



TRIMURTHI
GROUP

TRIMURTHI LIMITED

CIN : (L67120TG1994PLC018956)

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|--|---|--|
| BOARD OF DIRECTORS | : | SHRI ARUN KUMAR BHANGADIA Managing Director SHRI ARVIND KUMAR BHANGADIA Non -Executive Promoter Director SHRI NATWARLAL RAMGOPAL MODANI Independent Director SMT. SARAPU SOWJANYA Independent Director-Women Director SHRI SAGAR RAJENDRA KARWA Independent Director |
| COMPANY SECRETARY | : | CS JYOTHI RAMESH KAKANI |
| KEY MANAGERIAL PERSONNEL | : | VANI MANDA Chief Financial Officer |
| REGISTERED OFFICE | : | 4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad - 500 095 Phone No. (040)-24757370 Email: info@trimurthidrugs.com |
| AUDITORS | : | M/s. P. MURALI & CO, Chartered Accountants 6-3-655/2/3, Somajiguda, Hyderabad-500082 |
| AUDIT COMMITTEE | : | 1. Shri Arun Kumar Bhangadia 2. Shri Natwarlal Ramgopal Modani 3. Smt. Sarapu Sowjanya |
| NOMINATION & REMUNERATION COMMITTEE | : | 1. Smt.Sarapu Sowjanya 2. Shri Arun Kumar Bhangadia 3. Shri Sagar Rajendra Karwa |
| STAKEHOLDERE RELATIONSHIP COMMITTEE | : | 1. Shri Natwarlal Modani 2. Shri Arvind Kumar Bhangadia 3. Smt. Sarapu Sowjanya |
| BANKERS | : | HDFC Bank, Koti Branch, Hyderabad |
| REGISTRAR & SHARE TRANSFER AGENT | : | VENTURE CAPITAL & CORPORATE INVESTMENTS PRIVATE LIMITED 12-10-167, Bharat Nagar, Hyderabad - 500 018 Ph.No: (040) 23818475/23818476 |
| STOCK EXCHANGE (Listed) | : | B.S.E Limited |
| DEMAT ISIN CDSL & NSDL | : | INE314I01036 |
| WEBSITE | : | www.trimurthidrugs.com |
| INVESTOR EMAIL ID | : | info@trimurthidrugs.com |
| CORPORATE IDENTITY NUMBER | : | L67120TG1994PLC018956 |



NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Members of the Company will be held on 25-09-2018 at RGA Hall, Sanatak Bhavan, 5-4-790/1, 1st Floor, Ashirwad Complex Abids At 10.00AM, to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial statements) of the company for the year ended 31st March, 2018 including the Audited Balance Sheet as at 31st March, 2018 and the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To Appoint Mr. Arvind Kumar Bhangadia, Promoter Non-Executive Director (DIN: 00015838) who retires by rotation and being eligible, offers himself for reappointment.
3. To Ratify the appointment of M/s. P. Murali & Co, Chartered Accountants, Hyderabad as Statutory Auditors of the Company and authorize board of directors to fix the remuneration.

RESOLVED THAT pursuant to the provisions of section 139 and all other applicable provisions, of the companies act 2013 read with rule 3(7) of the companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), the appointment of M/s P. Murali & Co, Chartered Accountants as auditors of the company for a term of 5 years i.e till the conclusion of 28th Annual General Meeting (AGM) to be held in 2022 which was subject to ratification at every AGM ,be and is hereby ratified to hold office from the conclusion of this meeting until the conclusion of next Annual General Meeting to be held in financial year 2018-19, on such remuneration as may be determined by the board.

For and on behalf of Board of Directors,

Place: Hyderabad.
Date: 27-08-2018

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)



NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (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 instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

Corporate members intending to send their authorized representatives 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.

In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 22-09-2018 to 25-09-2018
3. Members who wish to claim dividends, which have remained unclaimed, are requested to correspond with the Company's Registrar and Share Transfer agent, Venture Capital and Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad – 500 018. Members are requested to note that dividends remaining unpaid or unclaimed for a period of seven years from the date they became due for payment will, as per Section 124(5) read with section 125 of the Companies Act, 2013, be transferred to Investors Education and Protection Fund.

After completion of seven years as aforesaid, no claims shall stand against the Investors Education and Protection Fund or the Company for the amounts of dividend so transferred nor shall any payments be made in respect of such claims.

4. Members / Proxies are requested to bring the attendance slip duly signed as per the Specimen Signature recorded with the Company/Depository Participant for admission to the meeting hall.
5. Members are requested to notify immediately any change in their address to the Share Transfer Agents and in case their shares are held in the dematerialized form, this information should be passed on to their respective Depository Participants.
6. A member desirous of receiving any information on the accounts or operations of the company is requested to forward his/her queries to the Company at least 7 working days prior to the meeting, so that the required information can be made available at the meeting.
7. Members holding shares in physical form are requested to notify immediately any change in their address along with address proof, i.e. Electric/Telephone Bill, driving License or a copy of passport and Bank particulars to the Company or its Registrar & Share Transfer Agent and in case their shares are held in dematerialized form, this information should be passed on directly to their respective depository Participants and not to the Company\RTA without any delay.



8. Members, who hold shares in dematerialized form, are requested to bring their client ID and DP ID's for easier identification of attendance at the meeting.
9. It shall be mandatory for the transferee(s) to furnish copy of PAN CARD to the Company/ RTAs for registration of such transfer of shares, for securities market transactions and off market/private transactions involving transfers of shares in physical form of listed companies.
10. As a part of Green initiative in Corporate Governance the Ministry of Corporate Affairs (MCA), government of India vide its circular has allowed paperless compliance by Companies inter-alia stating that if the Company sends official documents to their shareholders electronically, it will be in compliance with the provisions of the companies Act, 2013 keeping in view shareholders are requested to update their E-Mail ID with their DP.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
12. Voting through electronic means:
 - i. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 24th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

The instructions for e-voting are as under:-

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)];
 - (i) Open email and open PDF file viz; "Trimurthi Limited e-Voting.pdf" with your client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsd.com>.
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change Menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
 - (vii) Select "EVEN" (Electronic Voting Event Number) of Trimurthi Limited.
 - (viii) Now you are ready for e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. together with the attested specimen signature of the duly authorized signatory(ies) who are



authorized to vote to the Scrutinizer through e-mail to cs.pkassociates@gmail.com with a copy marked to evoting@nsdl.co.in.

- B. In case a Member receives physical copy of the Notice of AGM [for members whose email Ids are not registered with the Company/ Depository participant(s) or requesting physical copy]:
- (i) Initial password is provided as below/ at the bottom of the Attendance Slip for the AGM:
EVEN (Electronic Voting Even Number) USER ID PASSWORD/PIN
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.
- IV. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for casting your vote.
- V. The e-Voting period commences on 22-09-2018 (9.00 a.m.) and ends on 24-09-2018 (5.00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 18-09-2018 the (cut-off date) for E-Voting.
- VII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 24-08-2018 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- VIII. Shri Pavan Kankani, Company Secretary in Whole-time Practice, (Membership No. F-7432, CP No.7643 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- IX. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the vote cast in favor or against, if any, forthwith to the Chairman of the Company.
- X. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.trimurthidrugs.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.
- XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.



DIRECTORS' REPORT

To
The Members,
Trimurthi Limited,
Hyderabad.

Your Directors have pleasure in presenting the 24th Annual Report on the business and operations of the Company together with the audited statements of accounts for the financial year ended 31st March, 2018.

FINANCIAL HIGHLIGHTS:

The Financial results for the year ended 31st March, 2018 are summarized as under:

(Rs. in Lakhs)

| <i>Consolidated</i> | | <i>Particulars</i> | <i>(Rs. in Lakhs)</i> | |
|---------------------|----------------|--|-----------------------|----------------|
| <i>2017-18</i> | <i>2016-17</i> | | <i>2017-18</i> | <i>2016-17</i> |
| 1050.22 | 918.64 | Income from Operations | 311.16 | 350.91 |
| 20.72 | 16.86 | Other Income | 1.30 | 14.46 |
| 1090.55 | 916.13 | Total Expenditure | 283.17 | 344.94 |
| 20.09 | 43.49 | Profit/Loss before Interest and Depreciation | 44.69 | 32.71 |
| 16.01 | 5.02 | Finance Costs | Nil | Nil |
| 23.69 | 19.10 | Depreciation | 15.39 | 12.29 |
| (19.61) | 19.37 | Profit/Loss after Interest and Depreciation | 29.30 | 20.42 |
| 1.14 | 0 | Prior Period adjustments | 1.14 | -- |
| 12.78 | 11.35 | Provision for Taxation | | |
| 1.29 | 4.68 | - Current Tax | 8.31 | 5.40 |
| -34.82 | 3.34 | - Deferred Tax | 1.74 | (0.06) |
| 4.17 | 4.44 | Profit after taxation | 18.10 | 15.09 |
| | | Minority Interest | -- | -- |
| (36.32) | 1.10 | Profit after Minority Interest | -- | -- |
| (0.48) | (0.01) | Earnings Per share | 0.22 | 0.19 |

PERFORMANCE OF THE COMPANY:

Standalone performance: Gross revenue of your company stood at Rs. 311.16 Lakhs for 2017-18 compared to revenue of Rs.350.91 lakhs for 2016-17. Net profit before tax stood at Rs. 29.30 Lakhs for 2017-18 compared to Rs. 20.42 Lakhs for 2016-17. EPS of the Company stood at Rs.0.22 paisa per share for 2017-18.

Consolidated performance: Gross revenue of your company stood at Rs.1050.22 Lakhs for 2017-18 compared to revenue of Rs.918.64 lakhs for 2016-17. Net loss before tax stood at Rs. 20.76 Lakhs for 2017-18 compared to Net Profit of Rs.19.37 Lakhs 2016-17. EPS of the Company stood at Rs.(0.48) paisa per share for 2017-18.

Trimurthi Foods Limited the Wholly Owned Subsidiary of the company is carrying its commercial Operations of manufacturing Corn Foods Products and Confectionery Products.



DIVIDENDS: In the view of requirement for retention of earnings for the business growth, the Board of Directors does not recommend any dividend for the year under review.

During the year under review the company has transferred unclaimed dividends for the dividend declared for the F.Y 2009-10 which were due to transfer to IEPF (Investor Education and Protection Fund), Pursuant to Rule 5(4) of the IEPF Rules, 2016.

TRANSFER TO RESERVES: During the year your company has not transferred any amount to general reserve.

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013:

- a) That in the preparation of the annual financial statements for the year ended March 31, 2018, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) That such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- c) That 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;
- d) That the annual financial statements have been prepared on a going concern basis;
- e) That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

SUBSIDIARIES/ ASSOCIATES/JOINT VENTURES:.

During the year the board of directors reviewed the affairs of the subsidiaries. In accordance with the section 129(3) of the Companies Act, 2013, we have prepared consolidated financial statements of the Company, which forms part of this annual report. Further a statement containing salient features of the financial statements of our subsidiaries in the prescribed format AOC-1 is appended as ANNEXURE-1 to the boards report. The statement also provides the details of performance and financial positions of the subsidiaries.

In accordance with section 136 of the Companies act, 2013, the audited financial statements, including the consolidated financial statements and related information about the company and audited accounts of the each of the subsidiaries, are available on our website.

**RELATED PARTY TRANSACTIONS:**

All material related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee and also the Board for approval.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website.

Detailed information about the related party transactions is enclosed in from AOC-2 as **ANNEXURE -2**

EXTRACT OF ANNUAL RETURN: The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as ANNEXURE -3.

STATUTORY AUDITORS: In the Annual general meeting held in 2017, M/s. P. Murali & Co., Chartered Accountants, were appointed as statutory auditors of the company to hold office for a term of 5 years i.e till the conclusion of 28th Annual General Meeting (AGM) to be held in 2022 which was subject to ratification at every AGM. In terms of First proviso to section 139 of the Companies Act, 2013 the appointment of auditors shall be placed for ratification at every Annual General Meeting.

The Auditors Report for fiscal 2018 does not contain any qualification, reservation or adverse remarks. The Auditor's Report is enclosed with the financial statements in this annual report.

SECRETARIAL AUDITOR: M/s P K Associates, Practicing Company Secretaries, were appointed to conduct the secretarial audit of the Company for financial year 2017-18, as required under section 205 of the Companies Act, 2013 and rules there under. The Secretarial audit report for financial year 2017-18 forms part of the Annual Report as **ANNEXURE-4** to the Boards Report. The Secretarial Audit report does not contain any qualification, reservation or adverse remarks.

INTERNAL AUDITORS: M/s Ramesh Athasniya & Co, Chartered Accountants performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

COST AUDIT:

Cost Audit is not applicable to your Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL: There was no Director who was appointed/ceased/relected/reappointed during the year under review. There was no change in Key Managerial Personnel during the year under review.

DECLARATION BY INDEPENDENT DIRECTORS: The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013.



POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION: the Current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the board, and separate its functions of governance and management. As on date of this report your board consists of 5 Directors including 2 promoter directors (of whom one is executive chairman of the Company) and 3 independent directors (including a women director).

The policy of the company on appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of directors and other matters, as required under sub section 3 of section 178 of the Companies Act, 2013 is available on our website. We affirm that the remuneration paid to the directors is as per terms laid out in the nomination and remuneration policy.

NUMBER OF BOARD MEETINGS: During the year Eight Board Meetings were held on 19/05/2017, 06/07/2017, 05/08/2017, 05/11/2017, 13/12/2017, 08/01/2018, 31/01/2018, 10/02/2018 and one independent directors' meeting was held on 05-08-2017 during the financial year. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between two meetings.

PARTICULARS OF LOANS, GURANTEES OR INVESTMENTS: Details of Loans, Guarantees and investments covered under the provisions of section 186 of the companies Act, 2013 are given in the notes to the Financial Statements.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION: The Company has no activity relating which consumes energy or which requires technology, accordingly disclosures for conservation of energy or technology absorption is not given. Hence no information pursuant to Section 134 of the Companies Act, 2013 read with (disclosure of particulars in the report of Board of Directors) Rules, 1988 is provided.

FOREIGN EXCHANGE EARNINGS AND OUTGO: During the year under review company neither earned foreign currency nor did it expend any amount in foreign currency.

BUSINESS RISK MANAGEMENT: The Company has adopted a Risk Management Plan for implementation of Enterprise Risk Management (ERM) framework. As per the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, the Board shall establish a Risk Management Plan/ Policy and the Audit Committee shall evaluate the Risk Management systems periodically.

In line with this requirement, the Board is responsible for initiating and instituting the ERM framework and setting the requisite tone at the top for implementation of the ERM framework. Further, the Board shall be responsible for overseeing measures for managing risk. The Plan also envisages a key role for the Audit Committee which shall periodically (at least annually) review the adequacy of Risk Management Systems, recommend improvements if needed, discuss with external consultants, Internal Auditors to test the adequacy and effectiveness of the Risk Management System.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.



INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY: The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

CORPORATE SOCIAL RESPONSIBILITY: The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions under section 135 of the Companies Act, 2013 are not applicable to the company.

FIXED DEPOSITS: The Company has not accepted any deposits U/s 73 of the Companies Act, 2013 and as such no amount of principle or interest was outstanding as on the date of Balance Sheet.

BOARD EVALUATION: Pursuant to the provisions of Companies Act, 2013 and according to Listing Obligation and Disclosure Requirements Regulation 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

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

The Company has in place an anti sexual harassment policy in line with the requirements of the Sexual Harassment of Women at the work place (Prevention, Prohibition and Redressal) Act, 2013. All Employees (Permanent, Contractual, temporary, Trainees) are covered under this policy.

GREEN INITIATIVE:

Last year, we started a Green Initiative with the aim of being green and minimizing our impact on the environment. This year too we are proposing to send the Annual Report to the registered e-mail addresses of the shareholders.

DISCLOSURE UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Since the paid up capital of company is less than rupees ten cores and the net worth of the company is below rupees twenty five crores as specified in regulation 15 of SEBI (LODR) regulations, 2015 disclosure with respect to provisions relating to corporate governance are not applicable to the Company.



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE:

As required under (Listing Obligations and Disclosure Requirement) Regulation 2015, the Auditors' Certificate on Corporate Governance is not appended to this report as it is not applicable to the company.

COMPLIANCE DEPARTMENT:

During the year under review, Mr. Arun Kumar Bhangadia, is the Managing Director cum Compliance Officer of the Company. Details of complaints/ requests received, resolved and pending during the Financial Year 2017-18

| During the year | Received | Resolved | Pending |
|-----------------|----------|----------|---------|
| 2017-18 | Nil | Nil | Nil |

The compliance department of the company is responsible for independently ensuring that the operating and business units comply with regulatory and internal guidelines. New instructions/guidelines issued by the regulatory authorities were disseminated across the company to ensure that the business and business units operate within the boundaries set by the regulators and that compliance risks are suitably monitored and mitigated in course of their activities & processes.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a Whistle Blower Policy framed to deal with instance of Fraud and Mis-Management, if any in the Group pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013 and Regulation 22 & 34 (3) of SEBI (LODR) Regulations, 2015. The details of the Policy are posted on the website: www.trimurthilimited.com. Employees can report to the Management concerned unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct Policy no employee has been denied access to the Audit Committee.

COMMITTEES:

Audit Committee:

The purpose of the Audit Committee is to assist the Board of Directors in reviewing the financial information which will be provided to the Members and others, reviewing the systems of internal controls established in the Company, appointing, retaining and reviewing the performance of internal accountants/internal auditors and overseeing the Company's accounting and financial reporting process and the audit of the Company's financial statements.

The power and terms of reference of the Audit Committee are as mentioned in Regulation 18 and Part C of Schedule II of SEBI (LODR) Regulations, 2015, read with Section 177 of the Companies Act, 2013.

During the F.Y 2017-2018, Four (4) Meetings of the Audit Committee were held on 19/05/2017, 05/08/2017, 13/12/2017 and 10/02/2018.

The Composition is as follows:

| Name | Designation | Category |
|-------------------------------|-------------|---------------------------|
| Mr. Arun Kumar Bhangadia | Chairman | Promoter Executive |
| Mr. Natwarlal Ramgopal Modani | Member | Independent Non Executive |
| Ms. Sarapu Sowjanya | Member | Independent Non Executive |



Nomination & Remuneration Committee:

The power and terms of reference of the Nomination and Remuneration Committee are as mentioned in Regulation 19 and part D of Schedule II of SEBI (LODR) Regulations, 2015, read with Section 178 of the Companies Act, 2013

Terms of reference:

The main term of reference of the Committee is to approve the fixation/revision of remuneration of the Managing Director/Whole Time Director of the Company and while approving:

- To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
- To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.

Remuneration Policy:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit. The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered, individual performance etc.

REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

| Sl. No. | Name | Designation | Remuneration paid FY.2017-18 | Remuneration paid FY.2016-17 | Increase in remuneration from previous years | Ratio/times per median of employee remuneration |
|---|---------------------------|----------------------|------------------------------|------------------------------|--|---|
| Executive Directors and Key Managerial Persons | | | | | | |
| 1 | Ms. Jyothi Ramesh Kankani | Company secretary | 156000 | 156000 | -- | -- |
| 2 | Ms. Manda Vani | CFO | 299000 | 299000 | -- | -- |
| 3 | Arun Kumar Bhangadia | Managing Director | 1500000 | 1500000 | -- | -- |
| Non-Executive Directors | | | | | | |
| 1 | Arvind Kumar Bhangadia | Promoter | -- | -- | -- | -- |
| 2 | Sarapu Sowjanya | Independent Director | -- | -- | -- | -- |
| 3 | Sagar Rajendra Karwa | Independent Director | -- | -- | -- | -- |
| 4 | Natwarlal Ramgopal Modani | Independent Director | -- | -- | -- | -- |



During the FY 2017-2018, the Nomination and Remuneration Committee Meeting was held on 05/08/2017.

The Composition is as follows:

| Name | Designation | Category |
|--------------------------|-------------|---------------------------|
| Mr. Arun Kumar Bhangadia | Chairman | Promoter Executive |
| Ms. Sarapu Sowjanya | Member | Independent Non Executive |
| Mr. Sagar Rajendra Karwa | Member | Independent Non Executive |

Stakeholders Relationship Committee:

The Powers of the Committee are as follows:

The power and terms of reference of the Stakeholders Relationship Committee are as mentioned in Regulation 20 and part D of Schedule II of SEBI (LODR) Regulations, 2015.

The Committee has been delegated with the following powers:

- To redress shareholder and investor complaints relating to transfer of Shares, Dematerialization of Shares, non-receipt of Annual Reports, non-receipt of declared dividend and other allied complaints etc.
- To approve, transfer, transmission, and issue of duplicate / fresh share certificate(s)
- Consolidate and sub-division of share certificates etc.
- To redress, approve and dispose off any, other complaints, transactions and requests etc., received from any shareholder of the company and investor in general.

The Board has delegated the power to process the transfer and transmission of Shares to the Registrar and Share Transfer Agents of the Company; M/s. Venture Capital & Corporate Investments Private Limited, 12-10-167, Bharat Nagar, Hyderabad - 500 018.

The Company has designated an exclusive E-mail ID info@trimurthidrugs.com for Complaints / Grievances.

During the FY 2017-2018, One (1) Meetings of the Stakeholders Relationship Committee Meeting were held on 05/08/2017.

The Composition is as follows:

| Name | Designation | Category |
|-------------------------------|-------------|---------------------------|
| Mr. Arvind Kumar Bhangadia | Chairman | Promoter Executive |
| Mr. Natwarlal Ramgopal Modani | Member | Independent Non Executive |
| Ms. Sarapu Sowjanya | Member | Independent Non Executive |

Independent Directors:

Declaration from Independent Directors on Annual Basis:

FY 2017-2018 – The Company has received a declaration from Mr. Natwarlal Ramgopal Modani, Ms. Sarapu Sowjanya, Mr. Sagar Rajendra Karwa – Independent Non-Executive Directors of the Company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013.



The Composition is as follows:

| Name | Designation | Category |
|-------------------------------|-------------|---------------------------|
| Mr. Natwarlal Ramgopal Modani | Chairman | Independent Non Executive |
| Mr. Sarapu Sowjanya | Member | Independent Non Executive |
| Mr. Sagar Rajendra Karwa | Member | Independent Non Executive |

DECLARATION BY DIRECTOR OF AFFIRMATION BY DIRECTORS AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT

The Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

LISTING ARRANGEMENTS:

The Equity Shares of your Company are listed at **B.S.E Limited**. The requisite Annual Listing Fees of the **B.S.E Limited** had been paid as on the date of this report.

ACKNOWLEDGEMENT:

Your Directors place on record their appreciation for the valuable support extended by various departments viz., Commercial Tax department, Drug Control Department and Banks etc for their continued support to the Company's growth. The Directors record their special appreciation to all employees for their efforts and contribution towards the growth and achieving this performance.

Your Directors also wish to express their thanks to the shareholders for the confidence which they reposed in them.

For and on behalf of Board of Directors,

Place: Hyderabad.
Date: 27-08-2018

Sd/-
ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)



ANNEXURE -1
Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of

Subsidiaries/ associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

| Sl. No. | Particulars | Details | Details |
|---------|---|--|---------------------------------|
| 1. | Name of the subsidiary | Trimurthi Pharmaceuticals (India) Private Limited | Trimurthi Foods Limited |
| 2. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | Same as that of Holding Company | Same as that of Holding Company |
| 3. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | Same as that of Holding Company | Same as that of Holding Company |
| 4. | Share capital | Rs.50,00,000/- | Rs.2,00,00,000/- |
| 5. | Reserves & surplus | Rs.28,91,625/- | Rs.(94,72,704)/- |
| 6. | Total assets | Rs.1,34,88,899/- | Rs.2,62,73,934/- |
| 7. | Total Liabilities | Rs.1,34,88,899/- | Rs.2,62,73,934/- |
| 8. | Investments | Rs.41,772/- | - Nil - |
| 9. | Turnover | Rs.3,09,95,209/- | Rs.2,58,07,231/- |
| 10. | Profit before taxation | Rs.997,477/- | Rs.(66,11,295)/- |
| 11. | Provision for taxation | Rs. 2,62,199/- | Rs.(43,366)/- |
| 12. | Profit after taxation | Rs.7,35,278/- | Rs.(65,67,929)/- |
| 13. | Proposed Dividend | - Nil - | - Nil - |
| 14. | % of shareholding | 59.00% | 100% |

Notes: The following information shall be furnished at the end of the statement:

- 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

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

| Name of associates/Joint Ventures | |
|---|----|
| 1. Latest audited Balance Sheet Date | NA |
| 2. Shares of Associate/Joint Ventures held by the company on the year end | NA |
| No. | |
| Amount of Investment in Associates/Joint Venture | NA |
| Extend of Holding% | |
| 3. Description of how there is significant influence | NA |
| 4. Reason why the associate/joint venture is not consolidated | NA |
| 5. Net worth attributable to shareholding as per latest audited Balance Sheet | NA |
| 6. Profit/Loss for the year | NA |
| i. Considered in Consolidation | |
| ii. Not Considered in Consolidation | |

1. Names of associates or joint ventures which are yet to commence operations,

2. Names of associates or joint ventures which have been liquidated or sold during the year.

For and on behalf of Board of Directors,

Place: Hyderabad.

Date: 27-08-2018

ARUN KUMAR BHANGADIA

Managing Director

(DIN: 00021024)



ANNEXURE -2
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:

- (a) Name(s) of the related party and nature of relationship: NIL
- (b) Nature of contracts/arrangements/transactions: NIL
- (c) Duration of the contracts / arrangements/transactions: NIL
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL
- (e) Justification for entering into such contracts or arrangements or transactions: NIL
- (f) Date(s) of approval by the Board: NIL
- (g) Amount paid as advances, if any: NIL
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

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

- (a) Name(s) of the related party and nature of relationship:
Arun Kumar Bhangadia Managing Director
Kiran Bhangadia Relative of Managing Director
- (b) Nature of contracts/arrangements/transactions:
Managerial Remuneration/Rental Services (Leasing of Property) by related party
- (c) Duration of the contracts / arrangements/transactions:
On Going (Long Term Contract)
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
Managerial Remuneration to Mr. Arun Kumar Bhangadia/Monthly Rent of Rs.5000/- each to Mr. Arun Kumar Bhangadia and Kiran Bhangadia.
- (e) Date(s) of approval by the Board, if any:
Not applicable as these are at arm's length basis and in ordinary course of business
- (f) Amount paid as advances, if any:
Rental Deposit of Rs.10 Lakhs each to Mr. Arun Kumar Bhangadia and Kiran Bhangadia

For and on behalf of Board of Directors,

Place: Hyderabad.
Date: 27-08-2018

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)



ANNEXURE-3 FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

(For financial year ended 31-03-2018)

Pursuant to Section 92 (3) of the Companies Act, 2013 and
Rule 12(1) of the Company (Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

| | |
|--|---|
| CIN | L67120TG1994PLC018956 |
| Registration Date | 13/12/1994 |
| Name of the Company | TRIMURTHI LIMITED |
| Category/Sub-category of the Company | Listed Company |
| Address of the Registered office & contact details | 4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad - 500 095 |
| Whether listed company | Yes |
| Name, Address & contact details of the Registrar & Transfer Agent, if any. | Venture Capital and Corporate Investments Pvt. Ltd. Address: 12-10-167, Bharat Nagar, Hyderabad - 500 018. Ph No. 040-23818475,23818476 Email: Info@vccilindia.com |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|---------|--|---------------------------------|------------------------------------|
| 1 | Investment Activity / Trading in Shares and Securities | 6499 | 75.69% |
| 2 | Interest Income | 649 | 24.31% |

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

| Sl. No. | Name of the company | CIN/GLN | Holding/ Subsidiary/ Associate | % of Shares held | Appli - cable Section |
|---------|---|-----------------------|--------------------------------|------------------|-----------------------|
| 1 | Trimurthi Pharmaceuticals (India) Private Limited | U24232TG2012PTC080276 | Subsidiary | 59% | 2(87)(ii) |
| 2 | Trimurthi Foods Limited | U15122TG2012PLC081937 | Subsidiary | 100% | 2(87)(ii) |



IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

A) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year[As on 31-March-2017] | | | | No. of Shares held at the end of the year[As on 31-March-2018] | | | | % Change during the year |
|--|--|---------------|----------------|-------------------|--|---------------|----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (I) Indian | | | | | | | | | |
| a) Individual/ HUF | 3769400 | -- | 3769400 | 46.54 | 3769400 | -- | 3769400 | 46.54 | -- |
| b) Central Government | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| c) State Government(s) | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| d) Bodies Corporate | 1430000 | -- | 1430000 | 17.65 | 1430000 | -- | 1430000 | 17.65 | -- |
| e) Banks / Financial Institutions | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| f) Any other | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Total shareholding of Promoter (A) | 5199400 | -- | 5199400 | 64.19 | 5199400 | -- | 5199400 | 64.19 | -- |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| b) Banks / Financial Institutions | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| c) Central Government | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| d) State Government(s) | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| e) Venture Capital Funds | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| f) Insurance Companies | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| g) FIs | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| h) Foreign Venture Capital Funds | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| i) Others (specify) | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Sub-total (B)(1):- | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 1171188 | 8100 | 1179288 | 14.56 | 1164990 | 8100 | 1173090 | 14.48 | (0.08) |
| ii) Overseas | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 2 lakh | 581054 | 442030 | 1023084 | 12.63 | 596999 | 450230 | 1047229 | 12.93 | 0.30 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh | 514720 | 177700 | 692420 | 8.55 | 500610 | 167700 | 668310 | 8.25 | (0.30) |
| c) Others (specify) | | | | | | | | | |
| Non Resident Indians | 2991 | NIL | 2991 | 0.04 | 2991 | NIL | 2991 | 0.04 | -- |
| Clearing members | 2817 | NIL | 2817 | 0.03 | 8980 | NIL | 8980 | 0.11 | 0.08 |
| Sub-total (B)(2):- | 2272770 | 627830 | 2900600 | 35.81 | 2274570 | 626030 | 2900600 | 35.81 | -- |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 2272770 | 627830 | 2900600 | 35.81 | 2274570 | 626030 | 2900600 | 35.81 | -- |
| C. Shares held by custodian for GDRs & ADRs | -- | -- | -- | -- | -- | -- | -- | -- | -- |
| Grand Total (A+B+C) | 7472170 | 627830 | 8100000 | 100 | 7473970 | 626030 | 8100000 | 100 | -- |



B) Shareholding of Promoter-

| 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 | |
| 1 | TDPL HEALTH CARE (INDIA) LIMITED | 1430000 | 17.65 | -- | 1430000 | 17.65 | -- | -- |
| 2 | ARUN KUMAR BHANGADIA (HUF) | 387000 | 4.78 | -- | 387000 | 4.78 | -- | -- |
| 3 | GOPIKISHAN ARUN KUMAR BHANGADIA (HUF) | 105000 | 1.30 | -- | 105000 | 1.30 | -- | -- |
| 4 | ARVIND KUMAR DEVANSH BHANGADIA HUF | 120000 | 1.48 | -- | 120000 | 1.48 | -- | -- |
| 5 | ARUN KUMAR BHANGADIA | 1542200 | 19.04 | -- | 1542200 | 19.04 | -- | -- |
| 6 | ARVIND KUMAR BHANGADIA | 29900 | 0.37 | -- | 29900 | 0.37 | -- | -- |
| 7 | KANTHA BHANGADIA | 177800 | 2.20 | -- | 177800 | 2.20 | -- | -- |
| 8 | KIRAN BHANGADIA | 1349500 | 16.66 | -- | 1349500 | 16.66 | -- | -- |
| 9 | JYOTHI BHANGADIA | 58000 | 0.72 | -- | 58000 | 0.72 | -- | -- |
| | TOTAL | 5199400 | 64.19 | -- | 5199400 | 64.19 | -- | -- |



C) Change in Promoters' Shareholding (please specify, if there is no change)

| SN | Particulars | Shareholding at the beginning of the year | | Cumulative Shareholding during year | |
|-----------|--|---|----------------------------------|-------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | TDPL Health Care (INDIA) Limited | | | | |
| | At the beginning of the year | 1430000 | 17.65 | 1430000 | 17.65 |
| | Increase/(Decrease) during the year | -- | -- | 1430000 | 17.65 |
| | At the end of the year | 1430000 | 17.65 | 1430000 | 17.65 |
| 2. | Arun Kumar Bhangadia (HUF) | | | | |
| | At the beginning of the year | 387000 | 4.78 | 387000 | 4.78 |
| | Increase/(Decrease) during the year | -- | -- | 387000 | 4.78 |
| | At the end of the year | 387000 | 4.78 | 387000 | 4.78 |
| 3. | Gopikishan Arun Kumar Bhangadia (HUF) | | | | |
| | At the beginning of the year | 105000 | 1.30 | 105000 | 1.30 |
| | Increase/(Decrease) during the year | -- | -- | 105000 | 1.30 |
| | At the end of the year | 105000 | 1.30 | 105000 | 1.30 |
| 4. | Arvind Kumar Devansh Bhangadia HUF | | | | |
| | At the beginning of the year | 120000 | 1.48 | 120000 | 1.48 |
| | Increase/(Decrease) during the year | -- | -- | 120000 | 1.48 |
| | At the end of the year | 120000 | 1.48 | 120000 | 1.48 |
| 5. | Arun Kumar Bhangadia | | | | |
| | At the beginning of the year | 1542200 | 19.04 | 1542200 | 19.04 |
| | Increase/(Decrease) during the year | -- | -- | 1542200 | 19.04 |
| | At the end of the year | 1542200 | 19.04 | 1542200 | 19.04 |
| 6. | Arvind Kumar Bhangadia | | | | |
| | At the beginning of the year | 29900 | 0.37 | 29900 | 0.37 |
| | Increase/(Decrease) during the year | -- | -- | 29900 | 0.37 |
| | At the end of the year | 29900 | 0.37 | 29900 | 0.37 |
| 7. | Kantha Bhangadia | | | | |
| | At the beginning of the year | 177800 | 2.20 | 177800 | 2.20 |
| | Increase/(Decrease) during the year | -- | -- | 177800 | 2.20 |
| | At the end of the year | 177800 | -- | 177800 | 2.20 |
| 8. | Kiran Bhangadia | | | | |
| | At the beginning of the year | 1349500 | 16.66 | 1349500 | 16.66 |
| | Increase/(Decrease) during the year | -- | -- | 1349500 | 16.66 |
| | At the end of the year | 1349500 | 16.66 | 1349500 | 16.66 |
| 9. | Jyothi Bhangadia | | | | |
| | At the beginning of the year | 58000 | 0.72 | 58000 | 0.72 |
| | Increase/(Decrease) during the year | -- | -- | 58000 | 0.72 |
| | At the end of the year | 58000 | 0.72 | 58000 | 0.72 |



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

| Sn | For Each of The Top 10 Shareholders | Shareholding At The Beginning of The Year | | Shareholding at the end of the year | |
|----|-------------------------------------|---|----------------------------------|-------------------------------------|----------------------------------|
| | | No. of Shares | % of Total Shares Of The Company | No. of Shares | % of Total Shares of The Company |
| 1 | Mahaveer Infoway Limited | 750000 | 9.26 | 750000 | 9.26 |
| 2 | Ind Eco Ventures Limited | 270000 | 3.33 | 270000 | 3.33 |
| 3 | Sarika Gaggar | 157773 | 1.95 | 157773 | 1.95 |
| 4 | Pradip Babulal Barot | 80000 | 0.99 | 80000 | 0.99 |
| 5 | Vivek Surna | 112018 | 1.38 | 76343 | 0.94 |
| 6 | Bekae Properties Private Limited | 57133 | 0.71 | 57133 | 0.71 |
| 7 | Kavita Sachin Mantri | 47000 | 0.58 | 43800 | 0.54 |
| 8 | Mohan Rao Bhousele | 35500 | 0.44 | 35500 | 0.44 |
| 9 | A Shekar | 39400 | 0.49 | 34700 | 0.43 |
| 10 | Greha Ravi Vanwari | 32195 | 0.40 | 32195 | 0.40 |
| 11 | Sahdeo Khago Yadav | -- | -- | 31000 | 0.38 |
| 12 | Mantri Sachin Sitaram ji | 33000 | 0.41 | 30500 | 0.38 |



E) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | Shareholding of each Directors and each Key Managerial Personnel | Shareholding at the beginning of the year | | Cumulative Shareholding during year | |
|-----------|--|---|----------------------------------|-------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1. | Arun Kumar Bhangadia - Promoter Director | | | | |
| | At the beginning of the year | 1542200 | 19.04 | 1542200 | 19.04 |
| | Increase/(Decrease) during the year | -- | -- | 1542200 | 19.04 |
| | At the end of the year | 1542200 | 19.04 | 1542200 | 19.04 |
| 2. | Arvind Kumar Bhangadia - Promoter Director | | | | |
| | At the beginning of the year | 29900 | 0.37 | 29900 | 0.37 |
| | Increase/(Decrease) during the year | -- | -- | 29900 | 0.37 |
| | At the end of the year | 29900 | 0.37 | 29900 | 0.37 |
| 3. | Sarapu Sowjanya - Independent Director | | | | |
| | At the beginning of the year | -- | -- | -- | -- |
| | Increase/(Decrease) during the year | -- | -- | -- | -- |
| | At the end of the year | -- | -- | -- | -- |
| 4. | Sagar Karwa - Independent Director | | | | |
| | At the beginning of the year | -- | -- | -- | -- |
| | Increase/(Decrease) during the year | -- | -- | -- | -- |
| | At the end of the year | -- | -- | -- | -- |
| 5. | Natwarlal Ramgopal Modani - Independent Director | | | | |
| | At the beginning of the year | -- | -- | -- | -- |
| | Increase/(Decrease) during the year | -- | -- | -- | -- |
| | At the end of the year | -- | -- | -- | -- |
| 6. | CS Jyothi Ramesh Kakani - Company Secretary | | | | |
| | At the beginning of the year | -- | -- | -- | -- |
| | Increase/(Decrease) during the year | -- | -- | -- | -- |
| | At the end of the year | -- | -- | -- | -- |
| 7. | Vani Manda - Chief Financial Officer | | | | |
| | At the beginning of the year | -- | -- | -- | -- |
| | Increase/(Decrease) during the year | -- | -- | -- | -- |
| | At the end of the year | -- | -- | -- | -- |



V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

| SN. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|-----|---|--|----------------|
| | | Arun Kumar Bhangadia - Managing Director | |
| 1 | Gross salary | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | Rs. 1500000/- | Rs. 1500000/- |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | -- | -- |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | -- | -- |
| 2 | Stock Option | -- | -- |
| 3 | Sweat Equity | -- | -- |
| 4 | Commission - as % of profit - others, specify... | -- -- | -- -- |
| 5 | Others, please specify | -- | -- |
| | Total (A) | Rs. 1500000/- | Rs. 1500000/- |
| | Ceiling as per the Act | Rs.42,00,000/- | Rs.42,00,000/- |

B. Remuneration to other directors:

| SN. | Particulars of Remuneration | Name of Directors | | | | Total Amount |
|-----|--|---------------------------------|----------------|--------------------|------------------------------|--------------|
| | | Natwarial Ramgopal Modani | Sagar Karwa | Sarapu Sowjanya | Arvind Kumar Bhnagadia | |
| 1 | Independent Directors | | | | | |
| | Fee for attending board committee meetings | -- | -- | -- | -- | -- |
| | Commission | -- | -- | -- | -- | -- |
| | Others, please specify | -- | -- | -- | -- | -- |
| | Total (1) | -- | -- | -- | -- | -- |
| 2 | Other Non-Executive Directors | | | | | |
| | Fee for attending board committee meetings | -- | -- | -- | -- | -- |
| | Commission | -- | -- | -- | -- | -- |
| | Others, please specify | -- | -- | -- | -- | -- |
| | Total (2) | -- | -- | -- | -- | -- |
| | Total (B)=(1+2) | -- | -- | -- | -- | -- |
| | Total Managerial Remuneration | -- | -- | -- | -- | -- |
| | Overall Ceiling as per the Act | | | | | |



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

| SN | Particulars of Remuneration | Key Managerial Personnel | | |
|----|---|--|------------------------------------|-------------|
| | | Jyothi Ramesh Kakani - Company Secretary | Vani Manda - Chief Finance Officer | Total |
| 1 | Gross salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | Rs.156000/- | Rs.299000/- | Rs.455000/- |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | -- | -- | -- |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | -- | -- | -- |
| 2 | Stock Option | -- | -- | -- |
| 3 | Sweat Equity | -- | -- | -- |
| 4 | Commission | -- | -- | -- |
| | - as % of profit | -- | -- | -- |
| | others, specify... | -- | -- | -- |
| 5 | Others, please specify | -- | -- | -- |
| | Total | Rs.156000/- | Rs.299000/- | Rs.455000/- |

VI. 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) |
|-------------------------------------|------------------------------|-------------------|--|------------------------------|------------------------------------|
| A. COMPANY | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| B. DIRECTORS | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

For and on behalf of Board of Directors,

Place: Hyderabad.
Date: 27-08-2018

Sd/
ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)



ANNEXURE -4 SECRETARIAL AUDIT REPORT

(for the financial year ended 31st March, 2018)

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

To,
**The Members,
Trimurthi Limited,
Hyderabad**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Trimurthi 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 our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st 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:

Auditor's Responsibility:

Maintenance of Secretarial Records is the responsibility of the Management of the company. Our responsibility is to express an opinion on existence of adequate board process and compliance management system, commensurate to the size of the company, based on these secretarial records as shown to us during the said audit and also bases on the information furnished to us by the officers and the agents of the company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the board and by various committees of the company during the period under scrutiny. We have checked the board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the board, of the board, of the members of the company and of other authorities as per the provisions of various statues as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the law, rules and regulations and happening of events, etc.

The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.



Our report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness or accuracy with which the management has conducted the affairs of the company.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Trimurthi Limited ("**The Company**") for the period ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (**the Act**) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") to the extent applicable to the Company :-
 - 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, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d. The Securities and Exchange Board of India (employee Stock option scheme and Employees Stock Purchase Scheme) Guidelines 1999
 - e. The Securities and Exchange Board of India (Issue and listing of debt securities) Regulations, 2008;
 - 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;
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and

We Further report that, having regard to the compliance system prevailing in the company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the company has specifically complied with:

Labour Laws, Tax laws including Income tax, Goods & Services Tax Laws, to the extent of their applicability to the company during the financial year ended 31.03.2018 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the company and its management and the best of our judgment and understanding of the applicability of the different enactments upon the company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the company commensurate with its size and operation to monitor and ensure compliances with applicable laws.

We have also examined compliance with the applicable clauses of listing agreements entered in to by the company with the stock exchanges.

During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.



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

- (i) The Secretarial Standards issued by The Institute of Company Secretaries of India for the period under review.
- (ii) The Listing Agreements entered into by the Company with the BSE Limited,

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

We 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

for P. K. ASSOCIATES
Company Secretaries

PAVAN KANKANI,
Partner
M No.F-7432, CPNo. 7643
Place: Hyderabad
Date: 25-08-2018



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This Management Discussion and Analysis Report addresses the expectations and Projections of the company for its future, about its Product Development, Market Position, Market Development and Penetration, Expenditure, Financial Results, Risks and Concerns etc. However, the expectations shared herein are not limited to the Company's Growth. The Company's actual results, performance or achievements could differ from those shared herein.

Along with this noticeable acceleration in the growth rate of the Indian economy, India's per capita income has increased at a rapid pace, levitating India into the middle-income category thus strengthening the economy even further from its roots. Simultaneously, the rising consumer demand has provided a further growth avenue for Indian firms making the domestic economy more robust.

However, while the long-term story remains positive, there are challenges in the short-term that will need to be addressed. These include high inflation, rising commodity prices, all time high oil prices, increasing fiscal deficits, global uncertainties and a variable domestic political scenario. However, given the structural shifts that have already taken place across the economy, we believe that we today stand on a strong foundation that will support sustained growth despite the short-term challenges that may emerge time and again.

On the other hand, our Management declares that, the financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 guidelines issued by the Securities Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India.

Industry Overview:

The company with its full capacity has commenced the business operations in food industry business through its whole owned subsidiary. 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.

Company has also been carrying its pharmaceutical business through its subsidiary, the country's pharmaceutical industry accounts for about 1.4 per cent of the global pharmaceutical industry in value terms and 10 per cent in volume terms. The Government of India has announced a host of measures to create a facilitating environment for the Indian pharmaceutical industry. The policies of the Government of India are aimed at building more hospitals, boosting local access to healthcare, improving the quality of pharmaceuticals and improving the quality of medical training. The Government of India is committed to setting up robust healthcare and delivery mechanisms.

The interest of investors in real estate sector remains high, especially in rent yielding commercial properties. Transactions continue in the residential segment through investors are now using structures such as debt or debt-like hybrid instruments and bulk unit purchases, instead of equity investments to better secure their interests. The use of debt/hybrid instruments is a concern, as it only shifts the funding gap to the redemption date with high funding costs.



The relaxation of thresholds for foreign direct investment in real estate projects is likely to improve fund inflow. The announcement of the guidelines for the introduction of real estate investment trusts and the clarification of tax pass-through status for such vehicles are also positive for the sector, as they improve fund availability to companies owning rent-yielding assets.

OUTLOOK:

Government has set up a special fund called "Food Processing Fund" of approximately USD 300 million (at Rs. 67.25 to 1 USD) in National Bank for Agriculture and Rural Development (NABARD) for extending affordable credit to designated food parks and the individual food processing units in the designated food parks. As on 31.05.2016 about a quarter of the fund as term loan has been sanctioned to 12 mega food parks projects.

The Indian pharmaceutical industry is estimated to grow at 20 per cent compound annual growth rate (CAGR) over the next five years, as per India Ratings, a Fitch Group company. Indian pharmaceutical manufacturing facilities registered with US Food and Drug Administration (FDA) as on March 2014 was the highest at 523 for any country outside the US.

The pharmacy sector forms the second largest share in the Indian healthcare sector. The sector sources its products through institutional and non institutional sales. The institutional sales is the sale of pharmaceuticals to hospitals, nursing homes and other such health institutions that purchase bulk drugs at discounted prices that results in partial decline in profit margin of manufacturers. Whereas, non institutional sales takes place through retail stores that happen to be the only form of sales channel that reaches directly to consumers and is a major source of revenue earning for the sector.

The Union Cabinet has given its approval to amend the existing FDI policy in the pharmaceutical sector in order to cover medical devices. The Cabinet has allowed FDI up to 100 per cent under the automatic route for manufacturing of medical devices subject to specified conditions. The Indian pharma market size is expected to grow to US\$ 85 billion by 2020. The growth in Indian domestic market will be on back of increasing consumer spending, rapid urbanisation, raising healthcare insurance and so on.

HUMAN RESOURCES:

The Company recognizes that its people have played a big role in making what the Company is today and therefore it accords top priority to attract and retain talent. The Company puts great emphasis on training and development of its employees to enhance efficiency. The Company believes in providing a fair compensation in line with industry norms and rewards them for good performance.

RISK AND CONCERNS:

An effective risk management framework enhances the organization's ability to proactively address its risks and opportunities by determining a risk mitigation strategy and monitoring its progress on continuous basis.

Our risk management framework is intended to ensure that risks are identified in a timely manner. We have implemented an integrated risk management framework to identify, assess, prioritize, manage/mitigate, monitor and communicate the risk across the county.



Senior management personnel meet at regular intervals to identify various risks, assess, and prioritize the risks. After due deliberations, appropriate strategies are made for managing/mitigating the risks. The company takes the help of independent professional firms to review the risk management structure and implementation of risk management policies. Audit Committee on a quarterly basis, review the adequacy and effectiveness of the risk management strategies, implementation of risk management/mitigation policies, It advises the board on matters of significant concerns for redressal.

PERFORMANCE EVALUATION OF NON-EXECUTIVE AND INDEPENDENT DIRECTORS:

The Board evaluates the performance of Non-executive and Independent Directors every year. All the Non-executive and Independent Directors are eminent personalities having wide experience in the field of business, industry and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

INTERNAL AUDIT SYSTEM:

During the year the Company had appointed M/s. Ramesh Athasniya & Company, Chartered Accountants as internal auditors to the Company an external audit firm of Chartered Accountants, who submits reports on quarterly basis. The reports are placed before the Audit Committee and comments and suggestions made by the internal auditors are noted and implemented by the Company.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis Report may be "forward looking statements: within the meaning of applicable securities laws and regulations. These statements are based on certain assumption and expectations of future events. Actual results could differ materially from those expressed or implied. Important facts that could make a difference at the Company's operations include economic conditions affecting domestic demand and supply conditions, finished goods prices, changes in government regulations and tax regime etc. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.



CERTIFICATE

- a. We have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
- i these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal, violate the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
- i Significant changes in internal controls over financial reporting during the year.
 - ii Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements ; and
 - iii Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

TRIMURTHI LIMITED,

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)

Place: Hyderabad.
Date: 27-08-2018

**INDEPENDENT AUDITOR'S REPORT**

**To the Members of
M/S TRIMURTHI LIMITED**

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of M/s. **TRIMURTHI LIMITED** ('the Company'), which comprises the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (Including other Comprehensive Income) and Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information. (herein after referred to as "Ind AS Financial Statement)

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation and presentation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance (including the other comprehensive income), cash flows and Statement of Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. This responsibility 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; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 the standalone Ind AS 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 standalone Ind AS financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS 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 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 Ind AS 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 Ind AS financial statements:

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 including Ind AS of the financial position of the Company as at 31st March 2018, and its financial performance including other comprehensive income, its cash flow and changes in the equity for the year 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 paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we further 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 purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c) the Balance Sheet, Statement of Profit and Loss(including Other Comprehensive Income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone Ind AS financial statements comply with the applicable Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules issued there under.
 - e) On the basis of written representations received from the directors as on March 31, 2018, and 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 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 has disclosed the impact of pending litigation on its financial position in its Ind AS financial statements- for details refer to note no.2.25 to the Ind AS financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company during the year ended 31st March 2018.

For P. Murali & Co.
Chartered Accountants
FRN: 007257S

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018



Annexure A to the Auditors Report

Annexure referred to in Independent Auditors Report to the Members of Trimurthi Limited on the Ind AS financial statements for the year ended 31st March 2018, we report that:

- I. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification. In our opinion, the frequency of verification is reasonable.
- (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. The physical verification of inventory has been conducted at reasonable intervals by the management during the year and no material discrepancies were noticed on such verification.
- iii. 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. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said order are not applicable to the company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantee or security to the parties covered under section 185 and 186 of the Act. Therefore, the provisions of clause 3(iv) of the said order are not applicable to the company.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. The Cost records as specified under Sec 148(1) of the Companies Act 2013 is not prescribed to the Company.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Employees' State Insurance, Income-tax, Goods and Services Tax and other material statutory dues, as applicable, with the appropriate authorities in India ;
(b) There were no undisputed amounts payable in respect of, Income-tax, Goods and Services Tax and other material statutory dues in arrears as at 31st March 2018 for a period of more than 6 months from the date they became payable.
- viii. In our opinion, and according to the information and explanations given to us, the company has not defaulted in repayment of dues to financial institution or banks or Government or dues to debenture holders as at the balance sheet date.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of this clause are not applicable to the company.
- 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/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.



- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the Provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting standard (AS) 24, related party disclosures specified under section 133 of the Act, read with relevant rules issued there under.
- xiv. According to the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. The Company has not entered into non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934. Accordingly, the provisions of clause 3(xvi) of the order are not applicable to the Company.

For P. Murali & Co.

Chartered Accountants
FRN: 007257S

A Krishna Rao

Partner
M.No. 020085

Place: Hyderabad
Date: 25th May 2018.

**Annexure B to the Independent Auditor's Report****Report on the Internal Financial Controls under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')**

We have audited the internal financial controls over financial reporting of TRIMURTHI LIMITED ("the Company") as of 31st march 2018 in conjunction with our audit of standalone Ind AS 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 Act.

Auditor's 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 deed to be prescribed under section 143(10) of the Act 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 ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed 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 Judgement, including the assessment of the risk of material misstatement of the standalone 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 and the company's internal financial control 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 these policies



and procedures that (1) pertain to the maintenance of records that, in reasonable detailed, 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 Ind AS financial statements in accordance with generally accepted principles, and that receipts and expenditures of the company are being made only in accordance with authorization 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 Ind AS financial statements.

Inherent Limitation of Internal Financial Controls over Financial Reporting

Because of the inherent limitation 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 deducted. 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 31st, 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 P. Murali & Co.

Chartered Accountants
FRN: 007257S

A Krishna Rao

Partner
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018



TRIMURTHI
GROUP

TRIMURTHI LIMITED

CIN : (L67120TG1994PLC018956)

BALANCE SHEET AS AT 31-03-2018

(Amount in Rupees)

| PARTICULARS | Note Number | Figures as at the end of 31-03-2018 | Figures as at the end of 31-03-2017 | Figures as at 01-04-2016 |
|---|-------------|-------------------------------------|-------------------------------------|--------------------------|
| ASSETS: | | | | |
| A. Non Current Assets | | | | |
| (a) Property, Plant and Equipment | 2.1 | 5962226 | 5679475 | 5235876 |
| (b) Capital Work In Progress | | -Nil- | -Nil- | 827001 |
| (c) Investment Property | | -Nil- | -Nil- | -Nil- |
| (d) Other Intangible Assets | 2.1 | 166128 | 209945 | 297744 |
| (e) Financial Assets | | | | |
| (i) Investments | 2.2 | 29199737 | 18434000 | 13680000 |
| (ii) Trade Receivables | | -Nil- | -Nil- | -Nil- |
| (iii) Loans | | -Nil- | -Nil- | -Nil- |
| (iv) Other Financial Assets | | -Nil- | -Nil- | -Nil- |
| (f) Deferred Tax Assets (Net) | | -Nil- | -Nil- | -Nil- |
| (g) Other Non Current Assets | 2.3 | 2090000 | 2090000 | 2313972 |
| | | 37418089 | 26412420 | 22354593 |
| B. Current Assets | | | | |
| (a) Inventories | 2.4 | 1111907 | 2192203 | -Nil- |
| (b) Financial Assets | | | | |
| (i) Investments | 2.5 | -Nil- | -Nil- | 16415642 |
| (ii) Trade Receivables | 2.6 | 11114827 | 3970063 | 73301 |
| (iii) Cash & Cash Equivalents | 2.7 | 1531005 | 3440195 | 4441696 |
| (iv) Bank Balances other than (iii) above | | -Nil- | -Nil- | -Nil- |
| (v) Loans | 2.8 | 52157557 | 64065244 | 59971553 |
| (vi) Others (to be specified) | 2.9 | 19259982 | 16525996 | 12318956 |
| | | 85175277 | 90223701 | 93219149 |
| TOTAL ASSETS | | 122593366 | 116636121 | 115573742 |
| EQUITY AND LIABILITIES: | | | | |
| A. Equity | | | | |
| (a) Equity Share Capital | 2.10 | 81000000 | 81000000 | 81000000 |
| (b) Other Equity | | 37224179 | 34917787 | 33490556 |
| | | 118224179 | 115917787 | 114409056 |
| B. Non Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Borrowings | | -Nil- | -Nil- | -Nil- |
| (ii) Trade Payables | | -Nil- | -Nil- | -Nil- |
| (iii) Other Financial Liabilities | | -Nil- | -Nil- | -Nil- |
| (b) Provisions | | | | |
| (c) Deferred Tax Liabilities (Net) | 2.11 | 402486 | 228138 | 234518 |
| (d) Other Non Current Liabilities | | -Nil- | -Nil- | -Nil- |
| | | 402486 | 228138 | 234518 |
| B. Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Borrowings | | -Nil- | -Nil- | -Nil- |
| (ii) Trade Payables | | 3108972 | -Nil- | -Nil- |
| (iii) Other Financial Liabilities | | -Nil- | -Nil- | -Nil- |
| (b) Other Current Liabilities | | | | |
| (c) Provisions | 2.12 | 749216 | 719359 | 755010 |
| (d) Current Tax Liabilities (Net) | 2.13 | 108513 | (229164) | 175157 |
| | | 3966701 | 490195 | 930167 |
| TOTAL EQUITY AND LIABILITIES | | 122593366 | 116636121 | 115573742 |
| Significant Accounting Policies and Notes to Accounts | 1 & 2 | | | |

As per our report of even date,

For and on behalf of the Board

For P. Murali & Co.
Chartered Accountants
FRN: 0072575

A Krishna Rao
Partner
M.No. 020085

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

Place: Hyderabad
Date : 25. MAY .2018

JYOTHI KAKANI
Company Secretary

MANDA VANI
Chief Financial Officer

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31-03-2018

(Amount in Rupees)

| PARTICULARS | Note Number | Figures for the current | |
|---|-------------|-------------------------|--|
| | | 31-03-2018 | Figures for the previous 31-03-2017 |
| I. Revenue from Operations | 2.14 | 31116085 | 35090874 |
| II. Other Income | 2.15 | 130946 | 1445579 |
| III. Total Revenue (I + II) | | 31247031 | 36536453 |
| IV. Expenses: | | | |
| Purchases | 2.16 | 19922005 | 30687610 |
| Changes in Inventories of Finished Goods, Work-in-progress & Stock-in-Trade | 2.17 | 1162303 | (2192203) |
| Employee Benefits Expenses | 2.18 | 2834900 | 2162000 |
| Depreciation & Amortization Expense | 2.1 | 1539069 | 1228720 |
| Other Expenses | 2.19 | 2859037 | 2608386 |
| Total Expenses | | 28317314 | 34494513 |
| V. Profit Before Tax and Prior Period Items (III-IV) | | 2929717 | 2041940 |
| VI. Prior Period Items | | | |
| (a) Income Tax Paid for Earlier Years | | 114170 | -Nil- |
| VII. Profit Before Tax (V-VI) | | 2815547 | 2041940 |
| VIII. Tax Expense: | | | |
| (1) Current Tax | | 830968 | 539589 |
| (2) Deferred Tax | | 174348 | (6380) |
| | | 1005316 | 533209 |
| IX. Profit for the period | | 1810231 | 1508731 |
| X. Other Comprehensive Income (OCI) | | | |
| (1) Items that will not be reclassified to profit or loss | | -Nil- | -Nil- |
| (2) Items that will be reclassified to profit or loss - Fair Value Changes on Investments, Net | | 496162 | -Nil- |
| XI. Total Comprehensive Income | | 2306393 | 1508731 |
| XII. Earnings Per Share | | | |
| Basic | | 0.22 | 0.19 |
| Diluted | | 0.22 | 0.19 |
| XIII. Number of Shares used for EPS working | | | |
| Basic | | 8100000 | 8100000 |
| Diluted | | 8100000 | 8100000 |
| Significant Accounting Policies and Notes to Accounts | 1 & 2 | | |

As per our report of even date,

For and on behalf of the Board

For F. Murali & Co.
Chartered Accountants
FRN: 0072575

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

A Krishna Rao
Partner
M.No. 020085

JYOTHI KAKANI
Company Secretary

MANDA VANI
Chief Financial Officer

Place: Hyderabad
Date : 25. MAY. 2018



STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2018

| Particulars | (Rs. In Lakhs) | |
|---|------------------|------------------|
| | As at 31.03.2018 | As at 31.03.2017 |
| A. Cash Flow from Operating Activities: | | |
| Net Profit before Tax and Extraordinary Items | 29.30 | 20.42 |
| Adjustments for: | | |
| Depreciation | 15.39 | 12.29 |
| Interest & Other Income | (1.31) | (1.32) |
| Profit/Loss on Sale of Investments/Car | 2.97 | 13.13 |
| Other Comprehensive Income | 4.96 | |
| Operating profit before Working Capital Changes | 51.31 | 44.52 |
| Adjustments for: | | |
| Trade and Other receivables | 20.59 | (119.84) |
| Inventories | 10.80 | (21.92) |
| Trade payables | 31.39 | (0.36) |
| Provision for Tax | 3.38 | (4.26) |
| Cash generated from Operations | 66.16 | (146.38) |
| Cash flow before Extraordinary Items | 117.47 | (101.85) |
| Extraordinary Items and Tax | (9.45) | (5.40) |
| Net Cash used for Operating activities | 108.02 | (107.25) |
| B. Cash Flow from Investing Activities: | | |
| Purchase of Fixed Assets | (22.74) | (15.84) |
| Sale of Fixed Assets | 1.98 | -Nil |
| Capital Work In progress | -Nil | 8.27 |
| Purchase of Investments | (107.66) | (47.54) |
| Sale of Investments | -Nil | 151.02 |
| Increase / (Decrease) in Deposits | -Nil | 0.00 |
| Interest & Other Income | 1.31 | 1.32 |
| Net Cash flow from Investing activities | (127.11) | 97.24 |
| C. Cash Flow from Financing Activities: | | |
| Increase in Share Capital | -Nil | -Nil |
| Increase in Share Premium | -Nil | -Nil |
| Increase / Decrease in Long Term Borrowings | -Nil | -Nil |
| Share Issue and Preliminary Expenses | -Nil | -Nil |
| Dividends Paid | -Nil | -Nil |
| Net Cash flow from Financing activities | -Nil | -Nil |
| Net Increase in Cash and Cash Equivalents | (19.09) | (10.01) |
| Cash and Cash Equivalents as at (Opening Balance) | 34.40 | 44.42 |
| Cash and Cash Equivalents as at (Closing Balance) | 15.31 | 34.40 |

We have verified the above Cash Flow Statement of **TRIMURTHI LIMITED**, for the year ended on **31st March, 2018**, which has been derived from the audited annual accounts after making such adjustments / groupings as were considered appropriate and found the same to be true and correct.

As per our report of even date,

For P. Murali & Co.
Chartered Accountants
FRN: 007257S

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date : 25. MAY. 2018

For and on behalf of the Board

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

JYOTHI KAKANI
Company Secretary

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

MANDA VANI
Chief Financial Officer

**Trimurthi Limited**

Notes and other explanatory information to financial Statements for the year ended March 31, 2018

1. Corporate Information

The Trimurthi Limited was incorporated on 13-12-1994 under companies Act 1956 in the name and style as Trimurthi Limited as a Public Limited Company and obtained a Certificate of Commencement of Business on 19-12-1994 having Registered Office situated at 4-4-231/1/2/abc, 1st floor, Inderbagh, SultanbazarHyderabad500095.

The Company is in the business of Trading and distribution of food products ,investments and trading of shares, investments in land and properties

2. Basis of preparation

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

(i) Compliance with IndAS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015, 2016 & 2017 and other relevant provisions of the Act.

(ii) Historical cost convention

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

- Certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value;
- Assets held for sale – measured at fair value less cost to sell; and
- Defined benefit plans – plan assets measured at fair value;

2.1 Summary of significant accounting policies**I. Significant Accounting Estimates and Judgments**

Estimates, assumptions concerning the future and judgments are made in the preparation of the financial statements. They affect the application of the Company's accounting policies, reporting amounts of assets, liabilities, income and expense and disclosures made. Although these estimates are based on management's best knowledge of current events and actions, actual result may differ from those estimates.

II. Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. The cost of an item of plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Cost includes its purchase price(after deducting trade discounts and rebates), import



duties & non-refundable purchase taxes, any costs directly attributable to bringing the asset to the location & condition necessary for it to be capable of operating in the manner intended by management, borrowing costs on qualifying assets and asset retirement costs. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The activities necessary to prepare an asset for its intended use or sale extend to more than just physical construction of the asset. It may also include technical (DPR, environmental, planning, Land acquisition and geological study) and administrative work such as obtaining approvals before the commencement of physical construction.

The cost of replacing a part of an item of property, plant and equipment is capitalized if it is probable that the future economic benefits of the part will flow to the Company and that its cost can be measured reliably. The carrying amount of the replaced part is derecognized.

Costs of day to day repairs and maintenance costs are recognized into the statement of profit and loss account as incurred.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, estimated useful lives and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

An item of plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognised in the profit or loss in the year the asset is derecognized.

Assets under installation or under construction as at the Balance Sheet date are shown as Capital Work in Progress.

Depreciation

Depreciation is provided on Straight Line Method, as per the provisions of schedule II of the Companies Act, 2013 or based on useful life estimated on the technical assessment. Asset class wise useful lives in years are as under:

| | |
|-------------------------|----------|
| Plant and Machinery | 1 to 25 |
| Buildings | 8 to 60 |
| Computers and equipment | 3 to 6 |
| Furniture & fixtures | 10 to 15 |
| Vehicles | 8 to 10 |
| Office equipment | 5 to 15 |

Depreciation of the mine properties is calculated on the unit of production method. The unit of production method results in depreciation charge proportional to the depletion of the economically viable mineral reserves.

Leasehold Assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Fully depreciated plant and equipment are retained in the financial statements until they are no longer in use.

In respect of additions / deletions to the fixed assets / leasehold improvements, depreciation is charged from the date the asset is ready to use / up to the date of deletion.

Depreciation on adjustments to the historical cost of the assets on account of reinstatement of long term borrowings in foreign currency, if any, is provided prospectively over the residual useful life of the asset.



III. Intangible Assets

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

IV. Financial Assets

Financial assets comprise of investments in equity and debt securities, trade receivables, cash and cash equivalents and other financial assets.

Initial recognition:

All financial assets are recognised initially at fair value. Purchases or sales of financial asset that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the company commits to purchase or sell the assets.

Subsequent Measurement:

(i) Financial assets measured at amortised cost:

Financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortised cost using effective interest rate (EIR) method. The EIR amortization is recognised as finance income in the Statement of Profit and Loss.

The Company while applying above criteria has classified the following at amortised cost:

- a) Trade receivable
- b) Cash and cash equivalents
- c) Other Financial Asset

(ii) Financial assets at fair value through other comprehensive income (FVTOCI):

Financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, selling the financial assets and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at FVTOCI.

Fair Value movements in financial assets at FVTOCI are recognised in other comprehensive income. Equity instruments held for trading are classified as at fair value through profit or loss (FVTPL). For other equity instruments the company classifies the same as at FVTOCI. The classification is made on initial recognition and is irrevocable. Fair value changes on equity investments at FVTOCI, excluding dividends are recognised in other comprehensive income (OCI).



(i) Financial assets at fair value through profit or loss (FVTPL)

Financial assets are measured at fair value through profit or loss if it does not meet the criteria for classification as measured at amortised cost or at fair value through other comprehensive income. All fair value changes are recognised in the statement of profit and loss.

(iv) Investment in subsidiaries, joint ventures & associates are carried at cost in the separate financial statements.

(v) Impairment of Financial Assets:

Financial assets are tested for impairment based on the expected credit losses.

(i) Trade Receivables

An impairment analysis is performed at each reporting date. The expected credit losses over life time of the asset are estimated by adopting the simplified approach using a provision matrix which is based on historical loss rates reflecting current condition and forecasts of future economic conditions. In this approach assets are grouped on the basis of similar credit characteristics such as industry, customer segment, past due status and other factors which are relevant to estimate the expected cash loss from these assets.

(ii) Other financial assets

Other financial assets are tested for impairment based on significant change in credit risk since initial recognition and impairment is measured based on probability of default over the life time when there is significant increase in credit risk.

De-recognition of financial assets

A financial asset is derecognized only when:

- The company has transferred the rights to receive cash flows from the financial asset or
- The contractual right to receive cash flows from financial asset is expired or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset and transferred substantially all risks and rewards of ownership of the financial asset, in such cases the financial asset is derecognized. Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is also derecognized if the company has not retained control of the financial asset.

**VI. Impairment of Non-Financial Assets**

At each reporting date, the Company assesses whether there is any indication that an asset may be impaired. Where an indicator of impairment exists, the company makes a formal estimate of recoverable amount. Where the carrying amount of an asset exceeds its recoverable amount the asset is considered impaired and is written down to its recoverable amount.

Recoverable amount is the greater of fair value less costs to sell and value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

VII. Inventories

Closing stock had been valued at Cost or Market Value whichever is lower. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

VIII. Related Party Disclosures

The Company furnishes the details of Related Party Disclosures as required by Companies Act 2013 and Indian Accounting Standard (IND AS)- 24.

ix. Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with an original maturity of three months or less. Deposits with banks subsequently measured at amortized cost and short term investments are measured at fair value through Profit & Loss account.

X. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit tax is adjusted for the effects of transactions of noncash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.

XI. Non-current Assets held for sale

Non-current assets, or disposal groups comprising assets and liabilities, that are expected to be recovered through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets, or components of the disposal group, are re-measured in accordance with the Company's accounting policies. Thereafter, the assets, or disposal group, are measured at the lower of their carrying amount and fair value less costs to sell. Any impairment losses on initial classification as held for sale or subsequent gain on re-measurement are recognized into statement of Profit & Loss Account. Gains are not recognized in excess of any cumulative impairment losses.

XII. Share Capital

Equity shares are classified as equity.

XIII. Financial Liabilities



Initial recognition and measurement Financial liabilities are recognized when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognized initially at fair value plus any directly attributable transaction costs, such as loan processing fees and issue expenses.

Subsequent measurement – at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortization process.

Derecognition

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

XIV. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest, exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost and other costs that an entity incurs in connection with the borrowing of funds. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

XV. Income Taxes

Income tax expense is comprised of current and deferred taxes. Current and deferred tax is recognized in net income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current income taxes for the current period, including any adjustments to tax payable in respect of previous years, are recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the tax rates that are enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and liabilities are recognized for temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases using the tax rates that are expected to apply in the period in which the deferred tax or liability is expected to settle, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable income nor the accounting



income. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable income will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and reduced accordingly to the extent that it is no longer probable that they can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of temporary differences which reverse during the tax holiday period, to the extent the company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognized in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

Deferred tax assets and liabilities are offset when there is legally enforceable right of offset current tax assets and liabilities when the deferred tax balances relate to the same taxation authority. Current tax asset and liabilities are offset where the entity has legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

XVI. Leases

As a lessee

Leases of property, plant and equipment where the company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor

Lease income from operating leases where the company is a lessor is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

The respective leased assets are classified in the balance sheet based on their nature.

Lease-hold land:

Leasehold land that normally has a finite economic life and title which is not expected to pass to the lessee by the end of the lease term is treated as an operating lease.



The payment made on entering into or acquiring a leasehold land is accounted for as leasehold land use rights (referred to as prepaid lease payments in Ind AS 17 "Leases") and is amortized over the lease term in accordance with the pattern of benefits provided.

XVII. Provisions , Contingent Liabilities and Contingent Assets

Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense and is recorded over the estimated time period until settlement of the obligation. Provisions are reviewed and adjusted, when required, to reflect the current best estimate at the end of each reporting period.

The Company recognizes decommissioning provisions in the period in which a legal or constructive obligation arises. A corresponding decommissioning cost is added to the carrying amount of the associated property, plant and equipment, and it is depreciated over the estimated useful life of the asset.

A provision for onerous contracts is recognized when the expected benefits to be derived by the company from a contract are lower than the unavoidable cost of meeting its obligations under contract. The provision is measured at the present value of the lower of expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the company recognizes any impairment loss on the assets associated with that contract.

Liquidated Damages / Penalty as per the contracts / Additional Contract Claims / Counter Claims under the contract entered into with Vendors and Contractors are recognised at the end of the contract or as agreed upon.

Contingent Liabilities

Contingent liability is disclosed in case of

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A possible obligation arising from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company where the probability of outflow of resources is not remote.

Contingent Assets

Contingent assets are not recognized but disclosed in the financial statements when an inflow of economic benefits is probable

XVIII. Fair Value Measurements

Company uses the following hierarchy when determining fair values:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;



Level 2 – Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (prices) or indirectly (derived from prices); and,

Level 3 – Inputs for the asset or liability that are not based on observable market data.

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting dates. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The fair value for these instruments is determined using Level 1 inputs.

The fair value of financial instruments that are not traded in an active market (for example, over the counter derivatives) is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is fair valued using level 2 inputs.



If one or more of the significant inputs is not based on observable market data, the instrument is fair valued using Level 3 inputs. Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments;
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves;
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the reporting dates, with the resulting value discounted back to present value;
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

XIX. Revenue Recognition

Revenue is recognized and measured at the fair value of the consideration received or receivable, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

The company collects GST, service tax, sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue. The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods

Revenue from the sale of goods are recognized when there is persuasive evidence, usually in the form of an executed sales agreement at the time of delivery of the goods to customer, indicating that there has been a transfer of risks and rewards to the customer, no further work or processing is required, the quantity and quality of the goods has been determined, the price is considered fixed and generally title has passed.

Insurance Claims

Insurance claims are recognized on acceptance / receipt of the claim.

Interest

Revenue is recognized as the interest accrues, using the effective interest method. This is the method of calculating the amortized cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.



Dividends

Dividends are recognized in profit or loss only when the right to receive payment is established.

XX. Foreign Currency Transactions

Transactions in foreign currencies are translated to the functional currency of the company, at exchange rates in effect at the transaction date.

At each reporting date monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate in effect at the date of the statement of financial position.

The translation for other non-monetary assets is not updated from historical exchange rates unless they are carried at fair value.

XXI. Minimum Alternative Tax (MAT)

MAT credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal Income Tax during the specified period.

XXII. Earnings per Share

Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

XXIII. Segmental Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers, who are responsible for allocating resources and assessing performance of the operating segments.



XXIV. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III of the Companies Act, 2013, unless otherwise stated.

As per our report of even date,

For P. Murali & Co.

Chartered Accountants

FRN: 007257S

A Krishna Rao

Partner

M.No. 020085

Place: Hyderabad

Date : 25th May, 2018

For and on behalf of the Board

ARUN KUMAR BHANGADIA

Managing Director

(DIN: 00021024)

ARVIND KUMAR BHANGADIA

DIRECTOR

(DIN: 00015838)

2.1 STATEMENT OF FIXED ASSETS & DEPRECIATION

(Amount in Rupees)

| Sl. No. | Particulars | GROSS BLOCK | | ACCUMULATED DEPRECIATION | | | NET BLOCK | | |
|------------|---------------------------|--------------------------|------------------------|--------------------------|--------------------------|----------------|--------------|--------------------------|--------------------------|
| | | Balance as at 31-03-2017 | Additions/ (Disposals) | Balance as at 31-03-2018 | Balance as at 31-03-2017 | For the Year | Adj. | Balance as at 31-03-2018 | Balance as at 31-03-2017 |
| (A) | Tangible Assets | | | | | | | | |
| 1 | Property at Kothur | 1020605 | -Nil- | 1020605 | -Nil- | -Nil- | -Nil- | 1020605 | 1020605 |
| 2 | Building & Civil Works | 2865294 | -Nil- | 2865294 | 1073765 | 429888 | 1503653 | 1361641 | 1791529 |
| 3 | Plant and Machinery | 456562 | -Nil- | 456562 | 177672 | 33209 | 210881 | 245681 | 278890 |
| 4 | Furniture & Fittings | 1348481 | -Nil- | 1348481 | 755646 | 102946 | 858592 | 489889 | 592835 |
| 5 | Office Equipment | 949816 | -Nil- | 949816 | 812441 | 42743 | 855184 | 94632 | 137375 |
| 6 | Vehicles | 6778939 | 1560601 | 8339540 | 4953068 | 726840 | 5679908 | 2659632 | 1825871 |
| 7 | Computer and Printer | 1458047 | 138400 | 1596447 | 1426677 | 79624 | 1506301 | 90146 | 31370 |
| | | 14877744 | 1699001 | 16576745 | 9199269 | 1415250 | -Nil- | 10614519 | 5678475 |
| (B) | Intangible Assets: | | | | | | | | |
| 8 | Others (Merger Expenses) | 2000000 | -Nil- | 2000000 | 2000000 | -Nil- | 2000000 | -Nil- | -Nil- |
| 9 | Website | 59750 | -Nil- | 59750 | 59650 | -Nil- | 59650 | 100 | 100 |
| 10 | Computer Software | 721464 | 80000 | 801464 | 511619 | 123819 | 635438 | 166026 | 209845 |
| | | 20781214 | 80000 | 20861214 | 20571269 | 123819 | -Nil- | 20695088 | 209945 |
| | TOTAL: | 35658958 | 1779001 | 37437959 | 29770538 | 1539069 | -Nil- | 6128352 | 5888420 |



2 NOTES TO ACCOUNTS:

(Amount in Rupees)

2.2 INVESTMENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Investment in Shares: | | | |
| Unquoted: | | | |
| (i) Investment in 295000 Shares of Trimurthi Pharmaceuticals India Pvt. Ltd.) (Face Value of Rs.10/- each, Unquoted and Valued at Cost) | 2950000 | 2950000 | 2950000 |
| (ii) Investment in 2000000 Shares of Trimurthi Foods Limited (Face Value of Rs.10/- each, Unquoted and Valued at Cost) | 20000000 | 12500000 | 10530000 |
| Quoted: | | | |
| (i) Investment in 20,000 Shares of Matra Kaushal Enterprise Limited (Face Value of Rs.10/- each, Quoted at Rs.2.36/-) (Face Value of Rs.10/- each, Quoted at Rs.4.63/- as on 31-03-2017) | 47200 | 200000 | 200000 |
| (ii) Investment in 3,000 Shares of Laurus Labs Limited (Face Value of Rs.10/- each, Quoted at Rs.503.1/-) (Face Value of Rs.10/- each, Quoted at Rs.515.3/- as on 31-03-2017) | 1509300 | 1284000 | -Nil |
| (iii) Investment in 1,500 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.83.95/-) | 125925 | -Nil | -Nil |
| (iv) Investment in 9,000 Shares of Ramky Infra Limited (Face Value of Rs.10/- each, Quoted at Rs.173.75/-) | 1563750 | -Nil | -Nil |
| (v) Investment in 6,000 Shares of Websol Energy System Limited (Face Value of Rs.10/- each, Quoted at Rs.88.05/-) | 528300 | -Nil | -Nil |
| (vi) Investment in 2,000 Shares of Navkar Corporation Limited (Face Value of Rs.10/- each, Quoted at Rs.150.80/-) | 301600 | -Nil | -Nil |
| Others: | | | |
| (i) Investment in 1,50,000 Units of ICICI Prudential Mutual Funds (Face Value of Rs.10/- each) | 1500000 | 1500000 | -Nil |
| (ii) Investment in Edelwiss maiden Mutual Fund | 50000 | -Nil | -Nil |
| (iii) Investment in HDFC Balanced Fund - Growth (SIP) | 200000 | -Nil | -Nil |
| (iv) Investment in Units of Reliance Mutual Fund | 423662 | -Nil | -Nil |
| | 29199737 | 18434000 | 13680000 |

2.3 OTHER NON CURRENT ASSETS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| (a) Preliminary Expenditure: | | | |
| Opening Balance | -Nil- | -Nil- | -Nil- |
| Less: Written Off | -Nil- | -Nil- | -Nil- |
| (b) Debtors Outstanding for a period of More than One Year (Unsecured and Considered Good) | -Nil- | -Nil- | 223972 |
| (c) Security Deposits: | | | |
| Unsecured and Considered Good | 2090000 | 2090000 | 2090000 |
| | 2090000 | 2090000 | 2313972 |



2.4 INVENTORIES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| (a) Closing Stock of Securities | 1029900 | 2192203 | -Nil- |
| (b) Closing Stock of Unexpired Contracts in F&O | 82007 | -Nil- | -Nil- |
| | 1111907 | 2192203 | -Nil- |

2.5 INVESTMENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Investment in Shares: | | | |
| Quoted: | | | |
| (i) 300 Shares of Sun Pharmaceuticals Ind. (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost) | -Nil- | -Nil- | 244624 |
| (ii) 8000 Shares of Bharat Heavy Electrical Limited (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost) | -Nil- | -Nil- | 865943 |
| (iii) 12000 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.182.75/- and Valued at Cost) | -Nil- | -Nil- | 2551522 |
| (iv) 2000 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost) | -Nil- | -Nil- | 391140 |
| (v) 500 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost) | -Nil- | -Nil- | 99750 |
| (vi) 4000 Shares of NMDC Limited (Face Value of Rs.10/- each, Quoted at Rs.97.95/- and Valued at Cost) | -Nil- | -Nil- | 405755 |
| (vii) 8000 Shares of Steel Authority of India Limited (Face Value of Rs.10/- each, Quoted at Rs.43/- and Valued at Cost) | -Nil- | -Nil- | 356907 |
| Others: | | | |
| (i) Investment in Kotak Mutual Funds | -Nil- | -Nil- | 11500000 |
| | -Nil- | -Nil- | 16415642 |

2.6 TRADE RECEIVABLES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Debtors outstanding (Unsecured Considered Good) | 11114827 | 3970063 | 73301 |
| | 11114827 | 3970063 | 73301 |

2.7 CASH & CASH EQUIVALENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| (a) Bank Balances in | | | |
| (i) Current Accounts | 1061081 | 1329889 | 3821381 |
| (ii) Fixed deposits with Less than 12 months maturity | 170000 | 1500000 | -Nil- |
| (iii) Unpaid Dividend Accounts | 258668 | 398454 | 534796 |
| | 1489748 | 3228343 | 4356177 |
| (b) Cash on Hand | 41257 | 211852 | 85519 |
| | 1531005 | 3440195 | 4441696 |



2.8 LOANS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|-----------------------------------|---------------------|---------------------|---------------------|
| Loans to Unrelated Parties | | | |
| Unsecured and considered good | 52157557 | 64095244 | 59971553 |
| | 52157557 | 64095244 | 59971553 |

2.9 OTHER CURRENT ASSETS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| (a) Other Advances: | | | |
| (i) Advances for Property (Unsecured) | 18500000 | 16025000 | 11905000 |
| (ii) Other Advances (Unsecured) | 159005 | 169886 | 80846 |
| (b) Amounts Receivable from Statutory Authorities | 600977 | 331110 | 331110 |
| | 19259982 | 16525996 | 12316956 |

2.10 EQUITY SHARE CAPITAL:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| (A) Authorised Capital: 2,00,00,000 Equity shares of Rs.10/- each | 200000000 | 200000000 | 200000000 |
| (B) Issued,Subscribed & Paid up Capital: 81,00,000 Equity Shares of Rs. 10/- each fully paid | 81000000 | 81000000 | 81000000 |

(C) Reconciliation of Number of Shares Outstanding at the beginning and end of Reporting Period

| Particulars | As on 31-03-2018 | | As on 31-03-2017 | | As on 01-04-2016 |
|---|---------------------|--------------|---------------------|--------------|---------------------|
| | Number | Amount (Rs.) | Number | Amount (Rs.) | |
| Shares Outstanding at the beginning of the year | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |
| Add: Shares Issued during the year | -Nil- | -Nil- | -Nil- | -Nil- | -Nil- |
| | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |
| Less: Shares bought back during the year | -Nil- | -Nil- | -Nil- | -Nil- | -Nil- |
| Shares outstanding at the end of the year | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |

(D) Names of Persons who are holding more than 5% Shares in the Paid up Capital:

| Name of the Shareholder | As at 31st March 2018 | | As at 31st March 2017 | | As on 01-04-2016 |
|---------------------------------------|-----------------------|--------------|-----------------------|--------------|---------------------|
| | No. of Shares | % of Holding | No. of Shares | % of Holding | |
| (i) Arun Kumar Bhangadia | 1542200 | 19.04 | 1542200 | 19.04% | 19.04% |
| (ii) Smt. Kran Bhangadia | 1349500 | 16.66 | 1349500 | 16.66% | 16.66% |
| (iii) Mahaveer Infoway Limited | 750000 | 9.26 | 750000 | 9.26% | 9.26% |
| (iv) TDPL Health Care (India) Limited | 1430000 | 17.65 | 1430000 | 17.65% | 17.65% |
| | 5071700 | 62.61 | 5071700 | 62.61% | 62.61% |

(E) Other information required to be disclosed under 6(A)(h), (i), (j), (k), (l) is Nil.

2.11 DEFERRED TAX LIABILITIES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| Opening Deferred Tax Liability | 228138 | 234518 | 826955 |
| Add/(Less): Timing Differences on account of: | | | |
| (a) Differences in Depreciation rates | 174348 | (6380) | (592437) |
| Net Deferred Tax Liability | 402486 | 228138 | 234518 |



2.12 OTHER CURRENT LIABILITIES

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|----------------------------|---------------------|---------------------|---------------------|
| (a) Unpaid Dividends | 258668 | 398454 | 534796 |
| (b) Other Payables | | | |
| (i) Outstanding expenses | 457773 | 159568 | 205449 |
| (ii) TDS Payable | 32775 | 15129 | 14765 |
| (c) Creditors for Expenses | -Nil- | 6423 | -Nil- |
| (d) F & O Trading | -Nil- | 139785 | -Nil- |
| | 749216 | 719359 | 755010 |

2.13 CURRENT TAX LIABILITIES

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--------------------------|---------------------|---------------------|---------------------|
| Provision for Income Tax | 830968 | 539589 | 965520 |
| Less: Advance Tax | (100000) | (300000) | (100000) |
| TDS Receivable | (605225) | (468753) | (690363) |
| TCS Receivable | (17230) | -Nil- | -Nil- |
| | 108513 | (219164) | 175157 |

2.14 REVENUE FROM OPERATIONS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|--|---------------------|---------------------|
| (a) Income from Sales | 22374476 | 28829474 |
| (b) Net Profit on Dealing In F&O | 1136547 | 118336 |
| (c) Profit on Intraday Trading | 40085 | -Nil- |
| (d) Dividend on Shares in Trade | -Nil- | 1350 |
| (e) Interest Income from Unsecured Loans | 7564978 | 6141713 |
| | 31116085 | 35090874 |

2.15 OTHER INCOME:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-----------------------------------|---------------------|---------------------|
| (a) Dividend on Investments | 92400 | 24350 |
| (b) Interest on Bank Deposits | 38546 | 107829 |
| (c) Profit on Sale of Investments | -Nil- | 1313400 |
| | 130946 | 1445579 |

2.16 PURCHASES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-------------|---------------------|---------------------|
| Purchases | 19922005 | 30687610 |
| | 19922005 | 30687610 |

2.17 CHANGES IN INVENTORY:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-----------------------|---------------------|---------------------|
| Finished Goods | | |
| Opening Stock | 2192203 | -Nil- |
| Less: Closing Stock | (1029900) | 2192203 |
| | 1162303 | (2192203) |

2.18 EMPLOYEE BENEFITS EXPENSE:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|---------------------------|---------------------|---------------------|
| Salaries & Bonus to Staff | 1334900 | 662000 |
| Director Remuneration | 1500000 | 1500000 |
| | 2834900 | 2162000 |



2.19 OTHER EXPENSES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-------------------------------|---------------------|---------------------|
| Advertisement Expenses | 58210 | 111091 |
| Audit Fees | 79500 | 138000 |
| Bad Debts Written Off | 356250 | -Nil- |
| Bank Charges | 1475 | 2307 |
| Boarding & Lodging Expenses | 5000 | 26330 |
| Demat Charges | 13876 | 18831 |
| Donation | 25000 | 431000 |
| Electricity Expenses | 11307 | 33592 |
| E-Voting Charges to NSDL | 11650 | 5750 |
| General Expenses | 8182 | 15310 |
| Insurance Charges | 92417 | 111078 |
| License & Fees | 16901 | 98125 |
| Listing Fee (Annulfee) | 339252 | 284781 |
| Loss on Sale of Car | 297181 | -Nil- |
| Postage & Courier Charges | 4643 | 22865 |
| Printing & Stationery | 143150 | 139480 |
| Professional Charges | 282313 | 219577 |
| Rates & Taxes | 6941 | 48246 |
| Rent | 300000 | 300000 |
| Repairs & Maintenance | 195897 | 198544 |
| Sundry Balance Written Off | 125000 | -Nil- |
| Telephone & Internet Expenses | 41709 | 51434 |
| Travelling Expenses | 319085 | 233448 |
| Vehicle Fuel Expenses | 124098 | 118599 |
| | 2859037 | 2608386 |



| Statement of Changes in Equity | | | | | | | | | | | |
|---|----------------------|---|-----------------|----------------------------|------------------|----------------------|-------------------|---|---------------------------|---|------------------|
| OTHER EQUITY: | | | | | | | | | | | |
| Particulars | Equity Share Capital | Equity component of Reserve Compound Financial Instrument | Capital Reserve | Securities Premium Reserve | Other Reserve | Reserves and Surplus | Retained Earnings | Debt instrument through OCI t through OCI | Equity Instrument Surplus | Other Comprehensive Income Revaluation Surplus terms of OCI | TOTAL |
| Balance at the beginning of FY 2016-17 | 81000000 | | | 12150000 | 1931709.694 | 19327947 | | | | | 114409056.2 |
| Changes in accounting policy or prior period errors | | | | | | | | | | | |
| Restated balance at the beginning of the reporting period | 81000000 | 0 | 0 | 12150000 | 1931709.694 | 19327947 | | | | | 114409056.2 |
| Total comprehensive income of the year | | | | | | 1508731 | | | 0 | 0 | 1508731 |
| Dividends | | | | | | | | | | | 0 |
| Transfer to retained earnings | | | | | | 150873 | | | | | 0 |
| Any other charge | | | | | | | | | | | 0 |
| Balance at the end of FY 2016-17 | 81000000 | 0 | 0 | 12150000 | 2082582.7 | 20685204 | | 0 | 0 | 0 | 115917787 |
| Statement of Changes in Equity | | | | | | | | | | | |
| OTHER EQUITY: | | | | | | | | | | | |
| Particulars | Equity Share Capital | Equity component of Reserve Compound Financial Instrument | Capital Reserve | Securities Premium Reserve | Other Reserve | Reserves and Surplus | Retained Earnings | Debt instrument through OCI t through OCI | Equity Instrument Surplus | Other Comprehensive Income Revaluation Surplus terms of OCI | TOTAL |
| Balance at the beginning of FY 2017-18 | 81000000 | | | 12150000 | 2082582.747 | 20685204 | | | | | 115917787 |
| Changes in accounting policy or prior period errors | | | | | | | | | | | |
| Restated balance at the beginning of the reporting period | 81000000 | 0 | 0 | 12150000 | 2082582.747 | 20685204 | | | | | 115917786.8 |
| Total comprehensive income of the year | | | | | | 2306393 | | | 0 | 0 | 2306393 |
| Dividends | | | | | | | | | | | 0 |
| Transfer to retained earnings | | | | | | | | | 496161.55 | | 0 |
| Any other charge | | | | | | | | | | | 0 |
| Balance at the end of FY 2017-18 | 81000000 | 0 | 0 | 12150000 | 2082582.7 | 22495435 | | 0 | 496161.6 | 0 | 118224179 |



2.20 Reconciliation of Net worth as previously reported under Indian GAAP Vs IND AS

| | March 31,2018 | March 31,2017 |
|--|---------------|---------------|
| Net worth as per I GAAP financials | 11,77,28,017 | 115917787 |
| Ind AS: Adjustments increase / (decrease): | 4,96,162 | - |
| Net worth as reported under IND AS | 11,82,24,179 | 115917787 |

Reconciliation of PATas previously reported under Indian GAAP Vs IND AS

| | March 31,2018 | March 31,2017 |
|---|---------------|---------------|
| Net Profit/ (Loss) after Tax as per Previous Indian GAAP | 18,10,231 | 15,08,731 |
| Ind AS: Adjustments Profit increase / (decrease): | - | - |
| Net Profit/ (Loss) after Tax before OCI as per the IND AS | 18,10,231 | 15,08,731 |

2.21 Disclosure of Remuneration to Auditors:

| Particulars | 2017-18 Amount (Rs.) | 2016-17 Amount (Rs.) |
|----------------------|-------------------------|-------------------------|
| Statutory Audit Fees | 50,000 | 1,00,000 |
| Tax Audit Fess | 25000 | 20,000 |
| Certification Fee | - | - |
| GST/Service Tax | 4500 | 18000 |
| Total | 79500 | 1,38,000 |



2.22 Indian Accounting Standard 24- Related Party Disclosure:

As per Indian accounting standard –24 issued by the Institute of Chartered Accountants of India, the Company's related parties with whom the company has entered into transaction during the year in the ordinary course of business, as certified management are discuss below:

| Name of the person | Relationship | Amount | Nature of Transaction |
|----------------------|--------------------|---------|-----------------------|
| Arun Kumar Bhangadia | Executive Director | 1500000 | Remuneration |
| Arun Kumar Bhangadia | Executive Director | 60000 | Rent |
| KiranBhangadia | Directors Relative | 60000 | Rent |

- a) The Management of the Company feels that the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas

2.23 EarningsPerShare:

| | |
|--|------|
| Basic EPS before extraordinary items | 0.22 |
| Diluted EPS before extraordinary items | 0.22 |

2.24 Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognized for liabilities that can be measured only by using a substantial degree of Estimation, if the company has a present obligation as a result of past event, a probable outflow of Resource is expected to settle the obligation and the amount of obligation can be reliably estimated.

An amount of Rs.2,88,000/- has identified as a contingent liability on account of dispute in title of a Motor Car purchased by the company. The company has filed a case in the Hon'ble High court of Andhra Pradesh which is pending for disposal.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet Date.



2.25 Segment Reporting:

As per the Indian Accounting Standard -108 operating Segment Reporting is furnished hereunder:

(Rupees in Lakhs)

| Particulars | Amount 31.03.201 8 | Amount 31.03.201 7 |
|-------------------------|--------------------|--------------------|
| Revenue | | |
| (1)Pharma Business | 0.00 | 0.00 |
| (2) Financial Activity | 76.96 | 61.42 |
| (3)Investment Activity | 0.00 | 14.46 |
| (4)Trading in shares | 189.63 | 289.49 |
| (5)Foods | 45.88 | - |
| Total: | 312.47 | 365.37 |
| Results | | |
| (1) Pharma Business | 0.00 | 0.00 |
| (2) Financial Activity | 55.32 | 37.02 |
| (3) Investment Activity | 0.00 | 13.97 |
| (4) Trading in shares | -8.58 | -30.57 |
| (5) Foods | -18.58 | - |
| Total: | 28.16 | 20.42 |
| Capital Employed | | |
| (1) Pharma Business | 0.00 | 0.00 |
| (2) Financial Activity | 521.58 | 640.95 |
| (3) Investment Activity | 292.00 | 184.34 |
| (4) Trading in shares | 356.89 | 334.14 |
| (5) Foods | 11.78 | - |
| Total: | 1182.24 | 1159.43 |

Note: In the Segment reporting, common assets that are used interchangeable not allocated to the individual segments above.

2.26 Taxes of Income:

Current Year Income Tax amounting to Rs. 8,30,968/- has been recognized as per the Tax rates applicable for the year. Deferred Tax (Liability) amounting to Rs. 1,74,348 has been recognized due to the differences arising on account of Depreciation, Amortized of Expenses and losses on sale of Assets.

2.27 In the option of the Directors, Current assets, Loans, and Advances have the value at which they are Stated in the Balance Sheet, if realized in the ordinary course of the Business.

2.28 Balances of Sundry Debtors, Loans and Advances are Subject to Confirmation.

2.29 The company has made the payments to units covered Micro, small and Medium Enterprises Development act,2006 in due time. There are no outstanding balances due to these units at the closure of the accounting year.



TRIMURTHI
GROUP

TRIMURTHI LIMITED

CIN : (L67120TG1994PLC018956)

2.30 Previous year figures have been regrouped and rearranged wherever found necessary, to be in confirmative with current year classification.

2.31 Figures are rounded off to the nearest rupee.

As per our report of even date,

For P. Murali & Co.
Chartered Accountants
FRN: 007257S

A Krishna Rao
Partner Managing Director
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018

For and on behalf of the Board

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)

ARVIND KUMAR BHANGADIA
DIRECTOR
(DIN: 00015838)



INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the Members
Trimurthi Limited

Report on the consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of M/s. **Trimurthi Limited** ("the Holding Company"), its subsidiaries and its jointly controlled entities; together referred to as "the Group" comprising the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income) and Consolidated Cash Flow Statement and the Statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as ' the consolidated financial statements')

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. The Board of Directors of the respective companies is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of Holding Company, as aforesaid.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the rules made there under including the accounting and auditing standards and matters which are required to be included in audit report.

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 disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS 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 consolidated Ind AS 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 accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements:

Opinion:

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements and the other financial information of subsidiaries these consolidated Ind AS financial statements give a true and fair view in conformity with the accounting principles generally accepted in India, including the Ind AS:

These consolidated financial statements include the financials of the following entities:

- (a) Trimurthi Foods Limited
- (b) Trimurthi Pharmaceuticals India Private Limited.

We did not audit the financial statements and other financial information, in respect of two subsidiaries, whose Ind AS financial statements include total assets of Rs. 397.63 lakhs as at March 31, 2018, and total revenues of Rs. 802.83 lakhs for the year ended on that date. These Ind AS financial statements and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion, in so far as it relates to the affairs of such subsidiaries is based solely on the report of other auditors. Our opinion is not qualified in respect of this matter.

- (i) In the case of the consolidated balance sheet, of the state of affairs of the Company as at 31 March 2018;
- (ii) In the case of the consolidated statement of profit and loss, of the loss for the year ended on that date; and
- (iii) In the case of the consolidated cash flow statement, of the cash flows for the year 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 purpose of our audit of the aforesaid consolidated Ind AS financial statements;
- b) in our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept by the Company so far as appears from our examination of those books;
- c) the Consolidated Balance Sheet, the consolidated Statement of Profit and Loss including other comprehensive income, and the consolidated Cash Flow Statement and the Statement of changes in equity dealt with by this Report are in agreement with the books of account maintained for the purpose of our audit of the aforesaid consolidated Ind AS financial statements;
- d) in our opinion, the aforesaid consolidated Ind AS financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- e) On the basis of written representations received from the directors of the Holding Company as on March 31, 2018, and taken on record by the Board of Directors of the Holding Company, 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 group and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'; and
- g) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated Ind AS financial statement has disclosed the pending litigations which could have impact on its financial position.- for details refer to note no.2.26 to the financial statements.
 - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the holding company and the subsidiary companies incorporated in India.

For P. Murali & Co.,
Chartered Accountants
FRN: 007257S

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018

**Annexure A to the Independent Auditor's Report****Report on the Internal Financial Controls under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')**

In conjunction with our Audit of the consolidated Ind AS financial statements of the company as of and for the year ended 31st March 2018, we have audited the internal financial controls over financial reporting of Trimurthi Limited (Formerly known as Trimurthi Drugs & Pharmaceuticals Limited) ('the Holding company') and its subsidiary companies which are incorporated in India, as of the date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary/joint venture companies, 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 Act.

Auditor's 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 deed to be prescribed under section 143(10) of the Act 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 ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed 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 risk of material misstatement of the Consolidated Ind AS 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 and the company's internal financial control 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 these policies and procedures that (1) pertain to the maintenance of records that, in reasonable detailed, 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 principles, and that receipts and expenditures of the Company are being made only in accordance with authorization 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 Limitation of Internal Financial Controls over Financial Reporting

Because of the inherent limitation 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 deducted. 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 companies 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 31 March 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 P. Murali & Co.,
Chartered Accountants
FRN: 007257S

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018

CONSOLIDATED BALANCE SHEET AS AT 31-03-2018

(Amount in Rupees)

| PARTICULARS | Note Number | Figures as at the end of 31-03-2018 | Figures as at the end of 31-03-2017 | Figures as at 01-04-2016 |
|---|-------------|-------------------------------------|-------------------------------------|--------------------------|
| ASSETS: | | | | |
| A. Non Current Assets | | | | |
| (a) Property, Plant and Equipment | 2.1 | 21538887 | 20644831 | 6653637 |
| (b) Capital Work In Progress | | -Nil- | -Nil- | 2629489 |
| (c) Investment Property | | -Nil- | -Nil- | -Nil- |
| (d) Other Intangible Assets | 2.1 | 168866 | 222376 | 327578 |
| (e) Financial Assets | | | | |
| (i) Investments | 2.2 | 6320537 | 3284000 | 500000 |
| (ii) Trade Receivables | | -Nil- | -Nil- | -Nil- |
| (iii) Loans | | -Nil- | -Nil- | -Nil- |
| (iv) Other Financial Assets | | -Nil- | -Nil- | -Nil- |
| (f) Deferred Tax Assets (Net) | | -Nil- | -Nil- | -Nil- |
| (g) Other Non Current Assets | 2.3 | 2136212 | 2903402 | 2851269 |
| | | 30164502 | 27054608 | 12961973 |
| B. Current Assets | | | | |
| (a) Inventories | 2.4 | 8627437 | 10012895 | 4565421 |
| (b) Financial Assets | | | | |
| (i) Investments | 2.5 | -Nil- | -Nil- | 16415642 |
| (ii) Trade Receivables | 2.6 | 21731360 | 12279676 | 5323903 |
| (iii) Cash & Cash Equivalents | 2.7 | 3517356 | 5934239 | 14338932 |
| (iv) Bank Balances other than (iii) above | | -Nil- | -Nil- | -Nil- |
| (v) Loans | 2.8 | 52157557 | 64055244 | 59971552 |
| (vi) Others (to be specified) | 2.9 | 19599753 | 16736845 | 12531247 |
| | | 105633463 | 109058899 | 113146697 |
| TOTAL ASSETS | | 135797965 | 136113507 | 126108670 |
| EQUITY AND LIABILITIES: | | | | |
| A. Equity | | | | |
| (a) Equity Share Capital | 2.10 | 81000000 | 81000000 | 81000000 |
| (b) Other Equity | | 30667481 | 34799467 | 34511303 |
| | | 111667481 | 115299467 | 115511303 |
| B. Non Controlling Interest | | | | |
| | | 4064551 | 3647567 | 5071661 |
| C. Non Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Borrowings | | 9774166 | 9553437 | -Nil- |
| (ii) Trade Payables | | -Nil- | -Nil- | -Nil- |
| (iii) Other Financial Liabilities | | -Nil- | -Nil- | -Nil- |
| (b) Provisions | | -Nil- | -Nil- | -Nil- |
| (c) Deferred Tax Liabilities (Net) | 2.11 | 835013 | 706461 | 238307 |
| (d) Other Non Current Liabilities | | -Nil- | -Nil- | -Nil- |
| | | 10609179 | 10259898 | 238307 |
| D. Current Liabilities | | | | |
| (a) Financial Liabilities | | | | |
| (i) Borrowings | | -Nil- | -Nil- | -Nil- |
| (ii) Trade Payables | | 8040687 | 5705247 | 3697850 |
| (iii) Other Financial Liabilities | | -Nil- | -Nil- | -Nil- |
| (b) Other Current Liabilities | 2.12 | 1358541 | 1317003 | 1117914 |
| (c) Provisions | | -Nil- | -Nil- | -Nil- |
| (d) Current Tax Liabilities (Net) | 2.13 | 57527 | (114675) | 471634 |
| | | 9456754 | 6906575 | 5287398 |
| TOTAL EQUITY AND LIABILITIES | | 135797965 | 136113507 | 126108670 |

As per our report of even date,

For F. Murali & Co.
Chartered Accountants
FRN: 0072575

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date: 25th May, 2018

For and on behalf of the Board

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

JYOTHI KAKANI
Company Secretary

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

MANDA VANI
Chief Financial Officer



TRIMURTHI
GROUP

TRIMURTHI LIMITED

CIN : (L67120TG1994PLC018956)

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31-03-2018

| PARTICULARS | Note Number | (Amount in Rupees) | |
|---|-------------|---------------------------------------|--|
| | | Figures for the current 31-03-2018 | Figures for the previous 31-03-2017 |
| I. Revenue from Operations | 2.14 | 105021751 | 91863558 |
| II. Other Income | 2.15 | 2072350 | 1686316 |
| III. Total Revenue (I + II) | | 107094101 | 93549873 |
| IV. Expenses: | | | |
| Purchases | 2.16 | 60739537 | 75224899 |
| Cost of material consumed | 2.17 | 11577663 | 2886219 |
| Manufacturing Expenses | 2.18 | 13923883 | 2005214 |
| Changes in Inventories of Finished Goods, Work-in-progress & Stock-in-Trade | 2.19 | 1272064 | (2511658) |
| Employee Benefits Expenses | 2.20 | 9907223 | 6260600 |
| Finance Cost | 2.21 | 1600721 | 501835 |
| Depreciation & Amortization Expense | 2.1 | 2369387 | 1910278 |
| Other Expenses | 2.22 | 7665062 | 5335518 |
| Total Expenses | | 109055540 | 91612896 |
| V. Profit Before Prior Period Items and Tax (III-IV) | | (1961440) | 1036978 |
| VI. Prior Period Items | | | |
| (a) Income Tax Paid for Earlier Years | | 114170 | -Nil- |
| VII. Profit Before Tax (V-VI) | | (2075610) | 1936978 |
| VIII. Tax Expense: | | | |
| (1) Current Tax | | 1277803 | 1134754 |
| (2) Deferred Tax | | 128551 | 468154 |
| IX. Profit for the period | | (3481964) | 334070 |
| X. Other Comprehensive Income (OCI) | | | |
| (1) Items that will not be reclassified to profit or loss | | -Nil- | -Nil- |
| (2) Items that will be reclassified to profit or loss - Fair Value Changes on Investments, Net | | 266962 | -Nil- |
| XI. Total Comprehensive Income | | (3215002) | 334070 |
| XII. Minority Interest | | 416984 | 443853 |
| XIII. Profit After Minority Interest | | (3631986) | (109783) |
| XIV. Earnings Per Share | | | |
| Basic | | (0.48) | (0.01) |
| Diluted | | (0.48) | (0.01) |
| XV. Number of Shares used for EPS working | | | |
| Basic | | 8100000 | 8100000 |
| Diluted | | 8100000 | 8100000 |
| Significant Accounting Policies and Notes to Accounts | 1 & 2 | | |

As per our report of even date,

For F. Murali & Co.
Chartered Accountants
FRN: 0072575

A Krishna Rao
Partner
M.No. 020085

Place: Hyderabad
Date : 25th May, 2018

For and on behalf of the Board

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

JYOTHI KAKANI
Company Secretary

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

MANDA VANI
Chief Financial Officer



TRIMURTHI
GROUP

TRIMURTHI LIMITED

CIN : (L67120TG1994PLC018956)

CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH, 2018

(Rs. In Lakhs)

| Particulars | As at 31.03.2018 | As at 31.03.2017 |
|---|------------------|------------------|
| A. Cash Flow from Operating Activities: | | |
| Net Profit before Tax and Extraordinary Items | (30.86) | 19.37 |
| Adjustments for: | | |
| Depreciation and Amortization | 23.69 | 15.32 |
| Interest & Other Income | (1.74) | (0.28) |
| Loss on Sale of Assets | 2.97 | -Nil- |
| Profit on Sale of Investments | -Nil- | (13.13) |
| Operating profit before Working Capital Changes | (5.94) | 21.27 |
| Adjustments for: | | |
| Trade and Other receivables | 3.75 | (153.45) |
| Inventories | 13.85 | (54.47) |
| Trade payables and Other Current Liabilities | 25.50 | 4.92 |
| Provision for Tax | 12.78 | 11.35 |
| Cash generated from Operations | 55.88 | (191.65) |
| Cash flow before Extraordinary Items | 49.94 | (170.38) |
| Extraordinary Items and Tax | (12.78) | (11.35) |
| Net Cash used for Operating activities | 37.16 | (181.72) |
| B. Cash Flow from Investing Activities: | | |
| Purchase of Fixed Assets | (36.90) | (127.89) |
| Sale of Fixed Assets | 1.98 | 164.16 |
| Capital Work in progress | -Nil- | -Nil- |
| Purchase of Investments | (30.37) | (14.71) |
| Sale of Investments | | |
| Increase / (Decrease) in Deposits | -Nil- | |
| Interest & Other Income | 1.74 | 0.28 |
| Net Cash flow from Investing activities | (63.54) | 21.84 |
| C. Cash Flow from Financing Activities: | | |
| Increase in Share Capital | -Nil- | -Nil- |
| Increase in Share Premium | -Nil- | -Nil- |
| Increase / Decrease in Long Term Borrowings | 2.21 | 95.53 |
| Share Issue and Preliminary Expenses | -Nil- | -Nil- |
| Dividends Paid | -Nil- | -Nil- |
| Capital Contribution from Minority Interest | -Nil- | (19.70) |
| Net Cash flow from Financing activities | 2.21 | 75.83 |
| Net Increase in Cash and Cash Equivalents | (24.17) | (84.05) |
| Cash and Cash Equivalents as at (Opening Balance) | 59.34 | 143.38 |
| Cash and Cash Equivalents as at (Closing Balance) | 35.17 | 59.34 |

We have verified the above Cash Flow Statement of **TRIMURTHI LIMITED**, for the year ended on **31st March, 2018**, which has been derived from the audited annual accounts after making such adjustments / groupings as were considered appropriate and found the same to be true and correct.

As per our report of even date,

For and on behalf of the Board

For P. Murali & Co.
Chartered Accountants
FRN: 007257S

ARUN KUMAR BHANGADIA
(DIN No. 00021024)
Managing Director

ARVIND KUMAR BHANGADIA
(DIN No. 00015838)
Director

A Krishna Rao
Partner
M.No. 020085

JYOTHI KAKANI
Company Secretary

MANDA VANI
Chief Financial Officer

Place: Hyderabad
Date : 25th May, 2018

**Trimurthi Limited**

Notes and other explanatory information to financial Statements for the year ended March 31, 2018.

1. Corporate Information

The Trimurthi Limited was incorporated on 13-12-1994 under companies Act 1956 in the name and style as Trimurthi Limited as a Public Limited Company and obtained a Certificate of Commencement of Business on 19-12-1994. having Registered Office situated at 4-4-231/1/2/abc, 1st floor, Inderbagh, Sultanbazar Hyderabad 500095. The Company is in the business of Trading and distribution of food products, investments and trading of shares, investments in land and properties

2. Basis of preparation

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

(i) Compliance with IndAS

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Companies (Indian Accounting Standards) Rules, 2015, 2016 & 2017 and other relevant provisions of the Act.

3. Basis of Consolidation:

The Consolidated Financial statements include the financial statements of M/s. Trimurthi Limited ("TDPL" or the "parent company"), Trimurthi Foods Limited (referred as "the Company") and Trimurthi Pharmaceuticals India Private Limited (referred as "the Company"), in which the parent company has more than one-half of the voting power of an enterprise. The consolidated financial statements have been prepared on the following basis:

- (i). The financial statements of the parent company and the subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances/transactions and resulting unrealized profits in full. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the parent company and its share in the post-acquisition increase in the relevant reserves of the subsidiaries.
- (ii). The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the parent company for its separate financial statements.
- (iii). The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstance.



I. Property, Plant and Equipment

All items of property, plant and equipment are initially recorded at cost. The cost of an item of plant and equipment is recognized as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Cost includes its purchase price(after deducting trade discounts and rebates), import duties & non-refundable purchase taxes, any costs directly attributable to bringing the asset to the location & condition necessary for it to be capable of operating in the manner intended by management, borrowing costs on qualifying assets and asset retirement costs. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The activities necessary to prepare an asset for its intended use or sale extend to more than just physical construction of the asset. It may also include technical (DPR, environmental, planning, Land acquisition and geological study) and administrative work such as obtaining approvals before the commencement of physical construction.

The cost of replacing a part of an item of property, plant and equipment is capitalized if it is probable that the future economic benefits of the part will flow to the Company and that its cost can be measured reliably. The carrying amount of the replaced part is derecognized.

Costs of day to day repairs and maintenance costs are recognized into the statement of profit and loss account as incurred.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, estimated useful lives and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

An item of plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognised in the profit or loss in the year the asset is derecognized.

Assets under installation or under construction as at the Balance Sheet date are shown as Capital Work in Progress.

Depreciation

Depreciation is provided on Straight Line Method, as per the provisions of schedule II of the Companies Act, 2013 or based on useful life estimated on the technical assessment

**Intangible Assets**

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. The company amortizes Computer software using the straight-line method over the period of 4 years.

II. Inventories

Construction materials, raw materials, consumables, stores and spares and finished goods are valued at lower of cost and net realizable value. Cost is determined on weighted average cost method.

Construction/Development work-in-progress related to project works is valued at lower of cost or net realizable value, where the outcome of the related project is estimated reliably. Cost includes cost of land, cost of materials, cost of borrowings and other related overheads.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

III. Retirement Benefits:

Employees Post retirement benefits such as gratuity, pension and leave encashment will be accounted as and when it arises.

IV. Investments in subsidiaries:

Investment in subsidiaries, joint ventures & associates are carried at cost in the separate financial statements.

V. Cash and Cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with an original maturity of three months or less. Deposits with banks subsequently measured at amortized cost and short term investments are measured at fair value through Profit & Loss account.

VI. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated.



VII. Non-current Assets held for sale

Non-current assets, or disposal groups comprising assets and liabilities, that are expected to be recovered through sale rather than through continuing use, are classified as held for sale. Immediately before classification as held for sale, the assets, or components of the disposal group, are re-measured in accordance with the Company's accounting policies. Thereafter, the assets, or disposal group, are measured at the lower of their carrying amount and fair value less costs to sell. Any impairment losses on initial classification as held for sale or subsequent gain on re-measurement are recognized into statement of Profit & Loss Account. Gains are not recognized in excess of any cumulative impairment losses.

VIII. Share Capital

Equity shares are classified as equity.

I. Employee Benefits

- Employee benefits are charged to the statement of Profit and Loss for the year and for the projects under construction stage are capitalised as other direct cost in the Capital Work in Progress / Intangible asset under development.
- Gratuity liability is defined benefit obligations and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Re-measurement in case of defined benefit plans gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income and they are included in retained earnings in the statement of changes in equity in the balance sheet.
- Compensated absences are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Re-measurement as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.
- The amount of Non-current and Current portions of employee benefits is classified as per the actuarial valuation at the end of each financial year.

**X. Income Taxes**

Income tax expense is comprised of current and deferred taxes. Current and deferred tax is recognized in net income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current income taxes for the current period, including any adjustments to tax payable in respect of previous years, are recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the tax rates that are enacted or substantively enacted by the end of the reporting period.

Deferred income tax assets and liabilities are recognized for temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases using the tax rates that are expected to apply in the period in which the deferred tax asset or liability is expected to settle, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable income nor the accounting income. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable income will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and reduced accordingly to the extent that it is no longer probable that they can be utilized.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of temporary differences which reverse during the tax holiday period, to the extent the company's gross total income is subject to the deduction during the tax holiday period.

Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognized in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

Deferred tax assets and liabilities are offset when there is legally enforceable right of offset current tax assets and liabilities when the deferred tax balances relate to the same taxation authority. Current tax asset and liabilities are offset where the entity has legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

**XI. Provisions , Contingent Liabilities and Contingent Assets****Provisions**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense and is recorded over the estimated time period until settlement of the obligation. Provisions are reviewed and adjusted, when required, to reflect the current best estimate at the end of each reporting period.

The Company recognizes decommissioning provisions in the period in which a legal or constructive obligation arises. A corresponding decommissioning cost is added to the carrying amount of the associated property, plant and equipment, and it is depreciated over the estimated useful life of the asset.

A provision for onerous contracts is recognized when the expected benefits to be derived by the company from a contract are lower than the unavoidable cost of meeting its obligations under contract. The provision is measured at the present value of the lower of expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the company recognizes any impairment loss on the assets associated with that contract.

Liquidated Damages / Penalty as per the contracts / Additional Contract Claims / Counter Claims under the contract entered into with Vendors and Contractors are recognised at the end of the contract or as agreed upon.

Contingent Liabilities

Contingent liability is disclosed in case of

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible;
- A possible obligation arising from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company where the probability of outflow of resources is not remote.

Contingent Assets

Contingent assets are not recognized but disclosed in the financial statements when an inflow of economic benefits is probable



XII. Revenue Recognition

Revenue is recognized and measured at the fair value of the consideration received or receivable, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

The company collects GST, service tax, sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue. The following specific recognition criteria must also be met before revenue is recognized:

Revenue is recognized as the interest accrues, using the effective interest method. This is the method of calculating the amortized cost of a financial asset and allocating the interest income over the relevant period using the effective interest rate, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

XIII. Foreign Currency Transactions

Transactions in foreign currencies are translated to the functional currency of the company, at exchange rates in effect at the transaction date. At each reporting date monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate in effect at the date of the statement of financial position. The translation for other non-monetary assets is not updated from historical exchange rates unless they are carried at fair value.

XIX. Earnings per Share

Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.
Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:
- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



XX. Segmental Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers, who are responsible for allocating resources and assessing performance of the operating segments.

As per our report of even date,

For and on behalf of the Board

For **P. Murali & Co.**
Chartered Accountants
FRN: 007257S

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)

A Krishna Rao
Partner
M.No. 020085

ARVIND KUMAR BHANGADIA
DIRECTOR
(DIN: 00015838)

Place: Hyderabad
Date : 25th May, 2018



2.1 STATEMENT OF FIXED ASSETS & DEPRECIATION

| Sl. No. | Particulars | GROSS BLOCK | | ACCUMULATED DEPRECIATION | | | NET BLOCK | | |
|------------|---------------------------|--------------------------|------------------------|--------------------------|--------------------------|----------------|--------------|--------------------------|--------------------------|
| | | Balance as at 31-03-2017 | Additions/ (Disposals) | Balance as at 31-03-2018 | Balance as at 31-03-2017 | For the Year | Adj. | Balance as at 31-03-2018 | Balance as at 31-03-2017 |
| (A) | Tangible Assets | | | | | | | | |
| 1 | Property at Kothur | 2381710 | -Nil- | 2381710 | -Nil- | -Nil- | -Nil- | 2381710 | 2381710 |
| 2 | Building & Civil Works | 8418749 | 71891 | 8490640 | 1140736 | 607916 | -Nil- | 6741988 | 7278013 |
| 3 | Plant and Machinery | 8515766 | 341753 | 8857519 | 369253 | 548286 | -Nil- | 7939980 | 8146513 |
| 4 | Furniture & Fittings | 1412031 | 58925 | 1470956 | 759343 | 111088 | -Nil- | 600525 | 652688 |
| 5 | Office Equipment | 1105216 | -Nil- | 1105216 | 837229 | 72381 | -Nil- | 195606 | 267987 |
| 6 | Vehicles | 6778939 | 1991206 | 8770145 | 4953068 | 759342 | -Nil- | 3057735 | 1825871 |
| 7 | Computer and Printer | 1527047 | 138400 | 1665447 | 1434998 | 116877 | -Nil- | 128975 | 92049 |
| 8 | Cylinder | -Nil- | 243191 | 243191 | -Nil- | 9165 | -Nil- | 234026 | -Nil- |
| 9 | Printer | -Nil- | 218072 | 218072 | -Nil- | 9838 | -Nil- | 208234 | -Nil- |
| 10 | Mobile Phones | -Nil- | 51092 | 51092 | -Nil- | 984 | -Nil- | 50108 | -Nil- |
| | | 30139458 | 3114529 | 33253987 | 9494627 | 2235877 | -Nil- | 21538887 | 20644831 |
| (B) | Intangible Assets: | | | | | | | | |
| 11 | Others (Merger Expenses) | 20000000 | -Nil- | 20000000 | 20000000 | -Nil- | -Nil- | -Nil- | -Nil- |
| 12 | Website | 59750 | -Nil- | 59750 | 59650 | -Nil- | -Nil- | 100 | 100 |
| 13 | Computer Software | 779589 | 80000 | 859589 | 557313 | 133510 | -Nil- | 168786 | 222276 |
| | | 20839339 | 80000 | 20919339 | 20616963 | 133510 | -Nil- | 168866 | 222376 |
| | TOTAL: | 50978797 | 3194529 | 54173326 | 30111590 | 2369387 | -Nil- | 21707753 | 20867207 |

2 NOTES TO ACCOUNTS:

(Amount in Rupees)

2.2 INVESTMENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Investment in Shares: | | | |
| Quoted: | | | |
| (a) Investment in 20,000 Shares of Matra Kaushal Enterprise Limited (Face Value of Rs.10/- each, Quoted at Rs.2.36/-) | 47200 | 500000 | 500000 |
| (b) Investment in 30,000 Shares of Matra Kaushal Enterprise Limited (Face Value of Rs.10/- each, Quoted at Rs.2.36) | 70800 | -Nil- | -Nil- |
| (c) Investment in 3,000 Shares of Laurus Labs Limited (Face Value of Rs.10/- each, Quoted at Rs.503.1/-) | 1509300 | 1284000 | -Nil- |
| (d) Investment in 1,500 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.83.95/-) | 125925 | -Nil- | -Nil- |
| (e) Investment in 9,000 Shares of Ramky Infra Limited (Face Value of Rs.10/- each, Quoted at Rs.173.75/-) | 1563750 | -Nil- | -Nil- |
| (f) Investment in 6,000 Shares of Websol Energy System Limited (Face Value of Rs.10/- each, Quoted at Rs.88.05/-) | 528300 | -Nil- | -Nil- |
| (g) Investment in 2,000 Shares of Navkar Corporation Limited (Face Value of Rs.10/- each, Quoted at Rs.150.80/-) | 301600 | -Nil- | -Nil- |
| Others: | | | |
| (a) Investment in 1,50,000 Units of ICICI Prudential Mutual Funds (Face Value of Rs.10/- each) | 1500000 | 1500000 | -Nil- |
| (b) Investment in Edelwiss maiden Mutual Fund | 50000 | -Nil- | -Nil- |
| (c) Investment in HDFC Balanced Fund - Growth (SIP) | 200000 | -Nil- | -Nil- |
| (d) Investment in Units of Reliance Mutual Fund | 423662 | -Nil- | -Nil- |
| | 6320537 | 3284000 | 500000 |

2.3 OTHER NON CURRENT ASSETS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| (a) Preliminary Expenditure: | | | |
| Opening Balance | 61616 | 440158 | 484183 |
| Add: Preliminary Expenses for the Year | -Nil- | -Nil- | 77020 |
| Less: Written Off | 15404 | 378542 | 121045 |
| | 46212 | 61616 | 440158 |
| (b) Debtors Outstanding for a period of More than One Year (Unsecured and Considered Good) | -Nil- | 751786 | 321111 |
| (c) Security Deposits: | | | |
| Unsecured and Considered Good | 2090000 | 2090000 | 2090000 |
| | 2136212 | 2903402 | 2851269 |



2.4 INVENTORIES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--------------------------------|---------------------|---------------------|---------------------|
| (a) Shares | -Nil- | 2192203 | -Nil- |
| (b) Raw Material | 563159 | 604104 | -Nil- |
| (c) Finished Goods | 5805015 | 4884876 | 4565421 |
| (d) Unexpired Contracts in F&O | 82007 | -Nil- | -Nil- |
| (e) Packing Material | 2177256 | 2331712 | -Nil- |
| | 8627437 | 10012895 | 4565421 |

2.5 INVESTMENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Investment in Shares: | | | |
| Quoted: | | | |
| (i) 300 Shares of Sun Pharmaceuticals Ind. (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost) | -Nil- | -Nil- | 244624 |
| (ii) 8000 Shares of Bharat Heavy Electrical Limited (Face Value of Rs.10/- each, Quoted at Rs.811.6/- and Valued at Cost) | -Nil- | -Nil- | 865943 |
| (iii) 12000 Shares of JBF Industries Limited (Face Value of Rs.10/- each, Quoted at Rs.182.75/- and Valued at Cost) | -Nil- | -Nil- | 2551522 |
| (iv) 2000 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost) | -Nil- | -Nil- | 391140 |
| (v) 500 Shares of Butterfly Gandhi App Limited (Face Value of Rs.10/- each, Quoted at Rs.166.4/- and Valued at Cost) | -Nil- | -Nil- | 99750 |
| (vi) 4000 Shares of NMDC Limited (Face Value of Rs.10/- each, Quoted at Rs.97.95/- and Valued at Cost) | -Nil- | -Nil- | 405755 |
| (vii) 8000 Shares of Steel Authority of India Limited (Face Value of Rs.10/- each, Quoted at Rs.43/- and Valued at Cost) | -Nil- | -Nil- | 356907 |
| Others: | | | |
| (i) Investment in Kotak Mutual Funds | -Nil- | -Nil- | 11500000 |
| | -Nil- | -Nil- | 16415642 |

2.6 TRADE RECEIVABLES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Debtors outstanding (Unsecured Considered Good) | 21731360 | 12279676 | 5323903 |
| | 21731360 | 12279676 | 5323903 |

2.7 CASH & CASH EQUIVALENTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| (a) Bank Balances in | | | |
| (i) Current Accounts | 2360403 | 2909278 | 4694754 |
| (ii) Fixed deposits with Less than 12 months maturity | 640000 | 2102836 | 8650904 |
| (iii) Unpaid Dividend Accounts | 258668 | 398454 | 534796 |
| | 3259071 | 5410568 | 13880454 |
| (b) Cash on Hand | 258286 | 523671 | 458478 |
| | 3517356 | 5934239 | 14338932 |

2.8 LOANS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Loans to Unrelated Parties Unsecured and considered good | 52157557 | 64095244 | 59971552 |
| | 52157557 | 64095244 | 59971552 |

2.9 OTHER CURRENT ASSETS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| (a) Other Advances: | | | |
| (i) Advances to Suppliers (Unsecured) | 25000 | -Nil- | 11911 |
| (ii) Advances for Property (Unsecured) | 18500000 | 16025000 | 12105000 |
| (iii) Advances to Employees and Others (Unsecured) | -Nil- | -Nil- | 80846 |
| (iv) Other Advances (Unsecured) | 159005 | 100000 | -Nil- |
| (b) Amounts Receivable from Statutory Authorities | 886339 | 525985 | 332198 |
| (c) Prepaid Insurance | 29410 | 85861 | 1292 |
| | 19599753 | 16736845 | 12531247 |

2.10 EQUITY SHARE CAPITAL:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| (A) Authorised Capital: 2,00,00,000 Equity shares of Rs.10/- each | 200000000 | 200000000 | 200000000 |
| (B) Issued,Subscribed & Paid up Capital: 81,00,000 Equity Shares of Rs. 10/- each fully paid | 81000000 | 81000000 | 81000000 |

(C) Reconciliation of Number of Shares Outstanding at the beginning and end of Reporting Period

| Particulars | As on 31-03-2018 | | As on 31-03-2017 | | As on 01-04-2016 |
|---|---------------------|--------------|---------------------|--------------|---------------------|
| | Number | Amount (Rs.) | Number | Amount (Rs.) | Amount (Rs.) |
| Shares Outstanding at the beginning of the year | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |
| Add: Shares Issued during the year | -Nil- | -Nil- | -Nil- | -Nil- | -Nil- |
| | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |
| Less: Shares bought back during the year | -Nil- | -Nil- | -Nil- | -Nil- | -Nil- |
| Shares outstanding at the end of the year | 8100000 | 81000000 | 8100000 | 81000000 | 81000000 |

(D) Names of Persons who are holding more than 5% Shares in the Paid up Capital:

| Name of the Shareholder | As at 31st March 2018 | | As at 31st March 2017 | | As on 01-04-2016 |
|----------------------------------|-----------------------|--------------|-----------------------|---------------|---------------------|
| | No. of Shares | % of Holding | No. of Shares | % of Holding | % of Holding |
| Arun Kumar Bhangadia | 1542200 | 19.04 | 1542200 | 19.04% | 19.04% |
| Smt. Kiran Bhangadia | 1349500 | 16.66 | 1349500 | 16.66% | 16.66% |
| Mehaveer Infoway Limited | 750000 | 9.26 | 750000 | 9.26% | 9.26% |
| TDPL Health Care (India) Limited | 1430000 | 17.65 | 1430000 | 17.65% | 17.65% |
| | 5071700 | 62.61 | 5071700 | 62.61% | 62.61% |



(E) Other information required to be disclosed under 6(A)(h), (i), (j), (k), (l) is Nil.

LONG TERM BORROWINGS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--|---------------------|---------------------|---------------------|
| Term Loans | | | |
| Secured Loans from Banks and Financial Institutions: | | | |
| Loan from APSFC | 9774166 | 9553437 | -Nil- |
| (Secured by Mortgage of Land and Personal guarantee of Directors, Repayable in 29 Quarterly Installments) | | | |
| | 9774166 | 9553437 | -Nil- |

2.11 DEFERRED TAX LIABILITIES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| Opening Deferred Tax Liability | 706461 | 238307 | 831832 |
| Add/(Less): Timing Differences on account of: | | | |
| (a) Differences in Depreciation rates | 128551 | 468154 | (593525) |
| Net Deferred Tax Liability | 835013 | 706461 | 238307 |

2.12 OTHER CURRENT LIABILITIES

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|---|---------------------|---------------------|---------------------|
| (a) Current Maturities of Long Term Loans: | | | |
| APSFC Term Loan | -Nil- | 340000 | -Nil- |
| (b) Unpaid Dividends | 258668 | 398454 | 534796 |
| (c) Other Payables | | | |
| (i) Outstanding Expenses | 1045238 | 402254 | 561311 |
| (ii) TDS Payable | 54635 | 30086 | 21807 |
| (d) Creditors for Expenses | -Nil- | 6423 | -Nil- |
| (e) F&O Trading | -Nil- | 139785 | -Nil- |
| | 1358541 | 1317003 | 1117914 |

2.13 CURRENT TAX LIABILITIES

| Particulars | As on 31-03-2018 | As on 31-03-2017 | As on 01-04-2016 |
|--------------------------|---------------------|---------------------|---------------------|
| Provision for Income Tax | 1277803 | 1134754 | 1713683 |
| Less: Advance Tax | (597821) | (1249429) | (1242049) |
| TDS Receivable | (605225) | -Nil- | -Nil- |
| TCS Receivable | (17230) | -Nil- | -Nil- |
| | 57527 | (114675) | 471634 |

2.14 REVENUE FROM OPERATIONS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|----------------------------------|---------------------|---------------------|
| (a) Income from Sales | 96199751 | 84767387 |
| (b) Net Profit on Dealing In F&O | 1136547 | 118336 |
| (c) Profit on Intraday Trading | 40085 | -Nil- |
| (d) Interest Income | 7564978 | 8141713 |
| (e) Dividend on shares in trade | -Nil- | 1350 |
| (f) Commission on Sales | 120391 | 834771 |
| | 105021751 | 91863558 |



2.15 OTHER INCOME:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|---|---------------------|---------------------|
| (a) Dividend on Investments | 92400 | 24350 |
| (b) Capital Gain on Sale of Investments | -Nil- | 1313399 |
| (c) Miscellaneous Income | -Nil- | 2500 |
| (d) Interest Received on Bank Deposits | 49677 | 341596 |
| (e) Interest received | 31597 | -Nil- |
| (g) Service Sale | 1998133 | -Nil- |
| (h) Discount on purchases | 31 | -Nil- |
| (i) Round Off | 512 | 1470 |
| | 2072350 | 1886316 |

2.16 PURCHASES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|---------------------------|---------------------|---------------------|
| Purchase of Trading Goods | 45253349 | 44537279 |
| Purchase of Shares | 15486187 | 30687610 |
| | 60739537 | 75224889 |

2.17 COST OF MATERIAL CONSUMED:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-------------------------------------|---------------------|---------------------|
| Opening Stock of Raw Material | 604103.61 | -Nil- |
| Add: Purchase Of Raw Material | 11536718.39 | 3493323 |
| | 12140822 | 3493323 |
| Less: Closing Stock of Raw Material | 583158.66 | 604104 |
| | 11557663 | 2889219 |

2.18 MANUFACTURING EXPENSES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|---------------------------------|---------------------|---------------------|
| Freight Inward | 25659 | 14500 |
| Electricity Charges (Power) | 682919 | 218209 |
| Other Consumables | 328265 | 17800 |
| Consumption of Packing Material | 12107748 | 1549053 |
| Daily Wages | 321740 | 55650 |
| Petrol Expense for Production | 458562 | 110000 |
| | 13623883 | 2665214 |

2.19 CHANGES IN INVENTORY:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-----------------------|---------------------|---------------------|
| <u>Finished Goods</u> | | |
| Opening Stock | 7077079 | 4565421 |
| Less: Closing Stock | 5805015 | 7077079 |
| | 1272064 | (2511658) |

2.20 EMPLOYEE BENEFIT EXPENSE:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|------------------------------|---------------------|---------------------|
| Salaries and Bonus to Staff | 7567223 | 5895600 |
| Directors Remuneration | 2340000 | 2240000 |
| Management Training Expenses | -Nil- | 75000 |
| | 9907223 | 6208600 |

2.21 FINANCE COSTS:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|-----------------------------|---------------------|---------------------|
| Interest on Term Loan | 1468062 | 363723 |
| Interest on Unsecured Loans | 132659 | 23112 |
| Loan Processing Charges | -Nil- | 115000 |
| | 1600721 | 508835 |



2.22 OTHER EXPENSES:

| Particulars | As on 31-03-2018 | As on 31-03-2017 |
|--------------------------------|---------------------|---------------------|
| Advertisement Expenses | 58210 | 111091 |
| Audit Fees | 121053 | 195098 |
| Bad Debts written off | 356250 | -Nil- |
| Bank Charges | 9195 | 4299 |
| Boarding & Lodging Expenses | 65050 | 41180 |
| Business Promotion Expenses | 120900 | 43000 |
| Commission to IMG Sales | 636250 | 498733 |
| Credit Card Commission | 33107 | 41597 |
| Demat Charges | 15054 | 19976 |
| Discount on sales | 61654 | 22595 |
| Donation | 25000 | 436000 |
| Electricity Charges | 72377 | 92687 |
| ESI Paid | 78169 | -Nil- |
| E-Voting Charges to NSDL | 11650 | 5750 |
| Freight Expenses | 304786 | 378503 |
| General Expenses | 310635 | 163946 |
| Labour and Hamali | 296845 | 9870 |
| Insurance Charges | 137110 | 161484 |
| Interest on TDS and Income Tax | 4986 | 26886 |
| Interest on Service Tax | 110 | -Nil- |
| License & Fees | 29533 | 112191 |
| Listing Fee | 339252 | 284781 |
| Loss on Sale of Car | 297181 | -Nil- |
| Packing Materials | 6984 | 28874 |
| Penalties | -Nil- | 341 |
| Petrol Expenses | 290717 | -Nil- |
| Platform Usage Charges | 825339 | -Nil- |
| Postage & Courier Charges | 25791 | 45742 |
| Printing & Stationery | 429996 | 255078 |
| Professional Charges | 426783 | 490495 |
| Professional Tax | 18100 | 2500 |
| Rates & Taxes | 20896 | 37899 |
| Rent | 780000 | 780000 |
| Repairs & Maintenance | 632963 | 403559 |
| ROC Filing Fees | 50700 | 7500 |
| Sundry Balance Written Off | 125000 | -Nil- |
| Telephone & Internet Expenses | 88524 | 103757 |
| Trade Mark Fees | 10000 | 15900 |
| Travelling Expenses | 424816 | 266286 |
| Vehicle Fuel Expenses | 124098 | 247922 |
| | 7665062 | 5335518 |



2.23 Reconciliation of Net worth as previously reported under Indian GAAP Vs IND AS

| | March 31,2018 | March 31,2017 |
|--|---------------|---------------|
| Net worth as per I GAAP financials | 11,14,00,519 | 11,52,99,467 |
| Ind AS: Adjustments increase / (decrease): | 2,66,962 | - |
| Net worth as reported under IND AS | 11,16,67,481 | 11,52,99,467 |

Reconciliation of PAT as previously reported under Indian GAAP Vs IND AS

| | March 31,2018 | March 31,2017 |
|---|---------------|---------------|
| Net Profit/ (Loss) after Tax as per Previous Indian GAAP | (34,81,964) | 3,34,070 |
| Ind AS: Adjustments Profit increase / (decrease): | - | - |
| Net Profit/ (Loss) after Tax before OCI as per the IND AS | (34,81,964) | 3,34,070 |

2.24 Disclosure of Remuneration to Auditors:

| Particulars | 2017-18 | 2016-17 |
|------------------------------|--------------|--------------|
| | Amount (Rs.) | Amount (Rs.) |
| Statutory Audit Fees | 79500 | 149650 |
| Tax Audit Fess | 41553 | 20000 |
| Certification Fee | - | - |
| Reimbursement of service Tax | 17250 | 25448 |
| Total | 121053 | 195098 |



2.25 Indian Accounting Standard 24 - Related Party Disclosure:

As per Indian accounting standard – 24 issued by the Institute of Chartered Accountants of India, the Company's related parties with whom the company has entered into transaction during the year in the ordinary course of business, as certified management are discuss below:

| Name of the person | Relationship | Amount | Nature of Transaction |
|----------------------|--------------------|---------|-----------------------|
| Arun Kumar Bhangadia | Executive Director | 1500000 | Remuneration |
| Arun Kumar Bhangadia | Executive Director | 300000 | Rent |
| ArvindKumarBhangadia | Director | 840000 | Remuneration |
| KiranBhangadia | Directors Relative | 300000 | Rent |

- a) The Management of the Company feels that the rent paid to above related parties was reasonable when compared to prevailing market prices in the similar areas

2.26 Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized for liabilities that can be measured only by using a substantial degree of Estimation, if the company has a present obligation as a result of past event, a probable outflow of Resource is expected to settle the obligation and the amount of obligation can be really estimated.

An amount of Rs.2,88,000/- has identified as a contingent liability on account of dispute in title of a Motor Car purchased by the company. The company has filed a case in the Hon'ble High court of Andhra Pradesh which is pending for disposal.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance sheet Date.

2.27 Earnings per Share:

| | |
|--|--------|
| Basic EPS before extraordinary items | (0.48) |
| Diluted EPS before extraordinary items | (0.48) |



2.28 Segment Reporting:

As per the Indian Accounting Standard-108 Operating Segment Reporting is furnished hereunder:

(Rupees in Lakhs)

| Particulars | Amount 31.03.2018 | Amount 31.03.2017 |
|--|-------------------|-------------------|
| Revenue | | |
| (1)Pharma Business | 544.64 | 516.00 |
| (2) Financial Activity | 76.04 | 61.42 |
| (3)Investment Activity | 0.92 | 13.39 |
| (4)Foods | 259.71 | 54.14 |
| (5)Trading in shares | 189.63 | 290.56 |
| Total: | 1070.94 | 935.51 |
| Results | | |
| (1) Pharma Business | 16.91 | 41.91 |
| (2) Financial Activity | 54.40 | 37.02 |
| (3) Investment Activity | 0.92 | 12.94 |
| (4)Foods | (68.40) | (21.04) |
| (5) Trading in shares | (8.58) | (51.47) |
| Total: | (-4.75) | 19.37 |
| Less : | | |
| 1. Interest : | 16.01 | Nil |
| 2. Other Un-allocable expenses net off | Nil | Nil |
| 3. Un-allocable Income | Nil | Nil |
| Total Profit Before Tax | (20.76) | 19.37 |
| Capital Employed | | |
| (1) Pharma Business | 98.29 | 85.85 |
| (2) Financial Activity | 521.58 | 640.95 |
| (3) Investment Activity | 63.21 | 32.84 |
| (4)Foods | 219.43 | 196.26 |
| (5) Trading in shares | 360.92 | 336.42 |
| Total: | 1263.41 | 1292.32 |



Note: In the Segment reporting, common assets that are used interchangeable not allocated to the individual segments above.

2.29 Taxes of Income:

Current Year Income Tax amounting to Rs.12,77,803/- has been recognized as per the Tax rates applicable for the year. Deferred Tax (Asset) amounting to Rs. 1,28,551/- has been recognized due to the differences arising on account of Depreciation, Amortized of Expenses and losses on sale of Assets.

2.30 In the option of the Directors, Current assets, Loans, and Advances have the value at which they are Stated in the Balance Sheet, if realized in the ordinarily course of the Business.

2.31 Balances of Sundry Debtors, Loans and Advances are Subject to Confirmation.

2.32 The company has made the payments to units covered Micro, small and Medium Enterprises Development act,2006 in due time. There are no outstanding balances due to these units at the closure of the accounting year.

2.33 Previous year figures have been regrouped and rearranged wherever found necessary, to be in confirmative with current year classification.

2.34 Amounts are rounded off to the nearest rupee.

As per our report of even date,

For and on behalf of the Board

For P. Murali & Co.
Chartered Accountants
FRN: 007257S

ARUN KUMAR BHANGADIA
Managing Director
(DIN: 00021024)

A Krishna Rao
Partner
M.No. 020085

ARVIND KUMAR BHANGADIA
DIRECTOR.
(DIN: 00015838)

Place: Hyderabad
Date: 25th May 2018



ATTENDANCE SLIP CUM E-VOTING INSTRUCTIONS

24th Annual General Meeting 25-09-2018

1. Name & Registered Address of the Sole/first names shareholder :
2. Name(s) of the joint shareholders if any :
3. Registered Folio No / DP ID/Client ID No :
4. Number of Shares held :

I certify that I am a member/Proxy for the member of the company. I hereby record my presence at the 24th ANNUAL GENERAL MEETING of the Company at RGA Hall, Sanatak Bhavan, 5-4-790/1, 1st Floor, Ashirwad Complex Abids At 10.00AM,

Member / Proxy name in Block Letters

Member's / Proxy's Signature

Dear Member,

SUBJECT: E-VOTING

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called "the Rules") and clause 35B of the listing agreement, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on 18-09-2018 (End of Day) being the cut-off date (i.e. record date for the purpose of Rule 20(3)(vii) of the Rules) fixed for determining voting rights of members, entitled to participate in the e-voting process, through the e-voting platform provided by National Securities Depository Limited (NSDL).

The e-voting particulars are set out below:

| EVEN (E-Voting Event Number) | USER ID | PASSWORD |
|------------------------------|---------|----------|
| | | |

The e-voting period commences from 22-09-2018 (9.00 a.m.) and ends on 24-09-2018. The members of the Company, holding shares either in physical or demat form, as on the cut-off date of 18-09-2018 may cast their vote electronically.

For instructions on E-Voting please read the attached Notice of the Annual General Meeting. This communication forms an integral part of the Notice convening the Annual General Meeting of the Company to be held on 25-09-2018.



PROXY FORM

[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19(3) of Companies (Management & Administration) rules, 2014]

TRIMURTHI LIMITED

CIN: L67120TG1994PLC018956

Regd. Office: 4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad-500 095

| | |
|-----------------------|---|
| Name of the member(s) | : |
| Registered Address | : |
| E-mail Id | : |
| Folio No./ *Client Id | : |
| *DP ID | : |

* Applicable for investors holding shares in electronic form

I/We, being the member (s) of shares of the above named company, hereby appoint:

1. _____ (Name) of _____ (Address) having E-mail Id _____ or failing him

2. _____ (Name) of _____ (Address) having E-mail Id _____ or failing him

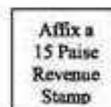
3. _____ (Name) of _____ (Address) having E-mail Id _____

And whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the company, to be held on 25-09-2018 at RGA Hall, Sanatak Bhavan, 5-4-790/1, 1st Floor, Ashirwad Complex Abids At 10.00AM, and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my proxy to vote in the manner as indicated in the box below.

| Resolutions | For | Against |
|--|-----|---------|
| Approval of Financial Statements for the year 2017-18 (Including the Consolidated Financial Statements) | | |
| Appointment of Arvind Kumar Bhangdia as a director liable to retire by rotation | | |
| Ratification of Appointment of Auditors | | |

Signed this day of..... 2018



Signature of shareholder

Signature of First
Proxy holder(s)

Signature of Second
Proxy holder(s)

Signature of Third
Proxy holder(s)



Notes:

1. 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.
2. A proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the "For" or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.



FORM NO. MGT.12

POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Trimurthi Limited

Registered office: 4-4-231/1/2/ABC, Inderbagh, Sultan Bazar, Hyderabad-500 095

Date and time of AGM: 25-09-2018 at 10:00 AM

BALLOT PAPER

| S No | Particulars | Details |
|------|--|---------------|
| 1. | Name of the First Named Shareholder (In block letters) | |
| 2. | Postal address | |
| 3. | Registered folio No./*Client ID No. (*Applicable to investors holding shares in dematerialized form) | |
| 4. | Class of Share | Equity Shares |

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

| No | Item No. | No. of shares held by me | I assent to the resolution | I dissent from the resolution |
|--|--|--------------------------|----------------------------|-------------------------------|
| ORDINARY BUSINESS (ORDINARY RESOLUTION): | | | | |
| 1. | Approval of Financial Statements for the year 2017-18 (Including the Consolidated Financial Statements) | | | |
| 2. | Appointment of Arvind Kumar Bhangadia as a director liable to retire by rotation | | | |
| 3. | Ratification of Appointment of Auditors | | | |

Place:

Date:

(Signature of the shareholder)