-	-	3,944.14	3,944.14	-	-	-	-
Financial liabilities								
<i>Non-current financial liabilities</i>								
Borrowings	-	-	1,500.00	1,500.00	-	-	-	-
Lease liabilities	-	-	48.85	48.85	-	-	-	-
<i>Current financial liabilities</i>								
Borrowings	-	-	5,400.00	5,400.00	-	-	-	-
Lease liabilities	-	-	25.78	25.78	-	-	-	-
Trade payables	-	-	6,950.94	6,950.94	-	-	-	-
Other financial liabilities	-	-	1,533.10	1,533.10	-	-	-	-
	-	-	15,458.68	15,432.90	-	-	-	-



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

44 Financial instruments -- Fair values and risk management (Continued)

44.1 Accounting classification and fair values (Continued)

Financial risk management

The Company has exposure to the following risks arising from financial instruments:

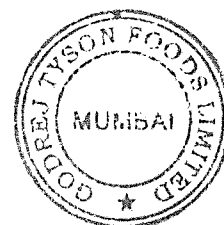
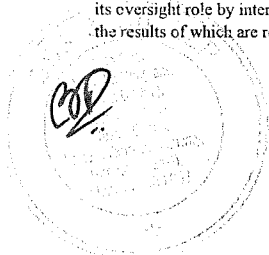
- Credit risk ;
- Liquidity risk ;
- Market risk ; and
- Currency risk

i. Risk management framework

The Company's management has overall responsibility for the establishment and oversight of the Company's risk management framework. The management is responsible for developing and monitoring the Company's risk management policies.

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

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



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

44.2 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances.

The carrying amount of following financial assets represents the maximum credit exposure:

Trade receivables and loans and advances.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer and the geography in which it operates. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

Management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Further, for domestic sales, the Company segments the customers into Distributors, institution, Quick service restaurant (QSR) and Others for credit monitoring.

The Company maintains security deposits for sales made to its distributors. For other trade receivables, the Company individually monitors the sanctioned credit limits as against the outstanding balances. Accordingly, the Company makes specific provisions against such trade receivables wherever required and monitors the same at periodic intervals.

The Company monitors each loans and advances given and makes any specific provision wherever required.

The Company establishes an allowance for impairment that represents its estimate of expected losses in respect of trade receivables and loans and advances.

In assessing the recoverability of receivables and other financial assets, the Company has considered internal and external information up to the date of approval of these financial statements. The impact of the global health pandemic may be different from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

The maximum exposure to credit risk for trade and other receivables by type of counterparty was as follows:

	Carrying amount	
	31 March 2022	31 March 2021
Trade and other receivables	3,466.89	2,743.90
Domestic		
Distributors	846.91	898.97
Institution	1,118.11	455.29
QSR-Modern Trade	1,124.39	1,059.07
Other	377.48	330.57
Total	3,466.89	2,743.90

Impairment

The ageing of trade and other receivables that were not impaired was as follows:

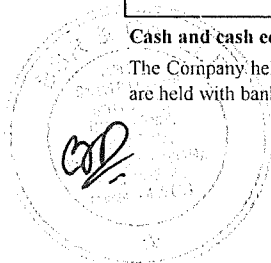
	31 March 2022	31 March 2021
Neither past due nor impaired		
Past due 1-30 days	3,179.52	2,257.86
Past due 31-90 days	201.26	301.60
Past due 91-180 days	77.16	114.75
> 180 days	8.95	69.69
	3,466.89	2,743.90

The movement in the allowance for impairment in respect of trade and other receivables during the year was as follows:

	Trade receivables	Other receivables
Balance as at 1 April 2021	452.26	22.99
Impairment loss recognised	16.98	-
Write back/utilisation during the year	(23.68)	(22.99)
Balance as at 31 March 2022	445.56	-
Balance as at 1 April 2020	138.14	22.99
Impairment loss recognised	392.41	-
Write back/utilisation during the year	(78.29)	-
Balance as at 31 March 2021	452.26	22.99

Cash and cash equivalents

The Company held cash and cash equivalents of INR 230.82 lakhs (31 March 2021: INR 415.85 lakhs). The cash and cash equivalents are held with banks and financial institution counterparties with good credit rating.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

44.3 Liquidity risk

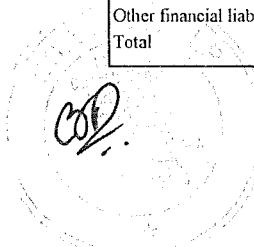
Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient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

The Company had unutilised credit limits from banks of INR 729.00 lakhs (31 March 2021: INR 1369.00 lakhs).

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

31 March 2022	Carrying amount	Total	Contractual cash flows				
			0-6 months	6-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities							
Term loans from banks	2,274.00	2,274.00	265.22	330.44	660.88	1,017.46	-
Cash credit from bank	1,316.58	1,316.58	1,316.58	-	-	-	-
Working capital loans from banks	4,995.00	4,995.00	4,995.00	-	-	-	-
Inter-corporate deposit taken	-	-	-	-	-	-	-
Lease Liabilities	49.94	49.94	5.61	5.60	38.73	-	-
Trade payables- others	7,620.94	7,620.94	7,620.94	-	-	-	-
Security deposit	920.53	920.53	920.53	-	-	-	-
Amount due for payment to gratuity fund	27.85	27.85	27.85	-	-	-	-
Interest accrued but not due on borrowings	19.63	19.63	19.63	-	-	-	-
Other financial liabilities	640.53	640.53	640.53	-	-	-	-
Total	17,865.00	17,865.00	15,811.89	336.04	699.61	1,017.46	-
31 March 2021	Carrying amount	Total	Contractual cash flows				
			0-6 months	6-12 months	1-2 years	2-5 years	More than 5 years
Non-derivative financial liabilities							
Cash credit from bank	-	-	-	-	-	-	-
Term Loans from banks	1,900.00	1,900.00	200.00	200.00	400.00	1,100.00	-
Working capital loans from banks and acceptances	5,000.00	5,000.00	5,000.00	-	-	-	-
Inter company deposit taken	-	-	-	-	-	-	-
Lease Liabilities	74.63	74.63	12.89	12.89	48.85	-	-
Trade payables- others	6,950.94	6,950.94	6,950.94	-	-	-	-
Security deposit	811.24	811.24	811.24	-	-	-	-
Amount due for payment to gratuity fund	47.30	47.30	47.30	-	-	-	-
Interest accrued but not due on borrowings	20.86	20.86	20.86	-	-	-	-
Other financial liabilities	653.70	653.70	653.70	-	-	-	-
Total	15,458.68	15,458.68	13,696.93	212.89	448.86	1,100.00	-



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the period ended 31 March 2022

(Currency: Indian rupees in lakhs)

44.4 Interest risk

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing financial assets or borrowings because of fluctuations in the interest rates, if such assets/borrowings are measured at fair value through profit or loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing borrowings will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

Particulars	31 March 2022	31 March 2021
Fixed rate instruments		
Financial assets	748.25	745.80
Financial liabilities	2,598.87	2,311.24
	<u>(1,850.62)</u>	<u>(1,565.44)</u>
Variable rate instruments		
Financial assets	-	-
Financial liabilities	6,907.24	5,400.00
	<u>(6,907.24)</u>	<u>(5,400.00)</u>

Interest rate sensitivity - fixed rate instruments

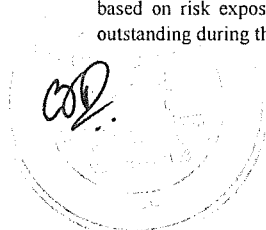
The Company's fixed rate borrowings and fixed rate bank deposits are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Interest rate sensitivity - variable rate instruments

31 March 2022 INR in lakhs	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
Variable-rate instruments	(69.07)	69.07	(44.94)	44.94
Cash flow sensitivity (net)	<u>(69.07)</u>	<u>69.07</u>	<u>(44.94)</u>	<u>44.94</u>

31 March 2021 INR	Profit or loss		Equity, net of tax	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
Variable-rate instruments	(54.00)	54.00	(35.13)	35.13
Cash flow sensitivity (net)	<u>(54.00)</u>	<u>54.00</u>	<u>(35.13)</u>	<u>35.13</u>

The risk estimates provided assume a change of 100 basis points interest rate for the interest rate benchmark as applicable to the borrowings summarised above. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.



Godrej Tyson Foods Limited

Notes to the financial statements (*Continued*) for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

44.5 Currency risk

Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

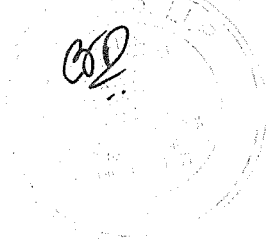
The Board of Directors and its Audit Committee are responsible for overseeing the Company's risk assessment and management policies. The major market risks of foreign exchange, interest rate and counter-party risk are managed centrally by Company's treasury department, which evaluates and exercises independent control over the entire process of market risk management.

The Company has a written treasury policy, and reconciliations of the Company's positions with counter-parties are performed at regular intervals.

The Company adopts a policy of ensuring that between 80% and 90% of its interest rate risk exposure is at a fixed rate. Hence, interest rate risk is covered by entering into fixed-rate instruments to ensure variability in cash flows attributable to interest rate risk is minimized.

Currency risk

The functional currency of Company is primarily the local currency in which it operates. The currencies in which these transactions are primarily denominated are INR. The Company is not exposed to currency risk in respect of transactions in foreign currency as there is no amount receivable or payable in foreign currency as at 31 March 2022.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

45 Tax expense

(a) Amounts recognised in statement of profit and loss

	31 March 2022	31 March 2021
Current income tax	76.75	177.76
Adjustment of tax for earlier years	-	(108.38)
Deferred income tax liability / (asset), net		
Origination and reversal of temporary differences	28.84	676.31
Deferred tax charge/(credit)	28.84	676.31
Tax expense for the year	105.59	745.69

(b) Amounts recognised in other comprehensive income

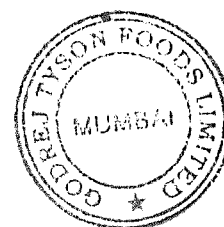
	For the year ended 31 March 2022			For the year ended 31 March 2021		
	Before tax	Tax (benefit)	Net of tax	Before tax	Tax expense	Net of tax
Re-measurements of defined benefit liability	12.32	(4.30)	8.01	(17.70)	6.18	(11.51)
	12.32	(4.30)	8.01	(17.70)	6.18	(11.51)

(c) Reconciliation of effective tax rate

	31 March 2022	31 March 2021
Profit / (Loss) before tax	303.03	2,267.55
Company's domestic tax rate	34.94%	34.94%
Tax using the Company's domestic tax rate	105.89	792.37
Tax on expense not allowed for tax purposes	-	0.77
Changes in estimates related to prior year	-	(61.68)
Others	(0.30)	14.23
	105.59	745.69

The Company's effective tax rate for the year ended 31 March 2022 is 34.84 % (31 March 2021: 32.89%).

The Company has not adopted the concessional rate of tax of 22% (and surcharge of 10%) introduced vide 'The Taxation Laws (Amendment) Ordinance, 2019' on 20 September 2019 in the Income-Tax Act, 1961 and continues to apply existing tax rate of 30%.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

46 Movement in deferred tax balances for the year ended 31 March 2022

Particulars	Net balance 1 April 2021	Recognised in statement of profit and loss	Recognised in OCI	Other adjustments	Deferred tax asset	Deferred tax liability	Net deferred tax
Deferred tax asset/(liabilities)							
Property, plant and equipment and intangible assets	(863.74)	21.33	-	-	-	(842.41)	(842.41)
Employee benefits	14.93	3.86	-	-	18.78	-	18.78
Provisions	174.57	(10.38)	-	-	164.20	-	164.20
Biological assets	(696.12)	(14.25)	-	-	-	(710.37)	(710.37)
MAT credit entitlements	627.65	76.75	-	-	704.40	-	704.40
Lease liabilities	(4.54)	4.01	-	-	-	(0.53)	(0.53)
Unabsorbed Business losses and depreciation	1,778.96	(130.14)	-	-	1,648.81	-	1,648.81
Other items	376.92	19.99	(4.30)	-	224.31	-	224.31
Tax assets / (liabilities)	1,408.63	(28.84)	(4.30)	-	2,760.50	(1,553.32)	1,207.20

Movement in deferred tax balances for the year ended 31 March 2021

Particulars	Net balance 1 April 2020	Recognised in statement of profit and loss	Recognised in OCI	Other adjustments	Deferred tax asset	Deferred tax liability	Net deferred tax
Deferred tax asset/(liabilities)							
Property, plant and equipment and intangible assets	(849.19)	(14.55)	-	-	-	(863.74)	(863.74)
Employee benefits	-	14.93	-	-	14.93	-	14.93
Provisions	64.81	109.76	-	-	174.57	-	174.57
Biological assets	(636.21)	(59.91)	-	-	-	(696.12)	(696.12)
MAT credit entitlements	449.89	177.76	-	-	627.65	-	627.65
Lease liabilities	(3.20)	(1.34)	-	-	-	(4.54)	(4.54)
Unabsorbed Business losses and depreciation	2,696.93	(917.97)	-	-	1,778.96	-	1,778.96
Other items	187.44	15.01	6.18	-	208.63	-	208.63
Tax assets / (liabilities)	1,910.47	(676.31)	6.18	-	2,804.74	(1,564.40)	1,240.34

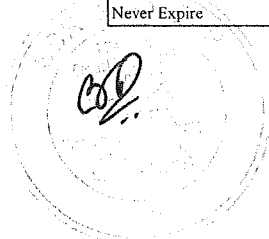
Significant management judgment is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered.

Deferred tax assets for the carry forward of unused tax losses are recognised to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilised. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

The Company has recognised deferred tax asset to the extent that the same will be recoverable using the estimated future taxable income based on the approved business plans and budgets of the Company. The Company is expected to generate taxable income from the financial year ended 31 March 2022 onwards. The business losses and MAT credit can be carried forward for a period of 8 assessment years and 15 assessment year respectively as per the tax regulations and the Company expects to recover the losses.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Particulars	31 March 2022	Expiry date	31 March 2021	Expiry Date
Expire	2,643.61	AY 2028-29	3,016.47	AY 2028-29
	<u>2,643.61</u>		<u>3,016.47</u>	
Never Expire	2,074.84		2,125.70	



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

47 Employee benefits

The Company contributes to the following post-employment benefit plans in India.

Defined Contribution Plans:

The Company's contributions paid/payable to Regional Provident Fund, Super Annuation Fund, Employees State Insurance Scheme, Employees Pension Schemes, 1995 and other funds, are determined under the relevant approved schemes and/or statutes and are recognised as expense in the Statement of profit and loss during the period in which the employee renders the related service. There are no further obligations other than the contributions payable to the approved appropriate authorities.

The Company recognised INR 220.27 lakhs (31 March 2021: INR 209.24 lakhs) towards provident fund contribution in the Statement of profit and loss.

Defined Benefit Plan:

The Company's gratuity and leave encashment/long-term compensated absences schemes are defined benefit plans. The Company's liability for the defined benefit schemes is actuarially determined based on the projected unit credit method. The Company's net obligations in respect of such plans is calculated by estimating the amount of future benefit that the employees have earned in return for their services and the current and prior periods that benefit is discounted to determine its present value and the fair value of the plan asset is deducted. Actuarial gains and losses are recognised immediately in the Statement of profit and loss.

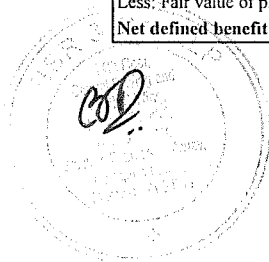
In accordance with the provisions of the Payment of Gratuity Act, 1972, the Company has a defined benefit plan which provides for gratuity payments. The plan provides a lump sum gratuity payment to eligible employees at retirement or termination of their employment. The amounts are based on the respective employee's last drawn salary and the years of employment with the Company.

Liabilities in respect of the gratuity plan are determined by an actuarial valuation, based upon which the Company makes annual contributions to the Group Gratuity Cum Life Assurance Schemes administered by the ICICI Prudential Life Insurance, a funded defined benefit plan for qualifying employees. Trustees administer the contributions made by the Company to the gratuity scheme.

The most recent actuarial valuation of the defined benefit obligation along with the fair valuation of the plan assets in relation to the gratuity scheme was carried out as at 31 March 2022. The present value of the defined benefit obligations and the related current service cost and past service cost were measured using the Projected Unit Credit Method.

Based on the actuarial valuation obtained in this respect, the following table sets out the details of the employee benefit obligation and the plan assets as at balance sheet date:

Particulars	31 March 2022	31 March 2021
Defined benefit obligation	430.90	416.37
Less: Fair value of plan assets	403.04	369.07
Net defined benefit obligation	27.86	47.30



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

47 Employee benefits (Continued)

i. Movement in net defined benefit (asset)/liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset)/liability and its components

Particulars	Defined benefit obligation		Fair value of plan assets		Net defined benefit (asset)/liability	
	31 March 2022	31 March 2021	31 March 2022	31 March 2021	31 March 2022	31 March 2021
Opening balance	416.37	364.00	369.07	271.97	47.30	92.03
<i>Included in profit or loss</i>						
Current service cost	39.36	40.21	-	-	39.36	40.21
Past service cost	-	-	-	-	-	-
Interest cost	27.36	23.88	24.25	17.84	3.11	6.04
<i>Included in OCI</i>						
<i>Re-measurement loss/(gain):</i>						
<i>Actuarial loss/(gain) arising from:</i>						
Demographic assumptions	(0.11)	-	-	-	(0.11)	-
Financial assumptions	(7.51)	(0.23)	-	-	(7.51)	(0.23)
Experience adjustment	(14.11)	17.23	-	-	(14.11)	17.23
Return on plan assets excluding interest income	-	-	(9.42)	(0.69)	9.42	0.69
	461.35	445.09	383.90	289.12	77.46	155.97
Other						
<i>Contributions paid by the employer</i>						
Benefits paid	(30.45)	(28.74)	(30.45)	(28.74)	-	(108.69)
Closing balance	430.90	416.37	403.04	369.07	27.86	47.30
Represented by						
Net defined benefit asset	-	-	-	-	-	-
Net defined benefit liability	27.86	47.30	-	-	-	-

ii. Plan assets

Plan assets comprise the following

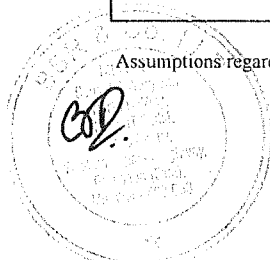
	31 March 2022	31 March 2021
Insurer managed fund (100%)	403.04	369.07
	403.04	369.07

iii. Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date (expressed as weighted averages):

Particulars	31 March 2022	31 March 2021
Discount rate	6.57%	6.56%
Future salary growth	5.00%	5.00%
Rate of employee turnover	10% p.a. for all Service groups	10% p.a. for all Service groups
Mortality rate	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)

Assumptions regarding future mortality have been based on published statistics and mortality tables.



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

47 Employee benefits (Continued)

iv. Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	31 March 2022		31 March 2021	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(21.21)	23.63	(21.42)	23.88
Future salary growth (1% movement)	23.84	(21.77)	24.01	(21.92)
Rate of employee turnover (1% movement)	2.08	(2.35)	1.60	(1.82)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting year.

v. Expected future cash flows

The expected future cash flows in respect of gratuity were as follows

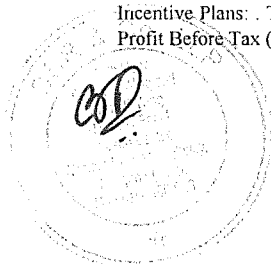
Expected future benefit payments	31 March 2022	31 March 2021
1st Following year	70.84	44.84
2nd Following year	42.43	58.60
3rd Following year	50.70	45.78
4th Following year	45.14	45.23
5th Following year	41.43	40.69
Thereafter	419.72	406.90

Other long-term employee benefits:

Compensated absences policy has been modified from 1 April 2020, As per revised policy all officers till Assistant manager can carryforward leave applicable for the next year. The charge towards compensated absences for the year ended 31 March 2022 based on actuarial valuation using the projected accrued benefit method is INR 53.75 lakhs (31 March 2021 INR 42.72 lakhs).

Terminal Benefits: All terminal benefits including voluntary retirement compensation are fully charged to the Statement of profit and loss.

Incentive Plans: The Company has a scheme of Performance Linked Variable Remuneration (PLVR) which rewards its employees based on Profit Before Tax (PBT).



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

48 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of Company's capital management is to maximize shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants, if any.

The Company monitors capital using a ratio of 'adjusted net debt' to 'Total equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings (excluding lease liabilities), less cash and cash equivalents.

The Company's adjusted net debt to equity ratio as at 31 March 2022 and 31 March 2021 was as follows.

	31 March 2022	31 March 2021
Total borrowings	8,585.58	6,900.00
Less : Cash and cash equivalent	230.82	415.85
Adjusted net debt	8,354.76	6,484.15
Total equity	15,234.04	15,028.58
Adjusted net debt to adjusted equity ratio	0.55	0.43

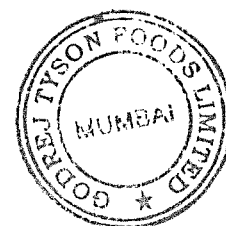
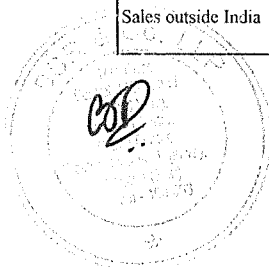
Management monitors the return on capital as well as level of dividends to ordinary shareholders.

49 Reconciliation of revenue from contract with customer:

Particulars	31 March 2022	31 March 2021
Revenue from contract with customer as per the contract price	80,865.85	62,409.70
Adjustment made to contract price on account of :-		
a) Discounts/ Rebates/ Incentives	2,491.83	2,187.95
Revenue from contract with customer as per the statement of profit and loss	78,374.02	60,221.75

Sales by performance obligation	31 March 2022	31 March 2021
Upon shipment	-	-
Upon delivery	78,374.02	60,221.75
	78,374.02	60,221.75

Sales by geographical disaggregation	31 March 2022	31 March 2021
Sales in India	78,095.57	59,926.78
Sales outside India	278.45	294.97
	78,374.02	60,221.75

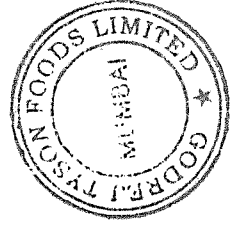


Ratio	Numerator	Denominator	Numerator	Denominator	March 31, 2022	Numerator	Denominator	March 31, 2021	% change	Reasons for variance
Current Ratio	Current Assets	Current Liabilities	16,951	16,662	1.02	14,409	14,429	1.00	1.9%	Not significant
Debt-Equity Ratio	Total Debt	Total Equity	8,586	15,234	0.56	6,900	15,029	0.46	22.8%	Not significant
Debt Service Coverage Ratio	Earnings available for Debt Service*	Debt Service**	2,198	1,327	1.66	3,457	870	3.97	-58.3%	The company faced high commodity input cost inflation through out the year. Live bird prices were below cost for a significant part of the year, adversely impacting earnings through profit after tax.
Return on Equity Ratio	Net profit after tax - preference Dividend	Average shareholder's equity = (Opening + Closing total equity) / 2	197	15,131	0.01	1,522	15,131	0.10	-87.0%	Net profit after tax was adversely impacted due to high inflation in commodity input prices.
Inventory Turnover Ratio	Net sales	Average Inventory = (Opening + Closing inventory) / 2	78,374	3,467	22.61	60,222	3,207	18.78	20.4%	Not significant
Trade Receivable Turnover Ratio	Net sales	Average trade receivables = (Opening + Closing Trade receivables) / 2	78,374	3,105	25.24	60,222	2,769	21.75	16.0%	Not significant
Trade Payable Turnover Ratio	Net purchases	Average trade payables = (Opening + Closing Trade payables) / 2	59,336	7,286	8.14	40,004	6,796	5.89	38.4%	Due to credit terms rationalised and aligned to purchase cycle.
Net Capital Turnover Ratio	Net sales	Working capital = Current Assets - Current Liabilities	78,374	289	271.56	60,222	(20)	-3035	-108.9%	Due to increase in level in Inventory and receivables
Net Profit Ratio	Net profit after tax	Net sales	197	78,374	0.00	1,522	60,222	0.03	-90.0%	Live bird prices were below cost for a significant part of the year, adversely impacting earnings through profit after tax.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed***	649	23,526	0.03	2,563	21,569	0.12	-76.8%	High input cost inflation pushed product costs above price realisations for a significant part of the year, thereby adversely impacting earnings before interest and tax.

*Net profit after taxes+Depreciation and amortizations+Interest Cost+Loss on Sale of Investments

**Interest & Lease payments+Principal repayments

***Total Debt, Tangible Net worth and Deferred Tax Liability



Godrej Tyson Foods Limited

Notes to the financial statements (Continued) for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

51 Related Party Disclosures

Related party disclosures as required by Ind AS 24, "Related Party Disclosures", are given below:

! Relationships:

(i) **Ultimate Holding Company**
Godrej Industries Limited

(ii) **Holding Companies:**

Godrej Agrovet Limited (GAVL) holds 51% in the Company.
Tyson India Holding Limited holds 49% in the Company.

(iii) **Fellow subsidiaries**

- 1 Creamline Dairy Products Limited
- 2 Astec LifeSciences Limited

(iv) **Other related parties**

- 1 Godrej Consumer Products Limited
- 2 Godrej & Boyce Manufacturing Company Limited

(v) **Key Management Personnel and relatives of such Personnel**

- 1 Nadir Burjor Godrej (Chairman)
- 2 Balram Singh Yadav (Managing Director)
- 3 Varadaraj Subramanian (Director)
- 4 Prashant Vatkar (Chief Executive Officer) (up to 17 November 2021)
- 5 Suhas Ravindra Advant (Chief Financial Officer)
- 6 Sanjay Vasudev Gogate (Independent Director)

(vi) **Key Management Personnel of Parent Company**

- 1 Tanya Dubashi
- 2 Nadir Burjor Godrej
- 3 Minin Nabar
- 4 Clement Pisto
- 5 Tejal Jariwala
- 6 Balram Singh Yadav
- 7 Vivek Reizada
- 8 Varadaraj Subramanian



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

51 Related Party Disclosures (Continued)

2 The following transactions were carried out with the related parties in the ordinary course of business :

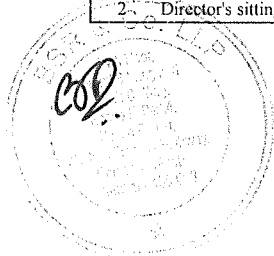
(i) Details relating to parties referred to in items 1(i), (ii), (iii)*

Nature of Transactions	Holding	Fellow	Other
	Companies	Subsidiaries	Related parties
	(i)	(iii)	(iv)
1 Sale of Property, plant and equipment	0.82	-	-
2 Purchase of Property, plant and equipment	-	-	-
	0.71	-	-
3 Sale of materials / finished goods	57.34	-	-
	16.35	-	-
4 Purchase of materials / finished goods	47,173.96	149.76	1.15
	32,376.90	167.59	3.55
5 Expenses charged to / reimbursement received from other companies	19.87	-	-
	141.00	-	-
6 Expenses charged by / reimbursement made to other companies	272.13	-	0.27
	1,466.51	-	-
7 Inter-corporate deposits received during the year	2,000.00	-	-
	4,775.00	1,000.00	-
8 Inter-corporate deposits repaid during the year	2,000.00	-	-
	4,775.00	2,500.00	-
9 Interest expense on Inter-corporate deposits received	2.38	-	-
	30.14	21.95	-
10 Outstanding (payables), net	(4,887.50)	(14.84)	(0.31)
	(4,672.68)	(14.03)	(0.17)

*Previous year numbers are shown in italics.

(ii) Details relating to persons referred to in items 1 (v)

	31 March 2022	31 March 2021
1 Remuneration to key management personnel		
Post-employment benefits	5.02	20.21
Remuneration	269.57	222.23
2 Director's sitting fees	7.32	4.13



Godrej Tyson Foods Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in lakhs)

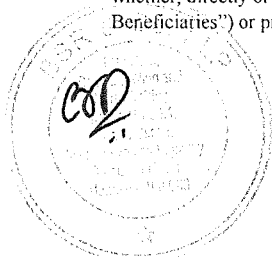
51 Related Party Disclosures (Continued)

Related party disclosures as required by Ind AS - 24, "Related Party Disclosures", are given below.

3 Significant related party transactions:

Sr. No.	Nature of Transaction	31 March 2022	31 March 2021
1	Sale of Property, plant and equipment		
	Godrej Agrovet Limited	0.82	-
2	Purchase of Property, plant and equipment		
	Godrej Agrovet Limited	-	0.71
3	Sale of materials / finished goods		
	Godrej Agrovet Limited	56.89	16.23
	Godrej Industries Limited	0.45	0.12
4	Purchase of materials / finished goods		
	Godrej Agrovet Limited	47,164.81	32,376.90
	Godrej Industries Limited	9.15	-
	Godrej Consumer Products Limited	0.38	3.55
	Godrej & Boyce Mfg Co Limited	9.77	-
	Creamline Dairy Products Limited	149.76	167.59
5	Expenses charged to / reimbursement received from other companies		
	Godrej Agrovet Limited	19.87	141.00
6	Expenses charged by / reimbursement made to other companies		
	Godrej Agrovet Limited	267.87	1,461.64
	Godrej Industries Limited	4.26	4.87
	Godrej & Boyce Mfg Co Limited	0.27	-
7	Inter-corporate deposits received during the year		
	Creamline Dairy Products Limited	-	1,000.00
	Godrej Agrovet Limited	2,000.00	4,775.00
8	Inter-corporate deposits repaid during the year		
	Astec LifeSciences Ltd.	-	1,500.00
	Godrej Agrovet Limited	2,000.00	4,775.00
	Creamline Dairy Products Limited	-	1,000.00
9	Interest expense on Inter-corporate deposits received		
	Astec LifeSciences Ltd.	-	19.66
	Godrej Agrovet Limited	2.38	30.14
	Creamline Dairy Products Limited	-	2.28
10	Outstanding receivables		
	Godrej Agrovet Limited	6.70	2.91
	Godrej Industries Limited	0.15	0.33
11	Outstanding payables		
	Godrej Agrovet Limited	4,894.34	4,675.93
	Godrej & Boyce Mfg Co Limited	0.31	0.17
	Creamline Dairy Products Limited	14.84	14.03

- 52 No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries "



53 The figures for the previous year have been regrouped/ reclassified to correspond with current year's classification/ disclosures.

As per our report of even date attached.

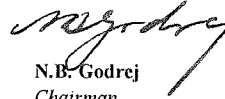
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022



Burjis Pardiwala
Partner
Membership No: 103595

Mumbai
29 April 2022

For and on behalf of the Board of Directors of
Godrej Tyson Foods Limited
CIN: U15122MH2008PLC177741

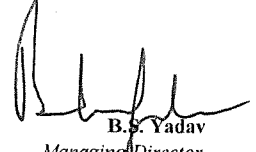


N.B. Godrej
Chairman
DIN: 00066195

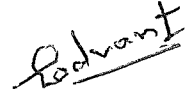


U.K. Pathak
Company Secretary
Membership No F7266

Mumbai
29 April 2022



B.S. Yadav
Managing Director
DIN: 00294803



Suhas Advant
Chief Financial Officer
Membership No.: 048962

