

20<sup>th</sup> October, 2018

To  
The Deputy Manager,  
Corporate Relations Department,  
BSE Limited,  
P.J. Towers, Dalal Street,  
Mumbai-400001

Dear Sir,

**Sub: Annual Report for the Financial Year 2017-18, pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Ref: Scrip Code – 540332**

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of Annual Report for the Financial Year 2017-18 as approved by the shareholders in the 11<sup>th</sup> Annual General Meeting of the company held on Wednesday, the 26<sup>th</sup> day of September, 2018 at 12:30 P.M. at the registered office of the company situated at no.7-2-4/d, old canteen building Sanathnagar industrial estate, OPP: SBH, Sanath Nagar Hyderabad 500018

This is for your information and records.

Thanking You

Yours faithfully,

For Tanvi Foods (India) Limited

  
  
**Shilpa Kotagiri**  
Company Secretary





**11**<sup>th</sup>

**Annual Report**

**2017 - 2018**

**TANVI FOODS (INDIA) LIMITED**

**Our Brand**



**Frozen King's**<sup>®</sup>  
*Hold the Freshness....*

Ready to Cook Frozen Items Available



Corn Samosa



Corn Spring Roll



Cocktail Corn Samosa



Corn Soup



Corn Patties



Sweet Corn



Green Peas



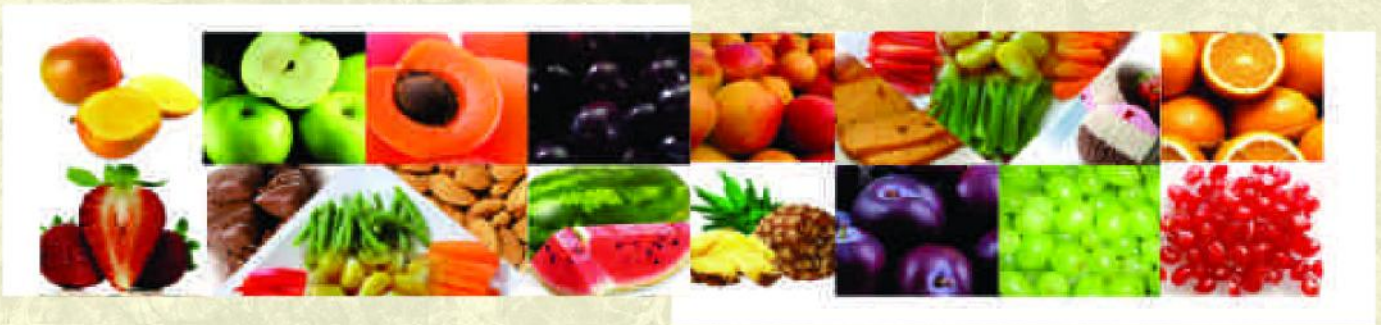
ISO 9001 : 2015  
ISO 22000 : 2005



# Frozen King's®

*Hold the Freshness....*

## Cold Storage Services



### ABOUT US

**Frozen King's** is a new cold storage launched into the competitive market with a competitive attitude to hold the freshness of the products like fruits, Vegetables, Dairy products and frozen items. **Frozen King's** is the sister concern of the most successful brand **CORN CLUB®**

**Frozen King's** offers the temperature controlled storage, freezing, logistics, and distribution services. The company has opened its cold storages at Hyderabad, Vijayawada and Vishakapatnam.





# Frozen King's®

*Hold the Freshness...*

## Logistic Services

### Introduction

Year – Round Supply ... Guaranteed! ---- Years of Success...

Square Peg Distribution Services, is a new emerging Cold Storage Logistic Services in Andhra Pradesh & Telangana. Promoted by Mr. A Sri Nagaveer one of the experienced in the Cold Chain since 2007. we provide essential solutions to our ever-expanding customer base and potential clients who are diversified into a wide gamut of branded companies and businesses. Equipped with the best of the industry facilities, infrastructure Square Peg Distribution Services Pvt Ltd offers customized and diligent services with professionalism to suit the diversifying business needs and satisfy the customers We adorn cutting-edge technologies coupled with a team of qualified and skilled personnel aware of changing market pulse. Square Peg Distribution Services Pvt Ltd is geared to surpass your expectations by offering end-to-end services.



#### Type of Vehicle

		<b>L</b>	<b>W</b>	<b>H</b>
 407 PKP.	→	7'	X 6'.5"	X 6'.6"
 207	→	8'	X 4'.6"	X 4'.7"
 207	→	8'	X 4'.6"	X 4'.7"
 407 SFC.	→	9'	X 6'.5"	X 6'
 1109	→	20'.10"	X 6'.3"	X 6'.5"
 6025	→	23'.2"	X 7.11"	X 7'.8"
 2518	→	23'.10"	X 7'.2"	X 6'.5"

★ All vehicles are equipped with THERMOKING and SURAKSHA Containers

**11th ANNUAL GENERAL MEETING**  
Wednesday, 26th September, 2018  
at 12.30 P.M.  
at Door No.7-2-4/D, Old Canteen Building,  
Sanathnagar Industrial Estate,  
Opp: SBH, Sanathnagar Hyderabad - 500018

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**Corporate Information**

<b>Board of Directors</b>	<b>Chief Executive officer</b>
A Sarat Chandra Babu - Chairman A.Vasavi - Managing Director A Sarada - Non-Executive Director R.V. Radhakrishna - Independent Director Naveen Nandigam - Independent Director	A Sri Nagaveer
<b>Chief Financial Officer</b>	<b>Company Secretary &amp; Compliance Officer</b>
M. Srinivas Reddy	Shilpa Kotagiri
<b>Statutory Auditors</b>	<b>Registered Office</b>
GV & Co. Grandhi Vittal Chartered Accountants # House No. 6-3-668/10/20, First Floor Durganagar Colony, Punjagutta Hyderabad, 500082	No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate, Opp: SBI Sanathnagar, Hyderabad. Tel: +91 40 23817299 Fax: +91 40 23817299
<b>Corporate Consultants</b>	<b>11<sup>th</sup> Annual General Meeting</b>
P.S Rao & Associates Company Secretaries Flat No: 10, 4th Floor # 6-3-347/22/2, Dwarkapuri Colony, Panjagutta, Hyd- 500082	Date & Time: 26 <sup>th</sup> September, 2018 at 12.30 P.M Day: Wednesday Venue: No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate, Opp: SBH Sanathnagar, Hyderabad India.

**NOTICE**

Notice is hereby given that the Eleventh Annual General Meeting of Tanvi Foods (INDIA) Limited will be held on Wednesday, 26<sup>th</sup> September, 2018 at 12.30 P.M. at the Registered Office of the Company situated at Door No.7-2-4/D, Old Canteen Building, Sanathnagar, Industrial Estate, Opp: SBH, Sanathnagar, Hyderabad-500018 to transact the following business:

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**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Report of Auditors thereon.
3. To appoint a Director in place of Mrs. A. Sarada (DIN: 02609097) who retires by rotation and being eligible offers herself for re-appointment.

By Order of the Board of Directors  
For **Tanvi Foods (INDIA) Limited**

Sd/-  
**Shilpa Kotagiri**  
**Company Secretary**  
**M.No: A23208**

**Place: Hyderabad**  
**Date: 24/08/2018**



**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The Proxy form duly filled in should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. All alterations/corrections made in the form of Proxy should be initialed by the Member.
2. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
3. The Register of Members and Share Transfer Books will remain closed from Thursday, September 20, 2018 to Wednesday, September 26, 2018 (both days inclusive).
4. Members, who hold shares in the dematerialized form and wish to change / rectify the bank account details, should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR code of their Bank to their Depository Participants. While making payment of Dividend, Registrar is obliged to use only the data provided by the Depositories.
5. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the Annual General Meeting.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts.
9. Members are requested to mandatorily quote their Registered Folio No. or Demat Account No. and Depository Participant Identification Number (DPID No) on all correspondence with the company.  
  
Securities and Exchange Board of India [SEBI] vide circular ref No.MRD/Dop/CIR-05/2007 dated April 27, 2007 made PAN, the sole Identification Number for all participants transacting in the Securities Market, irrespective of the amount of transaction. In continuation to the aforesaid circular, it is hereby clarified that for Securities Market Transactions and off market/ private transactions involving transfer of shares of listed companies in Physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the company/ RTA for registration of such Transfer of Shares.
10. Members are advised to update their email IDs with Company's RTA and/or concerned Depository participants as soon as possible.
11. As per Secretarial Standards 2 (SS-2), complete particulars of the venue of the Meeting (route map) has been attached herewith to the Notice.
12. Information in respect of Directors seeking appointment/ re-appointment as required under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is attached herewith to the Notice.

**13. Remote E-Voting**

The items of business as set out in the Notice may be transacted through electronic voting system. Therefore, the Company is providing facility for voting by electronic means. Pursuant to Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and in force as on date and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer remote e-voting facility, as an alternate, to its members in respect of the business to be transacted at the AGM.

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, September 19, 2018, i.e. the date prior to the commencement of Book Closure date, are entitled to vote on the resolutions set forth in this Notice. Eligible members who have acquired shares after the dispatch of the Annual Report may approach the Company for required assistance in connection with generation of the User ID / Password in order to exercise their right to vote by electronic means. The remote e-voting period will commence at 9.00 A.M. on Sunday, September 23, 2018 and will end at 5.00 P.M. on Tuesday, September 25, 2018. The members will not be able to cast their votes electronically beyond the date and time mentioned above.

The Company has appointed Mr. Anand Kumar C. Kasat, Practicing Company Secretary (Membership. No. 42078 and C.P No. 17420) to act as the Scrutinizer to conduct and scrutinize the voting process in a fair and transparent manner. The Members desiring to vote through electronic mode may refer to the detailed procedure on remote e-voting given hereunder:

**PROCEDURE FOR REMOTE E-VOTING:**

The remote e-voting period will begin at 9.00 A.M. on Sunday, September 23, 2018 and will end at 5.00 P.M. on Tuesday, September 25, 2018. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 19, 2018 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

**A. In case of members receiving e-mail (for members whose e-mail address are registered with the Company/Depositories)**

- (i) The shareholders should log on to the remote e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on "Shareholders" tab.
- (iii) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

- (vi) If you are a first time user follow the steps given below:

	For Members holding shares in Demat/ Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>▪ Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>▪ In case the sequence number is less than 8 digits enter the applicable number of '0's before the number after the first two characters of the name in CAPITAL letters Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>▪ Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member ID / folio number in the Dividend Bank details field as mentioned in instruction (iii).</li> </ul>

- (vii) After entering these details appropriately, click on “**SUBMIT**” tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (x) Click on the **EVS**N for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option **YES** or **NO** as desired. The option **YES** implies that you assent to the Resolution and option **NO** implies that you dissent to the Resolution.
- (xii) Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- (xiv) Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

## (xvii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xviii) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**B. In case of members receiving the physical copy of Notice of AGM (for members whose e-mail ids are not registered with the Company/Depositories):**

Please follow all the steps from Sl. No. (i) to Sl.No.(xvii) to cast vote.

The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make not later than 3 days of conclusion of the Meeting a consolidated Scrutiniser’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of voting forthwith.

Members who do not have access to remote e-voting facility have been additionally provided the facility of voting on a Ballot Form. They may send duly completed Ballot Form (*enclosed with the Annual Report*) to the Scrutinizer Mr. Anand Kumar C. Kasat, Practicing Company Secretary (M. No. 42078), at the Registered Office of the Company so as to reach before the conclusion of the 11<sup>th</sup> Annual General Meeting or can carry the same to the Annual General Meeting and deposit in the Ballot Box during the Meeting. The facility for voting, either through ballot or polling paper shall also be made available at the Meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

A member can opt for only one mode of voting, i.e., either through remote e-voting or by Ballot. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and Ballot shall be treated as invalid.

Members have the option to request for physical copy of Ballot Form by sending an e-mail to [investors@tanvifoods.com](mailto:investors@tanvifoods.com), by mentioning their Folio / DP ID and Client ID.

The results declared along with the Scrutinizer’s Report will be posted on the Company’s website and communicated to the Stock Exchange.

By Order of the Board of Directors  
For **Tanvi Foods (INDIA) Limited**

Sd/-  
**Shilpa Kotagiri**  
Company Secretary  
M.No: A23208

Place: Hyderabad  
Date: 24/08/2018

**ADDITIONAL INFORMATION**

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment and Pursuant to Regulation 36(3) SEBI (Listing Obligation and Disclosure requirements and Regulation, 2015)

Name of the Director	<b>A. SARADA</b>
Date of Appointment including terms and conditions of appointment	She was appointed as the Director (liable to retire by rotation) of the Company at the Board Meeting held on 30.03.2007
Date of first appointment on the Board	30.03.2007
Date of Birth	16.06.1955 (Age: 61 years)
Expertise in Specific Functional areas	She is a non-executive Director of the Company, playing the role of a key advisor in the business matter.
Educational Qualification	No formal education
Directorships in other Companies	Nil
Membership / Chairmanships of committees of Other Boards (other than the Company)	Nil
Details of Remuneration sought to be paid and the remuneration last drawn by such person	She is the Non-Executive & Non-Independent Director of the Company. Thus, not drawing any remuneration
Shareholding in the Company as on 31.03.2018	She holds 1,00,000 Equity Shares of ₹.10/- each
Relationship between Directors inter-se	MRS. A. Sarada is the mother of CEO - Mr. A. Sri Nagaveer and mother in law of our Managing Director, MRS. A. Vasavi. She is the wife of Mr. A.Sarat Chandra Babu – Chairman of the Company
Terms and Conditions of Appointment with details of Remuneration	N.A.. (Since retirement by rotation)
Last drawn Remuneration, if any	N.A.
Number of Meetings of the Board attended during the year	She has attended 4 Board Meetings during the financial year 2017-18.
Other Directorship, committee membership on other boards	NIL

By Order of the Board of Directors  
For **Tanvi Foods (INDIA) Limited**

Sd/-  
**Shilpa Kotagiri**  
Company Secretary  
M.No: A23208

Place: Hyderabad  
Date: 24/08/2018

**DIRECTORS' REPORT**

Dear Members,

Your Directors take pleasure in presenting the **Eleventh Annual Report** on the business and operations of the company together with the audited financial statements along with the report of the Auditors for the financial year ended March 31, 2018.

**FINANCIAL SUMMARY:**

Your Company's financial performance for the year ended March 31, 2018 is summarized below:

(Amt. in ₹)

Particulars	STANDALONE		CONSOLIDATED	
	For the FY ended 31.03.2018	For the FY ended 31.03.2017	For the FY ended 31.03.2018	For the FY ended 31.03.2017
Revenue from Operations	628,861,233	559,532,065	659,049,482	594,531,124
Other Income	14,436,887	13,101,538	6,950,712	4,834,902
Total Revenue	643,298,120	572,633,603	666,000,194	599,366,026
Total Expenses	627,943,391	559,041,278	649,356,900	584,847,943
Exceptional Items	-	-	-	-
Prior period items	-	-	-	-
Profit before tax	15,354,729	13,592,325	16,643,294	14,518,083
Tax Expenses	3,890,826	3,304,849	4,351,396	3,740,173
<b>Profit after tax</b>	<b>11,463,903</b>	<b>10,287,476</b>	<b>12,291,898</b>	<b>10,777,910</b>
<b>EPS</b>	<b>2.77</b>	<b>2.94</b>	<b>2.97</b>	<b>3.08</b>

**REVIEW OF PERFORMANCE & COMPANY'S STATE OF AFFAIRS:****AT STANDALONE LEVEL:**

Our revenue from operations on standalone basis increased to ₹62.88 Crores from ₹ 55.95 Crores in the previous year, at a growth rate of 12%. Your Company has posted yet another impressive year of performance. Out of the total revenue approx. 85% has been generated from the sale of Frozen Products of third parties.

Your Company has incurred total expenses of ₹62.79 Crores as compared to ₹55.90 Crores in the preceding financial year. Further, during the financial year under review, certain fixed expenses such as depreciation & amortization expenses increased from ₹0.95 Crores to ₹1.2 Crores and finance costs increased from ₹2.3 Crores to ₹2.5 Crores respectively as compared to the preceding financial year.

Your Company earned a Net Profit of ₹1.14 Crores for the Financial Year ended 31<sup>st</sup> March, 2018 as compared to ₹1.02 Crores in the preceding financial year.

No amount is being proposed to be transferred to Reserves for the financial year ended 31<sup>st</sup> March, 2018.

**AT CONSOLIDATED LEVEL:**

Your Company owns 100% stake in Polar Cube Cold Storage Solutions Private Limited and Squarepeg Distribution Services Private Limited, both being its Wholly Owned Subsidiaries (WOSs). The consolidated financial performance, presented herewith, comprises the financial performance of the Company and that of the said WOS's mentioned above.

At consolidated level, the revenue from operations stood at ₹ 65.90 Crores and profit before tax stood at ₹1.66 crores. After providing for taxes, the PAT stood at ₹1.22 crores.

**CONSOLIDATED FINANCIAL STATEMENTS:**

Your Company has prepared Consolidated Financial Statements in accordance with Accounting Standard 21 - "Consolidated Financial Statements", prescribed by the Companies (Accounts) Rules, 2014 of the Companies Act, 2013. The Consolidated Statements reflect the results of the Company along with that of its Subsidiaries. The Audited Consolidated Financial Statements together with the Independent Auditor's Report thereon are annexed and form part of this Annual Report.

**MATERIAL CHANGES AFTER THE CLOSURE OF THE FINANCIAL YEAR:**

No material changes have occurred after the close of the financial year ended 31<sup>st</sup> March, 2018.

**CHANGE IN THE NATURE OF BUSINESS:**

There was no change in the nature of business of your Company during the financial year ended 31<sup>st</sup> March, 2018.

**FUTURE OUTLOOK:**

With state of art facility and easing the complicated procedures in manufacturing to automation, we are coming up with 60,000 sft facility with BRC standards, which is 40 kms away from Vijayawada. Our production capacity will enhance by approx. 3 times which gives us the scope to expand to the vast Indian market and global market.

At present 90 percent of our business is in Andhra Pradesh and Telangana and a very minimal portion in Karnataka and Tamil Nadu. From the upcoming facility we will be able to cater to the entire South India and also to export markets. Having opened our new warehouse in Kesarpalli, near Vijayawada NH-16, which enables us to cater to Chennai-Calcutta and Orissa markets. Having in house warehouses and logistic facilities, we do have an advantage of not relying on any other cold chain transporter as cold chain being very important part of our complete operations. We have been the pioneer in Secondary distribution, being the only company having local cold chain fleet and delivers the frozen product in temperature controlled vehicles. Being the monopoly in corn products with an experience of about 16 years in the market, we have exclusive advantage of penetrating into the market easier and quicker.

**DIVIDEND:**

In view of the on-going expansion activities of the Company, it needs to plough back its profits into the business. Hence, the Board of Directors has not recommended any dividend for the financial year ended 31<sup>st</sup> March, 2018.

**ISSUE AND ALLOTMENT OF SECURITIES / CHANGES IN SHARE CAPITAL**

Consequent upon the aforesaid preferential issue, the Capital Structure, as on date, stands as follows:

Si. No	Particulars	At the end of FY ended 2018 (Amt. in ₹.)	At the end of FY ended 2017 (Amt. in ₹.)
1	<b><u>Authorised Capital</u></b> 65,00,000 Equity Shares of ₹.10 each	[650,00,000*	450,00,000
2	<b><u>Issued, Subscribed &amp; Paid up Capital</u></b> 48,66,775 Equity Shares of ₹.10 each	486,67,750**	411,67,750

\* Increased the Authorised Capital in the Extra Ordinary General Meeting held on 10<sup>th</sup> March, 2018

\*\* Issued and allotted 7,50,000 Equity Shares on Preferential Basis

**PREFERENTIAL ISSUE OF EQUITY SHARES AND WARRANTS:**

During the period under review, in order to scale up our operations we have introduced new products in the line of frozen foods. However, owing to various limitations, we are not able to cater to the demands of the customers. The management felt that it is high time to expand its processing capacity and create a state of the art facility which can cater to larger markets across the country. In this regard, we are aggressively working on the expansion project, towards which a lot of preliminary work has been completed. At this stage, it needs the crucial financial support. In this regard your company has issued & allotted 7,50,000 equity shares on preferential basis and 5,00,000 convertible warrants to non-promoters and promoters of the company respectively. The said securities were issued at a price of ₹.80 per share / warrant.

The warrants will be converted into equity shares within 18 months from the date of allotment. The equity shares to be allotted upon exercise of warrants shall rank pari passu in all respects including as to dividend, with the existing Equity Shares of Face Value of ₹. 10/- each of the Company.

This has helped the Company reduce its dependence on borrowed funds and in turn reduce its debt burden. With the ease of availability of funds at its disposal, your management hopes the Company will be able to overcome the funding obstacles and will achieve its targets.

**SUBSIDIARY, JOINT VENTURES & ASSOCIATE COMPANIES**

The company has two wholly owned subsidiaries in India.

- Polar Cube Cold Storage Solutions Private Limited is a wholly owned subsidiary of the company and involved in the business of cold storage, warehousing, and refrigerated store keepers etc.
- Squarepeg Distribution Services Private Limited is also a wholly owned subsidiary of the company and provides cargo services to your Company and to others.

Pursuant to the provisions of Section 129(3) of the Companies Act, 2013, a statement containing the salient features of the financial statements of Subsidiaries/Associates in the prescribed format i.e. **Form AOC-1** is provided as **Annexure-I** to this Report. This statement also provides the details of performance, financial position of each of the subsidiaries/associates.

Further, your Company undertakes that the Annual Accounts of the Subsidiary Companies and the related detailed information will be made available to its shareholders and to the shareholders of its Subsidiary Companies seeking such information at any point of time. Further, the Annual Accounts of the Subsidiary Companies shall also be kept open for inspection by any shareholder at its registered office and that of the concerned Subsidiary Companies during the office hours.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each subsidiary, are available on our website [www.tanvifoods.com](http://www.tanvifoods.com)



The company has no other joint ventures or associate companies as on till date.

**TRANSACTIONS WITH RELATED PARTIES:**

During the financial year under review, transactions were conducted by the Company pursuant to the Agreements entered into with its Related Parties during previous years; the same were on an arm's length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or any related party which may have a potential conflict with the interest of the Company at large.

As a matter of Company's Policy all Related Party Transactions are placed before the Audit Committee and the Board for its approval.

The details of related party transactions which were entered into during the previous years/ current year are provided in the Note No. 33 forming part of the notes to financial statements.

As per Section 134(3)(h) of the Companies act, 2013, the particulars of related party transactions as referred to in Section 188(1) of the Companies Act, 2013 have been disclosed in **Form No. AOC – 2** which is appended as **Annexure –II** to this Report.

**DIRECTORS AND KEY MANAGERIAL PERSONS:**

The Board of Directors is duly constituted.

Following changes took place in the offices of Directors KMPs:

Mr. A. Sri Nagaveer, owing to deactivation of his DIN, resigned from the office of Managing Director on 8<sup>th</sup> February, 2018 and Mrs. A. Vasavi was appointed as Managing Director w.e.f from 8<sup>th</sup> February, 2018 for a period of three years.

Mr. A. Sri Nagaveer was appointed as CEO of the company with effect from 15<sup>th</sup> February, 2018.

Mr. A. Sarat Chandra Babu retired by rotation in the previous AGM held on 28.09.2017 and was reappointed thereat.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and in accordance with provisions of Articles of Association of the Company, Mrs.A. Sarada retires by rotation at the ensuing AGM and being eligible, offers herself for re-appointment.

The composition of the Board of Directors stands as follows:

Sl.No	Name of Director	Designation
1	A. Sarat Chandra Babu	Chairman
2	A. Vasavi	Managing Director
3	A. Sarada	Non-Executive Director
4	Naveen Nandigam	Independent Director
5	R. V. Radhakrishna	Independent Director

The Following are the Key Managerial Personnel:

Sl.No	Name of KMPs	Designation
1	A. Sri Nagaveer	Chief Executive Officer (CEO)
2	M. Srinivas Reddy	Chief Financial Officer (CFO)
3	Shilpa Kotagiri	Company Secretary (CS)

**DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received respective declarations from both the Independent Directors confirming that they meet the criteria of independence as prescribed under sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

As required under Section 134(5) of the Companies Act, 2013, the Directors confirm that:

- i. In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and that no material departures are made from the same ;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial year and of the profits of the company for the period;
- iii. Proper and sufficient care has been taken 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;
- iv. The annual accounts have been prepared on a going concern basis.
- v. The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- vi. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**MEETINGS OF THE BOARD OF DIRECTORS:**

The meetings of the Board are scheduled at regular intervals to decide and discuss on business performance, policies, strategies and other matters of significance.

The Board duly met **5** times during the Financial Year 2017-18. The intervening gap between any two consecutive Board Meetings was within the period prescribed under the provisions of the Companies Act, 2013.

The names of members of the Board and their attendance at the Board Meetings are as under:

<b>Name of the Director</b>	<b>Number of Meetings attended/ Total Meetings held during the F.Y. 2017-18</b>
Mr. A. Sarat Chandra Babu	4/5
Mrs. A. Vasavi	5/5
Mrs. A. Sarada	4/5
Mr. Naveen Nandigam	4/5
Mr. R. V. Radhakrishna	4/5
Mr. A. Sri Nagaveer (ceased to hold the office w.e.f 8 <sup>th</sup> February, 2018)	3/3

The details of the date of meeting and Directors attendance are as below:

Sl.No	Date of Board Meetings	A. Sarat Chandra Babu	Naveen Nandigam	R. V. Radhakrishna	A. Vasavi	A. Sarada	A. Sri Nagaveer
1.	30.05.2017	Yes	Yes	Yes	Yes	Yes	Yes
2.	21.08.2017	Yes	Yes	Yes	Yes	Yes	Yes
3.	13.11.2017	No	Yes	No	Yes	No	Yes
4.	08.02.2018	Yes	No	Yes	Yes	Yes	NA
5.	15.03.2018	Yes	Yes	Yes	Yes	Yes	NA

**COMPOSITION OF BOARD COMMITTEES**

We have in place all the Committees of the Board which are required to be constituted under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, Mr. A. Sri Nagaveer, upon cessation from his office of Managing Director and Director as well, has eventually ceased to hold his office of committees membership also.

The reconstituted committees, upon the aforesaid change are as detailed hereunder:

**Audit Committee**

Mr. Naveen Nandigam – Chairman  
 Mr. R. V. Radhakrishna – Member  
 Mr. A. Vasavi – Member

**Nomination and Remuneration Committee**

Mr. Naveen Nandigam – Chairman  
 Mr. R. V. Radhakrishna – Member  
 Mr. A. Sarada – Member

**Stakeholders Relationship Committee**

Mr. R. V. Radhakrishna – Chairman  
 Mr. Naveen Nandigam – Member  
 Mr. A. Vasavi – Member

**BOARD EVALUATION, NOMINATION AND REMUNERATION POLICY:**

In terms of the requirements of the Companies Act, 2013 and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with an aim to improve the effectiveness of the Board and the Committees.

During the year, Board Evaluation cycle was completed by the Company internally which included the evaluation of the Board as a whole, Board Committees and peer evaluation of directors. The exercise was led by the chairman of Nomination and Remuneration Committee Company. The evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board and its committees, experience and competencies, performance of special duties and obligations, governance issues etc., as on outcome of the exercise, it was noted that the Board as a whole is functioning as cohesive body which is well engaged with different perspectives.

Besides, the Company also surveys on the best practices prevalent in the Industry with respect to evaluation of the performance of the Board and its members. The Company also avails services of professionals seeking their suggestions on the said matter. Based on the inputs received from the aforesaid sources and in accordance with the Policy of the Company, evaluation process is undertaken at appropriate time(s).

The performance evaluation of all the Directors and that of the Board as a whole and its committees was conducted based on the criteria and framework adopted by the board.

The Independent Directors reviewed the performance of Non-Independent Directors, the Board and the Chairperson of the Company. Further, the performance evaluation of Independent Directors was carried out by the entire Board, excluding the director being evaluated. Standard parameters such as attendance, acquaintance with business, communication inter se Board members, effective participation in Board deliberations, compliance with code of conduct, general thought process and inputs etc., are adopted in the process of evaluation. In particular, performance evaluation was also carried out for Mrs. A. Sarada, who retires by rotation and being eligible for reappointment

None of the Independent Directors is due for reappointment.

**POLICY ON DIRECTORS' APPOINTMENT, REMUNERATION, ETC.:**

The following policies are attached herewith and marked as **Annexure – III and IV** respectively and are available at **www.tanvifoods.com**

- a. Policy for selection of Directors and determining Directors Independence; and evaluation mechanism.
- b. Remuneration Policy for Directors, Key managerial Personnel and other employees.

**INTERNAL FINANCIAL CONTROLS:**

Your Company has an adequate system of internal financial controls with reference to financial statements, including but not limited to safeguard and protection of assets from loss, their unauthorized use or disposition. All the transactions were properly authorized, recorded and reported to the Management. Your Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting in the financial statements. Your Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

**SECRETARIAL STANDARDS**

The Directors state that applicable secretarial standards i.e., SS-1 and SS-2 relating to 'Meeting of the Board of Directors' and 'General Meetings' respectively, have been duly followed by the Company.

**STATUTORY AUDITORS:**

As the members are aware, in the 9<sup>th</sup> Annual General Meeting (AGM) held on 30.09.2016 M/s. GV & Co., Chartered Accountants, Hyderabad, were appointed as Statutory Auditors of the Company for a period of 5 years, to hold office till the conclusion of the 14<sup>th</sup>AGM.

In terms of the provisions of Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every AGM. This provision has been amended by the Companies (Audit and Auditors) Second Amendment Rules, 2018 dated 7<sup>th</sup> May, 2018 which has omitted this provision of ratification of statutory auditors in every Annual General Meeting. Hence the appointment of M/s. GV & Co., Chartered Accountants, as the Statutory Auditors of the Company, will continue till the conclusion of 14<sup>th</sup> AGM without any further ratification in every AGM.

**INTERNAL AUDITORS:**

The Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s NSVR & Associates LLP, Chartered Accountant, Hyderabad (Firm Registration No. 008801S/S200060), as the Internal Auditor of your Company. The Internal Auditor is submitting his report on half yearly basis.

**SECRETARIAL AUDITOR REPORT:**

Pursuant to provisions of Section 204 of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 we have obtained a Secretarial Audit report from Mr. Anand Kumar C. Kasat, Practicing Company Secretary, Hyderabad. The copy of said Report is attached herewith and marked as **Annexure –V**.

**MAINTANANCE OF COST RECORDS:**

Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013

**LOANS, GUARANTEES AND INVESTMENTS:**

During the period under review, the company has made an investment of ₹.1,32,48,000 by subscribing to 1,44,000 equity shares of ₹.10 each in Kapston Facilities Management Limited. Further, the investments made by the Company in its following wholly owned subsidiaries continue to remain as such during the year under review:

- Squarepeg Distribution Services (P) Ltd.
- Polar Cube Cold Storage Solutions (P) Ltd.

**FIXED DEPOSITS:**

Your Company has neither accepted nor repaid any deposits during the financial year ended on 31<sup>st</sup> March, 2018. Further, there were no outstanding deposits as at the beginning or at any time during the financial year. Hence, no details are required to be provided pursuant to Rule 8 (5) (v) & (vi) of the Companies (Accounts) Rules, 2014.

**PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended in respect of our employees, is attached herewith and marked as **Annexure –VI (i)**.

We do hereby affirm that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Further, we do not have any employee whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended i.e. ₹.8.5 lakhs per month or ₹.1.02 Crores per annum.

Further, details of top ten employees in terms of remuneration drawn during the financial year ended 31<sup>st</sup>March, 2018 as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended is attached herewith and marked as **Annexure- VI (ii)**.

**RISK MANAGEMENT POLICY:**

A risk management policy has been devised and adopted by the Board.

Pursuant to the said policy, the Board (a) oversees and approves the Company's enterprise wide risk management framework and (b) oversees that all the risks that the organization may face such as material procurement, sale and distribution, financial, liquidity, security, legal, regulatory, reputational and other risks have been identified and assessed and ensures that there is an adequate risk management mechanism in place capable of addressing those risks.

The policy aims at sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business.

**CORPORATE SOCIAL RESPONSIBILITY POLICY:**

Since the Company does not fall within any of the parameters specified under the provisions of Section 135 of the Companies Act, 2013 read with Rules made thereunder, reporting pursuant to Section 134(3) (o) is Not Applicable.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE INFLOW AND OUTFLOW:**

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Inflow and Outflow as required under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are given in the **Annexure –VII** and forms part of this report.

**MANAGEMENT DISCUSSION AND ANALYSIS:**

In accordance with the provisions of SEBI (LODR) Regulations, 2015, a Report on the Management Discussion and Analysis is set out in **Annexure–VIII** attached to this Report.

**CORPORATE GOVERNANCE:**

The Company's policy on Corporate Governance is simple and forward looking. Tanvi Foods aims at maximizing the stakeholder's value legally, ethically and sustainably. It always seeks to ensure that the performance is driven by integrity. The board exercises its fiduciary responsibilities in the widest sense of the term. We also endeavor to enhance long-term shareholder value and respect minority rights in all our business decisions.

Your Company, being listed on BSE SME segment, the provisions as regards Corporate Governance and related disclosures in the Annual Report are not applicable to it.

**EXTRACT OF ANNUAL RETURN:**

In accordance with Section 134 (3) (a) of the Companies Act, 2013, an extract of the Annual Return in the prescribed Format i.e. **Form MGT -9** is appended as **Annexure –IX** to this Report.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

The Company has in place a robust and full-fledged Vigil Mechanism and a Whistle Blower Policy for its Directors and employees, to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct in terms of Section 177 (10) of the Act and Rules thereunder. The mechanism provides adequate safeguards against victimization of persons who use this mechanism.

Mr. Naveen Nandigam, Independent Director of the Company is the Head of the Vigil Mechanism; all the employees have direct access to report their concerns and complaints. During the year under the review no complaint has been received.

The Vigil Mechanism and Whistle Blower Policy adopted by the Company is set out in **Annexure X** to this Report.

**DISPATCH OF ANNUAL REPORTS**

In compliance of the applicable provisions, we shall dispatch the Annual Report for the FY 2017-18 in electronic

format to all our members whose E-Mail addresses are registered and updated with our Registrar & Transfer Agents. To all the other members, the Annual Report will be sent in physical format.

**LISTING & TRADING**

The equity shares of your Company are listed on the SME Platform of BSE Limited. The listing fee for the financial year 2018-19 has been duly paid. You may further note that the listing/ trading was never suspended at any time during the financial year 2017-18.

The company has allotted 7,50,000 equity shares on preferential basis on 21.03.2018 and same are listed on BSE (SME Segment).

**DEMATERIALIZATION OF SHARES**

Total paid up share capital of your Company is in dematerialized form as on 31<sup>st</sup> March, 2018

**SIGNIFICANT OR MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no orders passed by the Regulators / Courts which would impact the going concern status of your Company and its future operations. Further, we confirm that there were no instances of fraud to be reported by the Auditors vide their Report for the FY 2017-18.

**POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE:**

We strongly support the rights of all our employees to work in a harassment – free environment. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action.

We further confirm that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**ACKNOWLEDGEMENT:**

Your Directors would like to express their profound gratitude for the assistance, support and co-operation received from the Banks, Government authorities, Business Partners, Customers and other Stakeholders for the confidence reposed in the Company.

Further, your Directors also wish to place on record their sincere appreciation for the committed services, hard work, dedication and commitment of the Executives, Staff and Workers of the Company at all levels.

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A. Sarat Chandra Babu  
Chairman  
DIN: 02589830**

**Place: Hyderabad  
Date: 24/08/2018**

**FORM AOC-1****Statement containing salient features of the financial statement of Subsidiaries/  
Associate Companies/ Joint Ventures****Part “A”: Subsidiaries**

(Amount in ₹)

<b>Name of the subsidiaries</b>	<b>M/s. Polar Cube Cold Storage Solutions Private Limited</b>	<b>M/s. Squarepeg Distribution Services Private Limited</b>
1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
2. Reporting currency	INR.	INR.
Exchange rate	N.A	N.A
3. Share capital (₹.)	44,50,000	26,70,000
4. Reserves & surplus	6,32,369	27,27,947
5. Total assets	77,30,485	1,77,78,391
6. Total Liabilities	77,30,485	1,77,78,391
7. Investments	-	-
8. Total Turnover	58,29,124	3,32,78,536
9. Profit before taxation	4,78,065	11,60,398
10. Provision for taxation	1,46,056	4,47,276
11. Profit after taxation	3,32,008	7,13,122
12. Proposed Dividend	-	-
13. % of shareholding	100%	100%

- Names of subsidiaries which are yet to commence operations – NIL**
- Names of subsidiaries which have been liquidated or sold during the year- NIL**



**Part “B”: Associates and Joint Ventures – NIL**

The Company does not have any Associate Company / Joint Ventures.

**For GV & Co.  
Chartered Accountants  
Proprietor**

**Sd/-  
Membership No. 206462  
Firm Reg No. 012875S**

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-  
A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**

## Form No. AOC-2

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

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto**

**1. Details of contracts or arrangements or transactions not at arm's length basis: NIL**

The company has not entered into any contract or arrangement or transaction which is not at arm's length basis during the year under review.

**2. Details of material contracts or arrangement or transactions at arm's length basis:**

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/ transactions	Duration of the contracts / arrangement / transactions:	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Mrs. A. Vasavi	Rent (Expenses)	15 years	Lease of premises for a period of 15 years	Existing Agreement	NIL
Squarepeg Distribution Services Private Limited	Cold Storage Freezer services/ vehicle hire services	3 years	Agreement to provide vehicle hire services and avail cold storage freezers	01.06.2015	NIL
Polar Cube Cold Storage Solutions Private Limited		3 years	Agreement to avail cold storage freezers	01.06.2015	NIL
Squarepeg Distribution Services Private Limited	Transport facilities	3 years	Agreement to avail transport facilities	01.06.2015	NIL
Mr. A. Sri Nagaveer	Royalty (Expenses)	5 years	Royalty Agreement for use of trade Mark " Corn Club"	01.04.2015	NIL
Sri Sai Agencies	Sales	Ongoing	Existing Contract	Existing Contract	NIL

Sri Sai Agencies	Purchase	1 year	Agreement for purchase of corn etc., at prevailing market price on recurring basis within a period of 1 year from the date of contract	13.11.2017	NIL
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**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A Sarat Chandra Babu  
Chairman  
DIN: 02589830**

**Place: Hyderabad  
Date: 24/08/2018**

**Policy for selection of Directors and determining Directors Independence****1. Introduction:**

- 1.1 Tanvi Foods (India) Limited believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Towards this, Tanvi Foods (India) Limited ensures constitution of the Board of Directors with required composition, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively.
- 1.2 Tanvi Foods (India) Limited recognizes the importance of Independent Directors in achieving the effectiveness of the Board.

**2. Scope:**

- 2.1 This Policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as Independent Directors of the Company.

**3. Terms and References:**

In this Policy, the following terms shall have the following meanings:

- 3.1 **“Director”** means a Director appointed to the Board of the Company.
- 3.2 **“Nomination and Remuneration Committee”** means a Committee constituted by Tanvi Foods (India) Limited’ Board in accordance with the provisions of Section 178 of the Companies Act, 2013.
- 3.3 **“Independent Director”** means a Director referred to in sub-section (6) of Section 149 of the Companies Act, 2013.

**4. Policy:****4.1 Qualifications and Criteria**

- 4.1.1 The Nomination and Remuneration (NR) Committee and the Board shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company’s operations.
- 4.1.2 In evaluating the suitability of individual Board members, the Nomination and Remuneration Committee may take into account factors, such as:

- General understanding of the Industry vis a vis Company’s business perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

- 4.1.3 The proposed appointee shall also fulfill the following requirements:

- Shall possess a Director Identification Number;
- Shall not be disqualified under the Companies Act, 2013;
- Shall give his written consent to act as a Director;
- Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;

- Shall disclose his concern or interest in any Company or Companies or Bodies Corporate, Firms including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013 and other relevant laws.

4.1.4 The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

#### 4.2 Criteria of Independence

4.2.1 The NR Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

4.2.2 The criteria of independence, as laid down in Companies Act, 2013, is as below:

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director—

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;
  - (ii) Who is not related to promoters or Directors in the company, its holding, subsidiary or associate company;
- c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or Directors, amounting to two per cent or more of its gross turnover or total income as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- d. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or Directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- e. who, neither himself nor any of his relatives—
  - (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
  - (iii) holds together with his relatives two per cent or more of the total voting power of the company; or
  - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, Directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or

(v) is a material supplier, service provider or customer or a lessor or lessee of the company.

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

g. shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.

h. who is not less than 21 years of age.

4.2.3 The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.

#### **4.3 Other Directorships / committee memberships**

4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their Directorships in other listed public limited companies in such a way that it does not interfere with their role as Directors of the Company. The NR Committee shall take into account the nature of and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

4.3.2 A Director shall not serve as a Director in more than 20 companies of which not more than shall be 10 Public Limited Companies.

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad**

**Date: 24/08/2018**

**Annexure - IV****Remuneration Policy for Directors, Key Managerial Personnel and other employees****1. Introduction:**

Tanvi Foods (India) Limited recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, key managerial personnel and other employees keeping in view the following objectives:

- a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate employees to run the company successfully.
- b) Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c) Ensuring that remuneration is based on such parameters reflecting short and long term performance objectives appropriate to the working of the company and its goals.

**2. Scope:**

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

**3. Terms and References:**

In this Policy, the following terms shall have the following meanings:

**3.1 "Director"** means a director appointed to the Board of the company.

**3.2 "Key Managerial Personnel"** means

- (i) the Chief Executive Officer or the Managing Director or the Manager;
- (ii) the Company Secretary;
- (iii) the Whole-time Director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under the Companies Act, 2013

**3.3 "Nomination and Remuneration Committee"** means the committee constituted by the Board of Directors of Tanvi Foods (India) Limited in accordance with the provisions of Section 178 of the Companies Act, 2013.

**4. Policy:****4.1 Remuneration to Executive Directors and Key Managerial Personnel**

4.1.1 The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

4.1.2 The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

4.1.3 The remuneration structure to the Executive Directors and Key Managerial Personnel may include the following components:

- (i) Basic Pay
- (ii) Perquisites and Allowances
- (iii) Commission (Applicable in case of Executive Directors)
- (iv) Retiral benefits
- (v) Annual Performance Bonus

**4.2 Remuneration to Non-Executive Directors**

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders, if any.

**4.3 Remuneration to other employees**

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-  
A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**



## Annexure - V

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2018**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies**  
**(Appointment and Remuneration Personnel) Rules, 2014]**

To,  
The Members,  
**Tanvi Foods (India) Limited,**  
Hyderabad – 500018

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Tanvi Foods (India) Limited**, (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Tanvi Foods (India) Limited** ("the Company") for the financial year ended on 31<sup>st</sup> March, 2018 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder.
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment. **(Not applicable to the Company during the audit period);**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a)** The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b)** The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c)** The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **in connection with Preferential issue of Equity Shares & Warrants);**

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the audit period)**;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**;
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- vi. Other specifically applicable laws to the Company:
- i) The Food Safety and Standards Act, 2006
  - ii) Legal Metrology Act, 2009
  - iii) Legal Metrology ( Packaged commodities) Rules 2011
  - iv) The Prevention of food Adulteration Act, 1954,
  - v) The Copyright Act, 1957
  - vi) The Trade Marks Act, 1999

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India

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

- There was delay in filing of forms with the Registrar of Companies, in certain cases.

I further report that

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

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

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

I further report that during the Audit period, following events occurred which are having a major bearing on the Company's affairs-

*During the audit period, the company issued & allotted 7,50,000 Equity Shares on preferential basis and 5,00,000 Convertible Equity Warrants respectively to the non-promoters / promoters of the company.*

**Anand Kumar C. Kasat**  
**Practicing Company Secretary**  
**M.No.42078**  
**C.P.No :17420**

**Place: Hyderabad**  
**Date: 24<sup>th</sup> August, 2018**

[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,  
**Tanvi Foods (India) Limited,**  
Hyderabad – 500018

Secretarial Audit Report of even date is to be read along with this letter.

**Management's Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. I believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for my opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Anand Kumar C. Kasat**  
**Practicing Company Secretary**  
**M.No.42078**  
**C.P.No :17420**

**Place: Hyderabad**  
**Date: 24<sup>th</sup> August, 2018**

## Annexure – VI (i)

**Information pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended in respect of our employees**

A. The ratio of the remuneration of each director to the median employees' remuneration and other details in terms of sub section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amendments thereto.

(₹ In Lakhs)

Sr. No.	Name of Director / KMP and Designation	Financial Year 2017-18		
		Remuneration of Director / KMP	% increase in Remuneration	Ratio of Remuneration of each Director to median remuneration of employees
1	Mrs A Vasavi (Managing Director)	18,00,000	Nil	10.71
2	Mr. A. Sarat Chandra Babu (Chairman & Whole Time Director)	3,60,000	Nil	2.14
3.	Mrs. A. Sarada (Non-Executive Director)	Nil	Nil	Nil
4.	Mr. Naveen Nandigam (Independent Director)	Nil	Nil	Nil
5	Mr. R. V. Radhakrishna (Independent Director)	Nil	Nil	Nil
6.	Mr. A Sri Nagaveer (CEO)	42,00,000	Nil	25.00
7	Mr. M. Srinivas Reddy (CFO)	7,47,000	Nil	N.A
8	MRS. Shilpa Kotagiri (Company Secretary)	4,20,000	Nil	N.A

**B. Percentage Increase in the median remuneration of all employees in the Financial Year 2017-18:**

The median annual remuneration of employees of the Company during the financial year was Rs 1,68,000. In the financial year, there was increase of 52.72% in the median remuneration of employees.

**C. Number of permanent employees on the rolls of Company as on 31<sup>st</sup> March 2018**

There were 65 permanent employees on rolls of the Company as on March 31, 2018

**D. Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration.**

Average percentile increase already made in the salaries of the employees other than the managerial personnel in this financial year i.e., 2017-18 is 5.62% whereas there is no change in the managerial remuneration for the said financial year.

**E. Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

Yes, it is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company:

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Place: Hyderabad  
Date: 24/08/2018**

**Sd/-  
A. Sarat Chandra  
Chairman  
DIN: 02589830**

**Statement of particulars of Employees Pursuant to Provisions of Rule 5(2) of section 197(12) of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

*Details of top 10 Employees (interns of Remuneration), other than Executive Directors*

**Employed throughout the year/part of the year:**

S. No.	Employee Name	Age	Designation	Qualification	Remuneration (per annum)	Nature of Employment	Exp. (Years)	Date of Commencement of employment	Previous employment	Relationship with Director / Manager	Nature of Duties of employee	% Share holding
1	SRINIVAS REDDY	30 June 1984	C.F.O	M.B.A	996,000	Accounts	12 Years	01.07.2014	9 year	NO	Finance	Negligible
2	M.K. BHASKAR	01 September 1981	Head (Admin & Operations)	M.B.A	828,000	Administration	11 years	01.10.2014	7 Years	NO	Administration	NA
3	NEELA SUNITHA	16 February 1977	Sr. Accountant	Degree	600,000	Accounts	10 years	01.02.2016	1 year	NO	Accounts	NA
4	V. ROSELYN	28 June 1991	Head (Accounts)	C.A. Inter	420,000	Accounts	8 Years	01.09.2017	5 Years	NO	Accounts	NA
5	SHILPA KOTAGIRI	19-September-1980	C.S	P.G.	420,000	Diro Office		01.10-2016		NO	Company related	NA
6	R. SURI BABU	12 June 1976	Head (Projects)	Degree	420,000	Projects	10 years	01.05.2018	3 Years	NO	Projects	NA
7	N. SRI SASANK	25 January 1986	Head (Sales & Marketing)	M.B.A	420,000	Marketing	8 Years	01.10.2015	4 years	YES	Sales	NA
8	T. VIJAY KUMAR	01 March 1967	Head (Customer Relation)	Degree	360,000	Marketing	7 Years	22.01.2018	4 years	NO	Marketing	NA
9	M. BALANJAN EYULU	02 September 1985	Head (Production)	Degree	324,000	Production	7.5 Years	01.07.2014	2 years	NO	Production	NA
10	M. GOPI SESHAGIRI RAO	10 August 1987	Sr. Accountant	Degree	252,000	Accounts	6 years	03.08.2014	3 Years	NO	Accounts	NA

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**

**Annexure - VII****CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT,  
TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE INFLOW / OUTFLOW**

The particulars as prescribed under Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are as follows:

**A. Conservation of Energy: Not Applicable**

- i. the steps taken or impact on conservation of energy;
- ii. the steps taken by the company for utilizing alternate sources of energy;
- iii. the capital investment on energy conservation equipment's;

**B. Technology Absorption: Not Applicable**

- i. the efforts made towards technology absorption;
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution;
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
  - (a) the details of technology imported;
  - (b) the year of import;
  - (c) whether the technology been fully absorbed;
  - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- iv. the expenditure incurred on Research and Development.

**C. Foreign Exchange Inflow and Outflow during the year: Nil**

- i. Foreign Exchange Inflow : Nil
- ii. Foreign Exchange Outflow : Nil

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**



**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

This Management Discussion and Analysis Report presents a brief presentation of our Company's performance over the previous years and simultaneously attempts to make a fair and practical analysis of our strengths and weaknesses and our position at micro level vis a vis the global scenario. While we recapitulate our past performance in this Annual Report, we have also endeavored to present our areas of focus which we feel would help the Company to go to next level.

This report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, we do not guarantee that these are accurate or will be realised.

Our actual results, performance or achievements could thus differ from those projected in any forward-looking statements. We assume no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

**A. Industry Structure and Developments**

The Indian food industry is poised for huge growth, increasing its contribution to world food trade every year. In India, the food sector has emerged as a high-growth and high-profit sector due to its immense potential for value addition, particularly within the food processing industry.

India's vast agricultural resources alone creates huge potential for investments in its food processing and equipment industry. Major areas holding scope for value added processing are in the canning, packaging, dairy and food processing, frozen food and thermo-processing industries.

According to "India Frozen Food Market Outlook, 2021", dated **23 April, 2018**, frozen food market of India is growing with a CAGR of 15-20% in the last four years.

Although India is a huge producer of food products it is still untapped in the frozen food export industry. The demand for Indian recipes from the Indian settled across the globe has served as an impetus to development of the frozen food industry in recent years. Vegetables like drumsticks and okra and prepared food like chapattis and parathas are nowadays available in frozen form in neat packets all over the world.

This growth was mainly due to more working women, young professionals living alone and greater exposure to western food patterns making consumers to go for food fried, baked or toasted straight from the freezer. The consumption of processed and frozen food has also increased because of growing income of the middle class people in recent years as frozen food provides good food with lesser cooking time. Owing to urbanization and increased income of people, western India has the largest share in the frozen food market. North India will show a steady growth in the forecast period and Southern market will increase as a result of growing popularity of frozen idli sambar. Frozen vegetables and frozen snacks are anticipated to remain the most popular product categories capturing majority of the market share.

India's food market is projected to get double in the coming few years due to rapid economic development, growing population and improved lifestyle. Busy lives are influencing consumers to shift their dietary preferences towards ready-to-eat food products. Hence, frozen foods have become an important part of the modern diet. Freezing or refrigeration allows consumers to have access to foods which were either unavailable or available only during a particular season. Also, freezing helps consumers to preserve their food products for future use. Availability of a wide range of frozen food products in different food categories is giving a boost to the frozen food market in India.

**MAIZE / FRESH CORN: INDIAN SCENARIO**

Maize has wider range of uses than any other cereal crops such as animal feed, human food and industrial purposes. Presently, 85 per cent of grain produced is used for human consumption. In a hand out of India, Maize Development Association has listed more than 1000 Industrial uses of Maize. Zein protein content in Maize is being used in production of artificial fiber with good tensile strength and wool like properties. The grains of Maize are also used for production of Maida, instant starch and for many other purposes due to its high starch content.

According to Government views India can double its maize production to 50 million tones (MT) by 2025 to meet the rising domestic demand of the crop.

**COLD STORAGE: INDIAN SCENARIO**

Indian cold storage market is expected to grow at a CAGR of 16.09% by 2020 driven by the growth in the organized retail, Indian fast food market, and food processing industry and e-commerce sectors.

Cold storage market in India is expected to be worth US\$ 8.57 billion by 2020.

India currently has 6156 cold storage facilities across various states with total capacity of 28.68 MMT which is insufficient. Due to lack of cold storage facilities, India has wastage of more than 450 MMT every year which leads to a huge amount of loss, and leads to shortage in the overall generation capability.

**B. Opportunities and Threats****OUR STRENGTHS****Experienced Management Team**

Mr. A Sri Nagaveer, our Promoter and CEO, has over 16 years of entrepreneurial experience in Food & Beverages and related industries. He is supported by experienced and well-qualified staff at senior and middle management levels. In times of high employee turnover; 5 out of 8 of our key management personnel have been associated with the company for over 4 years. This in house capability and loyal staff will help us scale in future.

**Well Established Brand name and goodwill amongst market players**

We operate in a brand sensitive market. Over almost a decade we have tried to ensure sustainable growth and hence have developed an established brand name, acceptance & recall value in our operating markets (i.e. Andhra Pradesh and Telangana). Sale of products under our brand name (Frozen King) forms 35 % part of our total sale of branded goods which includes brands such as McCain, Haldirams, Milky Mist, Baskin Robbins etc. We have earned goodwill & competitive edge through our consistent quality oriented service. Further we have developed goodwill amongst market participants including farmers, other intermediaries forming part of the corn supply chain, large MNCs as well as local vendors. We believe that our sector is not an easy to enter sector given that substantial portion of the business is carried out through trust and hence having a developed goodwill would help us compete with new entrants in this sector in the future.

**OPPORTUNITIES AND THREATS**

Currently, we have business operations in Andhra Pradesh and Telangana. We plan to expand geographically in to other states across India. Ours is a regulatory oriented business, we need approvals and license for almost all the activities we do. Every state has different laws pertaining to manpower, trading license, etc. and different mannerism of doing business. Our business is therefore significantly dependent on the general economic condition and activity in the states in which we operate, and the central, state and local Government policies relating to our industry. We may expand geographically, and may not gain acceptance or be able to take advantage of any expansion opportunities outside our current markets. This may place us at a competitive disadvantage and limit our growth opportunities. We may face additional risks if we undertake operations in other geographic areas in which we do not possess the same level of familiarity as competitors.

**B. Segment –wise or product –wise performance:**

**Not applicable**

**OUTLOOK:**

With state of art facility and easing the complicated procedures in manufacturing to automation, we are coming up with 60,000 sft facility with BRC standards, which is 40 kms away from Vijayawada. Our production capacity will enhance by approx. 3 times which gives us the scope to expand to the vast Indian market and global market.

At present 90 percent of our business is in Andhra Pradesh and Telangana and a very minimal portion in Karnataka and Tamil Nadu. From the upcoming facility we will be able to cater to the entire South India and also to export markets. Having opened our new warehouse in Kesarpalli, near Vijayawada NH-16, which enables us to cater to Chennai-Calcutta and Orissa markets. Having in house warehouses and logistic facilities, we do have an advantage of not relying on any other cold chain transporter as cold chain being very important part of our complete operations. We have been the pioneer in Secondary distribution, being the only company having local cold chain fleet and delivers the frozen product in temperature controlled vehicles. Being the monopoly in corn products with an experience of about 16 years in the market, we have exclusive advantage of penetrating into the market easier and quicker.

**E. Internal Control Systems and their adequacy**

The internal control systems adopted by the Company are adequate and appropriate to its operations. The system has been designed to ensure that assets and interest of the Company are protected and dependability of accounting data and its accuracy are ensured with proper checks and balances.

The Company has appointed an Internal Auditor, to oversee and carry out an internal audit of the Company's activities. The audit is based on an Internal Audit Plan, which is reviewed each year in consultation with the Statutory Auditors and the Audit Committee.

The Internal Audit process is designed to review the adequacy of internal control checks in the system and covers all significant areas of the Company operations. The Company has an Audit Committee, the details of which have been provided in the Corporate Governance Report. The Audit Committee reviews audit reports submitted by the Internal Auditors.

The Company's Audit committee meets the Company's Statutory Auditors to ascertain their views on the adequacy of Internal Control Systems in the Company and keeps the Board of Directors informed of its major observations at periodic intervals.

**Risks and Concerns:**

The success of our business depends greatly on our ability to effectively implement our business and growth strategies. We plan to increase our sales from the prepared foods or our self-branded foods being sold under the brand of "Frozen Kings". We also plan to explore additional geographies as well as ramping up our processing capabilities. We believe our experience and expertise will help us in executing these business strategies; however, we may not be able to execute our strategies in time or at all in the future. Further, our growth strategies could place significant demand on our management team and other resources and would require us to continuously develop and improve our operational, financial and other controls, none of which can be assured. Any failure on our part to scale up our infrastructure and management could cause disruptions to our business and could be detrimental to our long-term business outlook.

**F. Financial Performance vis a vis operational performance**

Our revenue from operations on standalone basis increased to ₹62.89 Crores from ₹55.95 Crores in the previous year, at a growth rate of 12%. Our company has posted yet another impressive year of performance with increase on sale of processing activity to ₹7.08 crores from ₹1.39 crores in the previous year. Out of the total revenue approx... 85% has been generated from the sale of frozen products.

**1. Income**

Particulars	(₹ In Lakhs)	
	2017-18	2016-17
Sales - Goods	5580.28	5455.89
Sales – Processing Activity	708.33	139.43
Other Income	144.37	131.02
<b>Total</b>	<b>6432.98</b>	<b>5726.34</b>

**2. Expenditure**

Particulars	(₹ In Lakhs)	
	2017-18	2016-17
Cost of Product and Services	5442.34	4826.40
Employee benefit Expenses	197.94	199.42
Financial Charges	254.12	236.81
Depreciation amortization expenses	120.12	95.33
Other Expenses	264.91	232.45
<b>Total</b>	<b>6279.43</b>	<b>5590.41</b>

Cost of products & services mentioned above is net of changes in inventories of finished goods, work in progress and stock-in-trade.

**Sources of Funds**

Currently, we have only one class of shares i.e., Equity Shares of nominal value ₹.10/- each. Our Authorized Share Capital is ₹ 6.50 Crores divided into 65,00,000 equity shares of ₹ 10/- each. The Issued, Subscribed and Paid Up capital stood at ₹.4,86,67,750 divided into 48,66,775 Equity Shares of Rs10/- each as at March 31, 2018.

**Investments**

During the period under review, the company has made an investment of ₹1,32,48,000 by subscribing to 1,44,000 equity shares of ₹.10 each in Kapston Facilities Management Limited. Further, the investments made by the Company in its following wholly owned subsidiaries continue to remain as such during the year under review:

- Squarepeg Distribution Services (P) Ltd.
- Polar Cube Cold Storage Solutions (P) Ltd.

**G. Human Resources / Industrial Relations:**

Your Company, being a man-power intensive unit, employs skilled as well as unskilled employees. The employees are trained in order to deliver the appropriate mix and taste while making corn samosas and other eatables. It places high importance to its employees and ensures their well-being to the extent possible. The employer – employee relations are maintained cordial, thus ensuring smooth operations.

Our pro-human resources policy helps us in controlling the attrition rate amongst our employees and maintains cordial relations across the organization. Further, our human resource strategy has enabled us to attract, integrate, develop and retain the best talent required for driving business growth. However, increasing cost of employees and industry demand for skilled and trained personnel casts a huge challenge on the management to strike an appropriate balance.

**Number of People Employed:**

As on 31<sup>st</sup> March 2018, the employee strength was 65.

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-**

**A Sarat Chandra Babu  
Chairman  
DIN: 02589830**

**Place: Hyderabad**

**Date: 24/08/2018**

## Annexure - IX

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31.03.2018**  
*[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

i	CIN	L15433TG2007PLC053406
ii	Registration Date	30.03.2007
iii	Name of the Company	<b>Tanvi Foods (India)Limited</b>
iv	Category/Sub-Category of the Company	Public Company Limited by Shares / Non-Government Company
v	Address of the Registered office and contact details	Door No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate, Opp: SBH, Sanathnagar Hyderabad – 500018 Email: <a href="mailto:md@cornclub.info">md@cornclub.info</a> Contact: 040-23701289 Website: <a href="http://www.tanvifoods.com">www.tanvifoods.com</a>
vi	Whether Listed Company	Yes
vii	Name, Address and Contact details of Registrar and Transfer Agent	<b>BIGSHARE SERVICES PRIVATE LIMITED</b> E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai - 400 072. Tel: +91 – 22 – 40430200; Contact Person: Mr. Ashok Shetty SEBI Registration No.: INR000001385

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

Business activities which contribute to 10% or more of the total turnover of the company shall be stated:

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% total turnover of the company
1	Trading, distribution, and processing of Food and Beverages	56102	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sl.No.	Name of the Company	CIN	Holding / Subsidiary/ Associate company	% of shares held	Applicable Section
1.	Polar Cube Cold Storage Solutions Private Limited	U63020TG2013PTC086490	Subsidiary	100	2 (87)(ii)
2.	Squarepeg Distribution Services Private Limited	U15122AP2014PTC092550	Subsidiary	100	2 (87)(ii)

**Note :** 5 equity shares in each of the aforesaid subsidiaries are held in the name of Mr. A Sri Nagaveer, whose beneficial ownership is held by Tanvi Foods (India) Limited.

**IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity):**

**i) Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	De-mat	Physical	Total	% of Total Shares	De-mat	Physical	Total	% of Total Shares	
<b>Promoters</b>									
(1)Indian									
a)Individual/HUF(including promoter group)	25,78,739	NIL	25,78,739	62.64	25,78,739	NIL	25,78,739	52.99	-9.65
b)Central Govt.									
c) State Govt.(s)									
d) Bodies Corp.									
e)Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) Any Other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub-total (A)(1):-</b>	25,78,739	NIL	25,78,739	62.64	25,78,739	NIL	25,78,739	52.99	-9.65
(2)Foreign									
a)NRIs									
Individuals									
b)Other									
Individuals									
c) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d)Banks/FI									
e) Any Other....									
<b>Sub-total (A)(2):-</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>									
<b>shareholding of Promoter</b>									
<b>(A)=(A)(1)+(A)(2)</b>	25,78,739		25,78,739	62.64	25,78,739	NIL	25,78,739	52.99	-9.65

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds									
b) Banks/ FI									
c) Central Govt.									
d) State Govt. (s)									
e) Venture Capital Funds									
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
<b>Sub-total (B) (1):-</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>2. Non Institutions</b>									
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals	1,72,000	NIL	1,72,000	4.18	1,18,000	NIL	1,18,000	2.42	-1.76
i) Individual shareholders holding nominal share capital upto ₹.1 lakh	3,42,010	NIL	3,42,010	8.31	6,34,010	NIL	6,34,010	13.03	4.72
ii) Individual shareholders holding nominal share capital in excess of ₹.1 lakh	8,58,026	NIL	8,58,026	20.84	13,32,026	NIL	13,32,026	27.37	6.53
c) Others (specify)									
i) Clearing Members	8,000	NIL	8,000	0.19	NIL	NIL	NIL	NIL	-0.19
ii) Market Maker	1,58,000	NIL	1,58,000	3.84	2,04,000	NIL	2,04,000	4.19	0.35
<b>Sub-total (B)(2):-</b>	15,38,036	NIL	15,38,036	37.36	22,88,036	NIL	22,88,036	47.01	9.65
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	15,38,036	NIL	15,38,036	37.36	22,88,036	NIL	22,88,036	47.01	9.65
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Grand Total (A+B+C)</b>	41,16,775	NIL	41,16,775	100	48,66,775	NIL	48,66,775	100	0

*\*Percentage change is due to increase in paid up capital by allotment of 7,50,000 equity shares on preferential basis. However there is no change in the shareholding of the promoter and promoter group.*



**(ii) Shareholding of Promoters/Promoters group:**

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding 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	
<b>PROMOTER</b>								
1	A. Sri Nagaveer	20,38,701	49.52	NIL	20,38,701	41.89	NIL	-7.68*
	<b>TOTAL</b>	20,38,701	49.52	NIL	20,38,701	41.89	NIL	-7.68
<b>PROMOTERS GROUP</b>								
1	A. Vasavi	2,38,038	5.78	NIL	2,38,038	4.89	NIL	-0.89*
2	A. Sarat Chandra Babu	2,00,000	4.86	NIL	2,00,000	4.11	NIL	-0.74*
3	A. Sarada	1,00,000	2.43	NIL	1,00,000	2.05	NIL	-0.38*
4	P. Sreedevi	2,000	0.05	NIL	2,000	0.04	NIL	0.01*
	<b>TOTAL</b>	5,40,038	13.12	NIL	5,40,038	11.10	NIL	-2.02*

*\*Percentage change is due to increase in paid up capital by allotment of 7,50,000 equity shares on preferential basis. However there is no change in the shareholding of the promoter and promoter group.*

**(iii) Change in Promoters/promoters Shareholding:**

*There is no change in the shareholding of the Promoters and promoters Group*

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

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	%of shareholding		No. of Shares	% of shareholding
<b>1</b>	<b>Raja Rao Yalamanchili</b>					
	At the beginning of the year	Nil	Nil			
	Changes during the Year	2,28,000	4.68	Preferential Allotment – 21.03.2018		
	At the end of the year				2,28,000	4.68

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	%of shareholding		No. of Shares	% of shareholding
<b>2</b>	<b>Hymavathi Yalamanchili</b>					
	At the beginning of the year	Nil	Nil			
	Changes during the Year	2,28,000	4.68	Preferential Allotment – 21.03.2018		
	At the end of the year				2,28,000	4.68

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	%of shareholding		No. of Shares	% of shareholding
<b>3</b>	<b>M Sravanthi</b>					
	At the beginning of the year	2,20,013	5.34			
	Changes during the Year			Nil		
	At the end of the year				2,20,013	4.52

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	%of shareholding		No. of Shares	% of shareholding
<b>4</b>	<b>P Sarada</b>					
	At the beginning of the year	2,20,013	5.34			
	Changes during the Year			Nil		
	At the end of the year				2,20,013	4.52

S. no	Particulars	Shareholding at the beginning of the year		No. of Shares	Date	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding				No. of Shares	% of shareholding
5	<b>Aryaman Capital Markets Limited</b>							
	At the beginning of the year	1,58,000	3.84					
	Changes during the Year			36,000	14.04.17	Addition		
				6,000	21.04.17	Addition		
				2000	28.04.17	Reduction		
				6000	19.05.17	Addition		
				6000	26.05.17	Reduction		
				2000	09.06.17	Addition		
				54000	16.06.17	Reduction		
				6000	23.06.17	Reduction		
				18000	14.07.17	Reduction		
				2000	21.07.17	Addition		
				6000	28.07.17	Addition		
				2000	11.08.17	Addition		
				20000	15.09.17	Addition		
				8000	22.09.17	Addition		
				30000	28.09.17	Addition		
				2000	29.09.17	Addition		
				4000	13.10.17	Reduction		
				4000	27.10.17	Addition		
				2000	31.10.17	Reduction		
				14000	17.11.17	Addition		
				2000	24.11.17	Addition		
				2000	01.12.17	Addition		
				2000	22.12.17	Addition		
				4000	29.12.17	Reduction		
				2000	05.01.18	Reduction		
				12000	12.01.18	Reduction		
				6000	02.02.18	Addition		
				2000	09.02.18	Addition		
				2000	09.03.18	Addition		
				2000	23.03.18	Addition		
	At the end of the year						2,04,000	4.19

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding		No. of Shares	% of shareholding
6	<b>Sravanthi Dasari</b>					
	At the beginning of the year	1,68,000	4.08			
	Changes during the Year			Nil		
	At the end of the year				1,68,000	3.45

S. no	Particulars	Shareholding at the beginning of the year		No. of Shares	Date	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding				No. of Shares	% of shareholding
<b>7</b>	<b>Sajankumar R. Bajaj</b>							
	At the beginning of the year	78,000	1.89					
	Changes during the Year			22,000	15.09.17	Reduction		
				10,000	22.09.17	Reduction		
				32,000	28.09.17	Reduction		
				14,000	17.11.17	Reduction		
				50,000	26.01.18	Addition		
	At the end of the year						50,000	1.03

S. no	Particulars	Shareholding at the beginning of the year		No. of Shares	Date	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding				No. of Shares	% of shareholding
<b>8</b>	<b>Rajesh Katragadda</b>							
	At the beginning of the year	44,000	1.07					
	Changes during the Year			8,000	26.05.18	Reduction		
				6,512	16.06.17	Addition		
				7,488	23.06.17	Addition		
				8,000	30.06.17	Addition		
	At the end of the year						58,000	1.19

S. no	Particulars	Shareholding at the beginning of the year		Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding		No. of Shares	% of shareholding
<b>9</b>	<b>Sainaren Properties Pvt. Ltd.</b>					
	At the beginning of the year	40,000	0.97			
	Changes during the Year	Nil	Nil	Nil	Nil	Nil
	At the end of the year				40,000	0.82

S. no	Particulars	Shareholding at the beginning of the year		Date	Reason	Cumulative Shareholding during the year	
		No. of Shares	% of shareholding			No. of Shares	% of shareholding
10	<b>TASK PEOPLE FOOD AND SERVICES PRIVATE LIMITED.</b>						
	At the beginning of the year	38,000	0.92				
	Changes during the Year	Nil	Nil	Nil	Nil	Nil	Nil
	At the end of the year					38,000	0.78

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Particulars	Date	Reason	At the beginning of the year		Cumulative Shareholding During The Year	
				No. of shares	% Of total shares of the company	No. of shares	% of total shares of the company
1.	<b>A. Vasavi</b>						
	At the beginning of the year	01.04.2017		2,38,038	5.78		
	Changes during the year			NIL		2,38,038	4.89
	At the end of the year	31.03.2018					
2.	<b>A. Sarat Chandra Babu</b>						
	At the beginning of the year	01.04.2017		2,00,000	4.86		
	Changes during the year			NIL	NIL	2,00,000	4.11
	At the end of the year	31.03.2018					
4.	<b>A. Sarada</b>						
	At the beginning of the year	01.04.2017		100,000	2.43		
	Changes during the year			NIL	NIL	100,000	2.05
	At the end of the year	31.03.2018					

5	<b>R.V. Radhakrishna</b>						
	At the beginning of the year	01.04.2017					
	Changes during the year						
	At the end of the year	31.03.2018		NIL	NIL	NIL	NIL
6	<b>Naveen Nandigam</b>						
	At the beginning of the year	01.04.2017					
	Changes during the year			NIL	NIL	NIL	NIL
	At the end of the year	31.03.2018					
	<b>Sri. A. Nagaveer (CEO)</b>						
	At the beginning of the year	01.04.2017		20,38,701	49.52		
	Changes during the year			NIL	NIL		
	At the end of the year	31.03.2018				20,38,701	41.89
7	<b>Shilpa Kotagiri (CS)</b>						
	At the beginning of the year	01.04.2017					
	Changes during the year			NIL	NIL	NIL	NIL
	At the end of the year	31.03.2018					
8	<b>M. Srinivas Reddy (CFO)</b>						
	At the beginning of the year	01.04.2017		10	Negligible		
	Changes during the year			NIL	NIL		
	At the end of the year	31.03.2018				10	Negligible

*\*Percentage change is due to increase in paid up capital by allotment of 7,50,000 equity shares on preferential basis. However there is no change in the shareholding of the promoter and promoter group.*

**V. INDEBTEDNESS:**

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

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	108,420,172	50,127,332		158,547,504
ii) Interest due but not paid	810,678	-		810,678
iii) Interest accrued but not due	172,767	644,758		817,525
<b>Total (i+ii+iii)</b>	109,403,616	50,772,091		160,175,707
<b>Change in Indebtedness during the financial year</b>				
- Addition	38,023,202	15,346,458		53,369,660
- Reduction	14,650,673	28,550,769	NIL	43,201,442
<b>Net Change</b>	23,372,529	(13,204,311)		10,168,217
<b>Indebtedness at the end of the financial year</b>				
Principal Amount	132,671,145	37,221,322		169,892,467
Interest due but not paid	-	-		
Interest accrued but not due	105,000	346,458		451,457
Total (i+ii+iii)	132,776,145	37,567,779		170,343,924

**VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL:**

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		<b>MD: A. Vasavi</b>	
1	Gross salary	18,00,000	18,00,000
A	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	18,00,000	18,00,000
B	Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
C	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission		
	- as % of profit	NIL	NIL
	- others	NIL	NIL
5	Others	NIL	NIL
	<b>Total</b>	18,00,000	18,00,000

Ceiling as per the Act (As per Schedule V of the Act)		84,00,000	84,00,000	
Sl. No	Particulars of Remuneration	Name of Directors		Total Amount
		A. Sarat Chandra Babu	A. Sarada	
1	Gross salary	3,60,000	0	3,60,000
A	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,60,000	0	3,60,000
B	Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
C	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission			
	- as % of profit	NIL	NIL	NIL
	- others	NIL	NIL	NIL
5	Others	NIL	NIL	NIL
	<b>Total</b>	3,60,000	0	3,60,000
	Ceiling as per the Act (As per Schedule V of the Act)	<b>N.A.</b>	<b>N.A.</b>	

**Remuneration to other Directors: Independent Directors**

Sl. No	Particulars of Remuneration	Name Of the Directors		Total Amount
		N Naveen	R.V Radhakrishna	
1	Fee for attending Board/ Committee meetings	40,000	40,000	80,000
2.	Commission	Nil	Nil	Nil
3.	Others Specify	Nil	Nil	Nil
	<b>Total</b>	40,000	40,000	80,000

**B. Remuneration to Key Managerial Personnel other than MD /Manager/ WTD:**

Sl. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1	Gross salary	42,00,000	4,20,000	7,47,000	53,67,000
A	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	42,00,000	4,20,000	7,47,000	53,67,000
B	Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
C	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission				
	- as % of profit	NIL	NIL	NIL	NIL
	- others	NIL	NIL	NIL	NIL
5	Others	NIL	NIL	NIL	NIL
	<b>Total</b>	42,00,000	4,20,000	7,47,000	53,67,000
	Ceiling as per the Act (As per Schedule V of the Act)	<b>NA</b>	<b>NA</b>	<b>NA</b>	



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

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NIL				
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty	NIL				
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL				
Punishment					
Compounding					

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-  
A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**

**Annexure - X****Vigil Mechanism and Whistle Blower Policy**

As referred in the Directors Report, the Company has framed and adopted the Whistleblower policy that covers our Directors and employees. The policy is subject to need based review and modifications, if required, from time to time. The Policy, as applicable currently, is laid hereunder and is also posted on our website [www.tanvifoods.com](http://www.tanvifoods.com)

**Scope and purpose:**

Tanvi Foods (India) Limited is committed to complying with the foreign and domestic laws that apply to it, satisfying the Company's Code of Conduct and particularly to assuring that business is conducted with integrity and that the Company's financial information is accurate. If potential violations of Company policies or applicable laws are not recognized and addressed promptly, both the Company and those working for or with the Company could face governmental investigation, prosecution, fines, and other penalties that may have cascading impact and may prove fatal consequentially, and to promote the highest ethical standards, the Company will maintain a workplace that facilitates the reporting of potential violations of Company's policies and applicable laws. Employees must be able to raise concerns regarding such potential violations easily and free of any fear of retaliation. That is the purpose of this policy (the 'Policy' or the 'Vigil Mechanism and Whistle Blower Policy'). You are required to read this Policy and acquaint yourself with the same.

Report at the earliest - Nip at the bud

Everyone is required to report to the Company any suspected violation of any law that applies to the Company and any suspected violation of the Company's Code of Conduct. It is important that you report all suspected violations. This includes possible accounting or financial reporting violations, insider trading, bribery, harassment, discrimination in your employment etc.

It is the policy of the Company that you must, when you reasonably suspect that a violation of an applicable law or the Company's Code of Conduct has occurred or is occurring, report that potential violation. Reporting is crucial for early detection, proper investigation and remediation, and deterrence of violations of Company's policies or applicable laws. You should not fear any negative consequences for reporting reasonably suspected violations because retaliation for reporting suspected violations is strictly prohibited by Company's policy. Failure to report any reasonable belief that a violation has occurred or is occurring is itself a violation of this Policy and such failure will be addressed with appropriate disciplinary action, including possible termination of employment.

**How & Where to Report**

You must report all suspected violations to (i) your immediate supervisor; (ii) the nodal officer, i.e., the Company Secretary; at or (iii) anonymously, by sending an email to:

If you have reason to believe that your immediate supervisor or the Company Secretary is involved in the suspected violation, your report may be made to the Chairman of the Audit Committee at:

Chairman, Audit Committee, Tanvi Foods (INDIA) Limited, Ground Floor, Old canteen Building, Ground Floor, Sanath Nagar Industrial Estate, Sanath Nagar, Hyderabad.

Because you have several means of reporting, you need never report to someone you believe may be involved in the suspected violation or from whom you would fear retaliation.

Your report should include as much information about the suspected violation as you can provide. Where possible, it should describe the nature of the suspected violation; the identities of persons involved in the suspected violation; a description of documents that relate to the suspected violation; and the time frame during which the suspected violation occurred. Where you have not reported anonymously, you may be contacted for further information.

**Post reporting Investigation**

All reports under this Policy will be promptly and appropriately investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable law. Everyone working for or with the Company has a duty to cooperate in the investigation of reports of violations. Failure to cooperate in an investigation, or deliberately providing false information during an investigation, can be the basis for disciplinary action, including termination of employment. If, at the conclusion of its investigation, the Company determines that a violation has occurred, the Company will take effective remedial action commensurate with the nature of the offense. This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of Company's policy.

**Zero - Retaliation policy**

No one may take any adverse action against any employee for complaining about, reporting, or participating or assisting in the investigation of, a reasonably suspected violation of any law, this Policy, or the Company's Code of Conduct and Ethics. The Company takes reports of such retaliation seriously. Incidents of retaliation against any employee reporting a violation or participating in the investigation of a reasonably suspected violation will result in appropriate disciplinary action against anyone responsible, including possible termination of employment. Those working for or with the Company who engage in retaliation against reporting employees may also be subject to civil, criminal and administrative penalties.

**Modification**

The Audit Committee or the Board of Directors of Tanvi Foods (INDIA) Limited can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with national, state or local regulations and / or accommodate organizational changes within the Company.

Please sign the acknowledgment form below and return it to the Company Secretary. This will let the Company know that you have received the Policy and are aware of the Company's commitment to a work environment free of retaliation for reporting violations of any Company policies or any applicable laws.

**For and on behalf of the Board of  
Tanvi Foods (INDIA) Limited**

**Sd/-  
A Sarat Chandra Babu  
Chairman  
DIN:02589830**

**Place: Hyderabad  
Date: 24/08/2018**

**INDEPENDENT AUDITOR'S REPORT****To the Members of M/s Tanvi Foods (India) Limited**

We have audited the accompanying Standalone Financial Statements of M/s Tanvi Foods (India) Limited ('the Company'), which comprise the Balance Sheet as at March 31<sup>st</sup>, 2018, the Statement of Profit and Loss and the Cash Flow Statement for the Period ended March 31<sup>st</sup>, 2018, and a summary of Significant Accounting Policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these Standalone Financial Statements based on our audit.

We have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters, which are required to be included in the Audit Report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Financial Statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the 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 March 31, 2018 and its Profit and its Cash Flows for the period ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("The Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.

2. As required by Section 143 (3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

(c) The Balance Sheet, The Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors as on March 31<sup>st</sup>, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i) The Company does not have any pending litigations which would impact its financial position.

ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For GV & Co.,**

Chartered Accountants

Sd/-

**Grandhi Vittal**

Proprietor

M. No. 206462

Firm Regn No. 012875S

Place : Hyderabad

Date : May 30, 2018

**Annexure - A to the Auditors' Report**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Standalone Financial Statements as at March 31<sup>st</sup>, 2018, we report that:

- (i)
- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) The fixed assets are physically verified by the management according to a phased programme designed to cover all items which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the management during the year and no material discrepancies have been noticed on such verification and the same have been properly dealt with in the books of account.
  - c) 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 acquired immovable property during the year and the title deeds of the immovable property are held in the name of the company.
- (ii)
- a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.
  - b) In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.
  - c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- (iii)
- a) The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
  - b) In case of loans granted to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of interest as stipulated. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3 (iii) (b) of the order is not applicable to the company in respect of repayment of principal amount.
  - c) There are no overdue amounts in respect of the loans granted to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under section 189 of the Companies Act, 2013 (The Act).
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantee and security made.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted deposits from the public during the year. Therefore the provisions of sec 73 to 76 and the rules framed there under are not applicable to the Company.
- (vi) The maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 in respect of the Company's operations. Therefore the provisions of Clause 3 (vi) of the Order are not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employee state insurance, income-tax, sales tax, value added tax, duty of customs, service tax, Goods and Service Tax, cess and other material statutory dues have been generally regular in depositing, during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employee state insurance, income-tax, sales tax, value added tax, duty of customs, duty of excise, service tax, Goods and Service tax, cess and other material statutory dues were in arrears as at March 31<sup>st</sup>, 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material statutory dues including sales tax, service tax, Goods and Service Tax, duty of customs, duty of Excise, Value Added Tax, Cess and any other material statutory dues pending for deposit with the appropriate authorities on account of any dispute, except as follows;

Sl. No.	Name of the Statute	Nature of Dues	Disputed Amount	Period	Forum, where the dispute is pending	Amount deposited towards disputed demand amount
1	Income Tax Act, 1961	Income Tax	23,35,802	2012-13	The Commissioner of Income Tax (Appeals)	10,00,000
2	Income Tax Act, 1961	Interest on Income Tax	11,69,502	2012-13		
3	Income Tax Act, 1961	Income Tax	55,59,345	2013-14	The Commissioner of Income Tax (Appeals)	11,78,115
4	Income Tax Act, 1961	Interest on Income Tax	22,94,758	2013-14		
5	Income Tax Act, 1961	Income Tax	86,83,374	2014-15	ITO, Ward 2(4), Hyderabad	16,87,586
6	Income Tax Act, 1961	Interest on Income Tax	25,67,196	2014-15		

(viii) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders.

(ix) According to the information and explanations given to us, the company have raised money by way of Initial Public Offer in February, 2017 and Money raised by IPO were applied for the purpose for which the same was raised. The Company has raised new term loans during the year. The term loans outstanding at the beginning of the year and those raised during the year have been applied for the purposes for which they were raised.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) The Company has paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act

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

(xiii) According to the information and explanation given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company, during the year, has made preferential allotment of 7,50,000 shares and 5,00,000 warrants convertible into equity shares within eighteen months from the date of the allotment. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the company has complied with the requirements of Section 42 of the Companies Act, 2013 and the amount raised have been utilized for the purpose for which the funds were raised.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934 As an Non-Banking Financial Company.

**For GV & Co.,**

Chartered Accountants

Sd/-

**Grandhi Vittal**

Proprietor

M.No. 206462

Firm Regn No. 012875S

Place : Hyderabad

Date : May 30, 2018



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

We have audited the internal financial controls over financial reporting of **M/s Tanvi Foods (India) Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

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

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

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

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

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

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For GV & Co.,**

Chartered Accountants

Sd/-

**Grandhi Vittal**

Proprietor

M.No. 206462

Firm Regn No. 012875S

Place : Hyderabad

Date : May 30, 2018

**BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2018**

(Amount in Rs)

Particulars	Note No	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	3	4,86,67,750	4,11,67,750
(b) Reserves and surplus	4	14,36,32,276	7,96,68,374
(c) Money received against share warrants	3	1,00,00,000	-
Share application money pending allotment	5	-	-
<b>Non-current liabilities</b>			
(a) Long-term borrowings	6	2,13,84,443	4,25,82,259
(b) Deferred tax liabilities (net)		44,92,653	44,04,797
(c) Other long-term liabilities	7	2,41,000	70,000
(d) Long-term provisions	8	10,61,517	17,59,381
<b>Current liabilities</b>			
(a) Short-term borrowings	9	11,92,04,873	7,49,64,588
(b) Trade payables	10	78,81,700	97,69,502
(c) Other current liabilities	11	3,30,90,873	5,00,53,015
(d) Short-term provisions	12	38,02,970	27,71,320
<b>TOTAL</b>		<b>39,34,60,055</b>	<b>30,72,10,987</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets	13		
(i) Tangible assets		9,16,85,134	6,58,63,070
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		23,07,434	1,43,66,921
(iv) Intangible assets under development		-	-
(b) Non-current investments	14	1,18,11,190	1,18,11,190
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	15	54,89,188	1,34,46,142
(e) Other Non-Current Assets	16	-	-
<b>Current Assets</b>			
(a) Current investments	17	1,32,48,000	-
(b) Inventories	18	19,50,05,318	15,39,55,821
(c) Trade receivables	19	1,33,02,245	1,24,12,781
(d) Cash and bank balances	20	2,14,30,128	17,61,412
(e) Short-Term loans and advances	21	3,34,62,114	2,58,17,803
(f) Other Current Assets	22	57,19,303	77,75,846
(g) Branch & Divisions			
<b>TOTAL</b>		<b>39,34,60,055</b>	<b>30,72,10,987</b>
<b>III.</b>			
Company Information	1		
Summary of Significant Accounting Policies	2		
The accompanying notes are an integral part of the financial statements.	3 to 46		

**As per my report of even date.**
**For and on behalf of the Board of Directors**

**For GV & Co.,**  
 Chartered Accountants  
 Sd/-  
**Grandhi Vittal**  
**Proprietor**  
 Membership No.206462  
 Firm Regn No.012875S  
 Place : Hyderabad  
 Date : 30.05.2018

Sd/-  
**Adusumilli Sarat Chandra Babu**  
 Chairman & Whole Time Director  
 (DIN:02589830)  
 Sd/-  
**Srinivas Reddy Marredupally**  
 Chief Financial Officer

Sd/-  
**Adusumilli Vasavi**  
 Managing Director  
 (DIN:02589803)  
 Sd/-  
**Shilpa Kotagiri**  
 Company Secretary

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

(Amount in Rs)

Particulars	Note No	For the year ended 31st March, 2018	For the year ended 31st March, 2017
I. Revenue from operations	23	62,88,61,233	55,95,32,065
II. Other income	24	1,44,36,887	1,31,01,538
III. <b>TOTAL REVENUE ( I + II)</b>		<b>64,32,98,120</b>	<b>57,26,33,603</b>
IV. <b>Expenses:</b>			
(a) Purchase of Stock -in- Trade & Direct Exp.	25	58,52,83,672	52,85,63,056
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	(4,10,49,497)	(4,59,22,774)
(c) Employee benefit expenses	27	1,97,94,339	1,99,41,866
(d) Finance costs	28	2,54,11,885	2,36,81,406
(e) Depreciation and amortization expenses	13	1,20,11,854	95,32,963
(f) Other Expenses	29	2,64,91,138	23,24,4761
<b>TOTAL EXPENSES</b>		<b>62,79,43,391</b>	<b>55,90,41,278</b>
V. <b>Profit before exceptional &amp; extraordinary items, prior period items and tax (III - IV)</b>		<b>1,53,54,729</b>	<b>1,35,92,325</b>
VI. Exceptional items		-	-
VII. Prior Period items	30	-	-
VIII. Profit before extraordinary items and tax (V-VI & VII)		<b>1,53,54,729</b>	<b>1,35,92,325</b>
IX. Extraordinary items		-	-
X. <b>Profit before tax (VIII - IX)</b>		<b>1,53,54,729</b>	<b>1,35,92,325</b>
XI. <b>Tax expense:</b>			
Provision for Income Tax		<b>38,90,826</b>	<b>33,04,849</b>
Current Year		38,02,970	27,71,320
Previous Year		-	-
Provision for Deferred Tax		87,856	7,80,557
MAT Credit Entitlement		-	(2,47,028)
XII. <b>Profit for the period from continuing operations (X - XI)</b>		1,14,63,903	1,02,87,476
<b>Discontinuing Operations</b>			
XIII. Profit / (Loss) from discontinuing operations (before tax)		-	-
XIV. Tax expense of discontinuing operations		-	-
XV. <b>Profit / (Loss) from discontinuing operations (after tax)</b>		<b>1,14,63,903</b>	<b>1,02,87,476</b>
XVI. <b>Earnings per equity share:</b>			
<b>EPS before Exceptional, Extraordinary Items &amp; Prior-period;</b>			
Basic (Face Value of Rs.10/- each)		2.77	2.94
Diluted (Face Value of Rs.10/- each)		2.77	2.94
<b>EPS after Exceptional, Extraordinary Items &amp; Prior-period;</b>			
Basic (Face Value of Rs.10/- each)		2.77	2.94
Diluted (Face Value of Rs.10/- each)		2.77	2.94
XVII. Company Information	1		
Summary of Significant Accounting Policies	2		
The accompanying notes are an integral part of the financial statements.	3 to 46		

**As per my report of even date.**
**For GV & Co.,**
**Chartered Accountants**
**Sd/-**
**Grandhi Vittal**
**Proprietor**

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30.05.2018

**For and on behalf of the Board of Directors**

Sd/-

**Adusumilli Sarat Chandra Babu**

Chairman &amp; Whole Time Director

(DIN:02589830)

Sd/-

**Srinivas Reddy Marredupally**

Chief Financial Officer

Sd/-

**Adusumilli Vasavi**

Managing Director

(DIN:02589803)

Sd/-

**Shilpa Kotagiri**

Company Secretary

<b>CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018</b>		<b>Amount in Rs</b>	
<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>	
<b>A. Cash flow from Operating activities</b>			
Profit before exceptional items and tax	1,53,54,729	1,35,92,325	
Adjustments for :			
Depreciation and Amortisation Expense	1,20,11,854	95,32,963	
(Profit) / Loss on sale of fixed assets (net)	4,00,879	-	
(Profit) / Loss on sale of investments (net)	-	-	
Miscellaneous Expenditure Written Off	8,68,852	61,891	
Other Income	(1,44,36,887)	(1,31,01,538)	
Effect of Exchange Rate change			
Finance Costs	2,54,11,885	2,36,81,406	
Cash generated from operations before working capital changes	3,96,11,311	3,37,67,048	
Adjustments for working capital changes			
(Increase)/Decrease in Inventories	(4,10,49,497)	(4,59,22,774)	
(Increase)/Decrease in Trade Receivables	(8,89,464)	9,16,683	
(Increase)/Decrease in Short term Loans & Advances	(76,44,311)	(1,43,34,738)	
(Increase)/Decrease in Long term Loans & Advances	79,56,954	37,70,100	
Increase/(Decrease) in Trade Payables	(18,87,802)	14,08,980	
(Increase)/Decrease in Long term/Short term Provisions	(15,84,804)	29,08,763	
(Increase)/Decrease in Other current liabilities	(1,69,62,143)	2,05,78,841	
(Increase)/Decrease in Other Current Assets	11,87,691	(70,01,989)	
Cash generated from Operations	(2,12,62,065)	(39,09,087)	
Direct Taxes paid	(18,84,380)	(47,25,495)	
Net Cash from Operating activities	(2,31,46,445)	(86,34,582)	
<b>B. Cash flow from Investing Activities</b>			
Purchase of tangible/intangible assets	(3,96,77,797)	(1,94,43,946)	
Sale proceeds of tangible assets	14,43,000	0	
Other Income	1,44,36,887	1,31,01,538	
Capital Work-in-progress	1,20,59,487	(99,18,588)	
(Purchase) / Sale of Investments (Net)	(1,32,48,000)	-	
Cash flow before exceptional items	(2,49,86,423)	(1,62,60,996)	
Exceptional Items		-	
Net Cash generated from Investment Activities	(2,49,86,423)	(1,62,60,996)	
<b>C. Cash Flow from Financing Activities</b>			
Proceeds from issue of Share Capital/ Share Application Money	1,75,00,000	67,20,000	
Securities Premium on Equity Share Capital	52,500,000	33,600,000	
Proceeds / (Repayment) from Long Term Borrowings	(2,10,26,816)	89,90,175	

Proceeds / (Repayment) from Short Term Borrowings	4,42,40,285	(5,83,954)
Finance Costs	(2,54,11,885)	(2,36,81,406)
Dividends Paid	-	-
Dividend tax paid	-	-
Effect of Exchange Rate change	-	-
	<hr/>	<hr/>
Net cash used in financing activities	6,78,01,585	2,50,44,814
<b>Net (Decrease) / Increase in cash and cash equivalents</b>	<b>1,96,68,717</b>	<b>1,49,236</b>
<b>'Cash and cash equivalents at the beginning of the year</b>	<b>17,61,411</b>	<b>16,12,176</b>
<b>Cash and Cash equivalents at the end of the year</b>	<b>2,14,30,128</b>	<b>17,61,411</b>

1. The above Cash Flow Statement has been prepared under the Indirect Method as set out in Accounting Standard 3 on Cash Flow Statements notified under section 133 of the Companies Act, 2013.

2. Previous Year Figures have been regrouped/ reclassified/ rearranged wherever necessary.

**As per my report of even date.**

**For and on behalf of the Board of**

**Directors**

**For GV & Co.,**

**Chartered Accountants**

**Sd/-**

**Grandhi Vittal**

Proprietor

Member Ship No.206462

Firm Regn No.012875s

Place: Hyderabad

Date : 30.05.2018

Sd/-

**Adusumilli Sarat Chandra Babu**

Chairman & Whole Time Director

(DIN:02589830)

Sd/-

**Srinivas Reddy Marredupally**

**Chief Financial Officer**

Sd/-

**Adusumilli Vasavi**

Managing Director

(DIN:02589803)

Sd/-

**Shilpa Kotagiri**

**Company**

**Secretary**

**Notes to the financial statements for the year ended 31st March, 2018****Note Nos.****1. General Information:**

M/s. Tanvi Foods (India) Limited ("the Company") (CIN:U15433TG2007PLC053406) is engaged in the Manufacturing of Corn Samosa, Spring Roll & Trading of Frozen Foods. The company functioning its business in Vijayawada, Krishna District, Andhra Pradesh and Hyderabad, Telangana. The company running its business in the style of "Frozen Kings" and "Corn Club".

**2. Summary of Significant accounting policies****2.1 Basis of Accounting ;**

The accompanying financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory Accounting Standards issued by the Institute of Chartered Accountants of India, the provisions of the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to existing accounting standard requires the change in the accounting policy hitherto in use. Management evaluates all relevant issues or revised accounting standards on an ongoing basis

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the Generally Accepted Accounting Principles that are followed by the company.

**2.2 Use of Estimates ;**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**2.3 Contingencies and events occurring after the balance sheet date (AS 4) ;**

All contingencies and events occurring after the balance sheet date which have a material effect on the financial position of the company are considered for preparing the financial statements.

**2.4 Fixed Assets, Depreciation and Intangible Assets (AS 10, 6 & 26);**

Fixed Assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they related to the period till such assets are ready to be put to use. The same is in compliance with AS-10 to the extent applicable.

Depreciation on fixed assets is being provided on straight line method at the rates in the manner specified in Schedule II of the companies Act, 2013. Depreciation on assets sold during the year is being provided at their respective rates up to the date on which such assets are sold. Depreciation /Amortisation of Intangibles is in compliance with AS 26 to the extent applicable. The expenditure incurred on Leasehold premises is depreciated over the Lease period.

**2.5 Capital Work-In-Progress (AS 10)**

Capital Work-In-Progress is carried at cost, comprising direct cost and related Incidental expenses.

**2.6 Government Grants (AS 12)**

- i) The grants or subsidies received in the nature of promoters contributions are treated as capital receipts and credited to capital reserves.
- ii) The grants or subsidies received relating to specific fixed assets are shown as deduction from the cost of the respective assets concerned in arriving at its book value.
- iii) The grant in the form of revenue subsidy is treated as revenue receipt and credited to "Other Income" in statement of Profit and Loss.

**2.7 Borrowing Cost (AS 16);**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of such asset till such time as the asset is ready

for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred. The same is in compliance with AS-16 to the extent applicable.

**2.8 Investments (AS 13);**

- i) Investments are capitalised at actual cost including costs incidental to acquisition.
- ii) Investments are classified as long-term or current at the time of making such investments.
- iii) Long-term investments are individually valued at cost, less provision for diminution that is other than temporary. Investments held in Subsidiary Companies are stated at cost.
- iv) Current investments are valued at the lower of cost and market value.

**2.9 Inventories (AS 2);**

- i) Inventories are valued at lower of cost or Net Realisable Value.
- ii) Cost of inventories have been computed to include all cost of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition
- ii) The basis of determining cost for various categories of inventories is as follows:
  - a) Raw Material : At Cost or Realisable Value, whichever is lower.
  - b) Work In Progress : At Cost or Realisable Value, whichever is lower.
  - c) Traded / Finished Goods : At Cost or Realisable Value, whichever is lower.

**2.10 Transactions in Foreign Currency (AS 11);**

Foreign currency transactions are recorded at the exchange rates prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated into Indian rupees at the exchange rate prevailing at the balance sheet date. All exchange differences are dealt with in Profit and Loss Account. In the case of assets and liabilities covered by Forward contracts, the difference between the exchange rate at the inception of forward exchange contract and the forward rate specified in the contract is amortised and recognized in the statement of profit and loss over the period of the contract. Premium or discount on foreign exchange forward contract are amortised and recognized in the statement of profit and loss over the period of the contract. The same is in compliance with AS-11 to the extent applicable.

**2.11 Revenue Recognition (AS 9);**

**i) Sale of Goods:**

Revenue from sale of goods is recognized when risk and rewards of ownership of the products are passed on to the customers, which is generally on dispatch of goods and is stated net of sales tax, trade discounts and claims etc.

**ii) Other revenue:**

Other revenue is recognized only when it is reasonably certain that the ultimate collection will be made. The same is in compliance with AS-9 to the extent applicable.

**2.12 Retirement and other employee benefits (AS 15);**

Defined Contribution Plan : The company makes defined contribution to Provident Fund, which are recognized in the Profit and Loss Account on accrual basis.

Defined Benefit Plan : The company's liability under Payment of Gratuity Act is determined on the basis of actuarial valuation provisional made at the end of financial year. Provision for leave entitlement accounted on accrual basis at the end of the financial year.

**2.13 Provision for Current tax, and Deferred tax (AS 22);**

Provision for current tax is made on the basis of estimated taxable income for the current accounting period in accordance with the provisions of Income Tax Act, 1961. Deferred tax resulting from "timing differences" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the asset will be realized in future. The same is in compliance with AS-22 to the extent applicable



Provision for income tax is made on the basis of estimated taxable income. Advance Tax and Tax Deducted at Source (TDS) are shown in the balance sheet under head Loans and advances during the year and in subsequent years the Advance Tax & TDS are adjusted against Provision for Tax on receipt of intimation u/s 143(1) of Income Tax Act, 1961 or the Assessment completed for the relevant year.

2.14 **Cash Flow Statement (AS 3);**

The Cash Flow Statement is prepared by indirect method set in Accounting Standard 3 on cash flow statement and presents the cash flows by Operating, Investing and Finance activities of the company. Cash and cash equivalents presented in cash flow consists of cash in hand, cheques in hand, bank balances. The same is in compliance with AS-3 to the extent applicable.

2.15 **Provisions, Contingent Liabilities and Contingent Assets (AS 29);**

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements. The same is in compliance with AS-29 to the extent applicable.

2.16 **Impairment of Assets (AS 28);**

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to Profit & Loss Account in the year in which the asset is impaired and the impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount. The same is in compliance with AS-28 to the extent applicable.

2.17 **Leases (AS 19);**

Operating lease payments and finance lease payments are recognized as expenses in the profit and loss account as per the terms of the agreements which is representative of the time pattern of the users' benefit.

The same is in compliance with AS-19 to the extent applicable.

2.18 **Extra-ordinary and Exceptional items & Changes in Policies (AS 5);**

All the extra ordinary and prior period items of Income and expenses are separately disclosed in the statement of Profit and Loss account in the manner such that it's impact on the current profit or loss can be perceived. If there has been any change in the Company's accounting policies or accounting estimate so as to have material impact on the current year profit/loss or that of later periods the same would be disclosed as part of notes to accounts. All the items of Income and Expenses from ordinary activities with such size and nature such that they become relevant to explain the performance of the company have been disclosed separately. The same is in compliance with AS-5 to the extent applicable.

2.19 **Earnings Per Share (AS 20) ;**

i) The Basic earning per share is calculated considering the weighted average number of equity shares outstanding during the year.

ii) The Diluted earning per share is calculated considering the effects of potential equity shares on net profits after tax for the year and weighted average number of equity shares outstanding during the year.

## Notes forming part of financial statements As At 31.03.2018

## Note No : 3 Share Capital

S. No.	Particulars	As at 31.03.2018 Amount In Rs.		As at 31.03.2017 Amount In Rs.	
		Number	Amount	Number	Amount
(i)	<b>Authorised</b> Equity Shares of Rs. 10/- each with Voting Rights	65,00,000	6,50,00,000	45,00,000	4,50,00,000
(i)	<b>Issued, Subscribed and Paid up</b> Equity Shares of Rs. 10/- each fully paid up with Voting Rights	48,66,775	4,86,67,750	41,16,775	4,11,67,750
	<b>Total</b>	<b>48,66,775</b>	<b>4,86,67,750</b>	<b>41,16,775</b>	<b>4,11,67,750</b>

## (a) Reconciliation of number of shares:

S.No.	Particulars	As at 31.03.2018 Amount In Rs.		As at 31.03.2017 Amount In Rs.	
		Number	Amount	Number	Amount
1	Equity Shares outstanding at the beginning of the year	41,16,775	4,11,67,750	34,44,775	3,44,47,750
2	Equity Shares Issued during the year #	7,50,000	75,00,000	6,72,000	67,20,000
3	Equity Shares bought back during the year	-	-	-	-
4	Equity Shares outstanding at the end of the year	48,66,775	4,86,67,750	41,16,775	4,11,67,750

# During the Month of February 2017, the company brought a fresh issue at BSE (Emerge:SME Platform) by way of initial public offer of 6,72,000 shares @ Rs. 60 per share consisting Rs. 50 for security premium.

# During the Month of March, 2018, the company made a Preferential allotment of 7,50,000 equity shares through Private Placement offer @ Rs. 80 per share consisting Rs. 70 for security premium.

## (b) Rights, preferences and restrictions attached to shares:

The company has one class of equity shares having a par value of Rs.10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

## (c) Details of shares held by Shareholders holding more than 5 % of the shares in the company:

S.No.	Class of shares / Name of shareholder	As at 31.03.2018		As at 31.03.2017	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
	<u>Equity Shares with Voting Rights</u>				
1	Adusumilli Sri Nagaveer	20,38,701	41.89%	20,38,701	49.52%
2	Adusumilli Vasavi	2,38,038	4.89%	2,38,038	5.78%
3	Adusumilli Sarat Chandra Babu	2,00,000	4.11%	2,00,000	4.86%
4	Adusumilli Sarada	1,00,000	2.05%	1,00,000	2.43%
5	Paturi Sarada	2,20,013	4.52%	2,20,013	5.34%
6	Mikkilineni Sravanthi	2,20,013	4.52%	2,20,013	5.34%

(d) Aggregate number and class of shares allotted as fully paid up for consideration other than cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date

S.No.	Particulars	As at 31.03.2018		As at 31.03.2017	
		No. of Shares issued	Amount	No. of Shares issued	Amount
1	Paturi Sarada*	2,20,013	22,00,130	2,20,013	22,00,130
2	Mikkilineni Sravanthi*	2,20,013	22,00,130	2,20,013	22,00,130
3	Adusumilli Sri Nagaveer**	2,52,711	25,27,110	2,52,711	25,27,110
4	Adusumilli Vasavi**	2,038	20,380	2,038	20,380

\* 4,40,026/- Equity Shares issued on account of Acquisition of Polar cube Cold Storage Solutions Pvt. Ltd.

\*\* 2,54,749/- Equity Shares issued on account of Acquisition of Squarepeg Distribution Services Pvt. Ltd.

( e) During the month of March, 2018, the Company has issued 4,00,000 Warrants of Rs. 80/- each and 1,00,000 warrants of Rs. 80/- each to Adusumilli Sri Nagaveer and Adusumilli Vasavi respectively and has received Rs. 80,00,000 from Adusumilli Sri Nagaveer and Rs. 20,00,000 from Adusumilli Vasavi as 25% of the Consideration amount as per Regulation 4(3)( c) of SEBI (ICDR) regulations, 2015. The warrants are convertible into equity shares within 18 months from the date of allotment upon receipt of balance subscription amount of Rs. 2,40,00,000 from Adusumilli Sri Nagaveer and Rs. 60,00,000 from Adusumilli Vasavi. The equity shares to be allotted upon exercise of Warrants shall rank Pari Passu in all respects including as to dividend, with the existing Equity Shares of Face Value of Rs. 10/- each of the Company

SI No.	Name of the Warrant Holder	Date of Allotment of Warrant	No. of warrants	Farthest Date of Conversion
1	Adusumilli Sri Nagaveer	21-Mar-18	4,00,000	20-Sep-19
2	Adusumilli Vasavi	21-Mar-18	1,00,000	20-Sep-19
			<b>5,00,000</b>	

Clause (e), (f), and (h) to (i) (B & C) and (k) to (l) of the Note 6(A) to the Schedule III of the Companies Act, 2013 are not applicable.

## 4 Note: Reserves &amp; Surplus

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
4	<b>Note: Reserves &amp; Surplus</b>		
	<b>Securities Premium Account</b>		
	Opening Balance	3,84,63,440	48,63,440
	Add: Premium on shares issued during the year	5,25,00,000	3,36,00,000
	#		
	Less : Utilised during the year	-	-
	Closing Balance	<b>9,09,63,440</b>	<b>3,84,63,440</b>
	<b>Profit and Loss Account</b>		
	As per last Balance Sheet	4,12,04,933	3,09,17,458
	(+) Net Profit for the current year	1,14,63,903	1,02,87,476
	(+) Transfer from Reserves*	-	-
	(-) Net Loss for the current year	-	-
	(-) Proposed Dividends	-	-
	(-) Interim Dividends	-	-
Closing Balance	<b>5,26,68,836</b>	<b>4,12,04,934</b>	
<b>Total</b>	<b>14,36,32,276</b>	<b>7,96,68,374</b>	

# During the Month of February 2017, the company brought a fresh issue at BSE (Emerge: SME Platform) by way of initial public offer of 6,72,000 shares @ Rs. 60 per share consisting Rs. 50 for security premium.

# During the Month of March, 2018, the company made a Preferential allotment of 7,50,000 equity shares of Face Value of Rs. 10 each through Private Placement offer @ Rs. 80 per share consisting Rs. 70 for security premium.

## 5 Note: Share Application money pending allotment

-	-
-	-
-	-

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
6	<b>Note: Long Term Borrowings</b>		
	<b>Secured</b>		
	a) Term Loans *		
	i) From Banks	46,12,075	57,76,695
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	20,50,000	24,78,927
		25,62,075	32,97,768
	ii) From NBFC's	-	-
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	-
		-	-
	b) Vehicle Loans **		
	i) From Banks	1,45,89,716	2,39,18,161
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	69,48,020	92,15,532
		76,41,696	1,47,02,630
	ii) From NBFC's	29,86,564	37,60,727
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	11,04,469	30,70,388
		18,82,095	6,90,339
	<b>Total Secured Loans</b>	<b>1,20,85,866</b>	<b>1,86,90,737</b>
	<b>Unsecured</b>		
	Business Loans ***		
	i) From Banks	21,81,956	31,98,513
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	12,27,440	10,16,557
		9,54,516	21,81,956
	ii) From NBFC's	2,63,17,283	4,69,28,819
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	1,79,73,221	2,52,19,253
		83,44,061	2,17,09,566
	Loans from Others	-	-
	<b>Total Un-Secured Loans</b>	<b>92,98,577</b>	<b>2,38,91,522</b>
		<b>2,13,84,443</b>	<b>4,25,82,259</b>

\*Term Loans are secured against Fixed Assets of the company, both present and future. (For details Refer Note No 39).

\*\* Vehicles loans are secured by hypothecation of vehicles financed by respective banks. (For details Refer Note No. 39)

\*\*\* The Company availed Unsecured Business Loans from Banking & Non Banking Financial Institutions (for Details Refer Note No. 39)

**7 Note: Other Long Term Liabilities**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
7	Other Liabilities	2,41,000	70,000
		<b>2,41,000</b>	<b>70,000</b>

**8 Note: Long Term Provisions**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
8	Provision for Gratuity	10,61,517	8,72,441
	Provision for Taxes	-	8,86,940
	Provisions - Others		
		<b>10,61,517</b>	<b>17,59,381</b>

**9 Note: Short Term Borrowings**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
9	Secured		
	Loans repayable on demand from Banks *	11,04,82,790	7,49,64,588
	Loans repayable on demand from NBFC's	-	-
	Loans repayable on demand from Others	-	-
	Unsecured		
	Loans from Related Parties	-	-
	Other Loans and Advances	87,22,083	-
		<b>11,92,04,873</b>	<b>7,49,64,588</b>

\* Working Capital loans are secured by hypothecation of Stocks & Receivables (present & future) of the Company (For details Refer Note No. 39)

The Company has borrowed Un-secured loans on the following terms & conditions:

Terms & Conditions	Particulars
Rate of Interest	18%
Security	Nil
Terms of Repayment	Repayable on Demand

**10 Note: Trade Payables**

<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>10</b>	Dues to Micro, Small and Medium Enterprises *	-	-
	Dues to Others	78,81,700	97,69,502
		<b>78,81,700</b>	<b>97,69,502</b>

\* The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the company is as under:

Principal amount due and remaining unpaid	-	-
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

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

**11 Note: Other Current Liabilities**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
11	Current Maturities of Long Term Debt (Secured) (Refer Note No.6)	-	-
	a) Term Loans		
	From Banks	20,50,000	24,78,927
	From NBFC's	-	-
	b) Business Loans		
	From Banks	12,27,440	10,16,557
	From NBFC's	1,79,73,221	2,52,19,253
	c) Vehicle Loans		
	From Banks	69,48,020	92,15,532
	From NBFC's	11,04,469	30,70,388
	Interest Accrued and Due on Borrowings **	-	810,678
Interest Accrued But not Due on Borrowings ***	4,51,457	8,17,525	
Advances received from Customers	1,54,286	50,690	
Other Payables****	31,81,979	73,73,466	
	<b>3,30,90,873</b>	<b>5,00,53,015</b>	

\*\* Interest Accrued and Due on Borrowings Consists of:

On Working Capital Loan	-	8,10,678
On Business Loans	-	-

\*\*\* Interest Accrued & But not Due on Borrowings consists of:

On Term Loans	6,642	6,054
On Business Loans	3,46,458	6,44,758
On Vehicle Loans	98,358	1,66,713

\*\*\*\* Other Payables include

Statutory Liabilities	11,75,423	32,75,270
Rent Creditors	85,040	1,94,769
Expenses Payable	19,21,515	39,03,427

**12 Note: Short Term Provisions**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
12	Provisions for Employee Benefits		
	Provision for Gratuity	-	-
	Provisions - Others:		
	Provision for Taxes - Current Year	38,02,970	27,71,320
Provision for Taxes - Previous Year	-	-	
	<b>38,02,970</b>	<b>27,71,320</b>	



13 Fixed Assets

S. No.	Particulars	Gross Block									
		Balance As At 01.04.2017	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign exchange differences	Borrowing cost capitalised	Other Adj.	Balance As At 31.03.2018
		1	2	3	4	5	6	7	8	9	10= 1+2-3+4-5 +6-7+8-9
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	19,80,270	1,44,466	-	-	-	-	-	-	-	21,24,736
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	26,82,673	2,76,687	-	-	-	-	-	-	-	29,59,360
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	2,46,86,980	1,73,57,947	-	-	-	-	-	-	-	4,20,44,927
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	7,38,751	1,68,769	-	-	-	-	-	-	-	9,07,520
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	2,79,17,299	29,91,402	-	-	-	-	-	-	-	3,09,08,701
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	3,56,43,075	-	30,91,179	-	-	-	-	-	-	3,25,51,896
(f)	Civil Structures										
	Owned	-	1,00,55,814	-	-	-	-	-	-	-	1,00,55,814

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	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(g)	Land										
	Owned	-	86,82,712	-	-	-	-	-	-	-	86,82,712
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>9,36,49,048</b>	<b>3,96,77,797</b>	<b>30,91,179</b>	-	-	-	-	-	-	<b>13,02,35,666</b>
	<b>Previous Year</b>	<b>(1,82,53,014)</b>	<b>(95,32,963)</b>	-	-	-	-	<b>(2,77,85,978)</b>	<b>(6,58,63,070)</b>	<b>(5,59,52,087)</b>	
<b>B</b>	<b>Intangible assets</b>	-	-	-	-	-	-	-	-	-	-
	<b>Total (B)</b>	-	-	-	-	-	-	-	-	-	-
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	-	-
	<b>Grand Total (A + B)</b>	<b>9,36,49,048</b>	<b>3,96,77,797</b>	<b>30,91,179</b>	-	-	-	-	-	-	<b>13,02,35,666</b>

S. No.	Particulars	Accumulated depreciation and impairment							Net block		
		Balance As At 01.04.2017	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Adj. due to Change of Accounting policy (i.e from WDV to SLM)	Impairment losses recognised in statement of profit and loss	Reversal of impairment losses recognised in Statement of Profit and Loss	Other adjustments	Balance As At 31.03.2018	Balance As At 31.03.2018	Balance As At 31.03.2017
		11	12	13	14	15	16	17	18=sum(11:17)	19= (10-18)	20= (1 - 11)
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	13,58,410	3,11,408	-	-	-	-	-	16,69,818	4,54,918	6,21,860
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	9,24,077	2,91,786	-	-	-	-	-	12,15,862	17,43,498	17,58,596
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	84,30,875	24,78,819	-	-	-	-	-	1,09,09,694	3,11,35,233	1,62,56,105
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	2,89,539	1,61,855	-	-	-	-	-	4,51,394	4,56,126	4,49,212
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	36,32,829	35,48,583	-	-	-	-	-	71,81,412	2,37,27,289	2,42,84,470
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	1,31,50,248	49,88,338	12,47,300	-	-	-	-	1,68,91,286	1,56,60,610	2,24,92,827
(f)	Civil Structures										
	Owned	-	2,31,065	-	-	-	-	-	2,31,065	98,24,749	-

	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(g)	Land										
	Owned	-	-	-	-	-	-	-	86,82,712	-	-
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>2,77,85,978</b>	<b>1,20,11,854</b>	<b>12,47,300</b>	-	-	-	-	<b>3,85,50,532</b>	<b>9,16,85,134</b>	<b>6,58,63,070</b>
	<b>Previous Year</b>	<b>(1,82,53,014)</b>	<b>(95,32,963)</b>	-	-	-	-	-	<b>(2,77,85,978)</b>	<b>(6,58,63,070)</b>	<b>(5,59,52,087)</b>
<b>B</b>	<b>Intangible assets</b>	-	-	-	-	-	-	-	-	-	-
	<b>Total (B)</b>	-	-	-	-	-	-	-	-	-	-
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	-	-
<b>C</b>	<b>Capital Work in Progress</b>								-	23,07,434	1,43,66,921
	<b>Total (C)</b>	-	-	-	-	-	-	-	-	23,07,434	1,43,66,921
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	(1,43,66,921)	(44,48,333)
	<b>Grand Total (A + B + C)</b>	<b>2,77,85,978</b>	<b>1,20,11,854</b>	<b>12,47,300</b>	-	-	-	-	<b>3,85,50,532</b>	<b>9,39,92,568</b>	<b>8,02,29,991</b>

**14 Note : Non-current investments**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>14</b>	Long Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments		
	Quoted	-	-
	Unquoted		
	Investments in equity instruments of subsidiaries		
	4,45,000 Equity Shares of Polar Cube Cold Storage Solutions (P) Ltd. of Rs.10/- each.	74,80,450	74,80,450
	2,67,000 Equity Shares of Squarepeg Distribution Services (P) Ltd. of Rs.10/- each.	43,30,740	43,30,740
		<b>1,18,11,190</b>	<b>1,18,11,190</b>

**15 Note: Long Term Loans & Advances**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>15</b>	(a) Capital Advances		
	Secured, considered good	-	-
	Unsecured, considered good	1,80,000	83,31,954
	Doubtful	-	-
	(b) Security Deposits		
	Rent Deposit	7,22,100	7,57,100
	Other Deposits	9,33,600	7,03,600
	(c) Loans & Advances to related parties	-	-
	(d) Loans & Advances to Employees	-	-
	(e) Prepaid Expenses	-	-
	(f) Advance Income Tax (Unsecured, Considered good)	-	-
	(g) MAT Credit Entitlement	36,53,488	36,53,488
	(h) Balances with Government Authorities	-	-
	(i) Other Loans & Advances		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	(j) Doubtful	-	-
		<b>54,89,188</b>	<b>1,34,46,142</b>
	Less: Provision for other doubtful loans & advances	-	-
		<b>54,89,188</b>	<b>1,34,46,142</b>
	<b>Note: Long Term Loans &amp; Advances include amounts due from</b>		
	Directors - (Rent Deposit)	30,000	30,000
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-

**16 Note: Other Non-Current Assets**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	(a) Long-term trade receivables	-	-
	(b) Unamortised expenses ( to the extent not written off or not adj.)	-	-
	(c) Accruals	-	-
	(d) Other Non-current Assets	-	-
		-	-

**17 Note : Current investments**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Short Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments (Investment in Equity Shares) Quoted (Market Value is of Rs. 1,32,48,000) (The Company has subscribed to 1,44,000 Equity Shares in the Initial Public Offer of Kapston facilities Management Limited at Rs. 92.00 per share)	1,32,48,000	-
	Unquoted	-	-
		<b>1,32,48,000</b>	-

**18 Note: Inventories**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	(a) Raw materials	46,61,908	35,55,247
	Goods-in-transit	-	-
	(b) Work-in-progress	2,31,528	1,80,507
	Goods-in-transit	-	-
	(c) Finished goods (other than those acquired for trading)	46,23,750	41,88,302
	Goods-in-transit	-	-
	(d) Stock-in-trade (acquired for trading) *	18,54,88,132	14,60,31,765
	Goods-in-transit	-	-
	(e) Stores and spares	-	-
	Goods-in-transit	-	-
	(f) Loose tools	-	-
	Goods-in-transit	-	-
	(g) Others (Specify nature)	-	-
	Goods-in-transit	-	-
		<b>19,50,05,318</b>	<b>15,39,55,821</b>

- Mode of Valuation  
As per Accounting policy Refer No. 2.90

**19 Note: Trade Receivables**

<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>19</b>	Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
	Secured, considered good	-	-
	Unsecured, considered good	1,99,896	23,62,113
	Doubtful	-	-
	Trade receivables outstanding for a period less than six months from the date they were due for payment		
	Secured, considered good	-	-
	Unsecured, considered good *	1,31,02,349	1,00,50,668
	Doubtful	-	-
		<b>1,33,02,245</b>	<b>1,24,12,781</b>
	Less: Provision for doubtful trade receivables	-	-
		<b>1,33,02,245</b>	<b>1,24,12,781</b>
	Trade receivables include debts due from:		
Directors	-	-	
Firms in which any director is interested (M/s Sri Sai Agencies, Proprietorship)	22,08,621	27,03,431	
Other officers of the Company	-	-	
Private companies in which any director is a director or member (give details per company)	-	-	
Wholly Owned Subsidiaries	24,72,413	-	

**20 Note: Cash and Bank Balances**

<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>20</b>	(a) Cash and Cash Equivalents		
	(i) Balances with banks;		
	- In Current Accounts	2,08,59,870	4,55,074
	(ii) Cheques, drafts on hand	-	-
	(iii) Cash on hand	5,70,258	13,06,338
	(b) Other Bank balances		
- In Deposit Accounts	-	-	
	<b>2,14,30,128</b>	<b>17,61,412</b>	

<b>21 Note: Short Term Loans &amp; Advances</b>			
<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>21</b>	(a) Loans & Advances to related parties	-	-
	(b) Security deposits	-	-
	(c) Loans and advances to employees		
	Secured, considered good	-	-
	Unsecured, considered good	32,82,313	11,95,983
	Doubtful	-	-
	(d) Prepaid expenses - Unsecured, considered good *	12,08,098	13,30,691
	(e) Balances with government authorities		
	Unsecured, considered good		
	Advance Tax and TDS **	50,90,123	36,76,100
	VAT / EPF	-	40,156
	IT Refund Due	-	-
	(f) Inter-corporate deposits	-	-
	(g) MAT Credit entitlement - Unsecured, considered good ***	-	-
	(h) Other Loans & Advances ****		
	Secured, considered good	-	-
	Unsecured, considered good	2,38,81,580	1,95,74,873
	Doubtful	-	-
		<b>3,34,62,114</b>	<b>2,58,17,803</b>
	Less: Provision for other doubtful loans and advances	-	-
		<b>3,34,62,114</b>	<b>2,58,17,803</b>
	* "Prepaid Expenses" pertains to Insurance, Annual Maintenance Contracts.		
	** includes Refunds pertaining to earlier years.		
	*** MAT Credit entitlement has been brought in to books and it represents current year.		
	<b>**** Other Loans &amp; Advances includes</b>		
	Advances to Suppliers	2,38,02,163	1,71,58,936
	Advance for Expenses	-	89,692
	Other Advances	79,417	23,26,245

<b>22 Note: Other Current Assets</b>			
<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>22</b>	(a) Unbilled revenue	-	-
	(b) Unamortized expenses	38,08,899	42,84,750
	(c) Accruals	-	-
	(d) Other Current Assets	19,10,404	34,91,095
		<b>57,19,303</b>	<b>77,75,845</b>
	<b>Note: Other Current Assets include amounts due from</b>		
	Directors	-	-
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-
	Wholly Owned Subsidiaries	-	31,59,921



**23 Note: Revenue from operations**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>23</b>	Sales - Trading	55,80,28,476	54,55,89,083
	VAT Sales @ 5%	34,87,862	2,36,64,294
	VAT Sales @ 14.5%	1,61,77,770	5,33,25,397
	VAT Sales @ exempted (incl. CST Sales)	14,18,98,392	46,85,99,392
	GST Sales @ 5%	75,90,198	-
	GST Sales @ 12%	3,71,17,879	-
	GST Sales @ 18%	4,10,540	-
	GST Sales Exempted	35,13,45,836	-
	Sales - Processing Activity	7,08,32,757	1,39,42,982
	VAT Sales @ 5%	26,24,840	67,81,939
	VAT Sales @ 14.5%	11,02,755	71,61,043
	GST Sales @ 5%	3,10,41,364	-
	GST Sales @ 12%	3,60,63,798	-
	GST Sales @ 18%	-	-
		<b>62,88,61,233</b>	<b>55,95,32,065</b>
	<b>Sale of Goods under broad heads;</b>		
	- Frozen Products	53,36,90,306	54,35,84,330
	- Dairy and Other Misc.	2,43,38,171	20,04,753
	- Corn Samosa	2,63,04,489	22,96,688
	- Corn Spring Roll	1,08,62,064	48,64,355
	- Corn Kernels and Other Misc.	3,36,66,204	67,81,939
		<b>62,88,61,233</b>	<b>55,95,32,065</b>

**24 Note: Other income**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>24</b>	Corp. Office Sub-Let Income	1,20,000	1,65,000
	Income through hiring of Vehicles	90,90,336	90,90,308
	Other Income	52,26,551	35,93,559
	Discount Received	-	2,52,671
		<b>1,44,36,887</b>	<b>1,31,01,538</b>

**25 Note: Purchase of Stock -in- Trade**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
25	Purchases		
	VAT Purchases @ 5%	19,53,448	1,29,91,217
	VAT Purchases @ 14.5%	1,09,34,819	4,38,03,570
	VAT Purchases @ Exempted	13,88,68,362	47,09,35,065
	GST Purchases @ Exempted	35,45,48,464	
	GST Purchases @ 5%	3,39,41,636	
	GST Purchases @ 12%	3,93,99,891	
	GST Purchases @ 18%	23,11,739	
	Direct Expenses at Factory	33,25,314	8,33,204
		<b>58,52,83,672</b>	<b>52,85,63,056</b>
	<b>Purchase of Goods under broad heads;</b>		
	- Frozen Products & Corn Kernels	51,99,33,781	49,47,71,490
	- Dairy Products	2,63,40,245	2,29,51,519
	- Other Misc.	3,56,84,332	1,00,06,843
		<b>58,19,58,358</b>	<b>52,77,29,852</b>

**26 Note: Changes in inventories of finished goods, work-in-progress and stock-in-trade**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
26	<u>Inventories at the end of the year:</u>		
	Raw Material	46,61,908	35,55,247
	Work-in-progress	2,31,528	1,80,507
	Finished goods	19,01,11,882	15,02,20,067
		<b>19,50,05,318</b>	<b>15,39,55,821</b>
	<u>Inventories at the beginning of the year:</u>		
	Raw Material	35,55,247	11,54,289
	Work-in-progress	1,80,507	1,83,816
	Finished goods	15,02,20,067	10,66,94,943
		<b>15,39,55,821</b>	<b>10,80,33,048</b>
	Net increase / (decrease)	<b>4,10,49,497</b>	<b>4,59,22,774</b>

**27 Note: Employee benefit expenses**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
27	Salaries and Wages	1,13,74,100	1,03,17,408
	Directors Remuneration	58,67,500	64,40,000
	Contribution / Provision to provident and other funds *	15,19,107	18,96,319
	Staff Welfare Expenses	10,33,632	12,88,139
		<b>1,97,94,339</b>	<b>1,99,41,866</b>

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity.

**28 Note: Finance costs**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
28	Interest Expense		
	Interest	2,35,20,329	2,11,24,030
	Interest on others *	10,50,869	5,82,326
	Other Borrowing Costs:		
	Loan Processing Charges	4,85,116	17,11,065
	Other Finance Expenses:		
	Bank charges	3,55,571	2,63,985
		<b>2,54,11,885</b>	<b>2,36,81,406</b>

\* includes Interest on TDS, Service Tax & VAT.

**29 Note: Other Expenses**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>29</b>	<b>Administrative Expenses:</b>		
	Administrative Expenses	19,32,787	57,76,373
	Audit Fee	3,40,000	2,31,000
	Consultancy Fee	5,39,900	3,91,055
	Donations	92,000	-
	Electricity Charges	22,58,502	18,44,400
	Fuel Expenses	19,59,760	12,96,458
	Insurance on Fixed Assets	30,121	18,274
	Loss on sale of asset	4,00,879	-
	Miscellaneous Expenses	4,58,841	3,23,902
	Net, Cable & News Paper Bill	57,638	52,641
	Office Maintenance	4,60,565	4,47,362
	Postage & Telegrams	20,057	56,071
	Printing & Stationery	2,81,281	4,70,149
	Rent Expenses	17,31,704	17,74,714
	Repairs & Maintenance	6,91,990	10,37,727
	Royalty Expenses	2,40,000	2,40,000
	Stock Insurance	1,15,455	1,14,424
	Subscriptions	57,950	47,832
	Taxes & Licenses	5,76,850	2,88,580
	Telephone Charges	2,60,826	3,01,676
	Travelling, Boarding & Conveyance	5,60,882	6,14,779
	Vehicle Insurance	9,57,569	5,84,944
	Vehicle Maintenance	18,75,402	12,28,875
	Website Design Charges	-	66,283
	Miscellaneous Expenses Written off	8,68,852	61,891
	<b>Selling &amp; Distribution Expenses</b>		
	Advertising & Marketing Expenses	4,12,983	6,900
	Business Promotion	9,45,586	9,33,276
	Counter Expenses	5,41,173	2,40,575
	Discount Allowed	3,02,649	5,23,361
	Transportation Charges	75,18,936	42,24,591
		<b>2,64,91,138</b>	<b>2,32,44,761</b>

**30 Prior Period Items**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
30	Contribution / Provision to provident and other funds *	-	-
	VAT Paid	-	-
	Rent Paid	-	-
	Interest on Term Loan	-	-
		-	-

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity.

**31 Note: Auditors Remuneration**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>31</b>	Payments to Auditors Comprises:		
	As Auditors - Statutory Audit	3,00,000	2,30,000
	For taxation matters	40,000	-
	For company law matters	-	-
	For management services	-	-
	For other services	-	-
	Reimbursement of Expenses	-	-

**32 Note: Deferred Tax Liability / (Deferred Tax Asset) (Net)**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>32</b>	Deferred Tax Liability on account of		
	i) Depreciation and Amortisation	1,46,133	7,56,829
	ii) Miscellaneous expenditure written off	147	249,498
	<b>Total</b>	<b>1,46,280</b>	<b>10,06,327</b>
	Deferred Tax Assets on account of		
	i) Gratuity	58,424	2,25,770
	<b>Total</b>	<b>58,424</b>	<b>225,770</b>
	Net Deferred Tax Liability	<b>87,856</b>	<b>7,80,557</b>

**33 Note: Related Party Disclosures**

S.No.	Name of the Related Party	Nature of Relationship
1	Sri. A. Sri Nagaveer	Key Managerial Personnel
2	Smt. A. Vasavi	Key Managerial Personnel
3	Sri. A. Sarat Chandra Babu	Key Managerial Personnel
4	Smt. A. Sarada	Key Managerial Personnel
5	Ms. B. Mahalakshmi	Key Managerial Personnel
6	Mr. Marredupally Srinivasa Reddy	Key Managerial Personnel
7	Mrs. Shilpa Kotagiri	Key Managerial Personnel
8	M/s Squarepeg Distribution Services Private Limited	Wholly Owned Subsidiary
9	M/s Polar Cube Cold Storage Solutions Private Limited	Wholly Owned Subsidiary
10	M/s Sri Sai Agencies (Prop. A Sri Nagaveer)	Enterprise over which Directors having Significant Influence (EDS)

**Transactions with Related Parties:**

S.No.	Nature of Transaction	FY 2017-18				FY 2016-17			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Remuneration	58,67,500	-	-	58,67,500	64,80,000	-	-	64,80,000
2	Salary	18,36,175	-	-	18,36,175	4,31,505	-	-	4,31,505
3	Rent (Expenses)	2,95,200	-	-	2,95,200	2,88,000	-	-	2,88,000
4	Royalty (Expenses)	2,40,000	-	-	2,40,000	2,40,000	-	-	2,40,000
5	Freezer Placing Expenses	-	-	3,50,250	3,50,250	-	-	3,45,000	3,45,000
6	Vehicle Hire Charges (Income)	-	-	90,90,336	90,90,336	-	-	95,44,823	95,44,823
7	Purchases	-	17,48,125	-	17,48,125	-	-	-	-
8	Sales	-	16,42,425	-	16,42,425	-	16,52,235	-	16,52,235
9	Transort Charges	-	-	69,65,000	69,65,000	-	-	38,08,000	38,08,000
10	Rent Deposit	-	-	-	-	-	-	-	-
11	Unsecured Loans (Recd. & Repaid)	-	-	-	-	-	-	-	-
11	Acquisition of Equity Shares of M/s Squarepeg Distribution Services (P) Ltd.	-	-	-	-	-	-	-	-

**Balances with Related Parties As At 31.03.2018 :**

S.No.	Nature of Transaction	FY 2017-18				FY 2016-17			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Rent Deposit	30,000	-	-	30,000	30,000	-	-	30,000
2	Remuneration / Salary Payable	1,36,715	-	-	1,36,715	2,74,438	-	-	2,74,438
3	Rent Payable	23,760	-	-	23,760	21,600	-	-	21,600
4	Other Current Assets	-	-	-	-	-	-	31,59,921	31,59,921
5	Trade Receivables	-	22,08,621	24,72,413	46,81,034	-	27,03,431	-	27,03,431
6	Trade Payables	-	-	-	-	-	-	-	-
7	Expenses Payable	-	-	28,000	28,000	-	-	2,95,864	2,95,864
8	Investments	-	-	1,18,11,190	1,18,11,190	-	-	1,18,11,190	1,18,11,190
9	Loans and Advances	-	-	-	-	-	-	-	-

## Disclosure in respect of material transactions during the year:

S. No.	Particulars	FY 2017-18	FY 2016-17
<b>1</b>	<b><u>Directors Remuneration</u></b>		
	Sri. A. Sri Nagaveer	35,87,500	42,00,000
	Smt. A. Vasavi	18,00,000	18,00,000
	Sri. A. Sarat Chandra Babu	3,60,000	3,60,000
<b>2</b>	<b><u>Directors Sitting Fee</u></b>		
	Smt. A Sarada	40,000	40,000
	Sri. N Naveen	40,000	40,000
	Sri. R V Radhakrishna	40,000	40,000
<b>3</b>	<b><u>Salary</u></b>		
	Sri. A. Sri Nagaveer	6,12,500	-
	Ms. B. Mahalakshmi	56,675	1,86,505
	Mr. M Srinivasa Reddy	7,47,000	-
	Mrs. Shilpa Kotagiri	4,20,000	2,45,000
<b>4</b>	<b><u>Rent (Expenses)</u></b>		
	Smt. A. Vasavi	2,95,200	2,88,000
<b>5</b>	<b><u>Freezer Placing Expenses</u></b>		
	M/s. Squarepeg Distribution Services Private Limited	-	2,01,250
	M/s. Polar Cube Cold Storage Solutions Private Limited	3,50,250	1,43,750
<b>6</b>	<b><u>Transport Charges</u></b>		
	M/s. Squarepeg Distribution Services Private Limited	69,65,000	38,08,000
<b>7</b>	<b><u>Royalty (Expenses)</u></b>		
	Sri. A. Sri Nagaveer	2,40,000	2,40,000
<b>8</b>	<b><u>Rent (Income)</u></b>		
	M/s. Squarepeg Distribution Services Private Limited	90,90,336	95,44,823
<b>9</b>	<b><u>Purchases</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	17,48,125	-
<b>10</b>	<b><u>Sales</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	16,42,245	16,52,235



**34 Note: Earnings Per Share**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (INR)	1,14,63,903	1,02,87,476
	<b>Profit before Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,14,63,903	1,02,87,476
	No of Equity shares	48,66,775	41,16,775
	Face value per share (INR)	10.00	10.00
	Weighted average No of Equity shares (For Basic Earnings)	41,39,378	35,03,690
	Weighted average No of Equity shares (For Diluted Earnings)	41,43,145	35,03,690
	<b>EPS before Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.77	2.94
	Diluted Earnings per share (INR)	2.77	2.94
	<b>EPS after Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.77	2.94
	Diluted Earnings per share (INR)	2.77	2.94

The Calculation of Earnings Per Share (EPS) as disclosed in the Profit and Loss Account has been made in accordance with Accounting Standard (AS - 20) on Earnings Per Share issued by the Institute of Chartered Accountants of India.

**35 Note: Earnings in foreign currency**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Export of Goods calculated on FOB basis	-	-

**36 Note: Expenditure in foreign currency**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
		-	-

**37 Note: Tax Expense**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	The Tax Expenses for the year comprises of;		
	Income Tax	38,02,970	25,24,292
	Current Year	38,02,970	27,71,320
	Less : MAT Credit	-	(2,47,028)
	Previous Year	-	-
	Deferred Tax	87,856	7,80,557

**38 Note: Obligations towards operating leases**

The company has entered into operating lease arrangements for its premises at various locations.

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Future minimum lease payments		
	not later than one year	15,00,760	6,15,174
	later than one year and not later than five years	21,29,447	20,18,960
	later than five years	28,36,743	28,51,200
	The future minimum lease rental obligation under non-cancellable operating leases in respect of these assets is on account of lock-in period and notice period in some of the lease agreements entered by the company for operating of offices:		
	On account of Lock-in Period	-	-
	On account of Notice Period	-	-
	Lease payments recognized in the Statement of Profit and Loss	17,31,704	17,74,714
	Sublease payments received / receivable recognized in the Statement of Profit and Loss	1,20,000	1,65,000

**39 Note: Working Capital Loan / Term Loan/ Vehicle Loans:****1. Working Capital Loan from Andhra Bank:****Cash Credit Limits:****Rate of Interest:**

Cash Credit from Andhra Bank: Interest at the rate of 3.55% margin above the base rate

**Margin:**

25% on Stock & 30% on receivables not older than 90 days

**Primary Security:**

Hypothecation of stock of Raw Material, Consumables, Work in Progress, Finished Goods & Assignment of receivables.

**Collateral Security:**

- Hypothecation of Plant and Machinery and other fixed assets with value of Rs.1.96 Crores after reducing the Vehicles value of Rs.3.64 Crores from total WDV of Assets of Rs.5.60 Crores, Standing in the name of M/s Tanvi Foods (India) Limited formerly known as Tanvi Foods (India) Private Limited valued as per ABS on 31.03.2016 (since the company has taken vehicle loans from other banks, the same is excluded from WDV of Fixed Assets).
- Vacant land situated at R.S.No.3571/2008, L.R.S.No.3571/2008, Plot No.980, Near door No.2-94, Tadigadapa Donka Road, Janchaitanya layout, poranki village & Grampanchayat, Penamaluru mandal with appurtenant site of 209.00 Sq. yards or 174.81 sq.mts. standing in the name of Tamma Reddy Venkataratnam, Valued at 0.31 Crores as per valuation dt.08.01.2016.
- Vacant House site situated at R S No.302 to 310, 320, 321, 322, 324 to 361, 363 to 365, 384, 385, 387 to 391, 399, Plot No.295 LIG Nallagandla HUDA Residential complex, Nallagandla Village, Serilingampally, GHML & Mandal, Ranga Reddy District, Telangana with an extent of 331.89 sq.yds standing in the name of Adusumilli Vasavi, Valued at 0.83 Crores dt.08.01.2016
- Residential Flat (Two Bed Room) situated at R S No.8, MW No.30, Asst. No.263992, Flat No.PH-5, 4th Floor, Kakathiya Appartments, No.5 Bus route, Ashok Nagar, Ramachandra Nagar Patamata, Vijayawada, Krishna District, with an extent of 1526.00 Sq. Yards or 1276.39 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.47 Crores dt.08.01.2016
- Vacant site and GI Sheet shed situated at R S No.262/1, 263, 273/3B, L P No.33/2013 Plot No.151, 152, Back side of Airport area, Kesarapalli Village, Gannavaram Mandal, Krishna District, with an appurtenant site of 721.00 Sq.Yards of 603.06 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.42 Crores after reducing the primary security value given for Term Loan Rs. 0.85 Crores from Total value of Property Rs.1.27 Crores, Valuation Dt.10.07.2017 (Since The company has taken term loan for Cost of Acquisition of Machinery / Equipment and Civil works for construction of Shed at kesarapalli . Hence the following considered as primary security for Term Loan)
- Flat No. S-4, with a plinth area of 744 Sft, 2nd Floor, Sai Kakatiya Apartments, Ramachandra Nagar, Ashok Nagar, Vijayawada, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.48 Crores Lakhs dt. 28.07.2017

- g) Residential House Falt No.171, Measuring 200 Sq. Yards situated at Road No.278/3, Kesarapalli Village, Gannavaram Mandal, Krishna District, standing in the name of Adusumilli Sri Nagaveer, Valued at 0.24 Crores dt.12.12.2015
- h) Residential Flat (Two Bedroom) No.F-4, First Floor, Sai kakatiya Apartments, R S No 8, D No.59-1-15/1, No 5Route Ashok Nagar, Ramachandra Nagar, Patamata,Vijayawada, Krishna District, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.50 Crores dt.10.07.2017

**Personal Guarantee of**

1. Sri. A. Sri Nagaveer, CEO, S/o. A. Sarat Chandra Babu
2. Smt. A. Vasavi, Managing Director, W/o. Sri A. Sri Nagaveer
3. Sri. A. Sarat Chandra Babu, Director, S/o. Sri A. Thirumala Rao
4. Smt. A. Sarada, Director, W/o. Sri A. Sarat Chandra Babu
5. Sri. T. Venkata Ratnam, S/o. Sri. T. Seetaramayya

**Terms of Repayment:**

Working Capital Loans repayable on demand.

**2. Open Cash Credit - Adhoc From Andhra Bank**

**Cash Credit Limits:**

**Rate of Interest:**

**Cash Credit from Andhra Bank:** Interest at the rate of 3.80% margin above the base rate.

**Margin:**

25% on Stock & 30% on receivables not older than 90 days

**Primary Security:**

Hypothecation of stock of Raw Material, Consumables, Work in Progress, Finished Goods & Assignment of receivables.

**Collateral Security:**

- a) Hypothecation of Plant and Machinery and other fixed assets other than Vehicles and L&B Valued at Rs. 1.91 Crores As per Audited Balance Sheet as at 31st March 2017 in the name of Tanvi Foods (India) Limited. Since the Company has taken Loan on Vehicles from Other Banks, the same is excluded from WDV of Fixed Assets. Residential Vacant site at Plot No. 151&152, L.P. No. 33/2013/VJS, R.S. No. 62/1, 263, 273/ 3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram Mandal, Krishna District. Extent : 721 Sq Yards valued at Rs. 1.27 Crores in the name of Smt. Adusumilli Vasavi, W/o Sri. A. Nagaveer Since the same assets are considered as primary security for Term Loan, after reducing the Primary Security value given for Term Loan Rs. 0.73 Crores from Total value of Property, Collateral Security Valued at Rs. 2.45 Crores
- b) Vacant land situated at R.S.No.3571/2008, L.R.S.No.3571/2008, Plot No.980, Near door No.2-94, Tadigadapa Donka Road, Janchaitanya layout, poranki village & Grampanchayat, Penamaluru mandal with appurtenant site of 209.00 Sq. yards or 174.81 sq.mts. Standing in the name of Tamma Reddy Venkataratnam, Valued at 0.31 Crores as per valuation dt.08.01.2016.
- c) Vacant House site situated at R S No.302 to 310, 320, 321, 322, 324 to 361, 363 to 365, 384, 385, 387 to 391, 399, Plot No.295 LIG Nallagandla HUDA Residential complex, Nallagandla Village, Serilingampally, GHML & Mandal, Ranga Reddy District, Telangana with an extent of 331.89 sq.yds standing in the name of Adusumilli Vasavi, Valued at 0.83 Crores dt.08.01.2016
- d) Residential Flat (Two Bed Room) situated at R S No.8, MW No.30, Asst. No.263992, Flat No.PH-5, 4<sup>th</sup> Floor, Kakathiya Apartments, No.5 Bus route, Ashok Nagar, Ramachandra Nagar Patamata, Vijayawada, Krishna District, with an extent of 1526.00 Sq. Yards or 1276.39 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.47 Crores dt.08.01.2016.
- e) Flat No. S-4, with a plinth area of 744 Sft, 2nd Floor, Sai Kakatiya Apartments, Ramachandra Nagar, Ashok Nagar, Vijayawada, standing in the name of Adusumilli Sarath Chandra Babu, Valued at 0.48 Crores Lakhs dt. 28.07.2017
- f) Residential House Falt No.171, Measuring 200 Sq. Yards situated at Road No.278/3, Kesarapalli Village, Gannavaram Mandal, Krishna District, standing in the name of Adusumilli Sri Nagaveer, Valued at 0.24 Crores dt.12.12.2015
- g) Residential Flat (Two Bedroom) No.F-4, First Floor, Sai kakatiya Apartments, R S No 8, D No.59-1-15/1, No 5Route Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada, Krishna District, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.50 Crores dt.10.07.2017

**Personal Guarantee of**

6. Sri. A. Sri Nagaveer, CEO, S/o. A. Sarath Chandra Babu
7. Smt. A. Vasavi, Managing Director, W/o. Sri A. Sri Nagaveer
8. Sri. A. Sarath Chandra Babu, Director, S/o. Sri A. Thirumala Rao
9. Smt. A. Sarada, Director, W/o. Sri A. Sarat Chandra Babu
10. Sri. T. Venkata Ratnam, S/o. Sri. T. Seetaramayya

**Terms of Repayment:**

Working Capital Loans repayable on demand.

**3. Term Loan from Andhra Bank:****Rate of Interest:**

**Term Loan from Andhra Bank:** Interest at the rate of 3.00% margin above the base rate.

**Purpose of Loan:** To meet cost of Civil Works and cost of acquisition of machinery / equipment estimated at a cost of Rs.164.00 Lakhs

**Primary Security:**

Hypothecation of all the equipment procured and fixed assets acquired from the term loan.

**Terms of Repayment:**

This Term Loan repayable in 24 Quarterly Installments of Rs.5,12,500/- each, Commencing from September, 2014

Status as on 31.03.2018: Balance No. of Installments – 7

**Vehicle Loans from Banks:****Rate of Interest:**

1. Axis Bank Vehicle Loan-ISUZU DMAAX\_1: @ 13.00% per annum
2. Axis Bank Vehicle Loan-ISUZU DMAAX\_2: @ 13.00% per annum
3. Axis Bank Vehicle Loan-ISUZU DMAAX\_3: @ 13.00% per annum
4. Axis Bank Vehicle Loan-ISUZU DMAAX\_4: @ 13.00% per annum
5. Axis Bank Vehicle Loan-ISUZU DMAAX\_5: @ 13.00% per annum
6. Axis Bank Vehicle Loan-ISUZU DMAAX\_6: @ 13.00% per annum
7. Axis Bank Vehicle Loan-Honda Zazz: @ 9.90% per annum
8. Axis Bank Vehicle Loan-ISUZU DMAAX\_7: @ 13.10% per annum
9. Axis Bank Vehicle Loan-ISUZU DMAAX\_8: @ 13.10% per annum
10. Axis Bank Vehicle Loan-Ashok Leyland Dost\_1: @ 13.80% per annum
11. Axis Bank Vehicle Loan-Ashok Leyland Dost\_2: @ 13.80% per annum
12. HDFC Bank Vehicle Loan-TATA 2518 Vehicle\_1: @ 11.00% per annum
13. HDFC Bank Vehicle Loan-TATA 407 SFC Vehicle\_1: @ 12.52% per annum
14. HDFC Bank Vehicle Loan-TATA 2518 Vehicle\_2: @ 11.00% per annum
15. ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle\_3: @ 12.01 % per annum
16. ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle\_4: @ 12.01 % per annum
17. Kotak Mahindra Bank Vehicle Loan-TATA 407 Pickup Body\_1: @ 11.59% per annum
18. Kotak Mahindra Prime Vehicle Loan-Skoda Car: @ 20.16% per annum
19. Kotak Mahindra Prime Vehicle Loan-Honda Mobilio Car: @ 20.16% per annum
20. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle\_5: @ 12.66% per annum
21. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle\_6: @ 12.66% per annum
22. TATA Capital F S L Vehicle Loan-TATA 1109 Vehicle\_2: @ 13.23% per annum
23. Axis Bank Vehicle Loan -TATA ACE Vehicle : @ 14.02 % Per annum
24. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_1 : @ 11.02 % Per annum
25. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_2 : @ 11.02 % Per annum
26. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_3 : @ 11.02 % Per annum
27. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_4 : @ 11.02 % Per annum
28. Toyota Financial Services - Vehicle Loan - Innova Crysta 2.8Z 7 Seater : @ 8.17 % Per Annum

**Security:**

Vehicles loans are secured by hypothecation of vehicles financed by respective banks.

**Terms of Repayment:**

1. **Axis Bank Vehicle Loan-ISUZU DMAAX 1:**  
This Loan is repayable in 47 monthly instalments of Rs.29,995/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
2. **Axis Bank Vehicle Loan-ISUZU DMAAX 2:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
3. **Axis Bank Vehicle Loan-ISUZU DMAAX 3:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
4. **Axis Bank Vehicle Loan-ISUZU DMAAX 4:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
5. **Axis Bank Vehicle Loan-ISUZU DMAAX 5:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
6. **Axis Bank Vehicle Loan-ISUZU DMAAX 6:**  
This Loan is repayable in 47 monthly instalments of Rs.29,995/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
7. **Axis Bank Vehicle Loan-Honda Zazz :**  
This Loan is repayable in 60 monthly Instalments of Rs.17,128/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 35
8. **Axis Bank Vehicle Loan-ISUZU DMAAX 7:**  
This Loan is repayable in 47 monthly Instalments of Rs.30,434/- each commencing from August, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -15
9. **Axis Bank Vehicle Loan-ISUZU DMAAX 8:**  
This Loan is repayable in 47 monthly Instalments of Rs.30,434/- each commencing from August, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -15
10. **Axis Bank Vehicle Loan-Ashok Leyland Dost 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.12,640/- each commencing from April, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -11
11. **Axis Bank Vehicle Loan-Ashok Leyland Dost 2:**  
This Loan is repayable in 47 monthly Instalments of Rs.12,640/- each commencing from April, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -11
12. **HDFC Bank Vehicle Loan-TATA 2518 Vehicle 1:**  
This Loan is repayable in 46 monthly Instalments of Rs.49,650/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
13. **HDFC Bank Vehicle Loan-TATA 407 SFC Vehicle 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.21,270/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 2
14. **HDFC Bank Vehicle Loan-TATA 2518 Vehicle 2:**  
This Loan is repayable in 46 monthly Instalments of Rs.49,650/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
15. **ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle 3:**  
This Loan is repayable in 48 monthly Instalments of Rs.59,137/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 3

- 16. ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle 4:**  
This Loan is repayable in 48 monthly Instalments of Rs.59,137/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 3
- 17. Kotak Mahindra Bank Vehicle Loan-TATA 407 Pickup Body 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.10,990/- each commencing from November, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 6
- 18. Kotak Mahindra Prime Vehicle Loan-Skoda Car:**  
This Loan is repayable in 12 monthly Instalments of Rs.1,27,500/-, 12 monthly Instalments of Rs.75,000/- & 12 monthly Instalments of 61,000/- each commencing from October, 2015  
Status as on 31.03.2018 : Balance No. of Instalments – 6
- 19. Kotak Mahindra Prime Vehicle Loan-Honda Mobilio Car:**  
This Loan is repayable in 12 monthly Instalments of Rs.76,500/-, 12 monthly Instalments of Rs.45,000/- & 12 monthly Instalments of 36,600/- each commencing from October, 2015  
Status as on 31.03.2018 : Balance No. of Instalments – 6
- 20. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle 5:**  
This Loan is repayable in 45 monthly Instalments of Rs.52,230/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
- 21. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle 6:**  
This Loan is repayable in 45 monthly Instalments of Rs.52,230/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
- 22. TATA Capital F S L Vehicle Loan-TATA 1109 Vehicle 2:**  
This Loan is repayable in 45 monthly Instalments of Rs.34,718/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
- 23. Axis Bank Vehicle Loan TATA ACE Vehicle :**  
This Loan is repayable in 35 monthly Instalments of Rs.13,832/- each commencing from June, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 13
- 24. Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 1**  
This Loan is repayable in 47 monthly Instalments of Rs.86,770/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
- 25. Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 2**  
This Loan is repayable in 47 monthly Instalments of Rs.86,770/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
- 26. Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 3**  
This Loan is repayable in 47 monthly Instalments of Rs.84,140/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
- 27. Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 4**  
This Loan is repayable in 47 monthly Instalments of Rs.84,140/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
- 28. Toyota Financial Services - Vehicle Loan - Innova Crysta 2.8Z 7 Seater**  
This Loan is repayable in 60 monthly Instalments of Rs.48,870/- each commencing from January, 2018  
Status as on 31.03.2018 : Balance No. of Instalments – 57

**Unsecured Business Loans from Banks & Financial Institutions:****From Banks:****1. RBL Bank Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 37 monthly Instalments of Rs. 1,28,297/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**From Financials Institutions:****2. Bajaj Finserv Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs.97,994/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -6

**3. Bajaj Finserv Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs.75,295/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -19

**4. Capital First Limited**

Rate of Interest: @ 19.25% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs. 1,48,602/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -6

**5. Capital First Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs. 1,66,092/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**6. Edelweiss Retail Finance Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 61 monthly Instalments of Rs. 78,508/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -31

**7. Fullerton India Credit Company Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 37 monthly Instalments of Rs. 1,11,224/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**8. HDB Financial Services Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs. 73,312/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -19

**9. Religare Finevest Limited**

Rate of Interest: @ 18.30% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs. 111,619/- each commencing from November, 2015

Status as on 31.03.2018 : Balance No. of Instalments -07

**10. Shriram City Union Finance Limited**

Rate of Interest: @ 21.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 25 monthly Instalments of Rs. 1,52,688/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08

**11. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 20,740/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**12. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 29,630/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**13. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 29,630/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**14. Tata Capital Financial Services Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,77,690/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08



**15. India Infoline Housing Finance Limited**

Rate of Interest: @ 22.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs.1,33,667/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**16. Dewan Housing Finance Corporation Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,26,758/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -8

**17. Magma Financial Corporation Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,78,595/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08

**18. Aditya Birla Finance Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 Monthly Instalment of Rs. 1,83,281/- each commencing from March, 2017

Status as on 31.03.2018 : Balance No. of Instalments -23

**19. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 23.04.2018 Instalment of Rs. 3,68,550/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**20. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 23.04.2018 Instalment of Rs. 4,09,500/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**21. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 30.04.2018 Instalment of Rs. 1,53,563/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**22. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 30.04.2018 Instalment of Rs. 2,04,750/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**23. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 05.05.2018 Instalment of Rs. 3,07,125/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**24. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 06.05.2018 Instalment of Rs. 3,96,191/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**25. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 3,07,125/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**26. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 4,65,806/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**27. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 5,01,638/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**28. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 2,04,750/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**29. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 08.04.2018 Instalment of Rs. 1,02,375/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**30. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 08.04.2018 Instalment of Rs. 4,35,094/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**40 Note: Contingent Liabilities:**

Sl. No.	Name of the Statute	Nature of Dues	Disputed Amount	Period	Forum, where the dispute is pending	Amount deposited towards disputed demand amount	Remarks
1	Income Tax Act, 1961	Income Tax	23,35,802	2012-13	The Commissioner of Income Tax (Appeals)	10,00,000	Rs.5 lakhs paid on 17.06.2016
2	Income Tax Act, 1961	Interest on Income Tax	11,69,502	2012-13			Rs.5 lakhs paid on 02.08.2016
3	Income Tax Act, 1961	Penalty		2012-13	ITO, Ward 2(4), Hyderabad		Penalty proceedings initiated u/s 271 (1) (C) but the issue is stand before The commissioner of Income Tax (Appeals). Hence amount cannot be quantified.
4	Income Tax Act, 1961	Income Tax	55,59,345	2013-14	The Commissioner of Income Tax (Appeals)	11,78,115	Rs.11.78 lakhs paid on 08.03.2017
5	Income Tax Act, 1961	Interest on Income Tax	22,94,758	2013-14			
6	Income Tax Act, 1961	Penalty		2013-14	ITO, Ward 2(4), Hyderabad	16,87,586	Rs.2 lakhs paid on 05.06.2017
7	Income Tax Act, 1961	Income Tax	86,83,374	2014-15	ITO, Ward 2(4), Hyderabad		Rs.5 lakhs paid on 14.06.2017
8	Income Tax Act, 1961	Interest on Income Tax	25,67,196	2014-15		Rs.9.88 lakhs paid on 16.06.2017	

**41 Note: Retirement Benefits :**

The Gratuity liability is recognised in the books of accounts based on Actuarial Valuation in accordance with the Revised AS-15.

The Process and Assumptions taken for the purpose calculation of Gratuity is as follows :

Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
Opening defined benefit obligation	8,72,441	1,41,793
Interest cost	69,795	11,343
Current services cost	4,85,344	1,15,276
Benefits paid	-	-
Actuarial (gains)/losses on obligation	(3,66,063)	6,04,029
Closing defined benefit obligation	10,61,517	8,72,441
<b>Assumptions :</b>		
Date of Valuation	<b>31.03.2018</b>	<b>31.03.2017</b>
Retirement age	60 years	60 years
Future Salary Rise	7.50%	7.20%
Rate of Discounting	8.00%	8.00%
Attrition Rate	5.00%	5.00%
Mortality Table	IALM (2006-08)	LIC (2006-08)
Av Balance Services	27 Years	24.95 Years
<b>GRATUITY LIABILITY</b>		
Short Term Liability	-	-
Long Term Liability	10,61,517	8,72,441
<b>TOTAL NET LIABILITY</b>	<b>10,61,517</b>	<b>8,72,441</b>

Particulars	As at 31.03.2018 Amount in Rs.	As at 31.03.2017 Amount in Rs.
<b>42 Note: Capital Commitments</b>		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	19,71,54,566	6,77,965
(b) Uncalled liability on shares and other investments partly paid	-	-
(c) Other commitments (specify nature)	-	-

- 43 a) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Polarcube Cold Storage Solutions (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.
- b) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Squarepeg Distribution Services (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.
- 44 In the opinion of the Board, current assets, loans and advances are stated at a value, which could be realized in the ordinary course of business. The provision for all known liabilities made is adequate and not in excess of the amount reasonably necessary.
- 45 Some of the balances in Sundry Debtors, Sundry Creditors, Advances and Deposits are subject to confirmation, reconciliations and adjustments, if any, which in the opinion of the management will not be significant.

- 46 The company has filed Revised Income Tax Returns pertaining to FY 2013-14 and FY 2014-15 claiming Exemption 80IB (11A) of Income Tax Act, 1961 and for FY 2012-13, submitted during the Assessment.

During the Assessment for FY 2012-13, AO not considered the 80IB (11A) claim, hence company filed Appeal before CIT, Appeals.

The details of MAT Credit Entitlement and IT Refund Due are as follows;

<u>Financial Year</u>	<u>MAT Credit Entitlement</u>	<u>IT Refund Due</u>
FY 2012-13	11,52,164	8,88,934
FY 2013-14	5,03,719	3,68,242
FY 2014-15	19,88,858	2,61,673
	<b>36,44,741</b>	<b>15,18,849</b>

However, these were not credited to Profit & Loss Statement on prudent basis.

- 47 The figures of the previous year are re-grouped / re-classified wherever necessary to make them comparable with that of the current year classification.

<b>As per my report of even date.</b>	<b>For and on behalf of the Board of Directors</b>	
<b>For GV &amp; Co.,</b>		
<b>Chartered Accountants</b>	Sd/-	Sd/-
<b>Sd/-</b>	<b>Adusumilli Sarat Chandra Babu</b>	<b>Adusumilli Vasavi</b>
<b>Grandhi Vittal</b>	Chairman & Whole Time Director	Managing Director
<b>Proprietor</b>	(DIN:02589830)	(DIN:02589803)
Member Ship No.206462	Sd/-	Sd/-
Firm Regn No. 012875S	<b>Srinivas Reddy Marredupally</b>	<b>Shilpa Kotagiri</b>
Place : Hyderabad	Chief Financial Officer	Company Secretary
Date : 30.05.2018		

**Independent Auditor's Report on Consolidated Financial Statements****To the Members of M/s Tanvi Foods (India) Limited**

We have audited the accompanying Consolidated Financial Statements of M/s Tanvi Foods (India) Limited, Hyderabad (Holding Company), which comprise the Consolidated Balance Sheet as at March 31<sup>st</sup>, 2018, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the period ended March 31, 2018, and a summary of Significant Accounting Policies and other explanatory information (hereinafter referred to as 'Consolidated Financial Statements').

**Management's Responsibility for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of Consolidated Financial Statements by the Directors of Holding Company.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the Accounting and Auditing Standards and matters, which are required to be included in the Audit Report under the provisions of the Act and the Rules made thereunder.

We have not conducted the audit of M/s. Squarepeg Distribution Services Private Limited, Vijayawada (Subsidiary Company) & M/s. Polar Cube Cold Storage Solutions Private Limited, Hyderabad (Subsidiary Company). These financial statements have been audited by N S V R & Associates LLP, Chartered Accountants, Hyderabad, whose reports have been furnished to us, and our opinion, in so far as it relates to the amounts included in respect of these consolidate entities, is basely on the report of the other Auditors.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Company as at March 31<sup>st</sup>, 2018 and their consolidated Profit for the period ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143 (3) of the Act, we report, to the extent applicable, 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 of the Consolidated Financial Statements.

(b) In our opinion, proper books of account as required by law relating to preparation of Consolidated Financial Statements have been kept by the Company so far as it appears from our examination of those books;

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of Consolidated Financial Statements;

(d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31<sup>st</sup>, 2018 taken on record by the Board of Directors of the Holding Company and the report of the Statutory Auditor of its subsidiary companies incorporated in India, none of the directors of group companies incorporated in India is disqualified as on March 31<sup>st</sup>, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure"; and

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i) The Holding Company and its subsidiaries do not have any pending litigations which would impact its financial position.

ii) The Holding Company and its subsidiaries did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India.

**For GV & Co.,**

Chartered Accountants

Sd/-

**Grandhi Vittal**

Proprietor

M.No. 206462

Firm Regn No. 012875S

Place : Hyderabad

Date : May 30, 2018

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

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the period ended March 31, 2018, We have audited the internal financial controls over financial reporting of M/s Tanvi Foods (India) Limited, Hyderabad ("Holding Company") and its subsidiary companies incorporated in India as of March 31, 2018 as of date.

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

The Respective Board of Directors of the Holding Company and its Subsidiary Companies, namely, M/s. Squarepeg Distribution Services Private Limited, Vijayawada & M/s. Polar Cube Cold Storage Solutions Private Limited, Hyderabad, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

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

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

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

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Over Financial Reporting**

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

**Opinion**

In our opinion, the Holding Company and its subsidiary companies, which are incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For GV & Co.,**

Chartered Accountants

Sd/-

**Grandhi Vittal**

Proprietor

M.No. 206462

Firm Regn No. 012875S

Place : Hyderabad

Date : May 30, 2018

**CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2018**

Amount in Rs

Particulars	Note No	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	3	4,86,67,750	4,11,67,750
(b) Reserves and surplus	4	14,57,17,496	8,09,25,598
(c) Money received against share warrants	3	1,00,00,000	-
Share application money pending allotment	5	-	-
<b>Minority Interest</b>			
<b>Non-current liabilities</b>			
(a) Long-term borrowings	6	2,13,84,443	4,25,82,259
(b) Deferred tax liabilities (net)		45,76,672	46,18,047
(c) Other long-term liabilities	7	2,41,000	70,000
(d) Long-term provisions	8	10,61,517	17,59,381
<b>Current liabilities</b>			
(a) Short-term borrowings	9	12,30,58,103	7,72,92,478
(b) Trade payables	10	1,39,30,386	1,31,20,718
(c) Other current liabilities	11	3,38,58,248	5,41,46,444
(d) Short-term provisions	12	42,48,831	31,36,025
<b>TOTAL</b>		<b>40,67,44,446</b>	<b>31,88,18,700</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets	13		
(i) Tangible assets		9,52,68,146	7,04,42,743
(ii) Intangible assets		28,31,648	28,31,648
(iii) Capital work-in-progress		23,07,434	1,43,66,921
(iv) Intangible assets under development		-	-
(b) Non-current investments	14	-	-
(c) Deferred tax assets (net)		-	-
(d) Long-term loans and advances	15	60,84,380	1,40,41,334
(e) Other Non-Current Assets	16	-	-
<b>Current Assets</b>			
(a) Current investments	17	1,32,48,000	-
(b) Inventories	18	19,50,05,318	15,39,55,821
(c) Trade receivables	19	2,35,71,802	2,22,19,791
(d) Cash and bank balances	20	2,34,05,283	25,62,333
(e) Short-Term loans and advances	21	3,92,15,170	3,37,82,186
(f) Other Current Assets	22	58,07,266	46,15,924
(g) Branch & Divisions			
<b>TOTAL</b>		<b>40,67,44,446</b>	<b>31,88,18,700</b>
<b>III. Company Information</b>			
Company Information	1		
Summary of Significant Accounting Policies	2		
The accompanying notes are an integral part of the financial statements.	3 to 49		

**As per my report of even date.**

**For and on behalf of the Board of Directors**

**For GV & Co.,**  
Chartered Accountants  
Sd/-  
**Grandhi Vittal**  
**Proprietor**  
Membership No.206462  
Firm Regn No.012875S  
Place : Hyderabad  
Date : 30.05.2018

Sd/-  
**Adusumilli Sarat Chandra Babu**  
Chairman & Whole Time Director  
(DIN:02589830)  
Sd/-  
**Srinivas Reddy Marredupally**  
Chief Financial Officer

Sd/-  
**Adusumilli Vasavi**  
Managing Director  
(DIN:02589803)  
Sd/-  
**Shilpa Kotagiri**  
Company Secretary

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018

Amount in Rs

Particulars	Note No	For the year ended 31st March, 2018 Amount in Rs.	For the year ended 31st March, 2017 Amount in Rs.
I. Revenue from operations	23	65,90,49,482	59,45,31,124
II. Other income	24	69,50,172	48,34,902
III. TOTAL REVENUE ( I + II)		<b>66,60,00,194</b>	<b>59,93,66,026</b>
IV. Expenses:			
(a) Purchase of Stock -in- Trade & Direct Exp.	25	58,49,33,422	52,82,63,056
(a1) Direct Expenses	24A	1,84,26,677	2,00,30,192
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	26	(4,10,49,497)	(4,59,22,774)
(c) Employee benefit expenses	27	2,51,82,758	2,54,62,117
(d) Finance costs	28	2,59,56,883	2,40,98,758
(e) Depreciation and amortization expenses	13	1,30,08,514	1,05,20,046
(f) Other Expenses	29	2,28,98,143	2,23,96,548
TOTAL EXPENSES		<b>64,93,56,900</b>	<b>58,48,47,943</b>
V. Profit before exceptional & extraordinary items, prior period items and tax (III - IV)		<b>1,66,43,294</b>	<b>1,45,18,083</b>
VI. Exceptional items		-	-
VII. Prior Period items	30	-	-
VIII. Profit before extraordinary items and tax (V-VI & VII)		<b>1,66,43,294</b>	<b>1,45,18,083</b>
IX. Extraordinary items		-	-
X. Profit before tax (VIII - IX)		<b>1,66,43,294</b>	<b>1,45,18,083</b>
XI. Tax expense:			
Provision for Income Tax		<b>43,51,396</b>	<b>37,40,173</b>
Current Year		42,48,831	31,36,025
Previous Year		1,43,940	49,262
Provision for Deferred Tax		(41,375)	8,01,914
MAT Credit Entitlement		-	(2,47,028)
XII. Profit for the period from continuing operations (X - XI)		1,22,91,898	1,07,77,910
Discontinuing Operations			
XIII. Profit / (Loss) from discontinuing operations (before tax)		-	-
XIV. Tax expense of discontinuing operations		-	-
XV. Profit / (Loss) from discontinuing operations (after tax)		<b>1,22,91,898</b>	<b>1,07,77,910</b>
XVI. Earnings per equity share:			
EPS before Exceptional, Extraordinary Items & Prior-period;			
Basic (Face Value of Rs.10/- each)		2.97	3.08
Diluted (Face Value of Rs.10/- each)		2.97	3.08
EPS after Exceptional, Extraordinary Items & Prior-period;			
Basic (Face Value of Rs.10/- each)		2.97	3.08
Diluted (Face Value of Rs.10/- each)		2.97	3.08
XVII. Company Information	1		
Summary of Significant Accounting Policies	2		
The accompanying notes are an integral part of the financial statements.	3 to 49		

As per my report of even date.

For GV &amp; Co.,

Chartered Accountants

Sd/-

Grandhi Vittal

Proprietor

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30.05.2018

For and on behalf of the Board of Directors

Sd/-

Adusumilli Sarat Chandra Babu

Chairman &amp; Whole Time Director

(DIN:02589830)

Sd/-

Srinivas Reddy Marredupally

Chief Financial Officer

Sd/-

Adusumilli Vasavi

Managing Director

(DIN:02589803)

Sd/-

Shilpa Kotagiri

Company Secretary

**UNCONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018****Amount in Rs**

Particulars	As at 31.03.2018 Amount in Rs.	As at 31.03.2017 Amount in Rs.
<b>A. Cash flow from Operating activities</b>		
Profit before exceptional items and tax	1,66,43,294	1,45,18,083
Adjustments for :		
Depreciation and Amortisation Expense	1,30,08,514	1,05,20,046
(Profit) / Loss on sale of fixed assets (net)	4,00,879	-
(Profit) / Loss on sale of investments (net)	-	-
Preliminary Expenditure Written Off	-	-
Other Income	(69,50,712)	(48,34,902)
Effect of Exchange Rate change	-	-
Finance Costs	2,59,56,883	2,40,98,758
Cash generated from operations before working capital changes	4,90,58,858	4,43,01,985
Adjustments for working capital changes	-	-
(Increase)/Decrease in Inventories	(4,10,49,497)	)
(Increase)/Decrease in Trade Receivables	(13,52,011)	(25,60,411)
(Increase)/Decrease in Short term Loans & Advances	(54,32,984)	(1,88,34,599)
(Increase)/Decrease in Long term Loans & Advances	7,956,954	3,770,100
Increase/(Decrease) in Trade Payables	8,09,668	12,79,416
(Increase)/Decrease in Long term/Short term Provisions	23,67,968	25,24,837
(Increase)/Decrease in Other current liabilities	(2,02,88,195)	2,19,12,271
(Increase)/Decrease in Other Current Assets	(11,91,341)	(45,64,728)
Cash generated from Operations	(91,20,581)	(19,06,097)
Direct Taxes paid	(63,45,797)	(47,25,495)
Net Cash from Operating activities	(1,54,66,378)	(28,19,398)
<b>B. Cash flow from Investing Activities</b>		
Purchase of tangible/intangible assets	(3,82,34,797)	(1,96,53,345)
Sale proceeds of tangible assets	-	-
Other Income	69,50,712	48,34,902
Capital Work-in-progress	1,20,59,487	(99,18,588)
(Purchase) / Sale of Investments (Net)	(1,32,48,000)	-
Cash flow before exceptional items	(3,24,72,597)	(2,47,37,031)
Exceptional Items	-	-
Net Cash generated from Investment Activities	(3,24,72,597)	(2,47,37,031)
<b>C. Cash Flow from Financing Activities</b>		
Proceeds from issue of Share Capital/ Share Application Money	1,75,00,000	67,20,000
Securities Premium on Equity Share Capital	5,25,00,000	3,36,00,000
Proceeds / (Repayment) from Long Term Borrowings	(21,026,816)	8,990,175
Proceeds / (Repayment) from Short Term Borrowings	4,57,65,624	(8,49,241)
Finance Costs	(2,59,56,883)	(2,40,98,758)
Dividends Paid	-	-
Dividend tax paid	-	-
Effect of Exchange Rate change	-	-
Net cash used in financing activities	6,87,81,926	2,43,62,176
<b>Net (Decrease) / Increase in cash and cash equivalents</b>	<b>2,08,42,951</b>	<b>(31,94,254)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>25,62,333</b>	<b>57,56,587</b>
<b>Cash and Cash equivalents at the end of the year</b>	<b>2,34,05,284</b>	<b>25,62,333</b>

1. The above Cash Flow Statement has been prepared under the Indirect Method as set out in Accounting Standard 3 on Cash Flow Statements notified under section 133 of the Companies Act, 2013.

1. Previous Year Figures have been regrouped/ reclassified/ rearranged wherever necessary.

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**As per my report of even date.**

**For GV & Co.,**

**Chartered Accountants**

**Sd/-**

**Grandhi Vittal**

Proprietor

Member Ship No.206462

Firm Regn No.012875s

Place: Hyderabad

Date : 30.05.2018

**For and on behalf of the Board of Directors**

Sd/-

**Adusumilli Vasavi**

Managing Director

(DIN:02589803)

Sd/-

**Shilpa Kotagiri**

**Company Secretary**

**Adusumilli Sarat Chandra Babu**

Chairman & Whole Time Director

(DIN:02589830)

Sd/-

**Srinivas Reddy Marredupally**

**Chief Financial Officer**

**Notes forming part of Consolidated Financial Statements As At 31.03.2018****A.****A1 Accounting policies adopted in the preparation of consolidated accounts**

The consolidated accounts related to M/s. Tanvi Foods (India) Limited, Hyderabad (Holding Company) and M/s. Squarepeg Distribution Services Private Limited, Vijayawada (Subsidiary Company) & M/s. Polar Cube Cold Storage Solutions Private Limited, Hyderabad (Subsidiary Company) have been prepared in accordance with AS - 21 "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India.

The consolidated accounts have been prepared based on line by line consolidation by adding together the book values of each & every item like assets, liabilities, income and expenses as per the standalone financials of the holding company and its subsidiary company and intra group balances/ intra group transactions have been eliminated.

The consolidated accounts have been prepared using uniform policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the holding company's individual accounts.

**A2 Details of subsidiary company considered in the consolidated accounts**

Name of the subsidiary	Country of Incorporation	Shareholding as on	Extent of Holding (%) Direct
Squarepeg Distribution Services Pvt. Ltd.	India	31.03.2017	100.00%
Polar Cube Cold Storage Solutions Pvt. Ltd.	India	31.03.2017	100.00%

**Disclosure Relating to Uniform Accounting Policies:**

In relation to Depreciation, M/s. Tanvi Foods (India) Limited (Holding Company) is following the SLM as per Companies Act, 2013, Whereas the Subsidiary companies namely M/s. Squarepeg Distribution Services Private Limited & M/s. Polar Cube Cold Storage Solutions Private Limited are following the WDV method.

That is as follows :

Name of the Company	Impact on Accumulated Depn. Relating to Prev Years	Relating to Current Year	Impact on Deferred Tax Liability
1. Squarepeg Distribution Services Private Limited	-	(36,645)	11,323
2. Polar Cube Cold Storage Solutions Private Limited	-	3,86,543	(1,10,129)

**A3 Other significant accounting policies:**

Accounting Standards 1 to 32 (to the extent applicable) issued by the Institute of Chartered Accountants of India have been duly considered while preparing the accounts of both holding and subsidiary company and the same have been explained in detail in the notes on accounts of the respective companies which may be referred to Notes to Accounts annexed to respective financial statements forming part of this Consolidated Financial Statements.

**A4 Additional information on Consolidated Financial Statements as prescribed by Schedule III to the Companies Act, 2013**

Name of the entity in the Group	Net assets, i.e., total assets minus total liabilities		Share in Profit/ (Loss)	
	As a % of consolidated net assets	Amount (INR)	As a % of consolidated profit or (loss)	Amount (INR)
<b>Parent</b>				
M/s Tanvi Foods (India) Limited	98.93%	19,23,00,027	93.26%	1,14,63,903
<b>Subsidiaries in India</b>				
Squarepeg Distribution Services Pvt. Ltd.	2.78%	53,97,946	5.80%	7,13,122
Polar Cube Cold Storage Solutions Pvt. Ltd.	2.63%	51,16,326	2.98%	3,65,965
Sub-total	104.34%	20,28,14,299	102.04%	1,25,42,990
Less:				
<b>Minority Interest</b>				
<b>In Indian Subsidiaries</b>				
Squarepeg Distribution Services Pvt. Ltd.	0.00%	-	0.00%	-
Polar Cube Cold Storage Solutions Pvt. Ltd.	0.00%	-	0.00%	-
Sub-total	0.00%	-	0.00%	-
Less:				
Adjustments arising out of Consolidation	-4.34%	(84,29,053)	-2.04%	(2,51,091)
<b>Total</b>	<b>100.00%</b>	<b>19,43,85,246</b>	<b>100.00%</b>	<b>1,22,91,898</b>

**Notes to the Consolidated financial statements for the year ended 31st March, 2018****Note Nos.****1. General Information:**

M/s. Tanvi Foods (India) Limited ("the Company") (CIN:U15433TG2007PLC053406) is engaged in the Manufacturing of Corn Samosa, Spring Roll & Trading of Frozen Foods. The company functioning its business in Vijayawada, Krishna District, Andhra Pradesh and Hyderabad, Telangana. The company running its business in the style of "Frozen Kings" and "Corn Club".

**2. Summary of Significant accounting policies****2.1 Basis of Accounting ;**

The accompanying financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under historical cost convention on the accrual basis. GAAP comprises mandatory Accounting Standards issued by the Institute of Chartered Accountants of India, the provisions of the Companies Act, 2013. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to existing accounting standard requires the change in the accounting policy hitherto in use. Management evaluates all relevant issues or revised accounting standards on an ongoing basis

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the Generally Accepted Accounting Principles that are followed by the company.

**2.2 Use of Estimates ;**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**2.3 Contingencies and events occurring after the balance sheet date (AS 4) ;**

All contingencies and events occurring after the balance sheet date which have a material effect on the financial position of the company are considered for preparing the financial statements.

**2.4 Fixed Assets, Depreciation and Intangible Assets (AS 10, 6 & 26);**

Fixed Assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they related to the period till such assets are ready to be put to use. The same is in compliance with AS-10 to the extent applicable.

Depreciation on fixed assets is being provided on straight line method at the rates in the manner specified in Schedule II of the companies Act, 2013. Depreciation on assets sold during the year is being provided at their respective rates up to the date on which such assets are sold. Depreciation /Amortisation of Intangibles is in compliance with AS 26 to the extent applicable. The expenditure incurred on Leasehold premises is depreciated over the Lease period.

**2.5 Capital Work-In-Progress (AS 10)**

Capital Work-In-Progress is carried at cost, comprising direct cost and related incidental expenses.

**2.6 Government Grants (AS 12)**

- i) The grants or subsidies received in the nature of promoters contributions are treated as capital receipts and credited to capital reserves.
- ii) The grants or subsidies received relating to specific fixed assets are shown as deduction from the cost of the respective assets concerned in arriving at its book value.
- iii) The grant in the form of revenue subsidy is treated as revenue receipt and credited to "Other Income" in statement of Profit and Loss.



- 2.7 **Borrowing Cost (AS 16);**  
Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of such asset till such time as the asset is ready for its intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred. The same is in compliance with AS-16 to the extent applicable.
- 2.8 **Investments (AS 13);**  
i) Investments are capitalised at actual cost including costs incidental to acquisition.  
ii) Investments are classified as long-term or current at the time of making such investments.  
iii) Long-term investments are individually valued at cost, less provision for diminution that is other than temporary. Investments held in Subsidiary Companies are stated at cost.  
iv) Current investments are valued at the lower of cost and market value.
- 2.9 **Inventories (AS 2);**  
i) Inventories are valued at lower of cost or Net Realisable Value.  
ii) Cost of inventories have been computed to include all cost of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition  
ii) The basis of determining cost for various categories of inventories is as follows:  
a) Raw Material : At Cost or Realisable Value, whichever is lower.  
b) Work In Progress : At Cost or Realisable Value, whichever is lower.  
c) Traded / Finished Goods : At Cost or Realisable Value, whichever is lower.
- 2.10 **Transactions in Foreign Currency (AS 11);**  
Foreign currency transactions are recorded at the exchange rates prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated into Indian rupees at the exchange rate prevailing at the balance sheet date. All exchange differences are dealt with in Profit and Loss Account. In the case of assets and liabilities covered by Forward contracts, the difference between the exchange rate at the inception of forward exchange contract and the forward rate specified in the contract is amortised and recognized in the statement of profit and loss over the period of the contract. Premium or discount on foreign exchange forward contract are amortised and recognized in the statement of profit and loss over the period of the contract. The same is in compliance with AS-11 to the extent applicable.
- 2.11 **Revenue Recognition (AS 9);**  
**i) Sale of Goods:**  
Revenue from sale of goods is recognized when risk and rewards of ownership of the products are passed on to the customers, which is generally on dispatch of goods and is stated net of sales tax, trade discounts and claims etc.  
**ii) Other revenue:**  
Other revenue is recognized only when it is reasonably certain that the ultimate collection will be made. The same is in compliance with AS-9 to the extent applicable.
- 2.12 **Retirement and other employee benefits (AS 15);**  
Defined Contribution Plan : The company makes defined contribution to Provident Fund, which are recognized in the Profit and Loss Account on accrual basis.  
  
Defined Benefit Plan : The company's liability under Payment of Gratuity Act is determined on the basis of actuarial valuation provisional made at the end of financial year. Provision for leave entitlement accounted on accrual basis at the end of the financial year.
- 2.13 **Provision for Current tax, and Deferred tax (AS 22);**  
Provision for current tax is made on the basis of estimated taxable income for the current accounting period in accordance with the provisions of Income Tax Act, 1961. Deferred tax resulting from "timing differences" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the asset will be realized in future. The same is in compliance with AS-22 to the extent applicable  
  
Provision for income tax is made on the basis of estimated taxable income. Advance Tax and Tax Deducted at Source (TDS) are shown in the balance sheet under head Loans and advances during the year and in subsequent years the Advance Tax & TDS are adjusted against Provision for Tax on receipt of intimation u/s 143(1) of Income Tax Act, 1961 or the Assessment completed for the relevant year.

- 2.14 **Cash Flow Statement (AS 3);**  
The Cash Flow Statement is prepared by indirect method set in Accounting Standard 3 on cash flow statement and presents the cash flows by Operating, Investing and Finance activities of the company. Cash and cash equivalents presented in cash flow consists of cash in hand, cheques in hand, bank balances. The same is in compliance with AS-3 to the extent applicable.
- 2.15 **Provisions, Contingent Liabilities and Contingent Assets (AS 29);**  
Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements. The same is in compliance with AS-29 to the extent applicable.
- 2.16 **Impairment of Assets (AS 28);**  
An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to Profit & Loss Account in the year in which the asset is impaired and the impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount. The same is in compliance with AS-28 to the extent applicable.
- 2.17 **Leases (AS 19);**  
Operating lease payments and finance lease payments are recognized as expenses in the profit and loss account as per the terms of the agreements which is representative of the time pattern of the users' benefit.  
The same is in compliance with AS-19 to the extent applicable.
- 2.18 **Extra-ordinary and Exceptional items & Changes in Policies (AS 5);**  
All the extra ordinary and prior period items of Income and expenses are separately disclosed in the statement of Profit and Loss account in the manner such that it's impact on the current profit or loss can be perceived. If there has been any change in the Company's accounting policies or accounting estimate so as to have material impact on the current year profit/loss or that of later periods the same would be disclosed as part of notes to accounts. All the items of Income and Expenses from ordinary activities with such size and nature such that they become relevant to explain the performance of the company have been disclosed separately. The same is in compliance with AS-5 to the extent applicable.
- 2.19 **Earnings Per Share (AS 20) ;**  
i) The Basic earning per share is calculated considering the weighted average number of equity shares outstanding during the year.  
ii) The Diluted earning per share is calculated considering the effects of potential equity shares on net profits after tax for the year and weighted average number of equity shares outstanding during the year.

**Notes forming part of Consolidated financial statements As At 31.03.2018**  
**Note No : 3 Share Capital**

S. No.	Particulars	As at 31.03.2018 Amount in Rs.		As at 31.03.2017 Amount in Rs.	
		Number	Amount	Number	Amount
(i)	<b>Authorised</b> Equity Shares of Rs. 10/- each with Voting Rights	65,00,000	6,50,00,000	45,00,000	4,50,00,000
(i)	<b>Issued, Subscribed and Paid up</b> Equity Shares of Rs. 10/- each fully paid up with Voting Rights	48,66,775	4,86,67,750	41,16,775	4,11,67,750
	<b>Total</b>	<b>48,66,775</b>	<b>4,86,67,750</b>	<b>41,16,775</b>	<b>4,11,67,750</b>

**(a) Reconciliation of number of shares:**

S.No.	Particulars	As at 31.03.2018 Amount in Rs.		As at 31.03.2017 Amount in Rs.	
		Number	Amount	Number	Amount
1	Equity Shares outstanding at the beginning of the year	41,16,775	4,11,67,750	34,44,775	3,44,47,750
2	Equity Shares Issued during the year #	7,50,000	75,00,000	6,72,000	67,20,000
3	Equity Shares bought back during the year	-	-	-	-
4	Equity Shares outstanding at the end of the year	48,66,775	4,86,67,750	41,16,775	4,11,67,750

# During the Month of February 2017, the company brought a fresh issue at BSE (Emerge:SME Platform) by way of initial public offer of 6,72,000 shares @ Rs. 60 per share consisting Rs. 50 for security premium.

# During the Month of March, 2018, the company made a Preferential allotment of 7,50,000 equity shares through Private Placement offer @ Rs. 80 per share consisting Rs. 70 for security premium.

**(b) Rights, preferences and restrictions attached to shares:**

The company has one class of equity shares having a par value of Rs.10/- each. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

**(c) Details of shares held by Shareholders holding more than 5 % of the shares in the company:**

S.No.	Class of shares / Name of shareholder	As at 31.03.2018		As at 31.03.2017	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
	<u>Equity Shares with Voting Rights</u>				
1	Adusumilli Sri Nagaveer	20,38,701	41.89%	20,38,701	49.52%
2	Adusumilli Vasavi	2,38,038	4.89%	2,38,038	5.78%
3	Adusumilli Sarat Chandra Babu	2,00,000	4.11%	2,00,000	4.86%
4	Adusumilli Sarada	1,00,000	2.05%	1,00,000	2.43%
5	Paturi Sarada	2,20,013	4.52%	2,20,013	5.34%
6	Mikkilineni Sravanthi	2,20,013	4.52%	2,20,013	5.34%

(d) Aggregate number and class of shares allotted as fully paid up for consideration other than cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date

S.No.	Particulars	As at 31.03.2018		As at 31.03.2017	
		No. of Shares issued	Amount	No. of Shares issued	Amount
1	Paturi Sarada*	2,20,013	22,00,130	2,20,013	22,00,130
2	Mikkilineni Sravanthi*	2,20,013	22,00,130	2,20,013	22,00,130
3	Adusumilli Sri Nagaveer**	2,52,711	25,27,110	2,52,711	25,27,110
4	Adusumilli Vasavi**	2,038	20,380	2,038	20,380

\* 4,40,026/- Equity Shares issued on account of Acquisition of Polar cube Cold Storage Solutions Pvt. Ltd.

\*\* 2,54,749/- Equity Shares issued on account of Acquisition of Squarepeg Distribution Services Pvt. Ltd.

( e) During the month of March, 2018, the Company has issued 4,00,000 Warrants of Rs. 80/- each and 1,00,000 warrants of Rs. 80/- each to Adusumilli Sri Nagaveer and Adusumilli Vasavi respectively and has received Rs. 80,00,000 from Adusumilli Sri Nagaveer and Rs. 20,00,000 from Adusumilli Vasavi as 25% of the Consideration amount as per Regulation 4(3)( c) of SEBI (ICDR) regulations, 2015. The warrants are convertible into equity shares within 18 months from the date of allotment upon receipt of balance subscription amount of Rs. 2,40,00,000 from Adusumilli Sri Nagaveer and Rs. 60,00,000 from Adusumilli Vasavi. The equity shares to be allotted upon exercise of Warrants shall rank Pari Passu in all respects including as to dividend, with the existing Equity Shares of Face Value of Rs. 10/- each of the Company

SI No.	Name of the Warrant Holder	Date of Allotment of Warrant	No. of warrants	Farthest Date of Conversion
1	Adusumilli Sri Nagaveer	21-Mar-18	400,000	20-Sep-19
2	Adusumilli Vasavi	21-Mar-18	100,000	20-Sep-19
			<b>500,000</b>	

Clause (e), (f), and (h) to (i) (B & C) and (k) to (l) of the Note 6(A) to the Schedule III of the Companies Act, 2013 are not applicable.

## 4 Note: Reserves &amp; Surplus

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
4	<b>Note: Reserves &amp; Surplus</b>		
	<b>Securities Premium Account</b>		
	Opening Balance	38,463,440	4,863,440
	Add: Premium on shares issued during the year #	52,500,000	33,600,000
	Less : Utilised during the year	-	-
	Closing Balance	<b>90,963,440</b>	<b>38,463,440</b>
	<b>Profit and Loss Account</b>		
	As per last Balance Sheet	4,24,62,158	3,16,84,248
	(+) Net Profit for the current year	1,22,91,898	1,07,77,910
	(+) Transfer from Reserves*	-	-
	(-) Net Loss for the current year	-	-
	(-) Proposed Dividends	-	-
	(-) Interim Dividends	-	-
	Closing Balance	<b>5,47,54,056</b>	<b>4,24,62,158</b>
<b>Total</b>	<b>14,57,17,496</b>	<b>8,09,25,598</b>	

# During the Month of February 2017, the company brought a fresh issue at BSE (Emerge: SME Platform) by way of initial public offer of 6,72,000 shares @ Rs. 60 per share consisting Rs. 50 for security premium.

# During the Month of March, 2018, the company made a Preferential allotment of 7,50,000 equity shares of Face Value of Rs. 10 each through Private Placement offer @ Rs. 80 per share consisting Rs. 70 for security premium.

## 5 Note: Share Application money pending allotment

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Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>6</b>	<b>Note: Long Term Borrowings</b>		
	<b>Secured</b>		
	a) Term Loans *		
	i) From Banks	46,12,075	57,76,695
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	20,50,000	24,78,927
		25,62,075	32,97,768
	ii) From NBFC's	-	-
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	-
		-	-
	b) Vehicle Loans **		
	i) From Banks	1,45,89,716	2,39,18,161
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	69,48,020	92,15,532
		76,41,696	1,47,02,630
	ii) From NBFC's	29,86,564	37,60,727
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	11,04,469	30,70,388
		18,82,095	6,90,339
	<b>Total Secured Loans</b>	<b>1,20,85,866</b>	<b>1,86,90,737</b>
	<b>Unsecured</b>		
	Business Loans ***		
	i) From Banks	21,81,956	31,98,513
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	12,27,440	10,16,557
		9,54,516	21,81,956
	ii) From NBFC's	2,63,17,283	4,69,28,819
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	1,79,73,221	2,52,19,253
		83,44,061	2,17,09,566
	Loans from Others	-	-
	<b>Total Un-Secured Loans</b>	<b>92,98,577</b>	<b>2,38,91,522</b>
		<b>2,13,84,443</b>	<b>4,25,82,259</b>

\*Term Loans are secured against Fixed Assets of the company, both present and future. (For details Refer Note No 39).

\*\* Vehicles loans are secured by hypothecation of vehicles financed by respective banks. (For details Refer Note No. 39)

\*\*\* The Company availed Unsecured Business Loans from Banking & Non Banking Financial Institutions (for Details Refer Note No. 39)

**7 Note: Other Long Term Liabilities**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
7	Other Liabilities	2,41,000	70,000
		<b>2,41,000</b>	<b>70,000</b>

**8 Note: Long Term Provisions**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
8	Provision for Gratuity	10,61,517	8,72,441
	Provision for Taxes	-	8,86,940
	Provisions - Others	-	-
		<b>10,61,517</b>	<b>17,59,381</b>

**9 Note: Short Term Borrowings**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
9	Secured		
	Loans repayable on demand from Banks *	11,28,12,204	7,72,92,478
	Loans repayable on demand from NBFC's	-	-
	Loans repayable on demand from Others	-	-
	Unsecured		
	Loans from Related Parties	15,23,815	-
	Other Loans and Advances	8,722,083	-
		<b>12,30,58,103</b>	<b>7,72,92,478</b>

\* Working Capital loans are secured by hypothecation of Stocks & Receivables (present & future) of the Company (For details Refer Note No. 39)

The Company has borrowed Un-secured loans on the following terms & conditions:

Terms & Conditions	Particulars
Rate of Interest	18%
Security	Nil
Terms of Repayment	Repayable on Demand

**10 Note: Trade Payables**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
10	Dues to Micro, Small and Medium Enterprises *	-	-
	Dues to Others	1,78,15,795	1,41,24,543
	Balances between Holding & Subsidiaries	(38,85,409)	(10,03,825)
		<b>1,39,30,386</b>	<b>1,31,20,718</b>

\* The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the company is as under:

Principal amount due and remaining unpaid	-	-
Interest due on above and the unpaid interest	-	-
Interest paid	-	-
Payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid	-	-
Amount of further interest remaining due and payable in succeeding years	-	-

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



**11 Note: Other Current Liabilities**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
11	Current Maturities of Long Term Debt (Secured) (Refer Note No.6)	-	-
	a) Term Loans		
	From Banks	20,50,000	24,78,927
	From NBFC's	-	-
	b) Business Loans		
	From Banks	12,27,440	10,16,557
	From NBFC's	1,79,73,221	2,52,19,253
	c) Vehicle Loans		
	From Banks	69,48,020	92,15,532
	From NBFC's	11,04,469	30,70,388
	Interest Accrued and Due on Borrowings **	-	8,10,678
Interest Accrued But not Due on Borrowings ***	4,51,457	8,17,525	
Advances received from Customers	3,04,286	17,07,756	
Other Payables****	37,99,354	98,09,828	
	<b>3,38,58,248</b>	<b>5,41,46,444</b>	

\*\* Interest Accrued and Due on Borrowings Consists of:

On Working Capital Loan	-	8,10,678
On Business Loans	-	-

\*\*\* Interest Accrued & But not Due on Borrowings consists of:

On Term Loans	6,642	6,054
On Business Loans	346,458	644,758
On Vehicle Loans	98,358	166,713

\*\*\*\* Other Payables include

Statutory Liabilities	13,15,005	46,59,881
Rent Creditors	130,040	508,739
Expenses Payable	23,54,309	46,41,208

**12 Note: Short Term Provisions**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
12	Provisions for Employee Benefits		
	Provision for Gratuity	-	-
	Provisions - Others:		
	Provision for Taxes - Current Year	42,48,831	31,36,025
Provision for Taxes - Previous Year	-	-	
	<b>3,802,970</b>	<b>2,771,320</b>	

13 Fixed Assets

S. No.	Particulars	Gross Block									
		Balance As At 01.04.2017	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign exchange differences	Borrowing cost capitalised	Other Adj.	Balance As At 31.03.2018
		1	2	3	4	5	6	7	8	9	10= 1+2-3+4-5+6-7+8-9
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	20,08,470	1,44,466	-	-	-	-	-	-	-	21,52,936
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	29,23,627	2,76,687	-	-	-	-	-	-	-	32,00,314
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	3,16,00,105	1,73,57,947	-	-	-	-	-	-	-	4,89,58,052
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	7,90,563	1,68,769	-	-	-	-	-	-	-	9,59,332
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	2,79,17,299	29,91,402	-	-	-	-	-	-	-	3,09,08,701
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	3,56,43,075	-	30,91,179	-	-	-	-	-	-	3,25,51,896
(f)	Civil Structures										
	Owned	-	1,00,55,814	-	-	-	-	-	-	-	1,00,55,814

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	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(g)	Land										
	Owned	-	86,82,712	-	-	-	-	-	-	-	86,82,712
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>10,08,83,139</b>	<b>3,96,77,797</b>	<b>30,91,179</b>	-	-	-	-	-	-	<b>13,74,69,757</b>
	<b>Previous Year</b>	<b>(8,12,29,794)</b>	<b>(1,96,53,345)</b>	-	-	-	-	-	-	-	<b>(10,08,83,139)</b>
<b>B</b>	<b>Intangible assets</b>	28,31,648	-	-	-	-	-	-	-	-	28,31,648
	<b>Total (B)</b>	<b>28,31,648</b>	-	-	-	-	-	-	-	-	<b>28,31,648</b>
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	-	-
	<b>Grand Total (A + B)</b>	<b>10,37,14,787</b>	<b>3,96,77,797</b>	<b>30,91,179</b>	-	-	-	-	-	-	<b>14,03,01,404</b>

S. No.	Particulars	Accumulated depreciation and impairment							Net block		
		Balance As At 01.04.2017	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Adj. due to Change of Accounting policy (i.e from WDV to SLM)	Impairment losses recognised in statement of profit and loss	Adjustment due to difference in method of Depn of Subsidiary companies (i.e. WDV) & Holding companies method of Depn. (i.e.SLM)	Other adjustments	Balance As At 31.03.2018	Balance As At 31.03.2018	Balance As At 31.03.2017
		11	12	13	14	15	16	17	18=sum(11:17)	19= (10-18)	20= (1 - 11)
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	13,78,024	3,16,334	-	-	-	2,249	-	16,96,608	4,56,328	6,30,446
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	9,47,433	3,39,064	-	-	-	24,382	-	12,62,114	19,38,200	19,76,194
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	1,10,29,287	30,60,297	-	-	-	3,74,588	-	1,44,64,172	3,44,93,880	2,05,70,818
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	3,02,576	1,74,936	-	-	-	2,558	-	4,74,954	4,84,378	4,87,987
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	36,32,829	35,48,583	-	-	-	-	-	71,81,412	2,37,27,289	2,42,84,470
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-

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(f)	Given under operating lease	1,31,50,248	49,88,338	12,47,300	-	-	-	-	1,68,91,286	1,56,60,610	2,24,92,827
	Civil Structures										
	Owned	-	2,31,065	-	-	-	-	-	2,31,065	98,24,749	-
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
(g)	Given under operating lease	-	-	-	-	-	-	-	-	-	-
	Land										
	Owned	-	-	-	-	-	-	-	-	86,82,712	-
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>3,04,40,396</b>	<b>1,26,58,617</b>	<b>12,47,300</b>	<b>-</b>	<b>-</b>	<b>3,49,898</b>	<b>-</b>	<b>4,22,01,611</b>	<b>9,52,68,146</b>	<b>7,04,42,743</b>
	<b>Previous Year</b>	<b>(1,99,20,351)</b>	<b>(1,02,92,199)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(227,847)</b>	<b>-</b>	<b>(3,04,40,396)</b>	<b>(7,04,42,743)</b>	<b>(6,13,09,443)</b>
<b>B</b>	<b>Intangible assets</b>	-	-	-	-	-	-	-	-	2831648	2831648
	<b>Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>28,31,648</b>	<b>28,31,648</b>
	<b>Previous Year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(28,31,648)</b>	<b>(28,31,648)</b>
<b>C</b>	<b>Capital Work in Progress</b>	-	-	-	-	-	-	-	-	23,07,434	1,43,66,921
	<b>Total (C)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>23,07,434</b>	<b>1,43,66,921</b>
	<b>Previous Year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(1,43,66,921)</b>	<b>(44,48,333)</b>
	<b>Grand Total (A + B + C)</b>	<b>3,04,40,396</b>	<b>1,26,58,617</b>	<b>12,47,300</b>	<b>-</b>	<b>-</b>	<b>3,49,898</b>	<b>-</b>	<b>4,22,01,611</b>	<b>10,04,07,227</b>	<b>8,76,41,312</b>

**14 Note : Non-current investments**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
14	Long Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments		
	Quoted	-	-
	Unquoted		
		-	-

**15 Note: Long Term Loans & Advances**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
15	(a) Capital Advances		
	Secured, considered good	-	-
	Unsecured, considered good	1,80,000	83,31,954
	Doubtful	-	-
	(b) Security Deposits		
	Rent Deposit	12,12,600	12,47,600
	Other Deposits	10,38,292	8,08,292
	(c) Loans & Advances to related parties	-	-
	(d) Loans & Advances to Employees	-	-
	(e) Prepaid Expenses	-	-
	(f) Advance Income Tax (Unsecured, Considered good)	-	-
	(g) MAT Credit Entitlement	36,53,488	36,53,488
	(h) Balances with Government Authorities	-	-
	(i) Other Loans & Advances		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	(j) Doubtful	-	-
		<b>60,84,380</b>	<b>1,40,41,334</b>
	Less: Provision for other doubtful loans & advances	-	-
		<b>60,84,380</b>	<b>1,40,41,334</b>
	<b>Note: Long Term Loans &amp; Advances include amounts due from</b>		
	Directors - (Rent Deposit)	30,000	30,000
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-

**16 Note: Other Non-Current Assets**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	(a) Long-term trade receivables	-	-
	(b) Unamortised expenses ( to the extent not written off or not adj.)	-	-
	(c) Accruals	-	-
	(d) Other Non-current Assets	-	-
		-	-

**17 Note : Current investments**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Short Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments (Investment in Equity Shares) Quoted (Market Value is of Rs. 1,32,48,000) (The Company has subscribed to 1,44,000 Equity Shares in the Initial Public Offer of Kapston facilities Management Limited at Rs. 92.00 per share)	1,32,48,000	-
	Unquoted	-	-
		<b>1,32,48,000</b>	-

**18 Note: Inventories**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	(a) Raw materials	46,61,908	35,55,247
	Goods-in-transit	-	-
	(b) Work-in-progress	2,31,528	1,80,507
	Goods-in-transit	-	-
	(c) Finished goods (other than those acquired for trading)	46,23,750	41,88,302
	Goods-in-transit	-	-
	(d) Stock-in-trade (acquired for trading) *	18,54,88,132	14,60,31,765
	Goods-in-transit	-	-
	(e) Stores and spares	-	-
	Goods-in-transit	-	-
	(f) Loose tools	-	-
	Goods-in-transit	-	-
	(g) Others (Specify nature)	-	-
	Goods-in-transit	-	-
		<b>19,50,05,318</b>	<b>15,39,55,821</b>

- Mode of Valuation  
As per Accounting policy Refer No. 2.90

**19 Note: Trade Receivables**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
19	Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
	Secured, considered good	-	-
	Unsecured, considered good	1,99,896	23,62,113
	Doubtful	-	-
	Trade receivables outstanding for a period less than six months from the date they were due for payment		
	Secured, considered good	-	-
	Unsecured, considered good *	2,72,85,315	2,05,65,638
	Doubtful	-	-
	Balances between Holding & Subsidiaries	(39,13,409)	(7,07,961)
		2,35,71,802	2,22,19,791
	Less: Provision for doubtful trade receivables	-	-
		<b>2,35,71,802</b>	<b>2,22,19,791</b>
	Trade receivables include debts due from:		
	Directors	-	-
Firms in which any director is interested (M/s Sri Sai Agencies, Proprietorship)	22,08,621	27,03,431	
Other officers of the Company	-	-	
Private companies in which any director is a director or member (give details per company)	-	-	

**20 Note: Cash and Bank Balances**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
20	(a) Cash and Cash Equivalents		
	(i) Balances with banks;		
	- In Current Accounts	2,23,23,788	7,18,258
	(ii) Cheques, drafts on hand	-	-
	(iii) Cash on hand	10,81,494	18,44,075
	(b) Other Bank balances		
- In Deposit Accounts	-	-	
		<b>2,34,05,282</b>	<b>25,62,333</b>



<b>21 Note: Short Term Loans &amp; Advances</b>			
<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>21</b>	(a) Loans & Advances to related parties	-	-
	(b) Security deposits	-	-
	(c) Loans and advances to employees		
	Secured, considered good	-	-
	Unsecured, considered good	32,82,313	11,95,983
	Doubtful	-	-
	(d) Prepaid expenses - Unsecured, considered good *	12,08,098	13,30,691
	(e) Balances with government authorities		
	Unsecured, considered good		
	Advance Tax and TDS **	58,34,318	41,17,023
	VAT / EPF	-	40,156
	IT Refund Due	-	-
	Others	-	19,738
	(f) Inter-corporate deposits	-	-
	(g) MAT Credit entitlement - Unsecured, considered good ***	-	-
	(h) Other Loans & Advances ****		
	Secured, considered good	-	-
	Unsecured, considered good	2,88,90,441	2,70,78,594
	Doubtful	-	-
		3,92,15,170	3,37,82,186
	Less: Provision for other doubtful loans and advances	-	-
		<b>3,92,15,170</b>	<b>3,37,82,186</b>
	* "Prepaid Expenses" pertains to Insurance, Annual Maintenance Contracts.		
	** includes Refunds pertaining to earlier years.		
	*** MAT Credit entitlement has been brought in to books and it represents current year.		
	<b>**** Other Loans &amp; Advances includes</b>		
	Advances to Suppliers	2,38,02,163	1,71,58,936
	Advance for Expenses	-	89,692
	Other Advances	50,88,278	98,29,967

<b>22 Note: Other Current Assets</b>			
<b>Note No.</b>	<b>Particulars</b>	<b>As at 31.03.2018 Amount In Rs.</b>	<b>As at 31.03.2017 Amount In Rs.</b>
<b>22</b>	(a) Unbilled revenue	-	-
	(b) Unamortized expenses	38,08,899	42,84,750
	(c) Accruals	-	-
	(d) Other Current Assets	19,98,367	3,31,174
		<b>58,07,266</b>	<b>46,15,924</b>
	<b>Note: Other Current Assets include amounts due from</b>		
	Directors	-	-
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-
	Wholly Owned Subsidiaries	-	-

**23 Note: Revenue from operations**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>23</b>	Sales - Trading	55,80,28,476	54,55,89,083
	VAT Sales @ 5%	34,87,862	2,36,64,294
	VAT Sales @ 14.5%	1,61,77,770	5,33,25,397
	VAT Sales @ exempted (incl. CST Sales)	1418,98,392	46,85,99,392
	GST Sales @ 5%	75,90,198	-
	GST Sales @ 12%	3,71,17,879	-
	GST Sales @ 18%	4,10,540	-
	GST Sales Exempted	35,13,45,836	-
	Sales - Processing Activity	7,08,32,757	1,39,42,982
	VAT Sales @ 5%	26,24,840	67,81,939
	VAT Sales @ 14.5%	11,02,755	71,61,043
	GST Sales @ 5%	3,10,41,364	-
	GST Sales @ 12%	3,60,63,798	-
	GST Sales @ 18%	-	-
	<b>Operating Revenues from Subsidiaries</b>		
	Squarepeg Distribution Services Pvt Ltd.	3,17,49,415	3,67,77,029
	Polar Cube Cold Storage Solutions Pvt Ltd	57,54,084	29,25,030
	Revenues generated between Holding & Subsidiaries	(73,15,250)	(47,03,000)
		<b>65,90,49,482</b>	<b>59,45,31,124</b>
	<b>Sale of Goods under broad heads;</b>		
	- Frozen Products	53,36,90,306	54,35,84,330
	- Dairy and Other Misc.	2,43,38,171	20,04,753
	- Corn Samosa	2,63,04,489	22,96,688
	- Corn Spring Roll	1,08,62,064	48,64,355
	- Corn Kernels and Other Misc.	3,36,66,204	67,81,939
		<b>62,88,61,233</b>	<b>55,95,32,065</b>

**24 Note: Other income**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>24</b>	Sub-Let Income	8,01,208	5,83,181
	Income through hiring of Vehicles	90,90,336	90,90,308
	Other Income	61,49,504	39,99,050
	Discount Received	-	2,52,671
	Revenues generated from among Holding & Subsidiaries	(90,90,336)	(90,90,308)
		<b>69,50,712</b>	<b>48,34,902</b>

**25 Note: Purchase of Stock -in- Trade**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
25	Purchases		
	VAT Purchases @ 5%	19,53,448	1,29,91,217
	VAT Purchases @ 14.5%	1,09,34,819	4,38,03,570
	VAT Purchases @ Exempted	13,88,68,362	47,09,35,065
	GST Purchases @ Exempted	35,45,48,464	-
	GST Purchases @ 5%	3,39,41,636	-
	GST Purchases @ 12%	3,93,99,891	-
	GST Purchases @ 18%	23,11,739	-
	Direct Expenses at Factory	29,75,064	5,33,204
		<b>58,49,33,422</b>	<b>52,82,63,056</b>
	<b>Purchase of Goods under broad heads;</b>		
	- Frozen Products & Corn Kernels	51,99,33,781	49,47,71,490
	- Dairy Products	2,63,40,245	2,29,51,519
	- Other Misc.	3,56,84,332	1,00,06,843
		<b>58,19,58,358</b>	<b>52,77,29,852</b>

**24A Note: Direct Expenses of Subsidiaries (Squarepeg & Polarcube) :**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
24A	Petrol & Diesel	1,24,94,146	1,35,58,864
	Repairs and Maintenance	8,79,990	20,06,661
	Toll Fees	26,18,192	27,28,233
	Transport Expenses	7,54,993	2,36,632
	Vehicle Hire Expenses	86,35,821	91,37,691
	Electricity Expenditure	16,99,156	12,29,745
	Loading & Unloading Charges & Maintenance Charges	4,34,716	2,22,674
	Rent	-	5,95,000
	Less : Expenditure Incurred in Intercompany Transactions	(90,90,336)	(96,85,308)
		<b>1,84,26,677</b>	<b>2,00,30,192</b>

**26 Note: Changes in inventories of finished goods, work-in-progress and stock-in-trade**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
26	<u>Inventories at the end of the year:</u>		
	Raw Material	46,61,908	35,55,247
	Work-in-progress	2,31,528	1,80,507
	Finished goods	19,01,11,882	15,02,20,067
		<b>19,50,05,318</b>	<b>15,39,55,821</b>
	<u>Inventories at the beginning of the year:</u>		
	Raw Material	35,55,247	11,54,289
	Work-in-progress	1,80,507	1,83,816
	Finished goods	15,02,20,067	10,66,94,943
		<b>15,39,55,821</b>	<b>10,80,33,048</b>
	Net increase / (decrease)	<b><u>4,10,49,497</u></b>	<b><u>4,59,22,774</u></b>

**27 Note: Employee benefit expenses**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
27	Salaries and Wages	1,62,95,686	1,51,35,471
	Directors Remuneration	58,67,500	64,40,000
	Contribution / Provision to provident and other funds *	19,25,286	22,73,546
	Staff Welfare Expenses	10,94,286	16,13,100
		<b>2,51,82,758</b>	<b>2,54,62,117</b>

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity.

**28 Note: Finance costs**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
28	Interest Expense		
	Interest	2,38,66,263	2,14,61,520
	Interest on others *	10,77,178	5,82,326
	Other Borrowing Costs:		
	Loan Processing Charges	4,85,116	17,11,065
	Other Finance Expenses:		
	Bank charges	5,28,326	3,43,846
	<b>2,59,56,883</b>	<b>2,40,98,758</b>	

\* includes Interest on TDS, Service Tax & VAT.

**29 Note: Other Expenses**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>29</b>	<b>Administrative Expenses:</b>		
	Administrative Expenses	19,32,787	57,76,373
	Audit Fee	4,50,000	3,10,500
	Consultancy Fee	5,39,900	4,06,055
	Credit Rating Fee	-	46,000
	Donations	92,000	-
	Electricity Charges	22,85,978	18,44,400
	Fuel Expenses	19,72,800	13,02,515
	Insurance on Fixed Assets	30,121	18,274
	Loss on sale of asset	4,00,879	-
	Miscellaneous Expenses	4,58,841	3,23,902
	Net, Cable & News Paper Bill	57,638	52,641
	Office Maintenance	10,26,359	10,00,997
	Postage & Telegrams	33,272	74,821
	Printing & Stationery	2,89,756	4,79,075
	Rent Expenses	40,59,704	36,24,717
	Repairs & Maintenance	7,96,883	10,37,727
	Royalty Expenses	2,40,000	2,40,000
	Stock Insurance	1,15,455	1,14,424
	Subscriptions	57,950	47,832
	Taxes & Licenses	5,80,850	4,13,231
	Telephone & Internet Charges	3,95,727	3,90,612
	Travelling, Boarding & Conveyance	6,05,325	7,21,904
	Vehicle Insurance	9,57,569	5,84,944
	Vehicle Maintenance	18,75,402	12,28,875
	Website Design Charges	-	66,283
	Miscellaneous Expenses Written off	8,68,852	61,891
	<b>Selling &amp; Distribution Expenses</b>		
	Advertising & Marketing Expenses	4,22,983	6,900
	Bad Debts	7,768	648
	Business Promotion	9,45,586	10,40,481
	Counter Expenses	5,41,173	2,40,575
	Discount Allowed	3,02,649	5,23,361
	Transportation Charges	75,18,936	42,24,591
	Transportation charges paid to Subsidiaries	(69,65,000)	(38,08,000)
		<b>2,28,98,143</b>	<b>2,23,96,548</b>

**30 Prior Period Items**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
30	Contribution / Provision to provident and other funds *	-	-
	VAT Paid	-	-
	Rent Paid	-	-
	Interest on Term Loan	-	-
		-	-

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity.

**31 Note: Auditors Remuneration**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>31</b>	Payments to Auditors Comprises:		
	As Auditors - Statutory Audit	3,90,000	3,09,500
	For taxation matters	70,000	-
	For company law matters	-	-
	For management services	-	-
	For other services	-	-
	Reimbursement of Expenses	-	-

**32 Note: Deferred Tax Liability / (Deferred Tax Asset) (Net)**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
<b>32</b>	Deferred Tax Liability on account of		
	i) Depreciation and Amortisation	115,709	729,912
	ii) Adjustment due to difference in method of depreciation	(98,806)	48,274
	ii) Miscellaneous expenditure written off	147	249,498
	<b>Total</b>	<b>17,050</b>	<b>10,27,685</b>
	Deferred Tax Assets on account of		
	i) Gratuity	58,424	225,770
	<b>Total</b>	<b>58,424</b>	<b>225,770</b>
	Net Deferred Tax Liability	<b>(41,375)</b>	<b>801,914</b>

**33 Note: Related Party Disclosures**

S.No.	Name of the Related Party	Nature of Relationship
1	Sri. A. Sri Nagaveer	Key Managerial Personnel
2	Smt. A. Vasavi	Key Managerial Personnel
3	Sri. A. Sarat Chandra Babu	Key Managerial Personnel
4	Smt. A. Sarada	Key Managerial Personnel
5	Ms. B. Mahalakshmi	Key Managerial Personnel
6	Mr. Marredupally Srinivasa Reddy	Key Managerial Personnel
7	Mrs. Shilpa Kotagiri	Key Managerial Personnel
8	M/s Squarepeg Distribution Services Private Limited	Wholly Owned Subsidiary
9	M/s Polar Cube Cold Storage Solutions Private Limited	Wholly Owned Subsidiary
10	M/s Sri Sai Agencies (Prop. A Sri Nagaveer)	Enterprise over which Directors having Significant Influence (EDS)

**Transactions with Related Parties:**

S.No.	Nature of Transaction	FY 2017-18				FY 2016-17			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Remuneration	58,67,500	-	-	58,67,500	69,00,000	-	-	69,00,000
2	Salary	18,36,175	-	-	18,36,175	4,31,505	-	-	4,31,505
3	Rent (Expenses)	2,95,200	-	-	2,95,200	2,88,000	-	-	2,88,000
4	Royalty (Expenses)	2,40,000	-	-	2,40,000	2,40,000	-	-	2,40,000
5	Purchases	-	17,48,125	-	17,48,125	-	-	-	-
6	Sales	-	16,42,425	-	16,42,425	-	16,52,235	-	16,52,235
7	Transport Charges (income)	-	8,51,569	-	8,51,569	-	-	-	-
8	Rent Deposit	-	-	-	-	-	-	-	-

**Balances with Related Parties As At 31.03.2018 :**

S.No.	Nature of Transaction	FY 2017-18				FY 2016-17			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Rent Deposit	30,000	-	-	30,000	30,000	-	-	30,000
2	Remuneration / Salary Payable	1,36,715	-	-	1,36,715	2,74,438	-	-	2,74,438
3	Rent Payable	23,760	-	-	23,760	21,600	-	-	21,600
4	Unsecured Loans	15,23,815	-	-	15,23,815	-	-	-	-
5	Other Current Assets	-	-	-	-	-	-	-	-
6	Trade Receivables	-	22,25,652	-	22,25,652	-	27,03,431	-	27,03,431
7	Trade Payables	-	-	-	-	-	-	-	-
8	Other Current Liabilities	-	-	-	-	-	655158	-	655158

## Disclosure in respect of material transactions during the year:

S. No.	Particulars	FY 2017-18	FY 2016-17
<b>1</b>	<b><u>Directors Remuneration</u></b>		
	Sri. A. Sri Nagaveer	35,87,500	42,00,000
	Smt. A. Vasavi	18,00,000	18,00,000
	Sri. A. Sarat Chandra Babu	3,60,000	3,60,000
<b>2</b>	<b><u>Directors Sitting Fee</u></b>		
	Smt. A Sarada	40,000	40,000
	Sri. N Naveen	40,000	40,000
	Sri. R V Radhakrishna	40,000	40,000
<b>3</b>	<b><u>Salary</u></b>		
	Sri. A. Sri Nagaveer	6,12,500	-
	Ms. B. Mahalakshmi	56,675	1,86,505
	Mr. M Srinivasa Reddy	7,47,000	-
	Mrs. Shilpa Kotagiri	4,20,000	2,45,000
<b>4</b>	<b><u>Rent (Expenses)</u></b>		
	Smt. A. Vasavi	2,95,200	2,88,000
<b>5</b>	<b><u>Transport Charges</u></b>		
	M/s. Pearl Translines Private Limited	-	-
<b>6</b>	<b><u>Royalty (Expenses)</u></b>		
	Sri. A. Sri Nagaveer	2,40,000	2,40,000
<b>7</b>	<b><u>Purchases</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	17,48,125	-
<b>8</b>	<b><u>Sales</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	16,42,245	16,52,235



**34 Note: Earnings Per Share**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (INR)	1,22,91,898	1,07,77,910
	<b>Profit before Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,22,91,898	1,07,77,910
	No of Equity shares	48,66,775	41,16,775
	Face value per share (INR)	10.00	10.00
	Weighted average No of Equity shares (For Basic Earnings)	41,39,378	35,03,690
	Weighted average No of Equity shares (For Diluted Earnings)	41,43,145	35,03,690
	<b>EPS before Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.97	3.08
	Diluted Earnings per share (INR)	2.97	3.08
	<b>EPS after Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.97	3.08
	Diluted Earnings per share (INR)	2.97	3.08

The Calculation of Earnings Per Share (EPS) as disclosed in the Profit and Loss Account has been made in accordance with Accounting Standard (AS - 20) on Earnings Per Share issued by the Institute of Chartered Accountants of India.

**35 Note: Earnings in foreign currency**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Export of Goods calculated on FOB basis	-	-

**36 Note: Expenditure in foreign currency**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
		-	-

**37 Note: Tax Expense**

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	The Tax Expenses for the year comprises of;		
	Income Tax	43,51,396	37,89,435
	Current Year	42,48,831	31,36,025
	Less : MAT Credit	-	(2,47,028)
	Previous Year	1,43,940	49,262
	Deferred Tax	(41,375)	8,01,914

**38 Note: Obligations towards operating leases**

The company has entered into operating lease arrangements for its premises at various locations.

Note No.	Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
	Future minimum lease payments		
	not later than one year	33,90,260	26,62,686
	later than one year and not later than five years	21,29,447	39,37,560
	later than five years	28,36,743	28,51,200
	The future minimum lease rental obligation under non-cancellable operating leases in respect of these assets is on account of lock-in period and notice period in some of the lease agreements entered by the company for operating of offices:		
	On account of Lock-in Period	-	-
	On account of Notice Period	-	-
	Lease payments recognized in the Statement of Profit and Loss	40,59,704	36,24,717
	Sublease payments received / receivable recognized in the Statement of Profit and Loss	8,01,208	5,83,181

**39 Note: Working Capital Loan / Term Loan/ Vehicle Loans:****1. Working Capital Loan from Andhra Bank:****Cash Credit Limits:****Rate of Interest:**

Cash Credit from Andhra Bank: Interest at the rate of 3.55% margin above the base rate

**Margin:**

25% on Stock & 30% on receivables not older than 90 days

**Primary Security:**

Hypothecation of stock of Raw Material, Consumables, Work in Progress, Finished Goods & Assignment of receivables.

**Collateral Security:**

- i) Hypothecation of Plant and Machinery and other fixed assets with value of Rs.1.96 Crores after reducing the Vehicles value of Rs.3.64 Crores from total WDV of Assets of Rs.5.60 Crores, Standing in the name of M/s Tanvi Foods (India) Limited formerly known as Tanvi Foods (India) Private Limited valued as per ABS on 31.03.2016 (since the company has taken vehicle loans from other banks, the same is excluded from WDV of Fixed Assets).
- j) Vacant land situated at R.S.No.3571/2008, L.R.S.No.3571/2008, Plot No.980, Near door No.2-94, Tadigadapa Donka Road, Janchaitanya layout, poranki village & Grampanchayat, Penamaluru mandal with appurtenant site of 209.00 Sq. yards or 174.81 sq.mts. standing in the name of Tamma Reddy Venkataratnam, Valued at 0.31 Crores as per valuation dt.08.01.2016.
- k) Vacant House site situated at R S No.302 to 310, 320, 321, 322, 324 to 361, 363 to 365, 384, 385, 387 to 391, 399, Plot No.295 LIG Nallagandla HUDA Residential complex, Nallagandla Village, Serilingampally, GHML & Mandal, Ranga Reddy District, Telangana with an extent of 331.89 sq.yds standing in the name of Adusumilli Vasavi, Valued at 0.83 Crores dt.08.01.2016
- l) Residential Flat (Two Bed Room) situated at R S No.8, MW No.30, Asst. No.263992, Flat No.PH-5, 4th Floor, Kakathiya Appartments, No.5 Bus route, Ashok Nagar, Ramachandra Nagar Patamata, Vijayawada, Krishna District, with an extent of 1526.00 Sq. Yards or 1276.39 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.47 Crores dt.08.01.2016
- m) Vacant site and GI Sheet shed situated at R S No.262/1, 263, 273/3B, L P No.33/2013 Plot No.151, 152, Back side of Airport area, Kesarapalli Village, Gannavaram Mandal, Krishna District, with an appurtenant site of 721.00 Sq.Yards of 603.06 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.42 Crores after reducing the primary security value given for Term Loan Rs. 0.85 Crores from Total value of Property Rs.1.27 Crores, Valuation Dt.10.07.2017 (Since The company has taken term loan for Cost of Acquisition of Machinery / Equipment and Civil works for construction of Shed at kesarapalli . Hence the following considered as primary security for Term Loan)
- n) Flat No. S-4, with a plinth area of 744 Sft, 2nd Floor, Sai Kakatiya Apartments, Ramachandra Nagar, Ashok Nagar, Vijayawada, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.48 Crores Lakhs dt. 28.07.2017

- o) Residential House Falt No.171, Measuring 200 Sq. Yards situated at Road No.278/3, Kesarapalli Village, Gannavaram Mandal, Krishna District, standing in the name of Adusumilli Sri Nagaveer, Valued at 0.24 Crores dt.12.12.2015
- p) Residential Flat (Two Bedroom) No.F-4, First Floor, Sai kakatiya Apartments, R S No 8, D No.59-1-15/1, No 5Route Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada, Krishna District, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.50 Crores dt.10.07.2017

**Personal Guarantee of**

- 11. Sri. A. Sri Nagaveer, CEO, S/o. A. Sarat Chandra Babu
- 12. Smt. A. Vasavi, Managing Director, W/o. Sri A. Sri Nagaveer
- 13. Sri. A. Sarat Chandra Babu, Director, S/o. Sri A. Thirumala Rao
- 14. Smt. A. Sarada, Director, W/o. Sri A. Sarat Chandra Babu
- 15. Sri. T. Venkata Ratnam, S/o. Sri. T. Seetaramayya

**Terms of Repayment:**

Working Capital Loans repayable on demand.

**2. Open Cash Credit - Adhoc From Andhra Bank**

**Cash Credit Limits:**

**Rate of Interest:**

**Cash Credit from Andhra Bank:** Interest at the rate of 3.80% margin above the base rate.

**Margin:**

25% on Stock & 30% on receivables not older than 90 days

**Primary Security:**

Hypothecation of stock of Raw Material, Consumables, Work in Progress, Finished Goods & Assignment of receivables.

**Collateral Security:**

- 40 Hypothecation of Plant and Machinery and other fixed assets other than Vehicles and L&B Valued at Rs. 1.91 Crores As per Audited Balance Sheet as at 31st March 2017 in the name of Tanvi Foods (India) Limited. Since the Company has taken Loan on Vehicles from Other Banks, the same is excluded from WDV of Fixed Assets. Residential Vacant site at Plot No. 151&152, L.P. No. 33/2013/VJS, R.S. No. 62/1, 263, 273/ 3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram Mandal, Krishna District. Extent : 721 Sq Yards valued at Rs. 1.27 Crores in the name of Smt. Adusumilli Vasavi, W/o Sri. A. Nagaveer Since the same assets are considered as primary security for Term Loan, after reducing the Primary Security value given for Term Loan Rs. 0.73 Crores from Total value of Property, Collateral Security Valued at Rs. 2.45 Crores
- 41 Vacant land situated at R.S.No.3571/2008, L.R.S.No.3571/2008, Plot No.980, Near door No.2-94, Tadigadapa Donka Road, Janchaitanya layout, poranki village & Grampanchayat, Penamaluru mandal with appurtenant site of 209.00 Sq. yards or 174.81 sq.mts. Standing in the name of Tamma Reddy Venkataratnam, Valued at 0.31 Crores as per valuation dt.08.01.2016.
- 42 Vacant House site situated at R S No.302 to 310, 320, 321, 322, 324 to 361, 363 to 365, 384, 385, 387 to 391, 399, Plot No.295 LIG Nallagandla HUDA Residential complex, Nallagandla Village, Serilingampally, GHML & Mandal, Ranga Reddy District, Telangana with an extent of 331.89 sq.yds standing in the name of Adusumilli Vasavi, Valued at 0.83 Crores dt.08.01.2016
- 43 Residential Flat (Two Bed Room) situated at R S No.8, MW No.30, Asst. No.263992, Flat No.PH-5, 4<sup>th</sup> Floor, Kakathiya Apartments, No.5 Bus route, Ashok Nagar, Ramachandra Nagar Patamata, Vijayawada, Krishna District, with an extent of 1526.00 Sq. Yards or 1276.39 Sq. Mts. standing in the name of Adusumilli Vasavi, Valued at 0.47 Crores dt.08.01.2016.
- 44 Flat No. S-4, with a plinth area of 744 Sft, 2nd Floor, Sai Kakatiya Apartments, Ramachandra Nagar, Ashok Nagar, Vijayawada, standing in the name of Adusumilli Sarath Chandra Babu, Valued at 0.48 Crores Lakhs dt. 28.07.2017
- 45 Residential House Falt No.171, Measuring 200 Sq. Yards situated at Road No.278/3, Kesarapalli Village, Gannavaram Mandal, Krishna District, standing in the name of Adusumilli Sri Nagaveer, Valued at 0.24 Crores dt.12.12.2015
- 46 Residential Flat (Two Bedroom) No.F-4, First Floor, Sai kakatiya Apartments, R S No 8, D No.59-1-15/1, No 5Route Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada, Krishna District, standing in the name of Adusumilli Sarat Chandra Babu, Valued at 0.50 Crores dt.10.07.2017

**Personal Guarantee of**

16. Sri. A. Sri Nagaveer, CEO, S/o. A. Sarath Chandra Babu
17. Smt. A. Vasavi, Managing Director, W/o. Sri A. Sri Nagaveer
18. Sri. A. Sarath Chandra Babu, Director, S/o. Sri A. Thirumala Rao
19. Smt. A. Sarada, Director, W/o. Sri A. Sarat Chandra Babu
20. Sri. T. Venkata Ratnam, S/o. Sri. T. Seetaramayya

**Terms of Repayment:**

Working Capital Loans repayable on demand.

**3. Term Loan from Andhra Bank:****Rate of Interest:**

**Term Loan from Andhra Bank:** Interest at the rate of 3.00% margin above the base rate.

**Purpose of Loan:** To meet cost of Civil Works and cost of acquisition of machinery / equipment estimated at a cost of Rs.164.00 Lakhs

**Primary Security:**

Hypothecation of all the equipment procured and fixed assets acquired from the term loan.

**Terms of Repayment:**

This Term Loan repayable in 24 Quarterly Installments of Rs.5,12,500/- each, Commencing from September, 2014

Status as on 31.03.2018: Balance No. of Installments – 7

**Vehicle Loans from Banks:****Rate of Interest:**

29. Axis Bank Vehicle Loan-ISUZU DMAAX\_1: @ 13.00% per annum
30. Axis Bank Vehicle Loan-ISUZU DMAAX\_2: @ 13.00% per annum
31. Axis Bank Vehicle Loan-ISUZU DMAAX\_3: @ 13.00% per annum
32. Axis Bank Vehicle Loan-ISUZU DMAAX\_4: @ 13.00% per annum
33. Axis Bank Vehicle Loan-ISUZU DMAAX\_5: @ 13.00% per annum
34. Axis Bank Vehicle Loan-ISUZU DMAAX\_6: @ 13.00% per annum
35. Axis Bank Vehicle Loan-Honda Zazz: @ 9.90% per annum
36. Axis Bank Vehicle Loan-ISUZU DMAAX\_7: @ 13.10% per annum
37. Axis Bank Vehicle Loan-ISUZU DMAAX\_8: @ 13.10% per annum
38. Axis Bank Vehicle Loan-Ashok Leyland Dost\_1: @ 13.80% per annum
39. Axis Bank Vehicle Loan-Ashok Leyland Dost\_2: @ 13.80% per annum
40. HDFC Bank Vehicle Loan-TATA 2518 Vehicle\_1: @ 11.00% per annum
41. HDFC Bank Vehicle Loan-TATA 407 SFC Vehicle\_1: @ 12.52% per annum
42. HDFC Bank Vehicle Loan-TATA 2518 Vehicle\_2: @ 11.00% per annum
43. ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle\_3: @ 12.01 % per annum
44. ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle\_4: @ 12.01 % per annum
45. Kotak Mahindra Bank Vehicle Loan-TATA 407 Pickup Body\_1: @ 11.59% per annum
46. Kotak Mahindra Prime Vehicle Loan-Skoda Car: @ 20.16% per annum
47. Kotak Mahindra Prime Vehicle Loan-Honda Mobilio Car: @ 20.16% per annum
48. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle\_5: @ 12.66% per annum
49. TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle\_6: @ 12.66% per annum
50. TATA Capital F S L Vehicle Loan-TATA 1109 Vehicle\_2: @ 13.23% per annum
51. Axis Bank Vehicle Loan -TATA ACE Vehicle : @ 14.02 % Per annum
52. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_1 : @ 11.02 % Per annum
53. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_2 : @ 11.02 % Per annum
54. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_3 : @ 11.02 % Per annum
55. Axis Bank Vehicle Loan -Eicher Pro 6025 24 FT Vehicle\_4 : @ 11.02 % Per annum
56. Toyota Financial Services - Vehicle Loan - Innova Crysta 2.8Z 7 Seater : @ 8.17 % Per Annum

**Security:**

Vehicles loans are secured by hypothecation of vehicles financed by respective banks.

**Terms of Repayment:**

29. **Axis Bank Vehicle Loan-ISUZU DMAAX 1:**  
This Loan is repayable in 47 monthly instalments of Rs.29,995/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
30. **Axis Bank Vehicle Loan-ISUZU DMAAX 2:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
31. **Axis Bank Vehicle Loan-ISUZU DMAAX 3:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
32. **Axis Bank Vehicle Loan-ISUZU DMAAX 4:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
33. **Axis Bank Vehicle Loan-ISUZU DMAAX 5:**  
This Loan is repayable in 47 monthly instalments of Rs.31,086/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
34. **Axis Bank Vehicle Loan-ISUZU DMAAX 6:**  
This Loan is repayable in 47 monthly instalments of Rs.29,995/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments -22
35. **Axis Bank Vehicle Loan-Honda Zazz :**  
This Loan is repayable in 60 monthly Instalments of Rs.17,128/- each commencing from March, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 35
36. **Axis Bank Vehicle Loan-ISUZU DMAAX 7:**  
This Loan is repayable in 47 monthly Instalments of Rs.30,434/- each commencing from August, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -15
37. **Axis Bank Vehicle Loan-ISUZU DMAAX 8:**  
This Loan is repayable in 47 monthly Instalments of Rs.30,434/- each commencing from August, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -15
38. **Axis Bank Vehicle Loan-Ashok Leyland Dost 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.12,640/- each commencing from April, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -11
39. **Axis Bank Vehicle Loan-Ashok Leyland Dost 2:**  
This Loan is repayable in 47 monthly Instalments of Rs.12,640/- each commencing from April, 2015  
Status as on 31.03.2018 : Balance No. of Instalments -11
40. **HDFC Bank Vehicle Loan-TATA 2518 Vehicle 1:**  
This Loan is repayable in 46 monthly Instalments of Rs.49,650/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
41. **HDFC Bank Vehicle Loan-TATA 407 SFC Vehicle 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.21,270/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 2
42. **HDFC Bank Vehicle Loan-TATA 2518 Vehicle 2:**  
This Loan is repayable in 46 monthly Instalments of Rs.49,650/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
43. **ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle 3:**  
This Loan is repayable in 48 monthly Instalments of Rs.59,137/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 3

44. **ING Vysya Bank Vehicle Loan-TATA 2518 Vehicle 4:**  
This Loan is repayable in 48 monthly Instalments of Rs.59,137/- each commencing from July, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 3
45. **Kotak Mahindra Bank Vehicle Loan-TATA 407 Pickup Body 1:**  
This Loan is repayable in 47 monthly Instalments of Rs.10,990/- each commencing from November, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 6
46. **Kotak Mahindra Prime Vehicle Loan-Skoda Car:**  
This Loan is repayable in 12 monthly Instalments of Rs.1,27,500/-, 12 monthly Instalments of Rs.75,000/- & 12 monthly Instalments of 61,000/- each commencing from October, 2015  
Status as on 31.03.2018 : Balance No. of Instalments – 6
47. **Kotak Mahindra Prime Vehicle Loan-Honda Mobilio Car:**  
This Loan is repayable in 12 monthly Instalments of Rs.76,500/-, 12 monthly Instalments of Rs.45,000/- & 12 monthly Instalments of 36,600/- each commencing from October, 2015  
Status as on 31.03.2018 : Balance No. of Instalments – 6
48. **TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle 5:**  
This Loan is repayable in 45 monthly Instalments of Rs.52,230/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
49. **TATA Capital F S L Vehicle Loan-TATA 2518 Vehicle 6:**  
This Loan is repayable in 45 monthly Instalments of Rs.52,230/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
50. **TATA Capital F S L Vehicle Loan-TATA 1109 Vehicle 2:**  
This Loan is repayable in 45 monthly Instalments of Rs.34,718/- each commencing from August, 2014  
Status as on 31.03.2018 : Balance No. of Instalments – 1
51. **Axis Bank Vehicle Loan TATA ACE Vehicle :**  
This Loan is repayable in 35 monthly Instalments of Rs.13,832/- each commencing from June, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 13
52. **Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 1**  
This Loan is repayable in 47 monthly Instalments of Rs.86,770/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
53. **Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 2**  
This Loan is repayable in 47 monthly Instalments of Rs.86,770/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
54. **Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 3**  
This Loan is repayable in 47 monthly Instalments of Rs.84,140/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
55. **Axis Bank Vehicle Loan Eicher Pro 6025 24FT – 4**  
This Loan is repayable in 47 monthly Instalments of Rs.84,140/- each commencing from October, 2016  
Status as on 31.03.2018 : Balance No. of Instalments – 29
56. **Toyota Financial Services - Vehicle Loan - Innova Crysta 2.8Z 7 Seater**  
This Loan is repayable in 60 monthly Instalments of Rs.48,870/- each commencing from January, 2018  
Status as on 31.03.2018 : Balance No. of Instalments – 57

**Unsecured Business Loans from Banks & Financial Institutions:****From Banks:****1 RBL Bank Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 37 monthly Instalments of Rs. 1,28,297/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**From Financials Institutions:****2. Bajaj Finserv Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs.97,994/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -6

**3. Bajaj Finserv Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs.75,295/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -19

**4. Capital First Limited**

Rate of Interest: @ 19.25% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs. 1,48,602/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -6

**5. Capital First Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 36 monthly Instalments of Rs. 1,66,092/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**6. Edelweiss Retail Finance Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 61 monthly Instalments of Rs. 78,508/- each commencing from October, 2015

Status as on 31.03.2018 : Balance No. of Instalments -31

**7. Fullerton India Credit Company Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

**Terms of Repayment :**

This Loan is repayable in 37 monthly Instalments of Rs. 1,11,224/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**8. HDB Financial Services Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs. 73,312/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -19

**9. Religare Finevest Limited**

Rate of Interest: @ 18.30% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs. 111,619/- each commencing from November, 2015

Status as on 31.03.2018 : Balance No. of Instalments -07

**10. Shriram City Union Finance Limited**

Rate of Interest: @ 21.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 25 monthly Instalments of Rs. 1,52,688/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08

**11. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 20,740/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**12. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 29,630/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**13. Tata Capital Financial Services Limited**

Rate of Interest: @ 13.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 23 monthly Instalments of Rs. 29,630/- each commencing from November, 2016

Status as on 31.03.2018 : Balance No. of Instalments -6

**14. Tata Capital Financial Services Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,77,690/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08



**15. India Infoline Housing Finance Limited**

Rate of Interest: @ 22.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 monthly Instalments of Rs.1,33,667/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -20

**16. Dewan Housing Finance Corporation Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,26,758/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -8

**17. Magma Financial Corporation Limited**

Rate of Interest: @ 19.50% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 24 monthly Instalments of Rs. 1,78,595/- each commencing from December, 2016

Status as on 31.03.2018 : Balance No. of Instalments -08

**18. Aditya Birla Finance Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable in 36 Monthly Instalment of Rs. 1,83,281/- each commencing from March, 2017

Status as on 31.03.2018 : Balance No. of Instalments -23

**19. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 23.04.2018 Instalment of Rs. 3,68,550/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**20. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 23.04.2018 Instalment of Rs. 4,09,500/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**21. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 30.04.2018 Instalment of Rs. 1,53,563/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**22. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 30.04.2018 Instalment of Rs. 2,04,750/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**23. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 05.05.2018 Instalment of Rs. 3,07,125/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**24. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 06.05.2018 Instalment of Rs. 3,96,191/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**25. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 3,07,125/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**26. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 4,65,806/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**27. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 5,01,638/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**28. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 02.04.2018 Instalment of Rs. 2,04,750/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**29. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 08.04.2018 Instalment of Rs. 1,02,375/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**30. Zen Lefin Private Limited**

Rate of Interest: @ 19.00% per annum

Security : Unsecured Loan

Terms of Repayment :

This Loan is repayable on 08.04.2018 Instalment of Rs. 4,35,094/-

Status as on 31.03.2018 : Balance No. of Instalments -1

**Disclosure relating to borrowings of Subsidiary companies :****A. In relation to Squarepeg Distribution Services Private Limited:**

It has availed the Working Capital Loan from "Andhra Bank (Labbipet Branch)" against the Hypothecation of Receivables as a primary security and margin of 33.33% on the collateral security at the Interest rate of "(Base Rate + 3.25%) P.A with monthly rests with and presently it is 13.25%

**Collateral Security Offered :**

Residential Vacant site of Mrs. Adusumilli Vasavi W/o Mr. Adusumilli Nagaveer Admeasuring 365 Sq Yds in Plot no. 95 RS No. 263, Sai Priya Constructions Layout approve by VUDA at Kesarapalli Village, Gannavaram Mandal, Krishna Distt. and Value of the Collateral Security offered is 36.5 Lacs as on the date of Valuation (i.e on 15.01.2015).

**Guarantors :**

1. Mr. Adusumilli Nagaveer
2. Mrs. Adusumilli Vasavi

**40 Note: Contingent Liabilities:**

Sl. No.	Name of the Statute	Nature of Dues	Disputed Amount	Period	Forum, where the dispute is pending	Amount deposited towards disputed demand amount	Remarks
1	Income Tax Act, 1961	Income Tax	23,35,802	2012-13	The Commissioner of Income Tax (Appeals)	10,00,000	Rs.5 lakhs paid on 17.06.2016
2	Income Tax Act, 1961	Interest on Income Tax	11,69,502	2012-13			Rs.5 lakhs paid on 02.08.2016
3	Income Tax Act, 1961	Penalty		2012-13	ITO, Ward 2(4), Hyderabad		Penalty proceedings initiated u/s 271 (1) (C) but the issue is stand before The commissioner of Income Tax (Appeals). Hence amount cannot be quantified.
4	Income Tax Act, 1961	Income Tax	55,59,345	2013-14	The Commissioner of Income Tax (Appeals)	11,78,115	Rs.11.78 lakhs paid on 08.03.2017
5	Income Tax Act, 1961	Interest on Income Tax	22,94,758	2013-14			
6	Income Tax Act, 1961	Penalty		2013-14	ITO, Ward 2(4), Hyderabad	16,87,586	Rs.2 lakhs paid on 05.06.2017
7	Income Tax Act, 1961	Income Tax	86,83,374	2014-15	ITO, Ward 2(4), Hyderabad		Rs.5 lakhs paid on 14.06.2017
8	Income Tax Act, 1961	Interest on Income Tax	25,67,196	2014-15		Rs.9.88 lakhs paid on 16.06.2017	

**41 Note: Retirement Benefits :**

The Gratuity liability is recognised in the books of accounts based on Actuarial Valuation in accordance with the Revised AS-15.

The Process and Assumptions taken for the purpose calculation of Gratuity is as follows :

Particulars	As at 31.03.2018 Amount In Rs.	As at 31.03.2017 Amount In Rs.
Opening defined benefit obligation	8,72,441	1,41,793
Interest cost	69,795	11,343
Current services cost	4,85,344	1,15,276
Benefits paid	-	-
Actuarial (gains)/losses on obligation	(3,66,063)	6,04,029
Closing defined benefit obligation	10,61,517	8,72,441
<b>Assumptions :</b>		
Date of Valuation	<b>31.03.2018</b>	<b>31.03.2017</b>
Retirement age	60 years	60 years
Future Salary Rise	7.50%	7.20%
Rate of Discounting	8.00%	8.00%
Attrition Rate	5.00%	5.00%
Mortality Table	IALM (2006-08)	LIC (2006-08)
Av Balance Services	27 Years	24.95 Years
<b>GRATUITY LIABILITY</b>		
Short Term Liability	-	-
Long Term Liability	10,61,517	8,72,441
<b>TOTAL NET LIABILITY</b>	<b>10,6,517</b>	<b>8,72,441</b>

Particulars	As at 31.03.2018 Amount in Rs.	As at 31.03.2017 Amount in Rs.
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**42 Note: Capital Commitments**

(a)	Estimated amount of contracts remaining to be executed on capital account and not provided for	19,71,54,566	6,77,965
(b)	Uncalled liability on shares and other investments partly paid	-	-
(c)	Other commitments (specify nature)	-	-

**43** a) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Polar cube Cold Storage Solutions (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.

b) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Squarepeg Distribution Services (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.

44 In the opinion of the Board, current assets, loans and advances are stated at a value, which could be realized in the ordinary course of business. The provision for all known liabilities made is adequate and not in excess of the amount reasonably necessary.

45 Some of the balances in Sundry Debtors, Sundry Creditors, Advances and Deposits are subject to confirmation, reconciliations and adjustments, if any, which in the opinion of the management will not be significant.

46 The company has filed Revised Income Tax Returns pertaining to FY 2013-14 and FY 2014-15 claiming Exemption 80IB (11A) of Income Tax Act, 1961 and for FY 2012-13, submitted during the Assessment.

During the Assessment for FY 2012-13, AO not considered the 80IB (11A) claim, hence company filed Appeal before CIT, Appeals.

The details of MAT Credit Entitlement and IT Refund Due are as follows;

<u>Financial Year</u>	<u>MAT Credit Entitlement</u>	<u>IT Refund Due</u>
FY 2012-13	1,152,164	888,934
FY 2013-14	503,719	368,242
FY 2014-15	1,988,858	261,673
	<b>3,644,741</b>	<b>1,518,849</b>

However, these were not credited to Profit & Loss Statement on prudent basis.

47 These financial statements have been prepared in the format prescribed by the Schedule III to the Companies Act, 2013.

48 The figures of the previous year are re-grouped / re-classified wherever necessary to make them comparable with that of the current year.

49 The figures pertaining to Subsidiary company have been re-grouped / re-classified wherever consolidated necessary to make them in line with the holding company's financial statements.

As per my report of even date.

For and on behalf of the Board of Directors

For GV & Co.,

Chartered Accountants

Sd/-

Sd/-

Sd/-

**Adusumilli Sarat Chandra Babu**

**Adusumilli Vasavi**

**Grandhi Vittal**

Chairman & Whole Time Director

Managing Director

**Proprietor**

(DIN:02589830)

(DIN:02589803)

Member Ship No.206462

Sd/-

Sd/-

Firm Regn No. 012875S

**Srinivas Reddy Marredupally**

**Shilpa Kotagiri**

Place : Hyderabad

Chief Financial Officer

Company Secretary

Date : 30.05.2018

**TANVI FOODS (INDIA) LIMITED**

(CIN: L15433TG2007PLC053406)

Registered Office: Door No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate,  
Opp: SBH, Sanathnagar Hyderabad -500018

**ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING**

(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Tanvi Foods (INDIA) Limited.

I hereby record my presence at the Eleventh Annual General Meeting of the shareholders of **Tanvi Foods (INDIA) Limited** held on Wednesday, **26<sup>th</sup> September, 2018 at 12.30 P.M.** at Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP: SBH, Sanathnagar, Hyderabad -500018.

Reg. Folio No. / Client ID	
DP ID	
No. of Shares	

Name & Address of Member

\_\_\_\_\_  
Signature of Shareholder/Proxy/Representative  
(Please Specify)

**TANVI FOODS (INDIA) LIMITED**

(CIN: L15433TG2007PLC053406)

Registered Office: Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP:SBI,  
Sanathnagar, Hyderabad -500018

**Form No. MGT-11**

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	L15433TG2007PLC053406
Name of the company	<b>TANVI FOODS (INDIA) LIMITED</b>
Registered office	Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP:SBH, Sanathnagar, Hyderabad -500018
Name of the member(s)	
Registered Address	
Email Id	
Folio No / Client ID	DP ID :

I /We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1.	Name		
	Address		Signature
	E-mail Id		
	or failing him		
2.	Name		
	Address		Signature
	E-mail Id		
	or failing him		

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 11<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, 26<sup>th</sup> September, 2018 at 12.30 P.M.at Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP: SBH,Sanathnagar, Hyderabad -500018 and at any adjournment thereof in respect of such resolutions as are indicated below:



	For	Against
<b>Ordinary Business</b>		
1. To receive, consider and adopt the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.		
2. To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Report of Auditors thereon.		
3. To appoint a Director in place of Mrs.A. Sarada, who retires by rotation and being eligible offers herself for re-appointment.		

Signed this ..... day of ..... 2018.

Signature of shareholder: \_\_\_\_\_ Signature of Proxy holder(s): \_\_\_\_\_

Affix Revenue Stamp
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**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**BALLOT FORM**

**TANVI FOODS (INDIA) LIMITED**

(CIN: L15433TG2007PLC053406)

Registered Office: Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate,  
OPP:SBH, Sanathnagar, Hyderabad -500018

E-mail: investorservices@tanvifoods.com; website: www.tanvifoods.com

S. No.	Particulars	Details		
1.	Name and address of the sole/first named shareholder as registered with the Company			
2.	Name(s) of the joint shareholder(s), if any, registered with the Company			
3.	Registered folio No. / DP ID No. and *Client ID No. (*Applicable to shareholders holding shares in dematerialized form)			
4.	No. of equity shares held			
I/we hereby exercise my/our vote in respect of resolution(s) set out in Notice of 11th General Meeting (AGM) to be held on Wednesday, 26th September 2018 by recording my/our assent or dissent to the said resolutions by placing the ( <input checked="" type="checkbox"/> ) in the appropriate box below:				
Item No.	Description	No. of shares	(For) I/we assent to the resolution	(Against) I/we dissent to the resolution
1.	To receive, consider and adopt the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Reports of the Board of Directors and Auditors thereon.			
2.	To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2018 and the Report of Auditors thereon.			
3.	To appoint a Director in place of Mrs. A. Sarada, who retires by rotation and being eligible offers herself for re-appointment.			

Place:

Date:

(Signature of the Shareholder/ Authorized Representative)

ROUTE MAP





**CORN CLUB**  
America's Sweet Corn  
FLAVOURS  
# Butter  
# Honey  
# Pepper  
# Pine  
# Lemon  
**Rs. 35**  
CINEMAX

America's Sweet Corn



**CORN CLUB**

Everyday Healthy

CINEMAX  
A KARIGU



Nutritional facts of Corn  
in fat < 2%  
in sodium  
cholesterol free



## Restaurant @ Vijayawada



Corn Samosa



Corn Spring Roll



Corn Patties



Corn Soup



Corn Burger



Corn Pizza



Baby Corn Fingers



Soft Drinks





**Frozen King's™**  
*Hold the Freshness...*



PRODUCT OF INDIA

**Corn  
Samosa**



**Frozen King's**  
*Hold the Freshness...*

**Sweet  
Corn  
Soup**



AN ISO 9001, 2009 CERTIFIED



If undelivered please return to:

**Tanvi Foods (INDIA) Limited**

Registered Office: Door No. 7-2-4/D, Old Canteen Building, Sanathnagar,  
Industrial Estate, Opp:SBH, Sanathnagar, Hyderabad-500018