

SANGHVI MOVERS LIMITED

Regd. Office : Survey No. 92, Tathawade, Pune - 411 033
Tel. : +91-20-66744700 **Fax :** +91-20-66744724
E-mail : sanghvi@sanghvicranes.com
Web : www.sanghvicranes.com
CIN No.: L29150PN1989PLCO54143



REF: SML/SEC/SE/19-20/29

Date: 12th July 2019

By Online filing

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
Kind Attn.: Ms. Pooja Sanghvi - Relationship Manager
Ref: Code No. 530073

National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai - 400051
Kind Attn.: Mr. K. Hari - Asst. Vice President
Symbol: SANGHVIMOV

Sub: Submission of Annual Report for the financial year 2018-19

Dear Madam/Sir,

Pursuant to Regulation 30 and 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to forward herewith a copy of Thirtieth Annual Report containing Notice of ensuing Annual General Meeting, Director's Report, Report on Corporate Governance, Management Discussion & Analysis Report, Independent Auditor's Report, Certificate by CEO & CFO, Balance Sheet and Profit and Loss Account for the year ended 31st March 2019, including Notes to forming the part of financial statements, Cash Flow Statement for the Financial Year 2018-19, for your record.

Kindly take the same on record and acknowledge.

Thanks & Regards,

For SANGHVI MOVERS LIMITED

RAJESH P. LIKHITE
COMPANY SECRETARY &
CHIEF COMPLIANCE OFFICER



Encl.: As Above



SANGHVI

SANGHVI MOVERS LIMITED





◀ Liebherr LTM 1220-5.1 working in Mundra for erection of 7 modularised heat recovery boilers & fuel gas steam generators for export to Dangote refinery in Nigeria.



▶ Terex-Demag CC 2800/1 (SSL LSL + LF2 SGL_S7 (114 m + 12 m, 600 MT crawler crane) working in Gadhsisa Wind Farm, Gujarat.



◀ Liebherr LR 1400/2, S 84 m, commissioned on barge for handling steel pile drive used in the construction of LNG Jetty in Odisha.



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30th Annual General Meeting	
Date:	Thursday, 08 th August 2019
Time:	04.00 PM
Venue:	Registered office of the Company
Address:	Survey No. 92, Taluka Mulshi, Tathawade, Pune, Maharashtra 411033, INDIA

Board of Directors

Ex. Chairman & Managing Director	Chandrakant Sanghvi*
Managing Director	Rishi Sanghvi#
Joint Managing Director & CFO	Sham Kajale
Independent Director	Dara Damania S. Padmanabhan Pradeep Rathi Dinesh Munot Madhukar Kotwal Vijay Mainkar\$
Non Executive Woman Director	Mina Sanghvi@ Maithili Sanghvi^
Auditors	B S R & Co LLP. Chartered Accountants
Company Secretary & Chief Compliance Officer	Rajesh Likhite
Registered Office	Survey No.92, Tathawade, Taluka Mulshi, Pune - 411033 Tel: +91 (20) 71044700, 8669619501/2/3/4 E-Mail: cs@sanghvicranes.com Website: www.sanghvicranes.com CIN: L29150PN1989PLC054143
Registrar & Share Transfer Agent	Link Intime India Pvt. Limited Block No 202, Akshay Complex, 2nd Floor, Near Ganesh Temple, Off Dhole Patil Road, Pune – 411001 Tel No.: +91 20 26160084/26161629 Fax No.: +91 20 26163503 E-mail: pune@linkintime.co.in Website: www.linkintime.co.in

* Due to sad demise, ceased to be Chairman & Managing Director of the Company w.e.f. 08th April 2019;
Appointed as Managing Director in the Board Meeting held on 11th April 2019;
\$ Resigned with effect from 17th August 2018;
@ Resigned with effect from 23rd May 2019;
^ Appointed as Non Executive Woman Director in the Board Meeting held on 23rd May 2019.

ENGINEERING **CRANE RENTALS** **LIFT PLANNING** **HEAVY LIFT**

BS OHSAS 18001:2007 CERTIFIED COMPANY **ISO 45001: 2018 CERTIFIED COMPANY**

ISO 9001:2015 & ISO 14001: 2015 CERTIFIED COMPANY **LEEA CERTIFIED COMPANY**



FINANCIAL HIGHLIGHTS

(₹ in Lakhs)

PARTICULARS	2018-19	2017-18	2016-17	2015-16	2014-15
Total Income	29,526.05	24,845.22	56,288.21	53,728.79	31,562.58
Total Expenditure	19,310.53	14,483.64	18,665.94	18,378.84	12,974.23
Gross Profit	10,215.52	10,361.57	37,622.27	35,349.95	18,588.35
Interest	4,759.06	5,474.94	6,474.00	5,539.69	4,266.68
Profit before Depreciation & Tax	5,456.46	4,886.63	31,148.26	29,810.26	14,321.67
Depreciation	14,082.05	13,673.44	14,998.45	12,631.68	12,001.67
Profit Before Tax	(8,625.59)	(8,786.81)	16,149.82	17,178.58	2,320.00
Provision For Taxation-					
Current Tax & Previous Years' Tax	(18.38)	(121.26)	5,360.12	5,823.14	1,444.59
Differed Tax	(2,800.91)	(2,917.57)	(128.13)	659.86	69.51
Profit After Tax Before Extra Ordinary Items	(5,806.30)	(5,747.98)	10,917.84	10,695.58	805.90
Profit After Tax After Extra-Ordinary Items	(5,806.30)	(5,747.98)	10,917.84	10,695.58	805.90
Cash Profit	8,275.75	7,925.46	25,916.28	23,327.26	12,877.07
Gross Block	238,325.70	241,222.69	235,675.47	220,295.79	171,702.75
Accumulated Depreciation	127,534.35	115,866.98	106,597.68	95,190.18	82,574.08
Net Block	110,791.35	125,355.71	129,077.79	125,105.62	89,128.67
Dividend					
In Percentage	Nil	Nil	200.00	150.00	25.00
In Amount	Nil	Nil	1,731.52	1,298.64	216.44
Paid-Up Capital	865.76	865.76	865.76	865.76	865.76
Reserves	72,452.67	78,030.28	85,270.32	74,677.12	64,571.22
Shareholders Funds	73,318.43	78,896.04	86,136.08	75,542.88	65,436.98
Debt : Equity	0.61:1	0.69:1	0.64:1	0.81:1	0.51:1
Earning Per Share (₹)					
Basic	(13.41)	(13.28)	25.22	24.71	1.86
Diluted	(13.41)	(13.28)	25.22	24.71	1.86
Cash EPS	19.12	18.31	59.87	53.89	29.75
Book Value	169.37	182.26	198.98	174.51	151.17
Capex	1,920.75	11,561.87	22,453.04	48,613.75	1,600.00

Our respectful homage to an extraordinary human being, an inspiring leader, remarkable industrialist and phenomenal business pioneer.



Mr. Chandrakant Sanghvi was a passionate and visionary leader whose talents were highly respected by employees, crane industry personnel, bankers, customers, and all stakeholders of SML. He is considered a pioneer of the crane industry in India and his entrepreneurial ability to take risk and seize business opportunities was exemplary.

The Company has maintained a number one position in the crane rental business in India due to his dream, courage, tenacity and leadership. He was truly loved by everyone he touched. He has left behind a wonderful legacy and his values are embodied by the company's employees and the organization, that he was instrumental in building.

The Company has lost its founding father and inspiring leader. His passing is a sad and difficult time for all of us. Your steadfast support will always be cherished and guide us in our future endeavors.

Entire Team of Sanghvi Movers Limited



From Managing Director's Desk

Dear Sanghvi Stakeholders,

It gives me immense pleasure to communicate with you, after been elevated as Managing Director of Sanghvi Movers Limited (SML), Asia and India's largest crane rental company and the sixth largest in the world. I am acutely conscious of the duty entrusted to me, and of the confidence shown by the Board of Directors in elevating me to this position of leadership in our great company.

Sanghvi Movers Limited has lost its founding father; Chandrakant Sanghvi, whose inspiring leadership established this company and whose unwavering commitment to growth and dynamic vision continue to inspire us today. My father, Chandrakant Sanghvi, founded SML in 1989 with the purchase of a single crane, his first, a brand new Tadano TG 700E. In 1995, he took the company public and used the IPO proceeds to purchase a Demag CC 2400 450 MT crawler crane and other equipment. In 1997, he chartered a barge from Singapore to India and bought over 36 cranes, leading to a breakthrough project at the Reliance Industries Limited Jamnagar, Gujarat. Every time Chandrakant Sanghvi would select a crane model/capacity, he would go on to own the largest fleet of that crane model/capacity in the world. For this and so many reasons, he was well respected in the Indian business community and the world over as a leader in this industry.

My father's creative zeal and spiritual journey were embodied in his love for art, nature and sculptures. This is never more evident than at SML's head office and workshop, where his numerous paintings are displayed and 10,000 trees have been planted.

I thank each and every stakeholder for their trust in our Company and in its leadership. Confident in your continued and wholehearted support, I promise that we will take Sanghvi Movers Limited to the next level of sustainable growth and profitability. We will build on the foundation that is Chandrakant Sanghvi's legacy. With every lesson I learned from my father in mind, I look to the future with determination and confidence.

Financial Performance for FY 2018-19

Your Company has achieved a turnover of Rs. 282.40 Crores (FY 2017-18: Rs. 228.40 Crores) and thereby registered a top line growth of 24% in FY 2018-19. SML achieved an average capacity utilization of 58% in FY 2018-19 (FY 2017-18: 41%). The leadership team and every single employee is singularly focused on improving EBITDA and returning your Company to profitability.

In spite of a turbulent business environment, SML has serviced its debt on time. With available cash accruals from business operations and partly through asset monetization, your Company has repaid term loans of Rs. 99 Crores during the financial year 2018-19 including pre-payment of term loan installments of Rs. 22 Crores due in

FY 2019-20. The term loan installments due within one year, in FY 2019-20, are Rs. 91 Crores. In addition, your Company is planning to further reduce debt by prepaying term loans of FY 2020-21 to the tune of Rs. 30-40 Crores from available cash accruals and asset monetization.

The revenue contribution from the windmill sector was 46% (FY 2017-18: 54%) and remained muted as overall industry capacity addition was below expectations. The renewable wind energy sector faces protracted problems as a result of changes in government policies specifically dealing with the methodology for bidding on windmill projects (a transition from a Feed-In-Tariff to an Auction Based Tariff).

Annual windmill installation in India during the last four years were as follows:

	Financial Year	Wind Mill Installation
1	FY 2015-16	3300 MW
2	FY 2016-17	5400 MW
3	FY 2017-18	1700 MW
4	FY 2018-19 (E)	<2000 MW (#)

(#) as per industry estimates

Our Future Growth

SML has seen an improvement in the order book in the current year supported by better capacity addition in the renewable wind energy sector and others. SML has also added significant new non-wind clients in FY 2018-19 from other sectors including steel, metro, railways, roads and bridges, ports, cement, industrial erection, hydrocarbon, petro-chemicals, and refineries. SML is also currently working with all the business verticals of Larsen & Toubro Limited.

Several refineries such as HPCL-HMEL Bhatinda, BPCL Kochi, HPCL Vizag,, HPCL Mahul, IOCL Haldia, Panipat, Vadodara, Bongaigaon, Baruni are either undergoing upgradation to meet Bharat Stage VI emission norms or capacity expansions. A brownfield petrochemical complex at HMEL Bhatinda is presently under construction and work will start by the end of CY 2019 at HPCL Barmer, a greenfield refinery.

In the fertilizer space, Hindustan Urvarak and Rasayan Limited (HURL), a joint venture between Coal India, Fertilizer Corporation of India, and Hindustan Fertilizer Corporation, is currently constructing plants at Barauni, Bihar and Sindri, Jharkhand. Each plant will be capable of producing 2200 TPD ammonia and 3850 TPD urea. Also, HURL has started construction of the Gorakhpur fertilizer plant at a cost of Rs. 5500 crores with a capacity of producing 3850 million TPD urea. State-owned Rashtriya Chemicals & Fertilizers Ltd (RCF) said it will start work on the coal gasification-based fertilizer plant in Talcher, Odisha by the end of 2019.

In the steel sector, JSW is building a new integrated 5 mtpa capacity flat steel plant at 15000 Cr in Dolvi, Maharashtra which is to be completed by FY 2019-20. JSW is also investing Rs. 7,500 cr in Bellary, Karnataka for capacity expansion and setting up a new coke oven plant. The expansion would enable the company to increase plant capacity to 13 mtpa by March 2020. Tata Steel Limited (TSL) has begun a 5 mtpa Phase-II expansion of its



Kalinganagar plant at Rs. 23,500 cr to be completed in the next 48 month. Looking forward, TSL has planned to scale up the nameplate capacity at its newly-acquired Tata Steel BSL (BSL), formerly Bhushan Steel Ltd, to 8.3 mtpa in FY 2020-21.

Core infrastructure projects such as the Mumbai-Trans Harbour Link, Mumbai Coastal Road Project, Mumbai Nagpur Samruddhi Mahamarg highway project, river interlinking projects, building of Andra Pradesh's new capital in Amaravathi, construction of India International Convention and Exhibition Centre (IICC), Dwarka, Delhi have led to an increase in the demand for cranes.

Elevated and underground metro projects, currently under construction or in planning stages, in Pune, Mumbai, Nagpur, Jaipur, Indore, Hyderabad, Bhopal, Bangalore and Ahmadabad also create a strong demand for cranes. Construction is scheduled to begin in the CY 2020 on a high speed bullet train from Mumbai to Ahmadabad, which will also result in huge demand for construction equipment.

The sharp decline in wind power installation during FY2018 and FY 2019 E has had some impact on company revenues and on profitability. However, given the 10,000 MW capacity addition awarded by SECI and state power utilities, wind installation will witness a strong recovery over the next 12-18 months. This capacity addition will, in turn, provide strong revenue visibility for your company. As per Industry estimates, windmill installation in India will increase to 4000-4500 MW in the current financial year i.e. FY 2019-20 (FY 2018-19: ~ 2000 MW).

Your Company has a secured order book of Rs. 170 Crores through 05.06.2019 and is optimistic about its financial performance in FY 2019-20, primarily on account of increases in business volume from the renewable wind energy sector and others. The management hopes to achieve top line growth of 25% in the current financial year, FY 2019-20, with a major spike in business volume in H2 FY 2019-20.

Returns to Shareholders

We remain confident that, over the long term, our laser focus on debt reduction and financial discipline and our consistent emphasis on improving EBITDA will all contribute to increasing shareholder value. As committed stakeholders in Sanghvi Movers, we look forward to your continued support and to shared prosperity.

With Regards,

Rishi Sanghvi

Managing Director

Green initiative adopted by the company by installing 90 kWh solar plant at its registered office and of 30 kWh solar plant at its main works at Sate, Taluka Maval, Pune resulting in significant cost optimization





**Liebherr LR 1400/2 SDB 35 m
handling TBM components
with a maximum load of 180
MT at MMRC, Mumbai.**

**Terex -Demag CC 2800-1
working in Motera Cricket
Stadium at Ahmedabad, GJ.**



Notice

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of Sanghvi Movers Limited will be held on Thursday, 08th day of August 2019, at 04.00 p.m. at the Registered Office of the Company, at Survey No. 92, Tathawade, Taluka Mulshi, Pune 411033, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Financial Statements for the year ended on 31st March 2019, including audited Balance Sheet as at 31st March 2019 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sham D. Kajale (holding DIN 00786499), who retires by rotation and being eligible, offers himself for re-appointment.

3. **Appointment of Statutory Auditors as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby appoint B S R & Co. LLP, Chartered Accountants, Pune, (Firm Registration Number 101248W allotted by the Institute of Chartered Accountants of India) as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirty-second Annual General Meeting of the Company, to be held in the year 2021 on such remuneration, as may be determined by the Board of Directors in consultation with the Auditors."

Special Business:

4. **Appointment of Mr. Rishi C. Sanghvi as a Director of the Company, as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and any other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rishi C. Sanghvi (DIN: 08220906), who was appointed as an Additional Director on the Board of the Company on 07th December 2018 and who holds office upto the date of this Annual General Meeting and being eligible for appointment as a Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation."

5. **Appointment of Mrs. Maithili R. Sanghvi as a Director of the Company, as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161 and any other applicable provisions of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules,



2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Maithili R. Sanghvi (DIN:08334635), who was appointed as an Additional Director on the Board of the Company on 23rd May 2019 and who holds office upto the date of this Annual General Meeting and being eligible for appointment as an Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation."

6. **Appointment of Mr. Rishi C. Sanghvi as Managing Director of the Company, as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 188, 196, 197, 203 and Schedule V of the Act and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under as amended, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company, the members hereby approves the appointment of Mr. Rishi C. Sanghvi, (DIN:08220906) as Managing Director of the Company, for a period of five years with effect from 11th April 2019 upon the terms and conditions set out in the Explanatory Statement annexed herewith (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed to between the Board of Directors and Mr. Rishi C. Sanghvi.

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

By Order of the Board of Directors
For Sanghvi Movers Limited

Rajesh P. Likhite
Company Secretary &
Chief Compliance Officer
ACS-13151

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,

Taluka Mulshi, Pune 411033

CIN: L29150PN1989PLC054143

Tel No. +91 (20) 71044700, 8669619501/2/3/4

E-mail: cs@sanghvicranes.com

Website: www.sanghvicranes.com

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") and Secretarial Standard 2 issued by The Institute of Company Secretaries of India setting out material facts concerning the business under Item No. 4 and 5 of the Notice, is annexed hereto. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred as "SEBI Listing Regulations"), of the person seeking appointment/re-appointment as Director/(s) under Item No. 4, 5 and 6 of the Notice are also annexed.

Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given elsewhere in this Notice. Further, the Company has uploaded the above route map on its website at http://www.sanghvicranes.com/media/SML_30th_AGM_Map.pdf.

2. IN TERMS OF THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH RULE 19 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
3. The instrument of Proxy in order to be effective should be deposited at the Registered Office of the Company duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the board resolution authorising their representative to attend and vote on their behalf at the meeting.
5. Members/Proxies are requested to bring their duly filled Attendance Slips to be deposited to Company's officials at the venue of the meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 25th day of July 2019 to Thursday, 08th day of August 2019 (both days inclusive). The cut-off date for e-voting is 01st August 2019.
7. In terms of Article 135 of the Articles of Association of the Company, read with Section 152 of the Companies Act, 2013, Mr. Sham D. Kajale retire by rotation at the ensuing Meeting and being eligible, offer himself for re-appointment. The Board of Directors of the Company recommends respective re-appointment.
8. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations, in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the Notice. Requisite declarations have been received from the Directors for their appointment/re-appointment.



9. Members whose shareholding is in the dematerialised form are requested to direct change of address and updation of bank account details to the respective depository participants.
10. Members are requested to:
 - intimate to the Company's Registrar & Share Transfer Agent/their Depository Participants (DP) changes, if any, in their registered addresses at an early date,
 - quote ledger folio numbers and/or DP Identity and Client Identity Numbers in all their correspondence,
 - inform the Registrar & Share Transfer Agent of the Company the particulars of Bank Account Number with the Name of the Bank and its Branch,
 - direct all their correspondence to the Registrar & Share Transfer Agent of the Company and
 - bring their copies of the Annual Report and the Attendance Slips with them at the Annual General Meeting.
11. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
12. Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company atleast 10 days in advance before the date of Annual General Meeting, so that the information required may be made available at the Meeting.
13. On 28th February 2017, the Ministry of Corporate Affairs notified Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017. Further, as per provisions of Section 124 (6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, including the statutory modification(s) or re-enactment(s) thereof, for the time being in force ("IEPF Rules, 2016"), Equity Shares of the Company in respect of which dividend amounts have not been claimed/encashed for the last seven consecutive years or more are required to be transferred by the Company to the IEPF Suspense Account of the Investor Education and Protection Fund Authority ("IEPF"). The Shareholders, who have not claimed the Dividend for the Years ended 31st March 2012, onwards, are requested to claim the same from the Company at the earliest.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in dematerialized form are requested to submit the PAN to the Depository Participants with whom the demat account is maintained. Members holding the shares in physical mode are requested to submit their PAN to the Company/Registrars and Transfer Agent.
15. Electronic copy of the Notice of the Thirtieth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the Members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Notice of the Thirtieth Annual General Meeting of

the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

16. Members may also note that the Notice of the Thirtieth Annual General Meeting and the Annual Report for the financial year 2018-19 will also be available on the Company's website www.sanghvicranes.com for their download.

17. **Voting through electronic means:**

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, modifications and amendments thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-Voting to enable the Shareholders to cast their votes electronically. The facility for casting the vote through Ballot Paper or venue e-Voting will be made available at the Meeting and the Members attending the Meeting who have not casted their vote by means of remote e-Voting shall be able to cast their vote at the Meeting through Ballot Paper or venue e-Voting.

The Members who have casted their vote by remote e-Voting may also attend the Meeting but shall not be entitled to cast their vote again. In case any Member casts his / her vote through Ballot or venue e-Voting to be conducted at the Meeting in addition to remote e-Voting, his voting through remote e-Voting shall be considered as Final and vote casted through Ballot or venue e-Voting shall be considered as invalid.

INSTRUCTIONS FOR ELECTRONIC VOTING BY MEMBERS:

18. The e-voting period commences on 05th August 2019 (09.00 am IST) and ends on 07th August 2019 (5.00 pm IST). A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. Thursday, 01st August 2019 only shall be entitled to avail the facility of remote e-voting/Ballot/venue e-voting. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

A. In case a Member receives an email [for members whose email IDs are registered with the Company / Depository Participants(s)]:

- (i) Launch internet browser by typing the following URL: www.evotingindia.com
- (ii) Click on Shareholders/Members
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login <ul style="list-style-type: none"> • If both the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (iii).

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN of SANGHVI MOVERS LIMITED on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
 - (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the voting page.
 - (xv) If Demat account holder has forgotten the changed login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - (xvi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android/IOS/windows based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
 - (xvii) Note for Non - Individual Shareholders and Custodians
 - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- 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 Participants(s) or requesting physical copy]:
- a. Please follow all steps as given above, to cast vote.
 - (i) The voting rights of shareholders shall be in proportion to their shares of the paid up Equity Share capital of the Company as on the cut-off date (record date) of 01st day of August 2019.

- (ii) At the Annual general Meeting (AGM), at the end of discussion on the resolutions on which voting is to be held, voting by use of "Ballot Paper or venue e-voting" will be allowed for all those Members who are present at the AGM but have not casted their votes by availing the remote e-voting facility.
 - (iii) Mr. Vinayak S. Khanvalkar, Practicing Company Secretary, Partner, Kanj & Co., LLP, Company Secretaries, Pune has been appointed as the Scrutinizer to scrutinize the remote e-voting, Ballot and venue e-voting processes in a fair and transparent manner.
 - (iv) The Scrutinizer, after scrutinizing the votes casted through remote e-Voting and at the Meeting through ballot or venue e-voting, will prepare a consolidated report and submit the same to the Managing Director or Joint Managing Director & CFO of the Company within two days of conclusion of the Meeting i.e. on or before 10th day August 2019.
 - (v) The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.sanghvicranes.com and on the website of CDSL **e-Voting** www.evotingindia.com immediately after the declaration of result by the Managing Director or Joint Managing Director & CFO of the Company. The results shall also be immediately forwarded to the stock exchanges where the shares of the Company have been listed.
19. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
20. Your Company is concerned about the environment and utilizes natural resources in a sustainable manner. The Ministry of Corporate Affairs has taken a "Green Initiative in Corporate Governance", by allowing companies to send notices and documents to their shareholders electronically to facilitate paperless communication.
21. Sanghvi Movers Limited as a part of its corporate social responsibility undertakes "Green initiative" and intends to send documents to the Shareholders in electronic form, at the email address, registered with the Depository Participant. We request you to update your email address with your Depository Participant to ensure that documents reach your preferred email address. By registering email address, you will receive the communication swiftly, save trees, reduce paper consumption, eliminate wastage of paper, avoid loss of documents in post and savings on the printing and postage.
22. The Annual Report is available on the website of the Company i.e. on www.sanghvicranes.com
23. In case of any queries, complaints, change of address, etc., Members are requested to e-mail at grievance. redressal@sanghvicranes.com or pune@linkintime.co.in or send their queries, complaints to the Registered Office of the Company or Link Intime India Private Limited, Registrar & Share Transfer Agent of the Company.

24. The Register of Directors' shareholding & Key Managerial Personnel maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.

By Order of the Board of Directors
For Sanghvi Movers Limited

Rajesh P. Likhite
Company Secretary &
Chief Compliance Officer
ACS-13151

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,

Taluka Mulshi, Pune 411033

CIN: L29150PN1989PLC054143

Tel No. +91 (20) 71044700, 8669619501/2/3/4

E-mail: cs@sanghvicranes.com

Website: www.sanghvicranes.com

STATEMENT SETTING OUT THE MATERIAL FACTS IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM No. 4

Pursuant to the recommendations of Nomination and Remuneration Committee and Audit Committee of the Board and the Board of Directors of the Company in their meeting held on 07th December 2018 appointed Mr. Rishi C. Sanghvi as an Additional Director of the Company. According to the provisions of Section 161 of the Companies Act, 2013, Mr. Rishi C. Sanghvi holds office upto the date of ensuing Annual General Meeting.

Mr. Rishi C. Sanghvi is a Bachelor of Science in Mechanical & Minor Economics from Rensselaer Polytechnic Institute, Troy, New York, U.S.A. and Master in Business Administration from Cornell University, New York, U.S.A. Mr. Rishi C. Sanghvi is having more than five years of experience in the fields of Business Development, Maintenance, Heavy-Lift and Technical Support, Imports, Logistics, Purchase and Stores, Land Acquisitions and Investigation of new business growth opportunities.

The Board of Directors of the Company recommends his appointment as Director of the Company. The Company has received notice towards his candidature for the office of Director under Section 160 of the Companies Act, 2013. The details of Mr. Rishi C. Sanghvi as required under the provisions of Regulation 36 (3) of the SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 and provisions of Secretarial Standard 2 on General Meetings are disclosed under Annexure I to this Statement.

Except Mr. Rishi C. Sanghvi and Mrs. Maithili R. Sanghvi none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out



in Item No. 4 of the Notice. The Board recommends the Resolution under Item No. 4 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 5

Pursuant to the recommendations of Nomination and Remuneration Committee and Audit Committee of the Board and the Board of Directors of the Company in their meeting held on 23rd May 2019 appointed Mrs. Maithili R. Sanghvi as an Additional Director of the Company. According to the provisions of Section 161 of the Companies Act, 2013, Mrs. Maithili R. Sanghvi holds office upto the date of ensuing Annual General Meeting.

Mrs. Maithili R. Sanghvi is a Commerce Graduate from Gujarat University and has a Post Graduate Diploma in Interior Design from Chelsea College of Arts and Design. Mrs. Maithili R. Sanghvi has experience in the fields of Business Management, Human Resource Development and Administration.

The Board of Directors of the Company recommends her appointment as Director of the Company. The Company has received notice towards her candidature for the office of Director under Section 160 of the Companies Act, 2013. Except Mrs. Maithili R. Sanghvi and Mr. Rishi C. Sanghvi none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 of the Notice. The Board recommends the Resolution under Item No. 5 of the Notice for approval of the Members as an Ordinary Resolution.

Item No. 6

Pursuant to the recommendations of Nomination and Remuneration Committee and Audit Committee of the Board, the Board of Directors of the Company in their meeting held on 07th December 2018 appointed Mr. Rishi C. Sanghvi, as Executive Director of the Company with effect from 07th December 2018, subject to the approval of the Members.

Pursuant to the recommendations of Nomination and Remuneration Committee and Audit Committee of the Board, the Board of Directors of the Company in their meeting held on 11th April 2019 appointed Mr. Rishi C. Sanghvi, as Managing Director of the Company with effect from 11th April 2019, subject to the approval of the Members.

In terms of Sections 188, 196, 197, 203 and Schedule V of the Act and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made there under as amended, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause no. 118 of Articles of Association of the Company, appointment of the Managing Director and for the payment of remuneration is required to be approved by the members of the Company.

Brief Profile:

Mr. Rishi C. Sanghvi aged 30 years, is son of Late Mr. C. P. Sanghvi, Ex-Chairman & Managing Director and Ms. Mina C. Sanghvi, Ex. Non Executive Director of the Company.

Mr. Rishi C. Sanghvi has completed B.S. Mechanical & Minor Economics from Rensselaer Polytechnic Institute, Troy, New York, US and Master in Business Administration from Cornell University, New York, US. Mr. Rishi C. Sanghvi was working with Sanghvi Movers Limited as General Manager- Business Development from 01st June 2016.

Draft Agreement to be entered into between the Company and Mr. Rishi C. Sanghvi, is available for inspection at the Registered Office of the Company between 11.00 A.M. to 1.00 P.M. on all working days up to the date of the Meeting.

Accordingly, the main terms and conditions of appointment of Mr. Rishi C. Sanghvi (hereinafter referred to as a "Managing Director") are given below:

Tenure of Appointment:

The appointment of the Managing Director is for a period of five years with effect from 11th April 2019.

Remuneration:

Salary:

A Salary (Basic Salary) of ₹ 5,83,333/- (Rupees Five Lakh Eighty Three Thousand Three Hundred and Thirty Three Only) per month.

The annual increments which will be effective 01st April each year will be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ("NRC") or by the NRC on authority of the Board, within the said maximum amount.

Perquisites:

In addition to the Salary payable, the Managing Director shall also be entitled to the following allowances and perquisites. For the purpose of calculating the above ceiling, the allowances and perquisites shall be evaluated, wherever applicable, as per the provisions of the Income Tax Act, 1961 or any rules there under or any statutory modifications(s) or re-enactment there to. In the absence of any such rules, they shall be evaluated at actual cost:

Category A

This will comprise House Rent Allowance, Educational Allowance, Conveyance Allowance, Medical Allowance and Monthly Performance Incentive as follows:

House Rent Allowance of ₹ 3,33,334/- (Rupees Three Lakh Thirty Three Thousand Three Hundred and Thirty Four only) per month.

Educational Allowance of ₹ 2,00,000/- (Rupees Two Lakhs only) per month.

Conveyance Allowance of ₹ 2,00,000/- (Rupees Two Lakhs only) per month.

Medical Allowance of ₹ 2,00,000/- (Rupees Two Lakhs only) per month.

Monthly Performance Incentive of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) per month.

Category B

Gratuity at the rate not exceeding half month's salary for each completed year of service, in accordance with the rules of the Company.

Leave at the rate of twenty-one days for every year of service. Leave not availed of may be encashed, in accordance with the rules of the Company.



Retirement and other benefits including Superannuation as per the Rules of the Company and other benefits include contribution to National Pension Scheme (NPS) and contribution to Superannuation Fund as per the rules of the Company.

The provision of one Chauffeur driven car, which shall be fueled and maintained by the Company, to be valued as per the provisions of Income tax Rules, 1962 for the time being in force.

Personal Accident and Medical Insurance: Personal Accident Insurance, Medclaim/Group Life Insurance Scheme as per the Rules of the Company.

Leave Travel Concession\Assistance : As per the rules of the Company.

Club Fees: As per the rules of the Company.

Telephone expenses: As per the rules of the Company.

Other Perquisites:

Reimbursement of Expenditure incurred on Gas, Electricity, Water and Furnishings.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, in the event of loss or inadequacy of profits in any financial year during the currency of his tenure as Managing Director, minimum remuneration by way of salary, perquisites and other allowances shall be in accordance with the ceiling prescribed in Schedule V to the Companies Act, 2013 or any statutory modification thereof.

Other terms of Appointment:

The terms and conditions of the appointment of the Managing Director may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and the Managing Director subject to such approvals as may be required.

The employment of the Managing Director may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.

In terms of Section 188 (1) (f) of the Companies Act, 2013 read with Rule 15 (3) (i) of Companies (Meetings of Board and its Powers) Rules, 2014 as amended, provides that related party's appointment to any office or place of profit in the Company shall be subject to approval by the Board of Directors of the Company and prior approval of the Members of the Company by special resolution.

Members are requested to consider and approve appointment of Mr. Rishi C. Sanghvi, as Managing Director u/s 188 (1) (f) of the Companies Act, 2013, effective from 11th April 2019.

Mr. Rishi C. Sanghvi is holding 53,19,740 equity shares of the Company as on date. Mr. Rishi C. Sanghvi is the son of Late Mr. C. P. Sanghvi, Ex-Chairman & Managing Director and Ms. Mina C. Sanghvi, Ex. Non Executive Director of the Company. None of the Directors and Key Managerial Personnel, except Mrs. Maithili R. Sanghvi, being relative of Mr. Rishi C. Sanghvi are concerned or interested in the said resolution.

The Board commends the resolution at item no. 6 for approval of the members.

ANNEXURE-II

STATEMENT PURSUANT TO THE PROVISIONS OF SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 [INCLUDING SECRETARIAL STANDARD – 2 AND SEBI (LODR) REGULATIONS, 2015, AS APPLICABLE] IN RESPECT OF ITEM NO. 5 OF THE NOTICE:

I. GENERAL INFORMATION:

- a. **Nature of Industry:** The Company is engaged in the business of providing medium sized heavy duty cranes on rental basis.
- b. **Date or expected date of commencement of production:** The Company is an existing Company and is in operation since 1989.
- c. **In case of new companies, expected date of commencement of activities as per project approved by Financial Institution appearing in the prospectus:** Not applicable
- d. **Financial performance based on given indicators:**

(₹ in Lakhs)

Particulars	2018-19	2017-18	2016-17
Total Income	29,526.05	24,845.22	56,288.21
Profit/Loss before Tax	(8,625.58)	(8,786.81)	16,149.82
Net Profit after taxation	(5,806.30)	(5,747.98)	10,917.84

- e. **Export performance and net foreign exchange earned:** Nil
- f. **Foreign investments or collaborators, if any:** Nil

II. Information about Appointee:

- a. **Background details:** Mr. Rishi C. Sanghvi Bachelor of Science in Mechanical & Minor Economics from Rensselaer Polytechnic Institute, Troy, New York, U.S.A. and Master in Business Administration from Cornell University, New York, U.S.A. Mr. Rishi C. Sanghvi is having more than five years of experience in the fields of business development maintenance, heavy-lift and technical support, imports, logistics, purchase and stores, land acquisitions and investigation of new business growth opportunities.
- b. **Past remuneration:** Mr. Rishi C. Sanghvi was appointed as General Manager - Business Development w.e.f. 01st June 2016. The members of the Company in the Twenty-eighth Annual General Meeting held on 09th August 2017 passed the special resolution revising remuneration to ₹ 2,75,000.00 (Rupees Two Lakhs Seventy Five Thousand Only) w.e.f. 01st April 2017.
- c. **Job profile and his suitability:** Subject to the supervision and control of the Board of Directors, Mr. Rishi C. Sanghvi is involved in the business operations and corporate affairs of the Company. He looks after efficient running of business development, maintenance, heavy-lift and technical support, imports, logistics, purchase and stores, land acquisitions.

- d. **Remuneration proposed:** The remuneration paid/proposed to be paid during the tenure of Mr. Rishi C. Sanghvi Managing Director is detailed herein above and provided in the explanatory statement.
- e. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** Taking into consideration the size of the Company, the profile of Mr. Rishi C. Sanghvi, the responsibilities shouldered by him and the industry benchmarks, the remuneration paid is commensurate with the remuneration packages paid to similar senior level managerial personnel in other companies.
- f. **Pecuniary relationship directly or indirectly with the Company or relationship with the personnel, if any:** Mr. Rishi C. Sanghvi – Managing Director holds 53,19,740 equity shares of the Company. Mr. Rishi C. Sanghvi is the son of Late Mr. C. P. Sanghvi, Ex-Chairman & Managing Director and Ms. Mina C. Sanghvi, Ex. Non Executive Director of the Company. None of the Directors and Key Managerial Personnel of the Company or their relatives except Ms. Maithili R. Sanghvi, being relative of Mr. Rishi C. Sanghvi are concerned or interested in the said resolution. Apart from receiving remuneration as stated above and dividend as a member of the Company, he does not receive any emoluments from the Company.
- g. **Number of Board Meetings attended after appointment:** Mr. Rishi C. Sanghvi attended one Board meeting after his appointment.

III Other information:

Reasons of loss or inadequate profits: During the year under report, your Company generated revenue of ₹ 282,39.72 Lakhs (previous year : ₹ 228,39.76 Lakhs) and thereby registered top line growth of nearly 24% on annualised basis. The company has registered top line growth of 24% in FY 2018-19 as compared to FY 2017-18. The company has achieved an average capacity utilization of 58% in FY 2018-19 as against 41% in FY 2017-18. However, in spite of increase in business volume, the company was not able to increase the average blended yield on account of competition and less than expected speed in project development in the core sector of the economy.

The revenue contribution from wind mill sector remained muted and did not meet the Company's expectation as overall capacity installation was less than the estimates. Furthermore, this sector is facing some problems on account of changes in government policies specifically dealing with the methodology for bidding for wind mill projects (Feed-In-Tariff to Auction Based Tariff).

SML has seen an improvement in the order book in the current year supported by improved capacity addition in the wind power sector. Owing to sharp decline in wind power installation during FY2018 and FY2019, there has been some impact on company's revenue as well as profitability. However, given over 10,000 MW capacity addition has been awarded by SECI and state power utilities, wind installation will witness strong recovery over the next 12-18 months which will provide strong revenue visibility for vendors like SML. As per Industry estimates, wind mill installation in India would be between 4000 MW to 4500 MW in current financial year i.e. FY 2019-20 as against less than 2000 MW in FY 2018-19.

In spite of turbulent business environment, SML has serviced its debt in time. With available cash accruals from business operations and partly through asset monetization, it had pre-paid some of the term loan installments due in FY 2019-20.

Steps taken or proposed to be taken for improvement: The Company has been making conscious efforts to improve its financial performance and have initiated various cost reduction and cost optimization efforts. The results of these initiatives are likely to be felt in the coming quarters.

Expected increase in productivity in profits in measurability terms: The Company has adopted various cost optimisation methods. The positive results of these measures can be seen in the forthcoming quarters. In addition to this Company is targeting maximum deployment of its crane fleet with reasonable amount of yield which will eventually expected to increase the top line and profitability of the Company going forward.

IV. DISCLOSURES

The disclosures on remuneration paid/payable to Mr. Rishi C. Sanghvi are provided in the explanatory statement.

None of the Directors and Key Managerial Personnel, except Mrs. Maithili R. Sanghvi, being relative of Mr. Rishi C. Sanghvi are concerned or interested in the said resolution.

By Order of the Board of Directors
For Sanghvi Movers Limited

Rajesh P. Likhite
Company Secretary &
Chief Compliance Officer
ACS-13151

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,

Taluka Mulshi, Pune 411033

CIN: L29150PN1989PLC054143

Tel No. +91 (20) 71044700, 8669619501/2/3/4

E-mail: cs@sanghvicranes.com

Website: www.sanghvicranes.com

DIRECTORS' REPORT

Your Directors take pleasure in presenting the Thirtieth Annual Report on the business and operations of the Company together with Audited Financial Statements of the Company for the year ended 31st March 2019.

DEMISE OF MR. CHANDRAKANT SANGHVI, CHAIRMAN & MANAGING DIRECTOR

With deep sense of mourning, Board regrettably report the sad demise of Mr. Chandrakant Sanghvi, Chairman & Managing Director of the company, on 08th April 2019. Mr. Chandrakant Sanghvi was the pioneer of Indian crane industry. As Chairman & Managing Director of the Company, since the year 1994, he provided invaluable services to the Company. By virtue of his leadership, Sanghvi Movers Limited has emerged as sixth largest crane hiring company in the world. Your Directors pay their homage to the departed soul and pray the Almighty to bequeath eternal peace to the departed soul. A visionary entrepreneur, Mr. Chandrakant Sanghvi will always be remembered for the scale of his vision, sound business acumen and ability to inspire people. Known for his courage and kindness he will always be an inspiration to everyone in the Sanghvi Movers Limited Family.

FINANCIAL RESULTS

(₹ in Lakhs)

Financial Results	2018-19	2017-18
Total Income	29,526.04	24,845.22
Total Expenditure	19,310.53	14,483.64
Profit before Interest and Depreciation	10,215.51	10,361.57
Interest	4,759.06	5,474.94
Depreciation	14,082.05	13,673.44
Profit Before Tax	(8,625.60)	(8,786.81)
Provision for Taxation	(2,819.29)	(3,038.83)
Profit after Tax	(5,806.31)	(5,747.98)
Surplus brought forward from last year	34,621.98	40,369.96
Profit available for Appropriation	28,815.67	34,621.98
Appropriations:		
Transfer to General Reserves	0.00	0.00
Dividend	0.00	0.00
Tax on Dividend	0.00	0.00
Surplus carried forward to Balance Sheet	28,815.67	34,621.98

BUSINESS REVIEW

During the year under report, your Company generated revenue of ₹ 28,239.72 Lakhs (previous year : ₹ 22,839.76 Lakhs) and thereby registered top line growth of nearly 24% on annualised basis. The company has registered top line growth of 24% in FY 2018-19 as compared to FY 2017-18. The company has achieved an average capacity utilization of 58% in FY 2018-19 as against 41% in FY 2017-18. However, in spite of increase in business volume, the company was not able to increase the average blended yield on account of competition and less than expected speed in project development in the core sector of the economy.

The revenue contribution from wind mill sector remained muted and did not meet the Company's expectation as overall capacity installation was less than the estimates. Furthermore, this sector is facing some problems on account of changes in government policies specifically dealing with the methodology for bidding for wind mill projects (Feed-In-Tariff to Auction Based Tariff).

SML has seen an improvement in the order book in the current year supported by improved capacity addition in the wind power sector. Owing to sharp decline in wind power installation during FY2018 and FY2019, there has been some impact on company's revenue as well as profitability. However, given over 10,000 MW capacity addition has been awarded by SECI and state power utilities, wind installation will witness strong recovery over the next 12-18 months which will provide strong revenue visibility for vendors like SML. As per Industry estimates, wind mill installation in India would be between 4,000 MW to 4,500 MW in current financial year i.e. FY 2019-20 as against less than 2,000 MW in FY 2018-19.

In spite of turbulent business environment, SML has serviced its debt in time. With available cash accruals from business operations and partly through asset monetization, it had pre-paid some of the term loan installments due in FY 2019-20.

POWER GENERATION

Your Company has been earning regular income from the business of power generation from windmills commissioned in Jaisalmer, Rajasthan and Chitradurga, Karnataka. Total Income earned out of Wind Power Generation was ₹ 181.69 Lakhs.

DIVIDEND

In view of the loss, the Board of Directors expresses its inability to recommend any dividend on equity shares for the year under review.

SHARE CAPITAL

The paid up equity capital as on 31st March 2019 was ₹ 8,65,76,000/-. During the period under review, the company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

FINANCE

During the year under review, the Company has availed financial assistance from The Saraswat Co-operative Bank. The costs of borrowings availed from these banks are constantly been optimised through proactive financial management coupled with negotiations with bankers. Total Secured Loan outstanding as of 31st March 2019 was ₹ 44,457 Lakhs (as on 31st March, 2018 ₹ 54,327 lakhs). During the year under review, your company has reduced its borrowings by ₹ 9,870 lakhs. The Company is regular in its repayment obligation with its banks.



During the year, the following credit ratings were assigned to the Company:

'**ICRA A-**' as credit rating for long term loans, which indicates adequate degree of safety in respect of bank loan profile of the Company and '**ICRA A2+**' as credit rating for short term loans/borrowings.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans or guarantees covered under the provisions of Section 186 of the Companies Act, 2013. The details of the investments made by Company are given in the notes to the financial statements.

DEPOSITS

During the year under review, the Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). As of 31st March 2019 there are no fixed deposits outstanding.

FOREIGN EXCHANGE EARNINGS AND OUT-GO

During the year under review, there were no foreign exchange earnings and the foreign exchange outgo amounted to ₹ 1745.25 Lakhs.

ACCOUNTS

The accounts read with the notes thereon are self-explanatory and hence do not call for any explanatory statement.

INSURANCE

The assets of the Company including buildings, sheds, machinery, cranes, etc. are adequately insured.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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

The statement that the transactions are at arm's length and in the ordinary course of business is supported by a Certificate from the Managing Director. All Related Party Transactions are placed before the Audit Committee for their approval and to the Board, as and when required. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website, i.e. http://www.sanghvicranes.com/media/SML_RPT.pdf

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN 31ST MARCH 2019 AND 23RD MAY 2019 (DATE OF THE REPORT)

There were no material changes and commitments affecting the financial position of the Company between the end of financial year (31st March 2019) and the date of the Report (23rd May 2019). There have been no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal control commensurate with its size and nature of business, to ensure that the resources of the Company are used efficiently and effectively, all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorised, recorded and reported correctly, financial and other data are reliable for preparing financial information and other data and for maintaining accountability of assets. The internal control is supplemented by extensive programme of internal audits, review by management, documented policies, guidelines and procedures.

The Audit Committee and Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial year 2018-19 for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records and timely preparation of reliable Financial disclosures.

AUDITORS

a. Statutory Auditors

B S R & Co. L.L.P. Chartered Accountants, Pune (Firm registration No. 101248W), have completed eight years tenure as the Statutory Auditors of the Company. In view of the provisions of Companies Act, 2013 and the rules made thereunder, they are eligible to be re-appointed as Statutory Auditors for another term of two years.

B S R & Co. L.L.P. Chartered Accountants, Pune (Firm registration No. 101248W), being eligible for re-appointment, in terms of provisions of Section 141 of the Companies Act, 2013, have expressed their willingness to continue in office from the conclusion of this Annual General Meeting till the conclusion of Thirty-second Annual General Meeting. A resolution proposing their re-appointment from the conclusion of this Annual General Meeting till the conclusion of the Thirty-second Annual General Meeting of the Company, at a remuneration to be fixed by the Board of Directors, submitted at the Annual General Meeting.

The Board recommends the appointment of the Statutory Auditors.

b. Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amendments and modifications thereof, the Board of Directors of the Company has appointed M/s. Kanj & Co L.L.P., Practising Company Secretaries, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is annexed herewith as "Annexure B".

SUBSIDIARY COMPANIES

The Company does not have any subsidiary.

DIRECTORS

Mr. Vijay B. Mainkar resigned from the post Independent Director of of the Company due to old age, with effect from 17th August 2018. The Board places on record the valuable services rendered by Mr. Vijay B. Mainkar, during the tenure as Independent Director of the Company and expresses its deep sense of appreciation and gratitude for the same.



Mr. Sham D. Kajale, who retires by rotation and being eligible, offers himself for re-appointment. Mr. Sham D. Kajale has done his Master's in Commerce and is the Associate Member of the Institute of Cost Accountants of India. Mr. Sham D. Kajale is working with the company since last 24 years and has been looking after Corporate Finance, Accounts, Legal, Taxation, Human Resource Management and other administrative functions.

Mr. Rishi C. Sanghvi was appointed as Additional Director of the Company in the Board Meeting held on 07th December 2018. Pursuant to the provisions of Section 161 of the Companies Act, 2013, the Additional Director holds office until the date of the ensuing Annual General Meeting. However, the Company has received notice under Section 160 of the Companies Act, 2013, from a member proposing the candidature of the Additional Director to the office of directorship. Accordingly, necessary resolution in relation to the appointment of the Director is placed before the members at the ensuing Annual General Meeting. The Board recommends the appointment of the Director.

At the Twenty-fifth Annual General Meeting of the Company held on 26th September 2014, Mr. Dinesh Munot, Mr. Dara Damania, Mr. S. Padmanabhan and Mr. Pradeep Rathi were, inter alia, appointed as Independent Directors on the Board of the Company, for a term of five consecutive years up to 31st March 2019, pursuant to the provisions of Sections 149, 152 and Schedule IV of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement. During the period under review, the members of the Company, through postal ballot passed the special resolution/(s) on 30th March 2019, for re-appointment of Mr. Dinesh Munot, Mr. Dara Damania, Mr. S. Padmanabhan and Mr. Pradeep Rathi, as Independent Directors of the Company, for a second term of five year beginning from 01st April 2019 to 31st March 2024.

Mrs. Mina C. Sanghvi, Non Executive Non Independent Woman Director of the Company has resigned with effect from 23rd May 2019. The Board places on record the valuable services rendered by Mrs. Mina C. Sanghvi, during the tenure as Non Executive Non Independent Woman Director of the Company and expresses its deep sense of appreciation and gratitude for the same.

Mrs. Maithili R. Sanghvi was appointed as Additional Director of the Company in the Board Meeting held on 23rd May 2019. Pursuant to the provisions of Section 161 of the Companies Act, 2013, the Additional Director holds office until the date of the ensuing Annual General Meeting. However, the Company has received notice under Section 160 of the Companies Act, 2013, from a member proposing the candidature of the Additional Director to the office of directorship. Accordingly, necessary resolution in relation to the appointment of the Director is placed before the members at the ensuing Annual General Meeting. The Board recommends the appointment of the Director. Mrs. Maithili R. Sanghvi is also the Woman Director appointed under the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DECLARATION OF INDEPENDENCE

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

NUMBER OF MEETINGS OF THE BOARD

A calendar of meetings is prepared and circulated in advance to the Directors. During the year five Board Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013, SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and SEBI circular no. SEBI/HO/CEFD/CIR/P/2017/004 dated January 05th, 2017, the members of the Board carried out a formal review for evaluating the performance and effectiveness of the Board, Committees of the Board and of the individual Directors including the Chairman of the Board.

The performance of the Board was evaluated on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, participation in assessment of annual operating plan, risks etc. Using appropriate criteria the performance of the various Committees was separately evaluated by the Board.

AUDIT COMMITTEE

The details pertaining to the composition, terms of reference and other details of the Audit Committee of the Board of Directors of your Company and the meetings thereof held during the financial year are given in the Report on Corporate Governance section forming part of this Annual Report. The recommendations of the Audit Committee were accepted by the Board of Directors of your Company from time to time during the year under report.

RISK MANAGEMENT COMMITTEE

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 and Regulation 21 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, the Company has constituted a Risk Management Committee. The Company has a Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The risk framework defines the risk management approach across the enterprise at various levels. To strengthen the risk management framework, company has formed segment level risk committees to identify, analyze and mitigate the potential risks.

NOMINATION & REMUNERATION COMMITTEE

In accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has constituted Nomination & Remuneration Committee.

The Nomination & Remuneration Committee of the Board of Directors of Sanghvi Movers Limited consists of three members and all of them are Independent Directors. Mr. Pradeep R. Rathī – Chairman, Mr. S. Padmanabhan and Mr. Dara Damania as members of the Committee. During the year under review, Mr. Vijay B. Mainkar resigned as Independent Director w.e.f. 17th August 2018.

The Board of Directors of the Company has framed Remuneration Policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy has been uploaded on the website of the Company at http://www.sanghvicranes.com/media/REMUNERATION_POLICY.pdf.

Pursuant to the requirements of Section 178 of the Companies Act, 2013 and Company Amendment Act 2017, the salient features of the Remuneration Policy of Sanghvi Movers Limited are as follows:

- a. To formulate criteria for evaluation of Independent Directors and the Board;
- b. To devise a policy on Board diversity;

- c. To identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal;
- d. To evaluate the Whole-Time Director's performance in the light of established goals and objectives;
- e. To review and recommend the compensation for Whole-Time Directors to the Board;
- f. To review and overseeing Company's employee benefit programs;
- g. To carry an annual evaluation on its performance, using the established procedures;
- h. To advise management on employee hiring, training, development, deployment and motivation and internal communication and culture building
- i. Recommend to the board, all remuneration, in whatever form, payable to senior management.

FAMILIARISATION PROGRAMMES FOR INDEPENDENT DIRECTORS

According to the provisions of Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has framed various programmes to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The details of such programmes have been disclosed on the Company's website at the following link: http://www.sanghvicranes.com/media/SML_FPFID.pdf

VIGIL MECHANISM & WHISTLE BLOWER POLICY

The Company in accordance with the provisions of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has established a Vigil Mechanism and Whistle Blower Policy, which provides a formal mechanism for all Directors, employees and other stakeholders of the Company, to report to the management, their genuine concerns or grievances about unethical behaviour, actual or suspected fraud and any violation of the Company's Code of conduct or ethics policy. The policy also provides a direct access to the Chairman of the Audit Committee to make protective disclosures to the management about grievances or violation of the Company's Code of Conduct.

The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. During the year, nil complaints were received. The policy is disclosed on the Company's website in the following link: http://www.sanghvicranes.com/media/SML_vigil_mechanism.pdf

POLICY ON SUCCESSION PLANNING

The company has a formal Policy on Succession planning, duly approved by the Board of Directors of the Company. The objective of this Policy is to ensure the orderly identification and selection of new Directors or Senior Management in the event of any vacancy, whether such vacancy exists by reason of an anticipated retirement, an un-anticipated departure, the expansion of the size of the Company, or otherwise.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated

employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

POLICIES OF THE COMPANY

The key policies adopted by the company are as follows:

No.	Name of the Policy
1	Policy for determining of materiality of events, information
2	Code of Fair Disclosure
3	Archival Policy
4	Code of conduct for Board of Directors and Senior Management
5	Related Party Transactions Policy
6	Code of Insider Trading
7	Terms of reference for Audit Committee
8	Terms of reference for Stakeholders Relationship Committee
9	Remuneration Policy
10	Corporate Social Responsibility Policy
11	Vigil Mechanism and Whistle Blower Policy
12	Familirisation Programme
13	Terms of appointment of Independent Directors remuneration
14	Non-Executive Non Independent Directors remuneration
15	Anti Sexual Harassment Policy

The policies are available on the website of the Company (www.sanghvicranes.com).

QUALITY, HEALTH, SAFETY AND ENVIRONMENT (QHSE)

At Sanghvi Movers Limited Occupational Health and Safety of people is of the highest priority and of utmost importance and we are committed to continual improvement in Quality, Health, Safety and Environment and necessary efforts were made in this direction in line with the Quality, Safety, Health and Environment Policy laid down by the Company. The Company has achieved certification of ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and LEEA (Lifting Equipment Engineers Association) certification in 2018. Your Company provided regular safety and skill up-gradation trainings to the employees, wherever necessary.

KEY MANAGERIAL PERSONNEL

Mr. Rishi C. Sanghvi, Mr. Sham D. Kajale, and Mr. Rajesh P. Likhite were designated as "Key Managerial Personnel" of the Company pursuant to Sections 2 (51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Mr. Rishi C. Sanghvi - appointed as Executive Director of the Company and the Board of Directors of the Company, in their Board Meeting held on 07th February 2019, appointed



Mr. Rishi C. Sanghvi as Key Managerial Personnel. Mr. C. P. Sanghvi Ex. Chairman & Managing Director passed away on 08th April 2019 and ceased to be the Key Managerial Personnel of the Company. The Board of Directors of the Company in the Board Meeting held on 11th April 2019, appointed Mr. Rishi C. Sanghvi as Managing Director and Key Managerial Personnel of the Company.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Board of Directors of the Company have constituted the Corporate Social Responsibility Committee (CSR Committee), comprising of, Mr. Dara Damania Chairman, Mr. S Padmanabhan and Mrs. Maithili Sanghvi as members of the Committee as per the requirement of the Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. As on 31st March 2019, the Committee comprises three Directors. The said Committee has formulated the CSR Policy indicating the activities to be undertaken by the Company, monitoring the implementation of the frame work of the CSR Policy and recommending the amount to be spent on CSR activities. Additionally, the CSR Policy has been uploaded on the website of the Company at <http://www.sanghvicranes.com/media/CORPORATESOCIALRESPONSIBILITYCOMMITTEE.pdf>. The Company has incurred Net Loss of ₹ 5,806 Lakhs in the Financial Year 2018-19.

Post March 2018, the Company has witnessed huge turbulence in terms of its order book which was primarily dominated by Wind Mill Sector. Due to sudden and unexpected change in the business scenario and more particularly in the wind mill sector (which has contributed more than 70% of our revenue during last financial year), the company's financial performance has severely affected in the financial year 2018-19.

The revenue contribution from wind mill sector remained muted and did not meet the Company's expectation as overall capacity installation was less than the estimates. Furthermore, this sector is facing some problems on account of changes in government policies specifically dealing with the methodology for bidding for wind mill projects (Feed-In-Tariff to Auction Based Tariff). Wind Mill Sector has played a dominant role in the revenue contribution of the Company since last 7/8 years which has witnessed major setback in FY 2017-18 and FY 2018-19 and that has badly affected our business volume. The revenue contribution from Power Sector has also remained sub due due to lack of new investments in this sector.

Lack of business opportunities coupled with cut-throat competition had put additional stress on the pricing power of the company. All these factors have taken a huge toll on the Company's financial performance and the Company has posted net loss of ₹ 5,806.30 Lakhs for the financial year ended 31st March 2019.

It is also to be noted here that, the company has done major Capital Expenditure (₹ 71,067 Lakhs) during the financial years FY 2016-17 and FY 2017-18 for purchase of various capacity cranes and has borrowed long term loans from the banks for funding this Capex Plan. However, due to sudden and unexpected change in the business environment, the financial performance of the company has adversely affected in FY 2017-18 and FY 2018-19 for the reasons as stated above. As a prudent practice, the management has decided to give highest priority for repayment of bank loans and reduce the debt to the extent possible. Therefore the company has not incurred any expenditure on CSR activities in the financial year 2018-19 than the amount mandatorily required to be spend under the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS

In compliance with Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 and the provisions of the Companies Act, 2013, Report on Corporate Governance with Compliance Certificate from the Practicing Company Secretary and Management Discussion & Analysis Report are annexed and form an integral part of Annual Report.

Your Company conducts its business with integrity and high standards of ethical behavior and in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. Taking into consideration crucial role of Independent Directors in bringing about good governance, your Company continued its efforts in utilizing their expertise and involving them in all critical decision making processes.

Your Company is fully compliant with the Corporate Governance guidelines, as laid out in SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015. All the Directors (and also the members of the Senior Management) have affirmed in writing their compliance with and adherence to the Code of Conduct adopted by the Company. The details of the Code of Conduct are furnished in the Corporate Governance Report attached to this Report. The Managing Director has given a certificate of compliance with the Code of Conduct, which forms part of the Corporate Governance Report, as required under SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

The Managing Director / Joint Managing Director & Chief Financial Officer (CEO/CFO) certification as required under SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 is attached to the Corporate Governance Report. Related Party disclosures/transactions are detailed in note no. 24 of the Notes to the financial statements.

COMMENTS ON AUDITORS' REPORT/SECRETARIAL AUDIT REPORT

Statutory Auditors: The names of Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list) on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors. Both of them had resigned as directors of respective private limited companies prior to 31 March 2014 and their names are appearing in the list only due to non-filing of



e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. Both the directors have submitted necessary letters to the Registrar of Companies (ROC) for removal of their names which are erroneously appearing in the list. Based on the legal opinion obtained by the Company, the management is of the view that the provisions of Section 164 and 167 of the Companies Act, 2013 does not attract. Mr. Chandrakant P. Sanghvi, passed away on 08th April 2019 and ceased to be the Director of the Company. Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company on 23rd May 2019

Secretarial Auditor: Form No. MGT 9 relating to extract of annual return is already been uploaded on the company's website and is available at www.sanghvicranes.com. The names of Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list) on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors. Both of them had resigned as directors of respective private limited companies prior to 31 March 2014 and their names are appearing in the list only due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. Both the directors have submitted necessary letters to the Registrar of Companies (ROC) for removal of their names which are erroneously appearing in the list. Based on the legal opinion obtained by the Company, the management is of the view that the provisions of Section 164 and 167 of the Companies Act, 2013 does not attract. Mr. Chandrakant P. Sanghvi, passed away on 08th April 2019 and ceased to be the Director of the Company. Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company on 23rd May 2019.

PARTICULARS OF EMPLOYEES

Pursuant The requisite information pursuant to Section 197(12) and Rule 5(2)(i) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 with regard to the details of employees drawing remuneration of Rs. 850,000 per month or Rs. 102 Lakhs per annum is enclosed herewith as Annexure B to this report.

SECRETARIAL STANDARDS

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board and General Meetings.

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 requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. Internal Complaints Committee(s) (ICC) has been set up across all its location in India to redress complaints received regarding sexual harassment. During the year, nil cases were reported to the Committee.

TRANSFER OF UNPAID DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the provisions of Section 124 (5) of the Companies Act, 2013, Unpaid Dividend which remains unpaid or unclaimed for a period of seven years shall be transferred by the company to Investor Education and Protection Fund. Accordingly, the Company has transferred the unpaid dividend of Rs. 3,22,863/- to Investor Education and Protection Fund Authority. The details of the the unpaid dividend transferred are available on the website of the company (www.sanghvicranes.com).

APPRECIATION

Your Directors take this opportunity to thank the Government of India, concerned State Governments, Government Authorities, Business Associates, Banks, Financial Institutions, Customers, Vendors and Service Providers for the valuable support and co-operation extended by them during the year.

Your Directors would also like to place on record their sincere thanks and appreciation for the contribution, consistent hard work, dedication and commitment of our employees at all levels for their contribution to the success achieved by the Company.

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

For Sanghvi Movers Limited

Sham D. Kajale
Joint Managing Director & CFO
(DIN: 00786499)

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,
Taluka Mulshi, Pune 411033
CIN: L29150PN1989PLC054143
Tel No. +91 (20) 71044700, 8669619501/2/3/4

Annexure A to the Directors Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2019

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

To,
Members,
Sanghvi Movers Limited
S. No. 92 Tathawade
Taluka Mulshi,
Pune - 411033

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SANGHVI MOVERS LIMITED. (hereinafter called as "the Company or SML"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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 covering the financial year ended on 31st March, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 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 (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; No events occurred during the period which attracts provisions of these guidelines hence not applicable.

- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: No events occurred during the period which attracts provisions of these guidelines hence not applicable.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: No events occurred during the period which attracts provisions of these guidelines hence not applicable.
 - (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: No events occurred during the period which attracts provisions of these guidelines hence not applicable. And
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: No events occurred during the period which attracts provisions of these guidelines hence not applicable.
- vi. We further report that, having regard to the compliance system prevailing in SML and on examination of the relevant documents and records in pursuance thereof, the Company has complied with the following laws applicable specifically to SML:
- a. Water (Prevention and Control of Pollution) Act, 1974;
 - b. Motor Vehicles Act, 1988.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India:
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited and National Stock Exchange of India Limited;

During the period under review the Company has generally complied with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. The Company did not attach form MGT 9 to the Board's Report for F.Y 2017-18. However MGT 9 was uploaded and was available on the website of the Company.
2. The Company has not spent any amount on Corporate Social Responsibility (CSR) in the FY 2017-18 as required under Section 135 of the Act and the Company has made necessary disclosure about non spending amount in the Board's Report.
3. The compliance of the Secretarial Standards needs to be strengthened.

We further report that;

Based on the representations, information, explanations and declarations provided by the Company, Directors and its officers the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Late Mr. C. P Sanghvi (DIN 00116599) and Mrs. Mina Sanghvi (DIN 00116748) have been disqualified by Registrar of Companies, Pune/ MCA on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors and therefore in our view the composition of Board of Directors is affected.



We have been informed that names of Late Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi entered erroneously in the list of disqualified directors published by MCA (the list), as both of them had resigned as directors of respective private limited companies prior to 31st March, 2014 and their names are appearing in the list due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. We are also informed that necessary letters were submitted to the Registrar of Companies by the above directors for removal of their names which according to them are erroneously appearing in the list.

Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company w.e.f. 23rd May 2019.

During the year under report Mr. Rishi Sanghvi was appointed as an additional director and executive director with effect from 7th December 2018. We have been informed that 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.

All the decision in the board meetings were carried through by majority and it was informed to us while there were no dissenting views of the members and hence not 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.

We further report that during the audit period the Company has taken following actions or enter into events having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

- The Company passed Special Resolutions by means of postal ballot pursuant to the provisions of Section 149,150,152 Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for re-appointment of Independent Directors namely Mr. Dinesh Munot, Mr. Dara Damania, Mr. S Padmanabhan and Mr. Pradip Rathi.
- The Company has submitted disclosure to Stock Exchange(s) pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding an arbitration award, to which the Company was made a party. The Company has submitted this disclosure as an abundant caution.

For **KANJ & Co. LLP,**
Company Secretaries,

V. S. KHANVALKAR

PARTNER

FCS No.: 2489

C P No.:1586

Date: 23rd May 2019

Place: Pune

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

Annexure A

To,
Members,
Sanghvi Movers Limited
S. No. 92 Tathawade
Taluka Mulshi,
Pune - 411033

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For KANJ & Co. LLP,
Company Secretaries,**

V. S. KHANVALKAR
PARTNER
FCS No.: 2489
C P No.:1586

Date: 23rd May 2019
Place: Pune

Annexure B to the Directors Report

Details of the Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as follows:

(₹ in Lakhs)

Sr. No.	Name of Director / KMP and Designation	Remuneration of Director/ KMP for financial year 2018-19	% increase in Remuneration in the financial year 2018-19	Ratio of remuneration of each Director/ KMP to median remuneration of employees	Comparison of the remuneration of the KMP against the performance of the Company
1	Mr. C. P. Sanghvi Chairman & Managing Director	259.45	18	69	The growth in revenue was 19% and net loss of ₹ 5,806.30 Lakhs, as compared to the previous year's net loss of ₹ 5,747.98 Lakhs.
2	Mr. Sham D. Kajale Joint Managing Director & CFO	122.69*	71	33	
3	Mr. Rishi C. Sanghvi Managing Director	47.20	72	13	
4	Mr. Rajesh P. Likhite Company Secretary	17.78	2	5	

* As gratuity and compensated absences are computed for all the employees in aggregate, the amounts relating to the Joint Managing Director & CFO cannot be individually identified, had the Company calculated the gratuity on arithmetical basis, gratuity expense pertaining to Mr. Sham Kajale would have amounted to ₹ 2.90 Lakhs.

However, contribution toward superannuation fund is included as part of managerial remuneration.

a. The median remuneration of employees of the Company during the financial year 2018-19 was ₹ 3.77 Lakhs.

- b. As on 31st March 2019, there were 240 permanent employees who were on the payroll of the Company.
- c. The average percentage increase in the salaries of employees excluding Key Managerial Personnel was 6.00% over the previous year. The average increase in the salaries of Key Managerial Personnel was 41.00%. The increase in KMP remuneration was based on the recommendations of the Nomination & Remuneration Committee, to revise the remuneration as per Industry Benchmark.

It is affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees.

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

For Sanghvi Movers Limited

Sham D. Kajale
Joint Managing Director & CFO
(DIN: 00786499)

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,
Taluka Mulshi, Pune 411033
CIN: L29150PN1989PLC054143
Tel No. +91 (20) 71044700, 8669619501/2/3/4

Annexure C to the Directors Report

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 transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis:

Sl. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General meeting as required under first proviso to section 188
Not applicable								

2. Details of contracts or arrangements or transactions at Arm's length basis:

Sr. No.	Particulars	Details					
		Mr. C. P. Sanghvi	Mrs. Mina C. Sanghvi	Mr. C. P. Sanghvi	Thyssenkrupp Industries Private Limited	Mr. Rishi C. Sanghvi	Mr. Sham D. Kajale
2	Nature of relationship	Promoter Director	Promoter Director	Managing Director	Mr. Dara Damania is a Director of Thyssenkrupp Industries Private Limited	Promoter and son of Late Mr. C. P. Sanghvi and Mrs. Mina C. Sanghvi. General Manager – Business Development till 06th December 2018 and Executive Director w.e.f. 07 th December 2018	Joint Managing Director & CFO w.e.f. 13 th November 2017.
3	Nature of contracts/ arrangements/ transaction	Net of Loan availed & repaid	Net of Loan availed & repaid	Salary	Crane charges	Salary	Salary

THIRTIETH ANNUAL REPORT 2018-2019

Sr. No.	Particulars	Details					
		Mr. C. P. Sanghvi	Mrs. Mina C. Sanghvi	Mr. C. P. Sanghvi	Thyssenkrupp Industries Private Limited	Mr. Rishi C. Sanghvi	Mr. Sham D. Kajale
4	Duration of the contracts/ arrangements/ transaction	01.04.2018 to 31.03.2019					
5	Salient terms of the contracts or arrangements or transaction	Rate of Interest on Long Term Loans and Interest Payable on Cash Credit limits outstanding as on the closing date of each and every quarter.	Rate of Interest on Long Term Loans and Interest Payable on Cash Credit limits outstanding as on the closing date of each and every quarter.	Salary paid is at par with industry standards	As per the purchase orders raised from time to time at arms length basis	Salary paid is at par with industry standards	Salary paid is at par with industry standards
6	Date of approval by the Board	11.11.2013	11.11.2013	25.05.2016	25.05.2016	25.05.2016 & 07.12.2018	07.12.2018
7	Value of the transactions (₹ in Lakhs)	(72.80)	-	259.45	148.15	47.20	122.69*

* As gratuity and compensated absences are computed for all the employees in aggregate, the amounts relating to the Joint Managing Director & CFO cannot be individually identified, had the Company calculated the gratuity on arithmetical basis, gratuity expense pertaining to Mr. Sham Kajale would have amounted to ₹ 2.90 Lakhs.

However, contribution toward superannuation fund is included as part of managerial remuneration.

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

For Sanghvi Movers Limited

Sham D. Kajale
Joint Managing Director & CFO
(DIN: 00786499)

Place: Pune

Date: 23rd May 2019

Registered Office:

Survey No. 92, Tathawade,
Taluka Mulshi, Pune 411033
CIN: L29150PN1989PLC054143
Tel No. +91 (20) 71044700, 8669619501/2/3/4

ANNEXURE D TO THE CORPORATE SOCIAL RESPONSIBILITY REPORT

1. **A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

Objectives:

The objective of CSR policy is to lay down guidelines for proper functioning of CSR activities, to attain sustainable development of the nearby society:

1. To formulate and recommend to the Board, a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Company in compliance with the provisions of the Companies Act, 2013 and the rules made thereunder;
2. To recommend the amount of expenditure to be incurred on the activities referred to above;
3. To monitor the implementation of the Corporate Social Responsibility Policy of the Company from time to time;
4. To recommend to the Board necessary amendments, if any, in the CSR policy from time to time;
5. To monitor the budget under the CSR activities of the Company;
6. To accomplish the various CSR projects of the Company independently or through any other eligible NGO / Social Institute, as the case may be;
7. To seek information from any employee as considered necessary;
8. To obtain outside legal professional advice as considered necessary, and
9. To secure attendance of outsiders with relevant expertise.

CSR Methodology:

All projects are identified in a participatory manner and gauging their basic needs. The focus areas identified are as follows:

1. Education;
2. Health care;
3. Sustainable livelihood;
4. Infrastructure development.

Prior to the commencement of projects, a baseline study of the villages will be carried out and the same will be tabled before the CSR Committee for its consideration.

2. The Composition of CSR Committee.

The Corporate Social Responsibility (CSR) Committee of Board of Directors consists of three members namely, Mr. Dara Damania – Chairman, Mr. S Padmanabhan and Mrs. Maithili Sanghvi, as members of the Committee.

3. Average net profit of the Company for the last three financial years:

₹ 8,180.53 Lakhs

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):

₹ 163.61 Lakhs

5. Details of CSR spent during the financial year 2018-19:

a. **Total amount to be spent for the financial year 2017-18:** ₹ 163.61 Lakhs

b. **Amount unspent, if any:** ₹ 163.61 Lakhs

c. **Manner in which the amount spent during the financial year is detailed below:**

6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

Post March, 2018, the Company has witnessed huge turbulence in terms of its order book which was primarily dominated by Wind Mill Sector. Due to sudden and unexpected change in the business scenario and more particularly in the wind mill sector (which has contributed more than 70% of our revenue during last financial year), the company's financial performance has severely affected in the financial year 2018-19.

The revenue contribution from wind mill sector remained muted and did not meet the Company's expectation as overall capacity installation was less than the estimates. Furthermore, this sector is facing some problems on account of changes in government policies specifically dealing with the methodology for bidding for wind mill projects (Feed-In-Tariff to Auction Based Tariff). Wind Mill Sector has played a dominant role in the revenue contribution of the Company since last 7/8 years which has witnessed major setback in FY 2017-18 and FY 2018-19 and that has badly affected our business volume. The revenue contribution from Power Sector has also remained subdued due to lack of new investments in this sector.

Lack of business opportunities coupled with cut-throat competition had put additional stress on the pricing power of the company. All these factors have taken a huge toll on the Company's financial performance and the Company has posted net loss of ₹ 5,806.31 Lakhs for the financial year ended 31st March 2019.

It is also to be noted here that, the company has done major Capital Expenditure (₹ 71,067 Lakhs) during the financial years FY 2016-17 and FY 2017-18 for purchase of various capacity cranes and has borrowed long term loans from the banks for funding this Capex Plan. However, due to sudden and unexpected change in the business environment, the financial performance of the company has adversely affected in FY 2017-18 and FY 2018-19 for the reasons as stated above. As a prudent practice, the management has decided to give highest



priority for repayment of bank loans and reduce the debt to the extent possible. Therefore the company has not incurred any expenditure on CSR activities in the financial year 2018-19 than the amount mandatorily required to be spend under the Companies Act, 2013.

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

For Sanghvi Movers Limited

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director

Dara Damanaia
Chairperson CSR Committee

Place: Pune

Date: 23rd May 2019

ANNEXURE C TO THE DIRECTORS REPORT**FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN**

(as on the financial year ended on 31st March 2019)

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

I. Registration and Other Details

I	CIN	L29150PN1989PLC054143
II	Registration Date	03rd November 1989
III	Name of the Company	Sanghvi Movers Limited
IV	Category / Sub-Category of the Company	Company having share capital
V	Address of the Registered office and contact details	S. No. 92, Tathawade, Taluka Mulshi, Pune – 411033
VI	Whether listed company	Yes
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited Block No 202, Akshay Complex, 2nd Floor, Near Ganesh Temple, Off Dhole Patil Road, Pune – 411001

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	Crane hiring services	773	99.35
2	Power generation	4320	0.65

III. Particulars of Holding, Subsidiary and Associate Companies

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary Associate	% of Shares Held	Applicable Section
1	NA	NA	NA	NA	NA

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 2018			Shareholding at the end of the year - 2019			% Change during the year	
		Demat	Physical	Total	% of Total Shares	Demat	Physical		Total
(A)	Shareholding of Promoter and Promoter Group								
[1]	Indian								
(a)	Individuals / Hindu Undivided Family	57,70,129	1,45,00,000	2,02,70,129	46.82	57,70,129	1,45,00,000	2,02,70,129	46.82
(b)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00
(c)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00
(d)	Any Other (Specify)								
	Bodies Corporate	25,000	0	25,000	0.06	25,000	0	25,000	0.06
	Sub Total (A)(1)	57,95,129	1,45,00,000	2,02,95,129	46.88	57,95,129	1,45,00,000	2,02,95,129	46.88
[2]	Foreign								
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0	0	0	0.00
(b)	Government	0	0	0	0.00	0	0	0	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00
(d)	Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00
(e)	Any Other (Specify)								
	Sub Total (A)(2)	0	0	0	0.00	0	0	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)	57,95,129	1,45,00,000	2,02,95,129	46.88	57,95,129	1,45,00,000	2,02,95,129	46.88
(B)	Public Shareholding								
[1]	Institutions								
(a)	Mutual Funds / UTI	57,76,158	3,000	57,79,158	13.35	23,07,347	3,000	23,10,347	5.34
(b)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	1,71,064	0	1,71,064	0.40
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00
(e)	Foreign Portfolio Investor	6,88,222	0	6,88,222	1.59	82,300	0	82,300	0.19
(f)	Financial Institutions / Banks	23,573	0	23,573	0.05	19,871	0	19,871	0.05
(g)	Insurance Companies	0	0	0	0	0	0	0	0
(h)	Provident Funds/ Pension Funds	0	0	0	0	0	0	0	0
(i)	Any Other (Specify)	0	0	0	0	0	0	0	0
	Foreign Financial Institution	0	0	0	0	0	0	0	0
	UTI	0	0	0	0	0	0	0	0
	Sub Total (B)(1)	64,87,953	3,000	64,90,953	14.99	25,80,582	3,000	25,83,582	5.96
	Sub Total (B)(1)	64,87,953	3,000	64,90,953	14.99	25,80,582	3,000	25,83,582	5.96
	Sub Total (B)(1)	64,87,953	3,000	64,90,953	14.99	25,80,582	3,000	25,83,582	5.96
	Sub Total (B)(1)	64,87,953	3,000	64,90,953	14.99	25,80,582	3,000	25,83,582	5.96

Sr. No.	Category of Shareholders	Shareholding at the beginning of the year - 2018				Shareholding at the end of the year - 2019				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	Central Government/ State Government(s)/ President of India	39,508	0	39,508	0.09	39,508	0	39,508	0.09	0.00
	Sub Total (B)(2)	39,508	0	39,508	0.09	39,508	0	39,508	0.09	0.00
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs. 1 lakh.	72,61,935	1,74,540	74,36,475	17.18	1,03,12,075	1,70,540	1,04,82,615	24.21	7.03
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	50,70,736	0	50,70,736	11.71	49,98,123	0	49,98,123	11.55	(0.16)
(b)	NBFCs registered with RBI	0	0	0	0.00	3,500	0	3,500	0.01	0.01
(c)	Employee Trusts	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Trusts	1,57,372	0	1,57,372	0.36	500	0	500	0.00	(0.36)
	Hindu Undivided Family	6,12,238	0	6,12,238	1.41	7,19,099	0	7,19,099	1.66	0.25
	Foreign Companies	0	0	0	0.00	0	0	0	0.00	0.00
	Non Resident Indians (Non Repat)	3,70,895	0	3,70,895	0.86	2,15,432	0	2,15,432	0.50	(0.36)
	Non Resident Indians (Repat)	4,46,934	0	4,46,934	1.03	6,99,305	0	6,99,305	1.62	0.59
	Clearing Member	1,30,061	0	1,30,061	0.30	2,08,323	0	2,08,323	0.48	0.18
	Bodies Corporate	22,36,199	1,500	22,37,699	5.17	30,41,384	1,500	30,42,884	7.03	1.86
	Sub Total (B)(3)	1,62,86,370	1,76,040	1,64,62,410	38.02	2,01,97,741	1,72,040	2,03,69,781	47.05	9.03
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	2,28,13,831	1,79,040	2,29,92,871	53.12	2,28,17,831	1,75,040	2,29,92,871	53.11	(0.01)
	Total (A) + (B)	2,86,08,960	1,46,79,040	4,32,88,000	100.00	2,86,12,960	1,46,75,040	4,32,88,000	100.00	0.00
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0.00	0.00	0	0	0.00	0.00	0.00
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0.00	0.00	0	0	0.00	0.00	0.00
	Total (A) + (B) + (C)	2,86,08,960	1,47,19,040	4,32,88,000	100.00	2,86,12,960	1,46,75,040	4,32,88,000	100.00	0.00

Shareholding by Promoters and Promoter Group

Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in the 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	Chandrakant Phoolchand Sanghvi	1,00,31,098	23.17	-	1,00,31,098	23.17	-	0.00
2	Rishi Chandrakant Sanghvi	53,19,740	12.28	-	53,19,740	12.28	-	0.00
3	Mina Chandrakant Sanghvi	44,18,791	10.21	-	44,18,791	10.21	-	0.00
4	Niyoshi Chandrakant Sanghvi	5,00,500	1.16	-	5,00,500	1.16	-	0.00
5	Jethi Builders & Traders Private Limited	25,000	0.06	-	25,000	0.06	-	0.00

iii.

Change in Promoters Shareholding

Sr. No.	Particulars	Shareholding at the beginning of the year		No of shares		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At beginning of the year:	20,295,129	46.88	0	0				
	Date wise increase / decrease in promoters' shareholding during the year specifying the reasons for increase / decrease (e.g. transfer / sale/purchase, etc)								
1	Chandrakant Phoolchand Sanghvi:	1,00,31,098	23.17	0	0	1,00,31,098	23.17	1,00,31,098	23.17
2	Rishi Chandrakant Sanghvi	53,19,740	12.28	0	0	53,19,740	12.28	53,19,740	12.28
3	Mina Chandrakant Sanghvi	44,18,791	10.21	0	0	44,18,791	10.21	44,18,791	10.21
4	Niyoshi Chandrakant Sanghvi	5,00,500	1.16	0	0	5,00,500	1.16	5,00,500	1.16
5	Jethi Builders And Traders Pvt. Ltd.	25,000	0.06	0	0	25,000	0.06	25,000	0.06
	At the end of the year:							20,295,129	46.88

iv. Shareholding Pattern of Top ten shareholders (other than Directors, Promoters and Holders of GDR's and ADR's)

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		No. of shares		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the Company
1	Kedar Dattatraya Borgaonkar	23,12,469	5.34	64,545	-	23,94,200	5.53
2	Reliance Capital Trustee Co Ltd- A/C Reliance India Opportunities Fund - Series A	-	-	7,89,706	1.82	7,89,706	1.82
3	HSBC Small Cap Equity Fund	6,57,954	1.52	-	-	6,57,954	1.52
4	Sanghvi Erectors Pvt Ltd	6,08,344	1.41	-	211	6,08,133	1.40
5	Dattatraya Shankar Borgaonkar	4,41,800	1.02	27,000	-	4,74,484	1.09
6	Anil Kumar Goel	4,54,000	1.05	-	-	4,54,000	1.05
7	Arun Nahar	2,63,000	0.61	1,81,605	-	7,44,605	1.72
8	HSBC Infrastructure Equity Fund	4,13,659	0.96	-	-	4,13,659	0.96
9	HSBC Multicap Equity Fund	4,00,000	0.92	-	-	4,00,000	0.92
10	Jagruti Rajiv Dutia	2,25,000	0.52	1,25,000	-	3,50,000	0.81

v. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Shareholders Name	Shareholding at the beginning of the year		No. of shares		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the Company
1	Mr. C. P. Sanghvi	1,00,31,098	23.17	0	0	1,00,31,098	23.17
2	Mr. Dara Damania	Nil	Nil	0	0	Nil	Nil
3	Mr. S. Padmanabhan	Nil	Nil	0	0	Nil	Nil
4	Mr. Pradeep R. Rathi	Nil	Nil	0	0	Nil	Nil
5	Mr. Dinesh Munot	Nil	Nil	0	0	Nil	Nil
6	Mr. Madhukar V. Kotwal	Nil	Nil	0	0	Nil	Nil
7	Mrs. Mina C Sanghvi	44,18,791	10.21	0	0	44,18,791	10.21
8	Mr. Sham. D. Kajale	Nil	Nil	0	0	Nil	Nil
9	Mr. Rishi C. Sanghvi	53,19,740	12.28	0	0	53,19,740	12.28
10	Mr. Rajesh P. Likhite	Nil	Nil	0	0	Nil	Nil

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the end of the financial year (31 March 2018)				
i) Principal Amount	5,22,22,80,833	20,89,33,000	-	5,43,12,13,833
ii) Interest due but not paid	1,68,67,309	-	-	1,68,67,309
iii) Interest accrued but not due	40,07,360	2,26,04,008	-	2,66,11,368
Total (i + ii + iii)	5,24,31,55,502	23,15,37,008	-	5,47,46,92,510
Change in Indebtedness during the financial year				
• Addition	-	(52,28,660)	-	(52,28,660)
• Reduction	(99,71,84,078)	-	-	(99,71,84,078)
Net Change	(99,71,84,078)	(52,28,660)	-	(1,00,24,12,738)
Indebtedness at the end of the financial year (31 March 2019)				
i) Principal Amount	4,24,40,65,666	20,16,53,000	-	4,44,57,18,666
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	19,05,758	2,46,55,348	-	2,65,61,106
Total (i + ii + iii)	4,24,59,71,424	22,63,08,348	-	4,47,22,79,772

VII. Remuneration of Directors and Key Managerial Personnel

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

(₹ in Lakhs)

Sl.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Mr. C. P. Sanghvi	Mr. Rishi C. Sanghvi	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	240.00	42.05	395.77
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	19.45	0.39	20.23
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2.	Stock Option	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil
4.	Commission - as % of profit - Others, specify	Nil	Nil	Nil
5.	Others, Contribution to Superannuation fund and National Pension Scheme	-	4.76	13.34
	Total (A)	259.45	47.20	429.34
	Ceiling as per the Act	Mr. C. P. Sanghvi: Pursuant to the resolution passed by the members through postal ballot on 04 January 2018, the managerial remuneration limit is Rs. 260.45 Lakhs. In the case of Mr. Sham D. Kajale and Mr. Rishi C. Sanghvi, the managerial remuneration limit is of Rs. 128.11 Lakhs respectively.		

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors						Total Amount
		Mr. Dara Damania	Mr. V. B. Mainkar	Mr. S. Padmanabhan	Mr. P. R. Rathi	Mr. Dinesh Munot	Mr. M. V. Kotwal	
1.	Independent Directors							
	Fee for attending board committee meetings	3.22	1.70	3.92	3.42	1.80	3.12	17.18
	Commission	-	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-	-
	Total (1)	3.22	1.70	3.92	3.42	1.80	3.12	17.18
Sl.								
no.	Particulars of Remuneration	Mrs. Mina C. Sanghvi						Total Amount
2.	Other Non-Executive Directors							
	Fee for attending board committee meetings	2.62						2.62
	Commission	-						-
	Others, please specify	-						-
	Total (2)	2.62						2.62
	Total (B)=(1+2)	5.84						19.80
	Total Managerial Remuneration							468.94
	Overall Ceiling as per the Act							

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

(₹ in Lakhs)

S I . no.	Particulars of Remuneration	Key Managerial Personnel
		Mr. Rajesh Likhite Company Secretary
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	17.57 0.22 -
2.	Stock Option	NIL
3.	Sweat Equity	NIL
4.	Commission as % of profit others, specify	NIL
	Total	17.79

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type		Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fee imposed	Authority (RD/ NCLT/ Court)	Appeal made, if any (give details)
A	Company	-	-	-	-	-
	Penalty	-	-	-	-	-
	Punishment	-	-	-	-	-
	Compounding	-	-	-	-	-
B	Directors	-	-	-	-	-
	Penalty	-	-	-	-	-
	Punishment	-	-	-	-	-
	Compounding	-	-	-	-	-
C	Other Officers in default	-	-	-	-	-
	Penalty	-	-	-	-	-
	Punishment	-	-	-	-	-
	Compounding	-	-	-	-	-

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

For Sanghvi Movers Limited

Sham D. Kajale
Joint Managing Director & CFO
(DIN: 00786499)

Place: Pune

Date: 23rd May 2019

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Indian Economy

In financial year 2018-19, the Indian economy's GDP growth is estimated at @ 6.8% as compared to @ 7.2% in financial year 2017-18, due to poor performance in agriculture, manufacturing sectors and stress in the NBFC sector. According to International Monetary Fund, GDP growth is projected to pick up to 7.3% in 2019-20 and 7.5% in 2020-21, supported by the recovery of investment, robust consumption amid a more expansionary stance of monetary policy and some expected impetus from fiscal policy.

The year 2018-19, in particular, was a challenging year. The implementation of the Goods & Services Tax (GST) from 1st July 2017 also impacted various businesses, including our customers. For many, the transition of complying with this new change and policy, presented initial adoption challenges in terms of regulation and systems. While this created a temporary disruption, we consider this to be a game changer for the industry and economic scenario of India in the long run.

Indian Economy is widely considered as the world's fastest expanding large economy and the most dynamic emerging market. Indian economy is expected to continue its pace of rapid growth. The Government has progressed well on its agenda for important economic reforms, which should support strong and sustainable growth going forward. In particular, over the medium term the implementation of the GST, should help raise India's growth, as it is likely to enhance the efficiency of production and movement of goods and services across Indian states. New Indian Bankruptcy Code and Moreover, the Rs. 2.11 trillion recapitalisation package for public sector banks announced by the Government is expected to uplift the health of the banking sector, to support credit growth to the private sector and to kick-start further investments. These capital infusion programmes on recapitalizing banks in one - go is a remarkable move and was indeed the need of the hour. It will generate balance in overall demand and supply by bringing more investments in sectors like infrastructure. These funds will also help in efficiently managing risk and credit capital related requirements of the banks. The steps will also encourage private participation thus boosting growth going forward. The thrust to infrastructure will generate direct and indirect positive cascading effects for lot of related sectors and will create feel good factor for all stakeholders.

Major policy initiatives undertaken by the Ministry of Corporate Affairs and SEBI during the financial year 2018-19 such as acceptance of recommendations of Uday Kotak Committee on reforms in corporate governance should enhance and ensure the interests of all stakeholders, shareholders, suppliers of capital and other goods and services, customers and society.

Favourable indicators such as moderate levels of inflation, growth in industrial sector, stability in GST, recovery in investments and ongoing structural reforms could propel Indian economy's growth. In addition to this, growth in global economy in 2018 will be an additional impetus to India's exports, which were visible in current financial year. However the country's growth could be impacted by the increase in crude oil prices. Considering the above, CSO expects growth rate between 6.8% in financial year 2018-19.

Global Economy

According to the International Monetary Fund (IMF) the global expansion has weakened. Global growth for 2018 is estimated at 3.7%, despite weaker performance in Europe and Asia. The global economy is projected to grow at 3.5 percent in 2019 and 3.6 percent in 2020, because of the negative effects of tariff increases enacted in the United States and China. During the year 2018, the global economy continues to expand, but third-quarter growth has disappointed in some economies. Idiosyncratic factors (new fuel emission standards in Germany, natural disasters in Japan) weighed on activity in large economies. But these developments occurred against a backdrop of weakening financial market sentiment, trade policy uncertainty, and concerns about China's outlook. Crude oil prices have been volatile since August 2018, reflecting supply influences, including US policy on Iranian oil exports and, more recently, fears of softening global demand.

Financial conditions in emerging markets have tightened modestly since the fall, with notable differentiation based on country-specific factors. Emerging market equity indices have sold off over this period, in a context of rising trade tensions and higher risk aversion.

Industry structure and developments: Your Company is the Largest Crane Hiring Company in India and 6th Largest in the World, as per rankings from Cranes International Magazine. It is engaged in the business of providing hydraulic and crawler cranes to various industries in the infrastructure and core sector areas with a fleet of 400 medium to large size hydraulic truck mounted telescopic & lattice boom cranes and crawler cranes with lifting capacity 20 Tons to 800 Tons. In the next couple of years, your Company will focus more on renting cranes to Wind, Power, Refineries, Thermal power, Steel, Cement, Aluminum Plants, Refinery, Metro and Hydro Power sectors.

Your Company's main business is operation of Cranes, which accounted more than 99% of the revenues. Company's extensive network all over India through various depots enables our customers to avail our services efficiently. The Company is confident of meeting any demand spikes in the next fiscal year, based on the demand and implementation of projects currently in hand.

Opportunities and Threats: The Central Government's emphasis on the renewable energy more particularly on wind power generation and solar energy will bound to increase the demand for the crane rental business. In view of the increased investments in the renewable energy sector and upcoming projects in refinery and gas, cement, power and steel sector, the company expects increase in demand and rental for the cranes.

Your Company has been providing heavy lift, plant erection and maintenance services to various large scale projects. Your Company has maintained a good track record in terms of effective deployment of cranes at competitive rates with due regard to time schedule as well as safety and efficiency in operations.

The growth of crane rental business is constrained due to higher capital cost may result in availability of suitable cranes as per market demand. There is a concern for safety of cranes at work sites. The Company's operations may get affected on account of increase in competition in crane hiring business, delay in receivables.

Segment-wise or product-wise performance: The company operates in single segment and hence not applicable.

Outlook: The Company has concentrated its fleet of cranes more on heavy duty cranes (cranes above 100 Tons). At present more than 90% of gross block of cranes is in 100 MT & above. Obviously, more than 90% of the Company's turnover is contributed by higher tonnage cranes.



Risks and concerns: The crane hiring business is exposed to a wide spectrum of risks and it is imperative that the various risks faced by the Company are effectively measured, monitored and managed. A moderate Risk Management framework enables effective and proactive management of various risks, while supporting business growth. It helps to reduce volatility in earnings and enhances shareholder value.

The Board of Directors of your Company endorses the risk strategy and approves the risk policies. The Risk Management Committee of the Board supervises implementation of the risk strategy. It guides the development of policies, procedures and systems for managing risk. The committee periodically reviews risk level.

Economic Risk: Globalisation has ensured that the Indian economy and financial markets cannot stay insulated from the present financial crisis in the developed economies. The global economic conditions may affect the Indian economy through financial sector, exports and exchange rates.

Competition Risk: Currently, the company faces competition threat from various domestic as well as foreign players. This results into decrease in market share of the company and putting pressure on pricing power (yield) of the Company.

Manpower Risk: Due to emerging competition, there might be shortage of Skilled Operators and Technical Staff. Also there is possibility of poaching of good manpower, as we have experienced staff.

Financial Risk: Our cranes are being deployed in the infrastructure and core sector of the economy. Any slowdown in the Capex cycle more particularly in infrastructure & core sector may affect revenues of the Company.

Internal control systems and their adequacy: The Company has an adequate system of internal control commensurate with its size and nature of business, to ensure that the resources of the Company are used efficiently and effectively, all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorised, recorded and reported correctly, financial and other data are reliable for preparing financial information and other data and for maintaining accountability of assets. The internal control is supplemented by extensive programme of internal audits, review by management, documented policies, guidelines and procedures.

Discussion on financial performance with respect to operational performance: Sanghvi Movers Limited is India's largest crane hiring Company in India. The performance of the Company is dependent on the Indian Economy, more particularly investments in infrastructure and core sector of the economy both by private as well as public sector undertakings.

Total revenue from operations at ₹ 29,526.05 Lakhs for the year ended 31 March 2019, as against ₹ 24,845.22 Lakhs for the corresponding previous year. Post March, 2017, the Company has witnessed huge turbulence in terms of its order book which was primarily dominated by Wind Mill Sector. Due to unexpected change in the business scenario and more particularly in the wind mill sector, the company's financial performance has severely affected in the financial year 2018-19.

Material developments in Human Resources / Industrial Relations front, including number of people employed:

The Company believes that employees are one of its greatest assets. Considering the business challenges, management has initiated various training and development activities to upgrade skills and knowledge of the employees. Your Company has a team of professionally qualified personnel to look after technical and commercial aspects of business operations. Its technical team includes qualified engineers, skilled operators and expert maintenance staff. Employee relations have been cordial. Your Company had 1,551 employees including indirect labour as on 31st March 2019.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor required vide part B of Schedule V to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2018:

No	Particulars	2018-19	2017-18	% Change	Explanations if any
1)	Debtors Turnover Ratio	2.51	1.50	-40%	Refer Note 1
2)	Inventory Turnover Ratio	1.10	1.10	0%	Not Applicable
3)	Interest Coverage Ratio	2.15	1.89	-12%	Not Applicable
4)	Current Ratio	0.77	1.26	64%	Refer Note 2
5)	Debt Equity Ratio	0.61	0.68	11%	Not Applicable
6)	Operating Profit Margin (%)	31.62%	36.59%	16%	Not Applicable
7)	Net Profit Margin (%)	N.A.	N.A.	N.A.	Not Applicable
8)	Return on Net Worth (%)	-7.92%	-7.37%	N.A.	Refer Note 3

Note - 1:

Debtors Turnover Ratio is improved to 2.51 times of the total Turnover in FY 2018-19 as compared to 1.50 times in FY 2017-18. It means that in FY 2018-19, company has collected its average accounts receivable approximately 2.51 times over the fiscal ended 31st March, 2018. The same is evident if we further calculate Accounts Receivable Turnover in Days. The same is calculated as under:

Receivable Turnover in days = 365 Divided by Debtors Turnover Ratio

Particulars	2018-19	2017-18
No. of Days in a Year	365	365
Debtors Turnover Ratio	2.51	1.50
Receivable Turnover in Days	145	243

From the aforesaid calculation, it is evident that Debtors Turnover Ratio as well as Receivable Turnover in days has improved in FY 2018-19 as compared to FY 2017-18. The primary reasons for improving these ratios are - a) Improved and pro-active receivable collection mechanism adopted by company; b) Provisioning for Bad & Doubtful debts made during FY 2018-19.

Note - 2:

Current Ratio is calculated as Current Assets divided by Current Liabilities. Current Assets of the company primarily include Sundry Debtors and other current assets including cash and cash equivalents recoverable within a period of next twelve months. It also includes small amount of inventory of spare parts. While current liabilities includes Sundry Creditors for spare parts and other services (transport services) availed by the company during the year. The major portion of current liabilities (more than 60%) includes the current maturities of long term loans availed by the company for funding the capex plan in earlier years. In short, it includes installments of TL due within one year. Sanghvi Movers Limited (SML) falls in Service Industry and also is a Capital Intensive Industry. Being a Service Company, it (SML) does not have inventory of Raw Material, WIP and Finished Goods which constitutes major portion of current assets in case

of manufacturing industry. Further, being a capital intensive industry, SML requires to borrow monies from banks to fund its capex plan. The average tenor of these term loans is five years and therefore 20% of the total amount of term loans falls due for repayment every year. As per the formula for calculation of Current Liabilities, one needs to add the installments of Term Loans due within one year in Current Liabilities, however in practice company repays these loans during the course of the year out of internal accruals which is not considered while calculating the current ratio as per the prescribed formula. Such being the case, SML always have lower current ratio historically. However, if we remove the installments of term loans due within next twelve months from Current Liabilities, the Current Ratio can be worked out as under

	Particulars	2018-19	2017-18
A)	Current Assets (Rs. Lakhs)	11,729.56	17,320.93
	Current Liabilities (Rs. Lakhs)	15,144.34	13,720.07
	Less: Instalments of TL due within one year (Rs. Lakhs)	9,091.95	6,893
B)	Net Current Liabilities (Rs. Lakhs)	6,052.39	6,827.05
	Current Ratio :- A) divided by B)	1.94	2.54

From the aforesaid calculation, it is evident that SML has comfortable Current Ratio, if we remove the instalments of term loans from current liabilities since it would be paid during year out of internal cash accruals. Current Ratio is an indicator of liquidity position of the company. SML has sound liquidity position in spite of having lower current ratio in the past (for the reasons mentioned above) and serviced its creditors and lenders in time. In fact on many occasions, it has pre-paid the instalments of its term loans before its due date. Further undrawn bank lines (Cash Credit limits) add further cushion to the liquidity of the company.

Note - 3:

The company has negative Return on Net Worth for last two years on account of net losses incurred by the company primarily on account of decrease in business volume coupled with decrease in yield due to demand supply mismatch and fierce competition. The decline in turnover is because of slowdown in the economy more particularly in the core sector of the economy (power, steel, cement, refinery etc.). Lack of public and private sector investments in these sectors has taken a toll on utilisation of cranes. Furthermore, regulatory hurdles owing to wind mill sector has caused severe disruption crane utilisation in wind mill sector wherein company had more than 50% revenue contribution in the past.

Disclosure of Accounting Treatment: Effective 1st April 2018, the Company adopted Ind AS 115 - "Revenue from Contracts with Customers" (which replaces the earlier revenue recognition standards) using the cumulative effect method which is applied to contracts that were not completed as of 1st April 2018. Accordingly, the comparative information is not restated. The Company incurs certain costs that relate directly to a contract. Hitherto, these expenses were charged to the statement of profit and loss when incurred. In accordance with Ind AS 115, "If the costs incurred in fulfilling a contract with a customer are not within the scope of another Standard, an entity shall recognise an asset from the costs incurred to fulfil a contract". Accordingly, the Company has recognised an asset as of 1st April 2018. The impact, net of tax, of transition to Ind AS 115 on Retained Earnings (cumulative effect of contracts other than completed contracts) is ₹ 130.37 lakhs.

Report on Corporate Governance

In accordance with the Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as listing regulations) and practices followed on Corporate Governance, the report containing the details of Corporate Governance system and process at Sanghvi Movers Limited is as under:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to maintain high standards and continues to practice good Corporate Governance. Good governance encompasses conduct of the Company's business in an ethical, transparent, fair and equitable manner with due regard to the interests of various stakeholders, exercising proper control over the Company's assets and transactions.

Sanghvi Movers Limited core values are based on integrity, respect for the law and compliance thereof and accountability. In Sanghvi Movers Limited, we believe that good governance is a systemic process which enables the Company to operate in a manner that meets with the ethical, legal and business expectations and at the same time fulfils its social responsibilities.

The Sanghvi Movers Limited Board endeavours, by leveraging the resources at its disposal and fostering an environment for growth and development of human resources. The management team is fully empowered to take the Company forward within the framework of effective accountability, which in turn enables the conversion of opportunities into achievements for the betterment of the Company and its stakeholders. The Directors present the Company's Report on Corporate Governance. Sanghvi Movers Limited believes that good governance generates goodwill among business partners, customers and investors and earns respect from society at large. Your Company is committed to the principles of good governance.

BOARD OF DIRECTORS

Composition and size of the Board

The Board of Directors of the Company has a combination of Executive, Non-Executive and Independent Directors, to maintain the independence of the Board. As on 31st March 2019, the Company's Board consists of Eight Directors. It comprises of One Managing Director, One Joint Managing Director, One Non-Executive Non-Independent Woman Director and Five Non-Executive Independent Directors.

The composition of the Board and category of Directors is as follows:

Category	Name
Promoter – Chairman & Managing Director	Late Mr. Chandrakant P. Sanghvi [§]
Managing Director	Mr. Rishi C. Sanghvi [^]
Joint Managing Director & CFO	Mr. Sham D. Kajale
Independent Director	Mr. Dara N. Damania ^{*1}
Independent Director	Mr. S. Padmanabhan ^{*1}
Independent Director	Mr. Pradeep R. Rathi ^{*1}
Independent Director	Mr. Dinesh H. Munot ^{*1}



Category	Name
Independent Director	Mr. Vijay B. Mainkar*
Independent Director	Mr. Madhukar V. Kotwal
Non-Executive Woman Director	Ms. Mina C. Sanghvi#
Non-Executive Woman Director	Mrs. Maithili R. Sanghvi@

\$ Mr. Chandrakant P. Sanghvi passed away on 08th April 2019.

* Mr. Vijay B. Mainkar due to his old age has resigned from the position of Director of the Company on 17th August 2018.

Ms. Mina C. Sanghvi Non Executive Woman Director of the Company resigned from the Company on 23rd May 2019.

@ Mrs. Maithili R. Sanghvi was appointed as Additional Director of the Company in the Board Meeting held on 23rd May 2019.

^ Mr. Rishi C. Sanghvi was appointed as Additional Director and Executive Director of the Company in the Board Meeting held on 07th December 2018. The Board of Directors in the Board Meeting held on 11th April 2019 appointed Mr. Rishi C. Sanghvi as Managing Director of the Company.

*1 The members of the company through postal ballot conducted in Feb-March 2019 passed the special resolutions regarding appointment of Mr. Dinesh Munot, Mr. Dara Damania, Mr. S. Padmanabhan and Mr. Pradeep R. Rathi, as Independent Directors of the Company for the second term.

Independent Directors

Independent Directors are Non-Executive Directors, who other than receiving Director's sitting fees do not have any other material pecuniary relationship or transactions with the Company, its Promoters, its Directors, its Senior Management or its associates, which may affect the independence of the Director and who are not related to the Promoters or Senior Management of the Company and who has not been an executive of the Company and who is not a partner or an executive of the statutory audit firm, internal audit firm, legal firm and consulting firm who is associated with the Company and who is not a material supplier, service provider or customer or a lessor or a lessee of the Company, which may affect the independence of the Director.

The following table gives details of Directors, attendance of Directors at the board meetings and at the last annual general meeting, number of memberships held by Directors in the Board/Committees of various companies as of 31st March 2019:

Name	Attendance Particulars		Number of Other Directorships and Committee Memberships/Chairmanships		
	Board Meetings	Last AGM	Other Directorships*	Committee Memberships**	Committee Chairmanships**
Mr. Chandrakant Sanghvi	04	Yes	0	0	0
Mr. Vijay Mainkar	02	Yes	0	0	0
Mr. Dara Damania	04	Yes	04	03	01

THIRTIETH ANNUAL REPORT 2018-2019

Name	Attendance Particulars		Number of Other Directorships and Committee Memberships/Chairmanships		
	Board Meetings	Last AGM	Other Directorships*	Committee Memberships**	Committee Chairmanships**
Mr. S. Padmanabhan	05	Yes	04	02	01
Mr. Pradeep Rathi	05	Yes	04	04	0
Mr. Dinesh Munot	03	Yes	1	0	0
Mr. Madhukar V. Kotwal	05	Yes	0	0	0
Mrs. Mina C. Sanghvi	05	Yes	0	0	0
Mr. Sham D. Kajale	05	Yes	0	0	0
Mr. Rishi C. Sanghvi	01	-	0	0	0

* Excludes directorship in Sanghvi Movers Limited. Also excludes directorship in Private Companies, Companies incorporated under Section 8 of the Companies Act, 2013.

** For the purpose of considering the limit of Committee Memberships and Chairmanships of a Director, Audit Committee and Stakeholders Relationship Committee of Public Companies have been considered. Also excludes the Memberships & Chairmanships in Sanghvi Movers Limited.

Directors and their Directorships in other listed Companies are as under:

Name of the Directors	No of listed entities in which Director holds Directorship	Category of Directorship
Mr. Chandrakant Sanghvi	-	-
Mr. Vijay Mainkar	-	-
Mr. Dara Damania	03	Independent Director
Mr. S. Padmanabhan	03	Independent Director
Mr. Pradeep Rathi	03	Independent Director
Mr. Dinesh Munot	01	Independent Director
Mr. Madhukar V. Kotwal	-	-
Ms. Mina C. Sanghvi	-	-
Mr. Sham D. Kajale	-	-
Mr. Rishi C. Sanghvi	-	-

Name of the Directors	Name of the listed entities in which Director holds Directorship	Category of Directorship
Mr. Chandrakant Sanghvi	Nil	Not Applicable
Mr. Vijay Mainkar	Nil	Not Applicable
Mr. Dara Damania	1. Sudarshan Chemical Industries Ltd. 2. KSB Ltd. 3. Finolux Industries Ltd.	Independent Director Independent Director Independent Director



Name of the Directors	Name of the listed entities in which Director holds Directorship	Category of Directorship
Mr. S. Padmanabhan	1. Sudarshan Chemical Industries Ltd. 2. Premier Ltd. 3. Force Motors Ltd.	Independent Director Independent Director Independent Director
Mr. Pradeep Rathi	1. Sudarshan Chemical Industries Ltd. 2. Finolex Cables Ltd 3. Kirloskar Oil Engines Ltd.	Non Executive Non Independent Director Chairman Independent Director Independent Director
Mr. Dinesh Munot	1. ZF Steering Gear India Ltd.	Executive Director
Mr. Madhukar V. Kotwal	Nil	Not Applicable
Ms. Mina C. Sanghvi	Nil	Not Applicable
Mr. Sham D. Kajale	Nil	Not Applicable
Mr. Rishi C. Sanghvi	Nil	Not Applicable
Mrs. Maithili R. Sanghvi	Nil	Not Applicable

Notes:

1. The Directorships held in unlisted public limited companies, private limited companies, one person companies and companies under Section 25 of the Companies Act, 1956 under Section 8 of the Companies Act, 2013 have not been considered.
2. None of the Directors on the Board is a Director of more than eight listed companies.
3. Mr. Rishi C. Sanghvi is the son of Late Mr. C. P. Sanghvi Ex. Chairman & Managing Director and Ms. Mina C. Sanghvi – Non Executive Woman Director of the Company. Mrs. Maithili R. Sanghvi is the wife of Mr. Rishi C. Sanghvi.
4. No other Director is related to any other Director of the Company within the meaning of Section 2(77) of the Companies Act, 2013 and rules thereof.

No. of Board Meetings held during the year along with the dates of the meetings

The meetings of the Board are normally held at the Company's Registered Office in Pune. The notice along with agenda is circulated to the Directors well in advance. During the year 2018-19, the Board met five times on the following dates, namely, 25th May 2018, 13th August 2018, 02nd November 2018, 07th December 2018 and 07th February 2019 and the maximum time gap between two meetings did not exceed one hundred and twenty days. The Board meets atleast once in each quarter to review the quarterly financial results and to consider other items on the agenda.

Directors and KMP**Appointment**

- Mr. Rishi C. Sanghvi was appointed as Additional Director and Executive Director of the Company in the Board Meeting held on 07th December 2018. The Board of Directors in the Board Meeting held on 07th February 2019 appointed Mr. Rishi C. Sanghvi as Key Managerial Personnel of the Company. In the Board Meeting held on 11th April 2019, the Board appointed Mr. Rishi C. Sanghvi as Managing Director & Key Managerial Personnel of the Company.

- Mrs. Maithili R. Sanghvi was appointed as Additional Director of the Company in the Board Meeting held on 23rd May 2019.

Re-appointment

- The members of the company through postal ballot conducted in Feb-March 2019 passed the special resolutions regarding appointment of Mr. Dinesh Munot, Mr. Dara Damania, Mr. S. Padmanabhan & Mr. Pradeep R. Rathi, as Independent Directors of the Company for the second term from 01st April 2019 to 31st March 2024.

Resignation

- Mr. Vijay B. Mainkar due to his old age has resigned from the position of Director of the Company on 17th August 2018.
- Ms. Mina C. Sanghvi Non Executive Woman Director of the Company resigned from the Company on 23rd May 2019.
- Mr. Chandrakant P. Sanghvi Ex Chairman & Managing Director of the Company passed away on 08th April 2019.

Board Procedures

The dates for meetings of the Board of Directors and its Committees are scheduled in advance and published as a part of the Annual Report. The Agenda and the explanatory notes are circulated well in advance to the Directors in accordance with the Secretarial Standards.

The Managing Director and Joint Managing Director & CFO make presentations to the Board on matters including but not limited to the Company's performance, operations, plans, etc. The Board has complete access to any information within your Company which includes the information as specified in Regulation 17 of the Listing Regulations. Regular updates provided to the Board, inter alia, include:

- Capital budgets and any updates;
- Quarterly financial results for your Company;
- Minutes of meetings of Committees of the Board of Directors;
- The information on recruitment and remuneration of Senior Management Personnel just below the level of Board of Directors;
- Show cause, demand, prosecution and penalty notices, which are materially important;
- Fatal or serious accidents, dangerous occurrences, if any;
- Sale of a material nature, or of investments and assets which are not part of the normal course of business;
- Details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material;
- Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as nonpayment of dividend, delay in share transfer; and
- Any other information which is relevant for decision making by the Board.

Evaluation of the Board Effectiveness:

In accordance with the provisions of the Companies Act, 2013 and Rules thereunder, Part D of Schedule II of the Listing Regulations and SEBI guidance note dated January 05th 2017 on Board evaluation, the Board of Directors has put in place a process, to be carried out on an annual basis, to formally evaluate the effectiveness of Board as a whole, Committees of the Board, Directors, and Chairperson. Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2018-19.

The Nomination and Remuneration Committee discussed on the evaluation mechanism, outcome and the feedback received from the Directors. The Independent Directors at their meeting also discussed the performance of the Non-Executive/Promoter Directors including the Chairman of the Board.

Directors' inter-se relationship

Ms. Mina C. Sanghvi is the wife of Late Mr. Chandrakant Sanghvi, Ex. Chairman & Managing Director of the Company. Mr. Rishi C. Sanghvi is the son of Late Mr. Chandrakant Sanghvi, Ex. Chairman & Managing Director of the Company. Mrs. Maithili R. Sanghvi is the wife of Mr. Rishi C. Sanghvi – Managing Director of the Company. Except this there is no other inter-se relationship amongst the Directors.

No. of equity shares directly held by the Non-Executive Directors as on 31st March 2019:

Name of the Director	No. of Equity Shares
Mr. Dara Damania	-
Mr. S. Padmanabhan	-
Mr. Pradeep Rathi	-
Mr. Dinesh Munot	-
Mr. Madhukar V. Kotwal	-
Ms. Mina C. Sanghvi	4,418,791

Meeting of the Independent Directors

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on 07th February 2019 to review the performance of Board as a whole, Independent Directors, Committees of the Board and Chairperson. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties.

Declaration by Independent Directors

The Company has received declaration under Section 149(7) of the Companies Act 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Familiarisation Programme for Independent Directors

The Board has adopted Familiarisation Programme Independent Directors pursuant to listing regulations. The programme aims to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company and to help them in the efficient discharge of their roles, rights and responsibilities in the Company. The familiarisation programmes along with details of the same imparted to the Independent Directors during the year are available on the website of the Company http://www.sanghvicranes.com/media/SML_FPFID.pdf.

Skills matrix for the Directors

The list of core skills, expertise and competencies identified by the Board of Directors of the Company, essential for effective functioning of the Company and is available with the existing Board of Directors is provided below:

Skills	Details
Strategy & Strategic planning	<ul style="list-style-type: none"> • Identification and assess strategic opportunities and threats to the Company; • Leading management to make decisions in uncertain environments; • Developing strategies for the achievement of long term goals.
Corporate Governance	<ul style="list-style-type: none"> • Implementation of best Corporate Governance practices in the interests of all shareholders; • Maintaining Board and management accountability; • Ensuring adherence of the Corporate Governance requirements.
Financial Skills	<ul style="list-style-type: none"> • Effective financial management; • Monitoring of finances; • Ensuring timely financial reporting; • Budgetary control; • Financial risk management and its mitigation; • Financial planning.
Legal & Regulatory knowledge	<ul style="list-style-type: none"> • Knowledge of statutory requirements; • Effective Compliance Management system; • Regular follow up in Board and Committee Meetings.

COMMITTEES

AUDIT COMMITTEE

The Audit Committee is, inter alia, entrusted with the responsibility to monitor the financial reporting, audit process, determine the adequacy of internal controls, evaluate and approve transactions with related parties, disclosure of financial information and recommendation of the appointment of Statutory Auditors. The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management.

The Audit Committee was constituted to ensure prudent financial and accounting practices, fiscal discipline and transparency in financial reporting. The quarterly results are reviewed by the Audit Committee and recommended to the board for its adoption. The Chairman of the Committee is an Independent Director.

Role and objectives

The Audit Committee is empowered, pursuant to its terms of reference and its role, inter alia, includes the following:

1. Overseeing Company's financial reporting process and the disclosure of its information;
2. Reviewing with the management quarterly, half-yearly, nine months and annual financial statements before submission to the Board for approval;
3. Reviewing the Management Discussion and Analysis of the financial condition and results of operations;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report as per Sec 134(3)(c) of the Companies Act, 2013;
 - b. Changes in the accounting policies and practices and the reasons for the same, major accounting entries involving estimates based on the exercise of judgment by management and significant adjustments made in the financial statements arising out of audit findings;
 - c. Compliance with the Listing Regulations and other legal requirements relating to financial statements;
 - d. Disclosure of any related party transactions; and
 - e. Qualifications in the draft audit report, if any.
5. Reviewing and considering the following w.r.t. appointment of auditors before recommending to the Board:
 - a. qualifications and experience of the individual/ firm proposed to be considered for appointment as auditor;
 - b. whether such qualifications and experience are commensurate with the size and requirements of the company; and
 - c. giving due regard to any order or pending proceeding relating to professional matters of conduct against the proposed auditor before the Institute of Chartered Accountants of India or any competent authority or any Court.
6. Recommending to the Board, the appointment, reappointment and if required, the replacement or removal of the statutory auditor, fixing of audit fees and approving payments for any other service;
7. Discussion with the statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
8. Reviewing and approving quarterly and yearly management representation letters to the statutory auditors;
9. Reviewing management letters/letters of internal control weaknesses issued by the statutory auditors and ensuring suitable follow-up thereon;
10. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;

11. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
12. Reviewing the appointment, removal and terms of remuneration of the Chief Internal Auditor of the Company;
13. Evaluating the internal financial controls and risk management policies system of the Company;
14. Discussion with the internal auditors on internal audit reports relating to internal control weaknesses and any other significant findings and follow-up thereon;
15. Review and comment upon the report made by the statutory auditors (before submission to the Central Government) with regard to any offence involving fraud committed against the company by its officers/ employees;
16. Approval or subsequent modification of transactions of the Company with related parties including appointment and revision in remuneration of related parties to an office or place of profit in the Company;
17. Reviewing the statements of significant related party transactions submitted by the management;
18. Reviewing and Scrutinizing the inter-corporate loans and investments;
19. Review of the Whistle Blower mechanism of the Company as per the Whistle Blower Policy. Overseeing the functioning of the same;
20. Approval of appointment of CFO;
21. Approving the auditors (appointed under the Companies Act 2013) to render any service other than consulting and specialised services;
22. Recommending to the Board of Directors, the appointment, remuneration and terms of appointment of Cost Auditor for the Company;
23. Review the cost audit report submitted by the cost auditor on audit of cost records, before submission to the Board for approval;
24. Review and approve, policy on materiality of related party transactions and also dealing with related party transactions; and
25. Any other matter referred to by the Board of Directors.

Composition

Sr. No.	Name of the Director	Acting in the Committee as	Category of Directorship
1.	Mr. Vijay B. Mainkar	Chairman*	Independent Director
2.	Mr. S. Padmanabhan	Chairman#	Independent Director
3.	Mr. Dara Damania	Member	Independent Director
4.	Mr. Pradeep Rathi	Member	Independent Director
5.	Mr. Dinesh Munot	Member	Independent Director
6.	Mr. Madhukar Kotwal	Member	Independent Director



- * Mr. Vijay Mainkar resigned as Independent Director of the Company with effect from 17th August 2018.
- # The Board of Directors of the company through circular resolution passed on 30th September 2018 appointed Mr. Madhukar Kotwal as a member of Audit Committee and Mr. S. Padmanabhan as Chairman of the Audit Committee.

All members of the Committee are financially literate. The Company Secretary acts as the Secretary to the committee. The Internal Auditor and the Statutory Auditors also make their presentations at the Committee meeting.

Meetings and attendance during the year

During the year 2018-19, the Audit Committee met four times on the following dates, namely, 25th May 2018, 13th August 2018, 02nd November 2018, 07th December 2018 and 07th February 2019.

Name of Director	No. of Meeting Attended
Mr. Vijay Mainkar	02
Mr. Dara Damania	05
Mr. S. Padmanabhan	05
Mr. Pradeep Rathi	05
Mr. Dinesh Munot	04
Mr. Madhukar Kotwal	03

NOMINATION & REMUNERATION COMMITTEE

The constitution and the terms of reference of the Nomination & Remuneration Committee are in compliance with the provisions of Section 178 (1) of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

Brief description of terms of reference

1. Recommend to the Board the remuneration of the Whole Time Directors, Related Party in place of Profit and key managerial personnel;
2. Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
3. Carry out the evaluation of every director's performance and formulate criteria for evaluation of Independent Directors, Board/Committees of Board and review the term of appointment of Independent Directors on the basis of the report of performance evaluation of Independent Directors;
4. Undertake any other matters as the Board may decide from time to time.

Composition

Sr. No.	Name of the Director	Acting in the Committee as	Category of Directorship
1.	Mr. Vijay Mainkar	Chairman*	Independent Director
2.	Mr. Pradeep Rathi	Chairman#	Independent Director
3.	Mr. S. Padmanabhan	Member	Independent Director
4.	Mr. Dara Damania	Member	Independent Director

- * Mr. Vijay Mankar resigned as Independent Director of the Company with effect from 17th August 2018.
- # The Board of Directors of the company through circular resolution passed on 30th September 2018 appointed Mr. Pradeep R. Rathi as Chairman of the Nomination & Remuneration Committee.

The Committee complies with the provisions of the Companies Act, 2013 and the corporate governance code.

Meetings and attendance during the year

During the year 2018-19, the Nomination & Remuneration Committee met four times on the following dates, namely, 25th May 2018, 13th August 2018, 02nd November 2018 and 07th December 2018.

Name of Director	No. of Meeting Attended
Mr. Vijay Mankar	02
Mr. Dara Damania	04
Mr. S. Padmanabhan	04
Mr. Pradeep Rathi	04

Remuneration policy

The remuneration policy of the Company is directed towards rewarding performance, based on review of achievements on a periodic basis. The remuneration policy is consonance with the existing industry practice.

Remuneration to Managing Director and Joint Managing Director & CFO

In respect of the year ended 31st March 2019, the following Remuneration was paid/payable to these Directors:

(₹ in Lakhs)

Name of Director	Salary	Allowance Ex-Gratia & Perquisites	Commission Payable	Gratuity Provision for the year	Contribution towards Superannuation Scheme & National Pension Scheme	Total
Mr. Chandrakant P. Sanghvi	240.00	19.45	Nil	107.08	Nil	366.53
Mr. Sham D. Kajale	113.71	0.39	Nil	-*	8.59	122.69
Mr. Rishi C. Sanghvi	42.05	0.39	Nil	2.88	4.76	50.08

- * As gratuity and compensated absences are computed for all the employees in aggregate, the amounts relating to the Joint Managing Director & CFO cannot be individually identified, had the Company calculated the gratuity on arithmetical basis, gratuity expense pertaining to Mr. Sham Kajale would have amounted to ₹ 29.90 Lakhs. However, contribution toward superannuation fund is included as part of managerial remuneration.

The Company was paying sitting fees to the Independent and Non-Executive Directors at the rate of ₹ 50,000/-per Board Meeting and ₹ 10,000/- per Committee meeting and also reimburses expenses for attending the meeting by these Directors. The sitting fees paid to Directors for the year ended 31st March 2019 were as follows:

Name of Director	Number of Meetings attended						Total
	Board Meetings	Audit Committee Meetings	Stakeholders Relationship Committee Meetings	Nomination & Remuneration Committee Meetings	Risk Management Committee Meeting	Corporate Social Responsibility Committee Meeting	
Mr. Vijay Mainkar	2	2	2	2	-	-	1.70
Mr. S. Padmanabhan	5	5	2	5	1	1	3.92
Mr. Dara Damania	4	4	3	4	1	1	3.22
Mr. Pradeep Rathi	5	5	-	5	-	-	3.42
Mr. Dinesh Munot	3	3	-	-	-	-	1.80
Mr. Madhukar V. Kotwal	5	3	2	-	1	-	3.12
Ms. Mina C. Sanghvi	5	-	-	-	-	1	2.62

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of the Stakeholder Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

Sr. No.	Name of the Director	Acting in the Committee as	Category of Directorship
1.	Mr. Vijay Mainkar	Chairman*	Independent Director
2.	Mr. Madhukar Kotwal	Chairman#	Independent Director
3.	Mr. Dara Damania	Member	Independent Director
4.	Mr. S. Padmanabhan	Member	Independent Director
5.	Mr. C. P. Sanghvi	Member\$	Chairman & Managing Director
6.	Mr. Sham D. Kajale	Member	Joint Managing Director & CFO
7.	Mr. Rishi C. Sanghvi	Member^	Managing Director
8.	Mr. Dinesh H. Munot	Member^	Independent Director

* Mr. Vijay Mainkar resigned as Independent Director of the Company with effect from 17th August 2018.

The Board of Directors of the company through circular resolution passed on 30th September 2018 appointed Mr. Madhukar Kotwal as Chairman of the Stakeholder's Relationship Committee.

\$ Mr. Chandrakant P. Sanghvi passed away on 08th April 2019.

^ The Board of Directors of the company in the Board Meeting held on 23rd May 2019 appointed Mr. Rishi C. Sanghvi and Mr. Dinesh H. Munot as Members of the Stakeholder's Relationship Committee.

The Company Secretary acts as the Secretary to the committee. During the period under review, one complaint was received by the Company from a shareholder and nil complaints are pending.

Meetings and Attendance during the year

During the year 2018-19, the Stakeholders' Relationship Committee met four times on the following dates, namely, 25th May 2018, 13th August 2018, 02nd November 2018 and 07th February 2019.

Name of the Director	No. of Meetings Attended
Mr. Madhukar Kotwal	02
Mr. Vijay Mainkar	02
Mr. Chandrakant Sanghvi	03
Mr. Dara Damania	04
Mr. Sham D. Kajale	04

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

The composition of the CSR Committee is in alignment with provisions of Section 135 of the Companies Act, 2013.

The terms of Reference of the Committee are as follows:

- a. Recommend the amount of expenditure to be incurred on the activities;
- b. To frame the CSR Policy and its review from time-to-time;
- c. To ensure effective implementation and monitoring of the CSR activities as per the approved policy, plans and budget.
- d. To ensure compliance with the laws, rules & regulations governing the CSR and to periodically report to the Board of Directors.

Composition

Sr. No.	Name of the Director	Acting in the Committee as	Category of Directorship
1.	Ms. Mina C. Sanghvi	Chairman#	Non-Executive & Non Independent Director
2.	Mr. Dara Damania	Chairman*	Independent Director
3.	Mr. S. Padmanabhan	Member	Independent Director
4.	Mrs. Maithili R. Sanghvi	Member#	Non-Executive & Non Independent Director

* The Board of Directors of the company in the Board Meeting held on 23rd May 2019 appointed Mr. Dara Damania as Chairman of the Corporate Social Responsibility Committee

Ms. Mina C. Sanghvi Non Executive Woman Director of the Company resigned from the Company on 23rd May 2019 and Mrs. Maithili R. Sanghvi was appointed as member of the Corporate Social Responsibility Committee on 23rd May 2019.

The Company Secretary acts as the Secretary to the committee.

**Meetings and Attendance during the year**

During the year 2018-2019, the Corporate Social Responsibility Committee met on 25th May 2018.

Name of the Director	No. of Meetings Attended
Ms. Mina C. Sanghvi	1
Mr. Dara Damania	1
Mr. S. Padmanabhan	1

The CSR Policy has been placed on the website of your Company and can be accessed through the following link: <http://www.sanghvicranes.com/media/CORPORATESOCIALRESPONSIBILITYCOMMITTEE.pdf>

RISK MANAGEMENT COMMITTEE

The Board of Directors has constituted a Risk Management Committee and defined its roles and responsibilities in accordance with the provisions of Regulation 21 of the Listing Regulations.

The Committee's terms of reference, among other things, include identify Company's risk appetite set for various elements of risk, review the risk management practices, structures and recommend changes to ensure adequacy of risk management in the Company.

Composition

Sr. No.	Name of the Director	Acting in the Committee as	Category of Directorship
1.	Mr. S. Padmanabhan	Chairman	Independent Director
2.	Mr. Dara Damania	Member	Independent Director
3.	Mr. Sham D. Kajale	Member	Joint Managing Director & CFO
4.	Mr. Madhukar Kotwal	Member [@]	Independent Director
5.	Mr. Rishi C. Sanghvi	Member [*]	Managing Director

@ The Board of Directors of the company through circular resolution passed on 30th September 2018 appointed Mr. Madhukar Kotwal as a member of Risk Management Committee.

* The Board of Directors of the company in the Board Meeting held on 23rd May 2019 appointed Mr. Rishi C. Sanghvi as Member of the Risk Management Committee on 23rd May 2019.

The Company Secretary acts as the Secretary to the committee.

Meetings and Attendance during the year

During the year 2018-19, the Risk Management Committee met on 02nd November 2018.

Name of Director	No. of Meeting Attended
Mr. S. Padmanabhan	01
Mr. Dara Damania	01
Mr. Sham D. Kajale	01
Mr. Madhukar Kotwal	01

General Body Meetings & Postal Ballot

The details of Annual and Extra-ordinary General Meetings held during last three years are as below:

Year	General Meeting	Day	Date	Time	Location	Special Resolution Passed
2017-18	AGM	Monday	13.08.2018	03.30 p.m.	Survey No.92, Tathawade, Taluka Mulshi, Pune – 411033	Nil
2016-17	AGM	Wednesday	09.08.2017	03.30 p.m.	Survey No.92, Tathawade, Taluka Mulshi, Pune – 411033	Revision in remuneration of Mr. Rishi C. Sanghvi, General Manager – Business Development of the Company
2015-16	AGM	Thursday	22.09.2016	11.00 a.m.	Survey No.92, Tathawade, Taluka Mulshi, Pune – 411033	Nil

Postal Ballot:

Date of Postal Ballot Notice : 13th November 2017

Date of declaration of Postal Ballot results : 04th January 2018



Sr. No.	Resolution	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		No. of votes	% to total votes	No. of votes	% to total votes	No. of votes	% to total votes
1	Remuneration of Mr. C. P. Sanghvi, Managing Director of the Company	8,332,991	93.58	209,249	2.36	361,800	4.06

Mr. Vinayak S. Khanvalkar, Practising Company Secretary, Partner, Kanj & Associates, Company Secretaries, Pune was appointed as Scrutinizer for the process of postal ballot exercise. According to the Scrutinizer's report, the resolution was passed by the requisite majority. The result of the postal ballot was declared on 04th January 2018 on the website of the Company and informed to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed for the information of the members.

Date of Postal Ballot Notice : 25th February 2019

Date of declaration of Postal Ballot results : 30th March 2019

Sr. No.	Resolutions	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		No. of votes	% to total votes	No. of votes	% to total votes	No. of votes	% to total votes
1	Re-appointment of Mr. Dinesh Munot as an Independent Director of the Company to hold office for a second term from 1 st April, 2019 to 31 st March, 2024	2,66,23,133	99.99%	700	0.001%	0	0%
2	Re-appointment of Mr. Dara Damania as an Independent Director of the Company to hold office for a second term from 1 st April, 2019 to 31 st March, 2024	2,66,23,133	99.99%	700	0.001%	0	0%
3	Re-appointment of Mr. S. Padmanabhan as an Independent Director of the Company to hold office for a second term from 1 st April, 2019 to 31 st March, 2024	2,66,23,133	99.99%	700	0.001%	0	0%
4	Re-appointment of Mr. Pradeep Rathi as an Independent Director of the Company to hold office for a second term from 1 st April, 2019 to 31 st March, 2024	2,65,53,788	99.74%	70,045	0.26%	0	0%

Mr. Vinayak S. Khanvalkar, Practising Company Secretary, Partner, Kanj & Associates, Company Secretaries, Pune was appointed as Scrutinizer for the process of postal ballot exercise. According to the Scrutinizer's report, the resolutions were passed by the requisite majority. The result of the postal ballot was declared on 30th March 2019, uploaded on the

website of the Company on 30th March 2019 and also informed to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed for the information of the members.

Statutory Audit Fees

B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W – 100022) have been appointed as the Statutory Auditors of the Company. The particulars of payment of Statutory Auditors' fees, is given below:

(₹ in Lakhs)

Particulars	Amount
Services as statutory auditors (including quarterly audits)	20.85
Other services including certifications	0.25
Out of pocket expenses	0.21
Total	21.31

Means of communication

The Company has published quarterly and yearly financial results in Business Standard and Loksatta after forwarding the same to The BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE). The results are also published on the Company's website, www.sanghvicranes.com under 'Investor Centre' section.

Filings with Stock Exchanges:

Pursuant to the requirements of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and rules thereunder, the notices, financial results, reports, statements, documents, filings and any other information that are required to be submitted to the stock exchange(s) has been submitted through online filing on the following websites:

BSE Listing Centre: <https://listing.bseindia.com>

NSE Electronic Application Processing System (NEAPS): <https://www.connect2nse.com>

Simultaneously the Company has also uploaded these submissions on its website, i.e., www.sanghvicranes.com under investor centre menu. The updates on financial results have also been uploaded on the website of the company.

General shareholder information

AGM - Day, Date & Time are given below:

AGM - Day, Date & Time	08 th August 2019, at 04.00 p.m.
Venue	Registered Office of the Company

Financial year : 1st April to 31st March

Dates of Book Closure : 25th July 2019 to 8th August 2019

**Dividend:****Transfer of unpaid dividend during the year to the Investor Education and Protection Fund:**

Pursuant to the provisions of section 124 (5) of the Companies Act, 2013, any amount lying in the Unpaid Dividend Account which remains unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred by the company to the Investor Education and Protection Fund ("IEPF") of the Central Government.

During the year dividend declared for financial year 2010-11, amounting to ₹ 3,22,863.00 lying unclaimed in the Dividend Account, which had been declared at the Twenty-first Annual General Meeting of the Company held on 30th September 2011, after completion of seven years was transferred in October 2018 to the Investor Education and Protection Fund ("IEPF") of the Central Government. In this regard, the Company has filed necessary forms to Ministry of Corporate Affairs.

Unclaimed dividend

By virtue of the provision laid down under the Companies Act, 2013, all unclaimed/unpaid dividend, remaining unclaimed/unpaid dividend for a period of seven years from the date of the disbursement is required to be transferred to IEPF established by the Central Government. No claim shall lie against the IEPF or the company for the amounts so transferred nor shall any payment be made in respect of such claims. Members, who have not yet encashed their dividend warrants for the financial year 2010 -2011 onwards, are requested to make their claims without any delay to the Registrar and Transfer Agents, Link Intime India Private Limited.

The information relating to outstanding dividend account/(s) and the dates by which they can be claimed by the shareholders are given below:

(₹ in Lakhs)

Financial Year	Date of declaration of dividend	Type of dividend	Total dividend	Unclaimed dividend as on 31st March 2019	Due date for transfer to Investor Education and Protection Fund (IEPF)
2011-2012	17 September 2012	Final	129,864,000	3,41,346	16 October 2019
2012-2013	23 September 2013	Final	43,288,000	1,70,446	22 October 2020
2014-2015	23 September 2015	Final	21,644,000	74,578	22 October 2022
2015-2016	11 March 2016	Interim	129,864,000	3,86,433	10 April 2023
2016-2017	09 August 2017	Final	173,152,000	5,26,864	08 August 2024

Listing

NAME OF THE EXCHANGE	CODE / SYMBOL
The BSE Limited (BSE)	530073
The National Stock Exchange of India Limited (NSE)	SANGHVIMOV

Annual Listing Fees have been paid to BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE).

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Financial calendar 2018-2019 (Tentative)

Annual General Meeting	August 2019
Board Meetings	
Results for the quarter ending June 2018	2nd Week of August 2019
Results for the quarter ending September 2018	2nd Week of November 2019
Results for the quarter ending December 2018	2nd Week of February 2020
Results for the year ending March 2019	Last Week of May 2020

Market price data

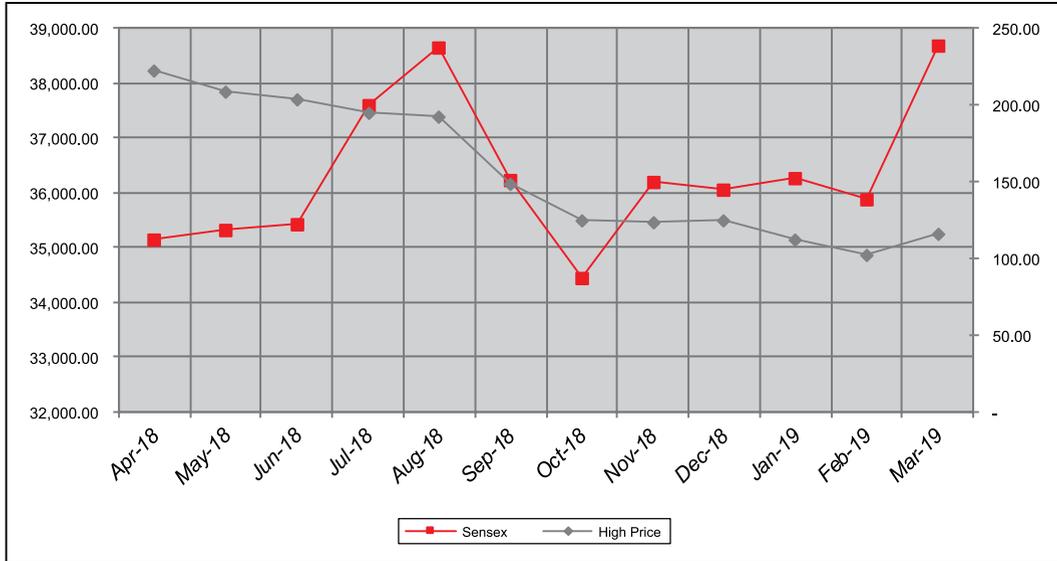
Share Price - High & Low in rupees during each month in the year 2018- 2019 at BSE and NSE:

Month	BSE Price (In ₹)		Month	NSE Price (In ₹)	
	High	Low		High	Low
April 2018	222.50	172.50	April 2018	225.00	171.55
May 2018	209.10	173.75	May 2018	209.85	173.50
June 2018	204.20	167.85	June 2018	205.00	168.20
July 2018	195.00	172.75	July 2018	195.00	173.25
August 2018	192.50	133.45	August 2018	194.00	133.00
September 2018	148.65	110.20	September 2018	149.20	108.05
October 2018	125.20	105.90	October 2018	125.15	105.20
November 2018	124.20	106.00	November 2018	139.00	111.50
December 2018	124.50	101.30	December 2018	125.20	101.10
January 2019	112.05	93.00	January 2019	112.00	91.95
February 2019	105.50	82.90	February 2019	102.00	82.90
March 2019	115.00	93.00	March 2019	116.00	92.25

Performance in comparison to broad-based indices such as BSE Sensex and NSE Nifty is as below:

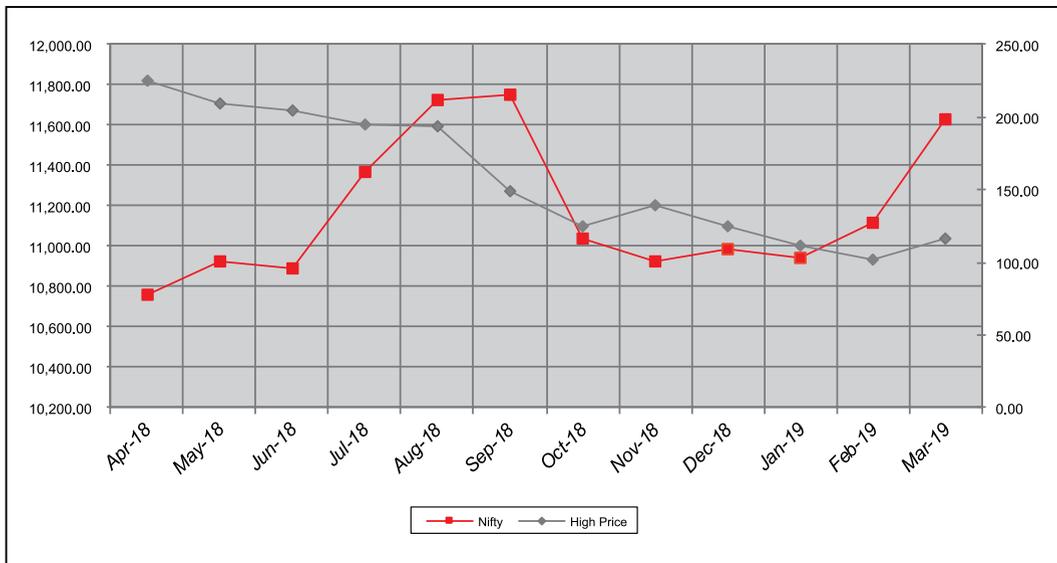
SML V/S SENSEX

Source: The Bombay Stock Exchange Limited (BSE) (www.bseindia.com)



Source: BSE Limited (BSE) (www.bseindia.com)

SML V/S NIFTY



Source: The National Stock Exchange of India Limited (NSE) (www.nseindia.com)

Registrar & share transfer agents

The Company has appointed M/s. Link Intime India Private Limited as its Registrar and Share Transfer Agent with effect from 1st August 2006, to carry out the share transfer work on behalf of the Company.

Share transfer system

To facilitate the speedy approvals and administrative convenience, the Board has formed a Share Transfer Committee, represented by the Board of Directors, to examine the share transfer and related applications. In addition, the Board of Directors have delegated the authority to consider and approve the transfer of shares, transmission of shares or requests for deletion of name of the shareholder, etc., upto two thousand shares to the designated official of the Company.

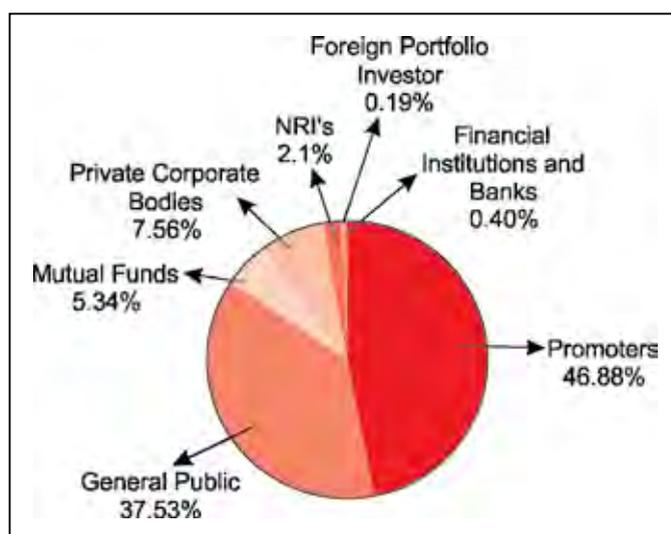
A summary of approved transfers, transmissions, deletion requests, etc., are placed before the Board of Directors from time to time as per Listing Regulations. Your Company obtains a half-yearly compliance certificate from a Company Secretary in Practice as required under Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force) and files a copy of the said certificate with BSE & NSE.

The share transfer requests are processed through M/s. Link Intime India Private Limited. The Company obtains a half yearly certificate from a Company Secretary in Practice of compliance of transfer formalities as required under Regulation 40 (9) of the SEBI (Listing Obligation and Disclosure) Regulations 2015.

Distribution of shareholding

Shareholding Pattern as on 31st March 2019 is as below:

Category	No. of shares held	% of shareholding
Promoters	2,02,95,129	46.82
Mutual Funds	23,10,347	5.33
Financial Institutions and Banks	19,871	0.04
Private Corporate Bodies	41,92,455	9.78
Foreign Portfolio Investor	82,300	0.19
General Public	1,54,73,161	35.74
NRI's	9,14,737	2.10
Total	4,32,88,000	100.00



**Distribution schedule as on 31st March 2019:**

No. of Shares	No. of Folios	% to Total	No. of Shares held	% of Shareholding
Up to 500	16,339	94.65	48,28,228	11.15
501-1000	417	2.42	15,01,264	3.47
1001-2000	249	1.44	17,74,397	4.10
2001-3000	83	0.48	10,26,105	2.37
3001-4000	35	0.20	6,37,363	1.47
4001-5000	28	0.16	6,41,283	1.48
5001-10000	58	0.34	21,08,632	4.87
10001 and above	54	0.31	3,07,70,728	71.08
Total	17,263	100.00	4,32,88,000	100.00

Outstanding GDR / ADR / Warrants or any convertible instruments, conversion date and impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence, as on 31st March 2019, the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments.

Commodity price risk or foreign exchange risk and hedging activities

The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018. The Company has adequate risk assessment and minimisation system in place for foreign exchange. The foreign exchange risk is managed through the hedging strategy of the Company which is reviewed periodically.

Recommendations given by the Committees of the Board

During the year under review, the Board has accepted all the recommendations given by the Committees of the Board, which are mandatorily required.

Dematerialization of Shares and Liquidity

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the Depositories in India - National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The ISIN is INE989A01024 for dematerialization of shares. As on 31st March 2019, 2,86,12,960 equity shares were held in dematerialized form.

Code of conduct

The Board of Directors has adopted the Code of Conduct for Directors and Senior Management. The said code has been communicated to the Directors and the members of the Senior Management. The declarations with regard to its compliance have been received for the financial year 2018-19 from all Board Members and Senior Management Personnel. The code has been uploaded on the website of the Company at <http://www.sanghvicranes.com>.

CEO / CFO certification

A certificate from the Managing Director and Joint Managing Director & CFO on the Financial Terms of the Company in terms of Regulation 17(8) of the SEBI (Listing Obligation and Disclosure) Regulations 2015 was placed before the Board, who took the same on record.

Certificate from Practicing Company Secretary

A certificate has been received from Kanj & Co LLP, Company Secretaries, that the names of Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list) on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors. Both of them had resigned as directors of respective private limited companies prior to 31 March 2014 and their names are appearing in the list only due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. Both the directors have submitted necessary letters to the Registrar of Companies (ROC) for removal of their names which are erroneously appearing in the list. Based on the legal opinion obtained by the Company, the management is of the view that the provisions of Section 164 and 167 of the Companies Act, 2013 does not attract. Mr. Chandrakant P. Sanghvi, passed away on 08th April 2019 and ceased to be the Director of the Company. Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company on 23rd May 2019.

Management discussion and analysis

The detailed Management Discussion and Analysis is given as a separate section in this Annual Report.

Reconciliation of share capital

A qualified Practicing Company Secretary carried out Secretarial Audit on quarterly basis to reconcile the total Share Capital with National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with total number of shares in physical form and total number of dematerialized shares held with NSDL & CDSL.

The status on complaints is reported to the Board of Directors as an agenda item. One complaint was received by the Company from the shareholder and has been resolved to the satisfaction of the shareholder. During the year the company received 84 requests from the investors and all have been resolved during the year to the satisfaction of the investors and as on 31st March 2019, there were no pending complaints and requests.

Voluntary corporate compliance certificate

The Company obtains a corporate Compliance Audit Report on a quarterly basis from Practicing Company Secretary to ensure compliance under the Companies Act, 2013, Listing Agreement, SEBI Rules and other corporate law as applicable.

**Investor contact details****Company**

Sanghvi Movers Limited
Secretarial Department
Survey No. 92, Tathawade,
Taluka Mulshi, Pune – 411033
Tel: +91-20-66744700
Fax: +91-20-66744724
Email: grievance.redressel@sanghvicranes.com

Registrar & Share Transfer Agent

M/s. Link Intime India Private Limited
Block No 202, Akshay Complex,
2nd Floor, Near Ganesh Temple,
Off Dhole Patil Road, Pune - 411001
Tel: +91 20 26160084/ 26161629
Fax: +91 20 26163503
Email: pune@linkintime.co.in

Disclosures**List of Credit Ratings obtained**

The Company has obtained the credit rating in the month of July 2018 from ICRA for the long term rating for Line of Credit of the Company at "[ICRA]A" (pronounced as ICRA A) and also reaffirmed the short term rating for letter of credit at "[ICRA]A1".

Further, in the month of March 2019 the company obtained the revised the credit rating from ICRA for long term loans of the Company to "[ICRA]A-" (pronounced as ICRA A minus) and the short-term rating at "[ICRA]A2+" (pronounced as ICRA A two plus).

Related party transactions

During the year, no material transactions with the Directors or the management, their relatives, etc. have taken place, which have potential conflict with the interest of the Company. The details of all significant transactions with related parties are periodically placed before the audit committee. Details of related party transactions entered into in the normal course of business are given in note No. 24 forming part of 'notes to accounts'.

The Company has formulated a Policy on materiality of and dealing with Related Party Transactions and the same has been uploaded on the website of the Company (http://www.sanghvicranes.com/investor_centre/compliances/others/FY_2018-19).

The extract of the Annual Return in Form MGT-9 will be uploaded on the website of the Company (<http://www.sanghvicranes.com>).

Non-compliance of any requirement of corporate governance report of sub paras (2) to (10) of the Para C of Schedule V of Listing Regulations and the relevant text of SEBI (LODR) Regulations, 2015

The Company has generally complied with the requirements of corporate governance report. However, it is to be noted here that the names of Late Mr. C. P Sanghvi (DIN 00116599) and Ms. Mina Sanghvi (DIN 00116748) are entered erroneously in the list of disqualified directors published by MCA (the list), on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors. Both of them had resigned as directors of respective private limited companies prior to 31st March, 2014 i.e. prior to the commencement of Companies Act, 2013 and their names are appearing in the list due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. They had informed and submitted letters to the Registrar of Companies for removal of their names which according to them are erroneously appearing in the list. However, as per the list published by MCA, names of the above-mentioned directors are appearing in the list of disqualified directors. The composition of Board of Directors is affected due to such disqualification.

Details of non-compliance by the Company, penalties, strictures imposed on the Company by the stock exchanges or any other statutory authority on any matter related to capital markets during last three years.

There has been no instance of non-compliance by the Company on any matter related to capital markets and hence no penalties or strictures have been imposed on the Company by the stock exchanges or any other statutory authority during last three years.

Whistle Blower Policy

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism of reporting illegal or unethical behaviour. The Company has whistle blower policy wherein the employees are encouraged to report violation of laws, rules and regulations. The confidentiality of such reporting is maintained and is not subject to any discriminatory practice. We affirm that no employee has been denied access to the Audit Committee. The said Whistle-Blower Policy has been hosted on the website of the Company (http://www.sanghvicranes.com/media/SML_vigil_mechanism.pdf).

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 requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. Internal Complaints Committee(s) (ICC) has been set up across all its location in India to redress complaints received regarding sexual harassment. During the year, nil cases were reported to the Committee.

The Company has no subsidiary company. Hence, no policy for determining material subsidiaries is adopted.

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of Listing Regulations

During the year, the Company has fully complied with the mandatory requirements of Listing Regulations of the Stock Exchanges.

Confirmation of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Particulars	Regulation	Compliance Status (Yes/ No / NA)
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/Compensation	17(6)	Yes
Minimum Information	17(7)	Yes



Particulars	Regulation	Compliance Status (Yes/ No / NA)
Compliance Certificate	17(8)	Yes
Risk Assessment and Minimization	17(9)	Yes
Performance evaluation of independent directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination and Remuneration committee	19(1) & (2)	Yes
Composition of Stakeholders' Relationship Committee	20(1) & (2)	Yes
Composition and role of Risk Management Committee	21 (1),(2),(3) & (4)	Yes
Vigil Mechanism	22	Yes
Related party Transaction	23	Yes
Requirements with respect to subsidiary of listed entity	24	N.A
Maximum Directorships & tenure of Independent Directors	25 (1) & (2)	Yes
Meeting of Independent Directors	25 (3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirm with compliance to Code of Conduct of Board of Directors and Senior Management Personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Disclosure of material, financial and commercial transactions by Senior Management Personnel	26(5)	Yes
Corporate Governance Report	27(2)	Yes
Functional website of the Company	46(1)	Yes
Dissemination of information on website of the Company	46(2)	Yes

DECLARATION

Compliance with Code of Conduct

As provided under Schedule V of the Listing Obligations and Disclosure Requirements Regulations, 2015 with the Stock Exchanges, the Board Members and Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended 31st March 2019.

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

CEO / CFO CERTIFICATION

The Board of Directors,
Sanghvi Movers Limited

We hereby certify that on the basis of the review of the financial statements and the cash flow statement for the financial year ended 31st March 2019 and that to the best of our knowledge and belief:

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

We hereby certify that, to the best of our knowledge and belief, no transactions entered into during the year by the Company are fraudulent, illegal or violative of the Company's Code of Conduct.

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

We have indicated to the Auditors and the Audit Committee:

- a. significant changes in internal control over financial reporting during the year;
- b. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- c. instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the internal control system over financial reporting.

For Sanghvi Movers Limited

Rishi C. Sanghvi
Managing Director
(DIN: 08220906)

For Sanghvi Movers Limited

Sham D. Kajale
Joint Managing Director & CFO
(DIN: 00786499)

Place: Pune

Date: 23rd May 2019

**CERTIFICATE**

To,
The Members of

SANGHVI MOVERS LIMITED
S. NO. 92 TATHAWADE
TLUKA MULSHI PUNE 411033

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sanghvi Movers Limited having CIN L29150PN1989PLC054143 and having registered office at S. No. 92, Tathawade, Taluka Mulshi, Pune 411033 (hereinafter referred to as 'the Company' or 'SML'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs (MCA), or any such other Statutory Authority except Late Mr. C. P Sanghvi (DIN 00116599) and Mrs. Mina Sanghvi (DIN 00116748) who have been debarred/ disqualified by Registrar of Companies, Pune/ MCA on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors.

We have been informed that names of Late Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list), as both of them had resigned as directors of respective private limited companies prior to 31st March, 2014 i.e. prior to the commencement of Companies Act, 2013 and their names are appearing in the list due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. We are also informed that necessary letters were submitted to the Registrar of Companies by the above directors for removal of their names which according to them are erroneously appearing in the list.

Following is a list of directors as on 31st March 2019.

Sr. No.	Name of Director	DIN	Date of appointment in SML
1	MR. CHANDRAKANT PHOOLCHAND SANGHVI	00116599	03/11/1989 (since deceased)
2	MR. PADMANABHAN SUBRAMANIAN	00001207	02/09/2006
3	MR. MADHUKAR VINAYAK KOTWAL	00001744	05/02/2016
4	MR. PRADEEP RAMWILAS RATHI	00018577	12/04/2007
5	MR. DINESHCHAND HIRACHAND MUNOT	00049801	16/12/2009
6	MRS. MINA CHANDRAKANT SANGHVI*	00116748	20/10/2008
7	MR. DARA NADIRSHAW DAMANIA	00403834	20/10/2008
8	MR. SHAM DATTATRAYA KAJALE	00786499	02/09/2006
9	MR. RISHI CHANDRAKANT SANGHVI	08220906	07/12/2018

* Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company w.e.f. 23rd May 2019.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For KANJ & Co. LLP

Company Secretaries,

V. S. Khanvalkar

Partner

FCS: 2489

C P No: 1586

Date: 23.05.2019

Place: Pune



PRACTICING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE

To,
Members,
Sanghvi Movers Limited,
S. NO. 92 Tathawade, Taluka Mulshi,
Pune – 411033

We have examined the compliance conditions of Corporate Governance by Sanghvi Movers Limited (SML) for the year ended on 31st March 2018, as per Regulation 15 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements Regulations, 2015 (LODR)).

The Compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance of the requirements of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to explanations given to us and based on the representations made by the Directors, Company Secretary and the Management, we certify that the Company has complied with the provisions of Corporate Governance specified in Regulation 15 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements Regulations, 2015 (LODR)), as applicable except as stated below;

Late Mr. C. P Sanghvi (DIN 00116599) and Mrs. Mina Sanghvi (DIN 00116748) have been disqualified by Registrar of Companies, Pune/ MCA on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors and therefore in our view the composition of Board of Directors is affected.

We have been informed that names of Late Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list), as both of them had resigned as directors of respective private limited companies prior to 31st March, 2014 and their names are appearing in the list due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. We are also informed that necessary letters were submitted to the Registrar of Companies by the above directors for removal of their names which according to them are erroneously appearing in the list.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company and this Certificate is issued solely for the purpose of complying with the aforesaid LODR and may not be suitable for any other purpose.

For Kanj & Co LLP
Company Secretaries

Vinayak S. Khanwalkar
Partner

Date: 23rd May 2019
Place: Pune

Independent Auditor's Report

**To the Members of
Sanghvi Movers Limited**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sanghvi Movers Limited ("the Company"), which comprise the balance sheet as at 31 March 2019, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter	How the matter was addressed in our audit
<p>Trade Receivables Recoverability</p> <p>The Company has material credit exposure for trade receivables. The recoverability of trade receivables and the level of provisions for impairment of receivables are considered to be a Key Audit Matter due to the pervasive nature of these balances to the financial statements, and the importance of cash collection with reference to the working capital management of the business.</p> <p>At March 31, 2019, trade receivables amounted to INR 8,982.32 lakh, net of provision of INR 5,086.75 lakh.</p>	<p>In view of the significance of the matter, we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence:</p> <p>Understood business processes surrounding management's review for the trade receivables monitoring;</p> <ul style="list-style-type: none"> Assessed the design and implementation of key controls around the monitoring of recoverability; Selected sample of customers balances and circulated balance confirmations as at the year-end;



The key audit matter	How the matter was addressed in our audit
Refer Notes 3(f)(i) and 12(b) to the financial statements.	<ul style="list-style-type: none">• Tested subsequent receipts from customers post year end;• challenged management regarding the level and ageing of trade receivables, along with the consistency and appropriateness of receivables provisioning by assessing recoverability with reference to money received in respect of debtors. Further, we have considered the previous experience of bad debt exposure;• assessed the expected credit loss (ECL) provision working prepared by management in accordance with requirements of Ind AS 109;• performed a retrospective review of prior year provisions for indications that current year provision may be materially misstated.

Other Information

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

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's

ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors and as more fully explained in note no. 24 to the financial statements, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act; and
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at 31 March 2019 on its financial position in its financial statements - Refer Note 25 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.;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
 - iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2019.

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

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

For B S R & Co. LLP

Chartered Accountants

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

Swapnil Dakshindas

Partner

Membership No. 113896

Place: Pune

Date: 23 May 2019

Annexure A to the Independent Auditors' Report – 31 March 2019

With reference to the Annexure referred to in paragraph 1 in Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2019, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a regular program of physical verification of its fixed assets by which its fixed assets are verified in a phased manner over a period of three years. In our opinion this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification.
- (c) The title deeds of the immovable properties are held in the name of the Company.
- (ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and there were no material discrepancies noted during 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 Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- (iv) According to the information and explanations given to us, the Company has not granted any loans, made any investments, or provided any guarantees, and security to which the provisions of section 185 and 186 of the Companies Act, 2013 apply. Accordingly, paragraph 3(iv) of the Order is not applicable to the Company.
- (v) The Company has not accepted any deposits in accordance with the provisions of section 73 to 76 of the Act and the rules framed thereunder.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident fund, Employees' state insurance, Income tax, Duty of customs, Goods and services tax and other material statutory dues have generally been regularly deposited during the year by the Company with the appropriate authorities, except for provident fund dues referred to in note 25 to the financial statements. As explained to us, the Company do not have dues on account of Sales Tax, Service Tax, Value Added Tax and Duty of Excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' state insurance, Income tax, Duty of customs, Goods and Services Tax and other material statutory dues were in arrears as at 31 March 2019, for a period of more than six months from the date they became payable. We draw attention to note 25 to the financial statement which more fully explains the matters regarding non-payment of provident fund contribution pursuant to Supreme Court judgement dated 28 February 2019.

- (b) According to the information and explanations given to us, there are no dues of Income tax, Service tax, Sales tax, Duty of customs and Value added tax which have not been deposited by the Company with appropriate authorities on account of any disputes except for the following:

Name of the statute	Nature of dues	Amount (INR lakhs)	Amount paid under protest (INR lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax – TDS Demands	3.51	-	2007-18	Assessing Officer of Income Tax, Pune
Income Tax Act, 1961	Income Tax – Disallowances	28.59	28.59	2015-16	Commissioner of Income Tax Appeals, Pune
Gujarat Value Added Tax Act, 2003	Sales tax demand on crane hiring services	124.75	-	June 2008 to March 2009	Gujarat Value Added Tax Tribunal
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	582.31	15.00	April 2009 to March 2010	Joint Commissioner Sales Tax Appeals, Pune
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	915.97	30.79	April 2008 to March 2009	Sales Tax Tribunal, Mumbai
Central Sales Tax Act, 1956	Sales tax demand on crane hiring services	11,110.47	373.34	April 2008 to March 2009	Sales Tax Tribunal, Mumbai
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	1,120.38	-	April 2007 to March 2008	Sales Tax Tribunal, Mumbai
Central Sales Tax Act, 1956	Sales tax demand on crane hiring services	6,417.80	-	April 2007 to March 2008	Sales Tax Tribunal, Mumbai
Central Sales Tax Act, 1956	Sales tax demand on crane hiring services	7,738.16	-	April 2010 To March 2011	Sales Tax Tribunal, Mumbai
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	1,136.84	-	April 2010 to March 2011	Sales Tax Tribunal, Mumbai
Central Sales Tax Act, 1956	Sales tax demand on crane hiring services	7,752.86	-	April 2012 to March 2013	The Bombay High Court
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	1,338.62	-	April 2012 to March 2013	The Bombay High Court
Central Sales Tax Act, 1956	Sales tax demand on crane hiring services	1,247.67	71.37	April 2013 To March 2014	Joint Commissioner of Sales Tax, Pune
Maharashtra Value Added Tax Act, 2002	Sales tax demand on crane hiring services	3,919.17	223.95	April 2013 to March 2014	Joint Commissioner of Sales Tax, Pune



- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the banks. The Company did not have any loan or borrowings from financial institutions, government or any debentures outstanding during the year.
- (ix) In our opinion and according to the information and explanations given to us, the term loans taken by the Company have been applied for the purpose for which they were raised. The Company had not raised money by way of further public offer (including debt instruments) during the year.
- (x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the managerial remuneration is paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as per the Act. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of the Act and the details, as required by the applicable accounting standards have been disclosed in the Ind AS financial statements.
- (xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partially convertible debentures during the year. Accordingly, reporting under this clause is not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them during the year. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) In our opinion and according to the information and explanations given to us, the Company is not required to register under section 45-IA of the Reserve Bank of India Act, 1934.

For B S R & Co. LLP

Chartered Accountants

Firm Registration No: 101248W/ W-100022

Swapnil Dakshindas

Partner

Membership No: 113896

Place: Pune

Date: 23 May 2019

Annexure B to the Independent Auditor's report on the financial statements of Sanghvi Movers Limited for the period ended 31 March 2019

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

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

Opinion

We have audited the internal financial controls with reference to financial statements of Sanghvi Movers Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

For B S R & Co. LLP

Chartered Accountants

Firm Registration No: 101248W/ W-100022

Swapnil Dakshindas

Partner

Membership No: 113896

Place: Pune

Date: 23 May 2019





BALANCE SHEET

As at 31 March 2019

(Currency - Indian Rupees in Lakhs, except share data)

	Notes	31-Mar-2019	31-Mar-2018
ASSETS			
Non-current assets			
Property, plant and equipment	10	1,10,791.35	1,23,783.83
Capital work-in-progress	10	-	385.73
Investment property	11	-	1,571.85
Financial assets			
i) Investments	12(a)	0.25	0.25
ii) Loans	12(c)	9.86	4.25
iii) Other financial assets	12(e)	188.47	160.85
Non Current tax assets (Net)		939.37	874.98
Other non-current assets	13	714.37	438.72
Total non-current assets	(A)	1,12,643.67	1,27,220.46
Current assets			
Inventories	14	1,176.84	1,239.22
Financial assets			
i) Trade receivables	12(b)	8,982.32	13,451.77
ii) Cash and cash equivalents	12(d)	428.43	251.30
iii) Bank balance other than (iii) above		20.24	32.50
iv) Loans	12(c)	19.98	14.92
v) Other financial assets	12(e)	5.87	881.03
Current tax assets (Net)		498.74	-
Other current assets	15		
i) GST credit receivable		-	1,096.06
ii) Others		597.14	354.13
Total current assets	(B)	11,729.56	17,320.93
Total assets	(A)+(B)	1,24,373.23	1,44,541.39
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	16(a)	865.76	865.76
Other equity	16(b)	72,452.67	78,030.28
Total equity	(C)	73,318.43	78,896.04
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i) Borrowings	18(a)	32,753.78	45,889.76
Provisions	19	-	200.80
Deferred tax liabilities (net)	9	3,156.68	5,834.72
Total non-current liabilities	(D)	35,910.46	51,925.28
Current liabilities			
Financial liabilities			
i) Borrowings	18(a)	2,611.45	1,161.34
ii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises		19.93	13.34
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		1,665.17	1,733.08
iii) Derivative contract liability		-	368.01
iv) Other financial liabilities	18(b)	9,421.42	9,124.78
Other current liabilities	20	1,033.38	1,261.25
Provisions	19	392.99	58.27
Total current liabilities	(E)	15,144.34	13,720.07
Total equity & liabilities	(C) + (D) + (E)	1,24,373.23	1,44,541.39
Summary of significant accounting policies	2-3		
See accompanying notes to the financial statements	4-30		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm registration no. 101248W/W-100022

Swapnil Dakshindas
Partner
Membership No. 113896

For and on behalf of the Board of Directors of **Sanghvi Movers Limited**
CIN: L29150PN1989PLC054143

Rishi Sanghvi
Managing Director
(DIN - 08220906)

Rajesh Likhite
Company Secretary & Chief Compliance Officer

Sham Kajale
Joint Managing Director and Chief Financial Officer
(DIN - 00786499)

S. Padmanabhan
Director (DIN- 00001207)

Place : Pune
Date : 23 May 2019

Place : Pune
Date : 23 May 2019

STATEMENT OF PROFIT AND LOSS

for the year ended 31 March 2019

(Currency - Indian Rupees in Lakhs, except share data)

	Notes	31-Mar-2019	31-Mar-2018
Revenue from operations	4	28,239.72	22,839.76
Other income	5	1,286.33	2,005.46
Total income		29,526.05	24,845.22
Expenses			
Operating and other expenses	6	17,373.68	12,939.62
Employee benefits expense	7	1,936.85	1,544.03
Finance costs	8	4,759.06	5,474.94
Depreciation expense	10 & 11	14,082.05	13,673.44
Total expenses		38,151.64	33,632.03
Loss before tax		(8,625.59)	(8,786.81)
Current tax		(18.38)	(121.26)
Deferred tax		(2,800.91)	(2,917.57)
Income tax expense	9	(2,819.29)	(3,038.83)
Loss for the year		(5,806.30)	(5,747.98)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss			
Remeasurement of employee benefit obligations		(117.15)	208.76
Income tax relating to items that will not be reclassified to profit or loss		40.94	(72.95)
Net other comprehensive income/(loss) not to be reclassified subsequently to profit or loss	(i)	(76.21)	135.81
Items that will be reclassified subsequently to profit or loss			
Effective portion of losses on hedging instruments in respect of cash flow hedges		268.29	701.23
Income tax relating to items that will be reclassified to profit or loss		(93.77)	(245.04)
Net other comprehensive income to be reclassified subsequently to profit or loss	(ii)	174.52	456.19
Other comprehensive income for the year, net of income tax	(i+ii)	98.31	592.00
Total comprehensive loss for the year		(5,707.98)	(5,155.98)
Earnings per equity share			
Basic loss per share (in Rs.)	17	(13.41)	(13.28)
Diluted loss per share (in Rs.)	17	(13.41)	(13.28)
Summary of significant accounting policies	2-3		
See accompanying notes to the financial statements	4-30		

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

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

Chartered Accountants

Firm registration no. 101248W/W-100022

Swapnil Dakshindas

Partner

Membership No. 113896

For and on behalf of the Board of Directors of **Sanghvi Movers Limited**

CIN: L29150PN1989PLC054143

Rishi Sanghvi

Managing Director

(DIN - 08220906)

Rajesh Likhite

Company Secretary & Chief Compliance Officer

Place : Pune

Date : 23 May 2019

Sham Kajale

Joint Managing Director and Chief Financial Officer

(DIN - 00786499)

S. Padmanabhan

Director (DIN- 00001207)

Place : Pune

Date : 23 May 2019

Statement of Changes In Equity for the year ended 31 March 2019



(Currency - Indian Rupees in Lakhs, except share data)

A) Equity share capital

	Note	
Balance as at 1 April 2017		865.76
Changes in equity share capital during 2016-17	16(a)	-
Balance as at 31 March 2018		865.76
Changes in equity share capital during 2017-18	16(a)	-
Balance as at 31 March 2019		865.76

B) Other equity

	Note	Attributable to the owners of the Company					Total
		Capital reserve	Securities premium reserve	Reserves and surplus	Items of OCI	Remeasurements of employment benefit obligations	
Balance as at 1 April 2017		11.96	13,136.96	30,443.09	(630.71)	(144.99)	85,270.32
Profit for the year		-	-	-	-	-	(5,747.98)
Other comprehensive income / (loss) (net of tax)		-	-	-	456.19	135.81	592.00
Total comprehensive income for the year		-	-	-	456.19	135.81	(5,155.98)
Transactions with owners, recorded directly in equity							
Dividends	16(b)	-	-	-	-	-	(1,731.52)
Dividend distribution tax	16(b)	-	-	-	-	-	(352.54)
Balance as at 31 March 2018		11.96	13,136.96	30,443.09	(174.52)	(9.18)	78,030.28
Profit / (Loss) for the year		-	-	-	-	-	(5,806.30)
Other comprehensive income / (loss) (net of tax)		-	-	-	174.52	(76.21)	98.31
Contract Fulfillment Cost Reserve Adjustment (Refer Note No. 23)		-	-	-	-	-	130.38
Total comprehensive income for the year		-	-	-	174.52	(76.21)	130.38
Transactions with owners, recorded directly in equity							
Dividends		-	-	-	-	-	-
Dividend distribution tax		-	-	-	-	-	-
Balance as at 31 March 2019		11.96	13,136.96	30,443.09	0.00	(85.39)	72,452.67

Summary of significant accounting policies 2-3

See accompanying notes to the financial statements 4-30

The notes referred to above form an integral part of the financial statements
As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm registration no. 101248W/W-100022

Swapnil Dakshindas
Partner
Membership No. 113896

Rishi Sanghvi
Managing Director
(DIN - 08220906)

Rajesh Likhite
Company Secretary & Chief Compliance Officer
Place : Pune
Date : 23 May 2019

For and on behalf of the Board of Directors of **Sanghvi Movers Limited**

CIN: L29150PN1989PLCO54143

Sham Kajale
Joint Managing Director and Chief Financial Officer
(DIN - 00786499)

S. Padmanabhan
Director (DIN- 00001207)

STATEMENT OF CASH FLOWS

for the year ended 31 March 2019

(Currency - Indian Rupees in Lakhs, except share data)

	31-Mar-2019	31-Mar-2018
A Cash flows from operating activities		
Loss before tax	(8,625.59)	(8,786.81)
Adjustments for:		
Depreciation expense	14,082.05	13,673.44
Profit on sale of property, plant and equipment (net)	(1,165.69)	(1,779.49)
Finance costs	4,759.06	5,474.94
Dividend income	-	(13.17)
Interest income	(1.03)	(27.44)
(Gain) on sale of investments (net)	(0.26)	(44.01)
Operating profit before working capital changes	9,048.54	8,497.46
Movements in working capital :		
(Increase)/decrease in inventories	62.38	144.22
(Increase)/decrease in trade receivables	4,469.45	3,148.38
(Increase)/ decrease in loans given and other financial assets	834.59	(867.01)
(Increase) in non-current assets	(275.65)	-
Decrease in current assets	1,084.47	567.26
(Decrease) in trade payables	(61.32)	(44.24)
(Decrease)/ increase in other financial liabilities	(1,621.97)	1,303.12
(Decrease)/ increase in other current liabilities	(227.87)	820.95
Increase in employee benefit obligations	16.77	25.75
Working capital changes	4,280.85	5,098.43
Cash generated from operations	13,329.39	13,595.89
Direct taxes paid (including tax deducted at source), (net)	(544.74)	(951.25)
Net cash from operating activities (A)	12,784.65	12,644.64
B Cash flows from investing activities		
Purchase of fixed assets	(1,677.16)	(9,383.99)
Proceeds from sale of fixed assets	3,568.71	3,390.00
Investments in bank deposits (having original maturity of more than three months)	-	(11.19)
Maturity of bank deposits (having original maturity of more than three months)	13.78	3.04
Dividends received	-	13.17
Interest received	1.79	5.40
Acquisition of investments	(1,250.00)	(12,270.00)
Proceeds from sale of investments	1,250.26	13,814.44
Net cash used in investing activities (B)	1,907.39	(4,439.13)



STATEMENT OF CASH FLOWS (continued)
for the year ended 31 March 2019

(Currency - Indian Rupees in Lakhs, except share data)

	31-Mar-2019	31-Mar-2018
C Cash flows from financing activities		
Proceeds from Term Loans in Indian rupees	10,522.36	22,521.84
Repayment of Term Loans in Indian rupees	(16,379.77)	(24,697.97)
Proceeds from Term Loans in Foreign currencies	-	51.19
Repayment of Term Loans in Foreign currencies	(4,906.57)	-
Net Increase in Working capital demand loans from Bank	1,250.11	818.09
Proceeds from Loans from related parties (unsecured)	845.75	2,195.98
Repayments of Loans from related parties (unsecured)	(918.55)	(892.45)
Dividends paid	-	(1,731.52)
Tax on dividends paid	-	(352.54)
Interest paid	(4,928.24)	(6,105.75)
Net cash used in financing activities (C)	(14,514.91)	(8,193.14)
Net increase in cash and cash equivalents (A+B+C)	177.13	12.38
Cash and cash equivalents at beginning of the year	251.30	238.92
Cash and cash equivalents at end of the year	428.43	251.30

Components of cash and cash equivalents	31-Mar-2019	31-Mar-2018
Cash on hand	2.49	2.44
Balances with banks:		
On current accounts	425.94	248.86
On deposits with original maturity of less than three months	-	-
Total cash and cash equivalents (also refer note 12 (d))	428.43	251.30

Summary of significant accounting policies 2-3
See accompanying notes to the Ind AS financial statements 4-30

The notes referred to above form an integral part of the financial statements
As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm registration no. 101248W/W-100022

For and on behalf of the Board of Directors of **Sanghvi Movers Limited**
CIN: L29150PN1989PLC054143

Swapnil Dakshindas
Partner
Membership No. 113896

Rishi Sanghvi
Managing Director
(DIN - 08220906)

Sham Kajale
Joint Managing Director and Chief Financial Officer
(DIN - 00786499)

Rajesh Likhite
Company Secretary & Chief Compliance Officer

S. Padmanabhan
Director (DIN- 00001207)

Place : Pune
Date : 23 May 2019

Place : Pune
Date : 23 May 2019

Notes to the financial statements for the year ended 31 March 2019

(Currency - Indian Rupees in Lakhs, except share data)

1. Reporting entity

Sanghvi Movers Limited ("SML" or "the Company") is a public company domiciled in India and was incorporated in 1989. SML is engaged in the business of providing hydraulic and crawler cranes to various industries in the infrastructure sector and has a fleet of medium to large-size hydraulic truck mounted telescopic and lattice boom cranes and crawler cranes with lifting capacity ranging from 20 tons to 800 tons. The Company has its registered office in Pune. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

2. Basis of preparation**2.1 Statement of compliance**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The financial statements were authorized for issue by the Company's Board of Directors on 23 May 2019.

Details of the Company's significant accounting policies are included in Note 3.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakh to two decimal points, unless otherwise indicated.

2.3 Basis of measurement

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

Items	Measurement basis
Certain financial assets and liabilities (including Derivative instruments)	Fair value
Net defined benefit liability	Present value of defined benefit obligation less fair value of plan assets

2.4 Use of estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Assumptions and estimation uncertainties

- Note 19 – measurement of defined benefit obligations: key actuarial assumptions;
- Note 19 and 25– the Company has received some orders and notices from tax authorities in respect of direct and indirect taxes. The outcome of these matters may have a material effect on the financial position, results of operations or cash flows. Management regularly analyses current information about these matters and makes provisions for probable contingent losses expected to be incurred to resolve these matters. In making the decision regarding the need for loss provisions, management considers the degree of probability of an unfavourable outcome and the ability to make a sufficiently reliable estimate of the amount of loss. The filing of a suit or formal assertion of a claim against the Company or the disclosure or the disclosure of any such suit or assertions, does not automatically indicate that a provision of a loss may be appropriate; and
- Note 10 - Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life.

2.5 Measurement of fair values

A number of the accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values which is overseen by the Joint Managing Director/Chief Financial Officer (CFO).

Significant valuation issues are reported to the Company's audit committee.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

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

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

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

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

2.6 Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current/ non-current classification.

Assets

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

- a) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realized within 12 months after the reporting date; or
- d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

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

- a) it is expected to be settled in the Company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be settled within 12 months after the reporting date; or
- d) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The operating cycle of the Company is less than 12 months.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

3 Significant accounting policies

a. Foreign currency

Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the company at the exchange rates on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in profit or loss, except exchange differences arising from the translation of the following items which are recognized in OCI:

- qualifying cash flow hedges to the extent that the hedges are effective.

b. Financial Instruments

i. *Recognition and initial measurement*

Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVPL), transaction costs that are directly attributable to its acquisition or issue.

ii. *Classification and subsequent measurement*

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair value through other comprehensive income (FVOCI) – equity investment; or
- FVPL

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI – equity investment). This election is made on an investment by investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and Interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows
- terms that may adjust the contractual rate, including variable interest rate features
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVPL	These assets are subsequently measured at fair value. Net gains and losses, including interest or dividend income, are recognized in profit or loss.
Financial assets at amortized cost	These assets are subsequently measured at amortized cost using effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are not reclassified to profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVPL. A financial liability is classified as at FVPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

iii. Derecognition

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognized on its Balance Sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

v. Derivative financial instruments and hedge accounting

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognized in profit or loss.

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates.

At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in OCI and accumulated in the other equity under 'effective portion of cash flow hedges'. The effective portion of changes in the fair value of the derivative that is recognized in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in profit or loss.

When the hedged forecast transaction subsequently results in the recognition of a non-financial item such as inventory, the amount accumulated in other equity is included directly in the initial

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

cost of the non-financial item when it is recognized. For all other hedged forecast transactions, the amount accumulated in other equity is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If a hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in other equity remains there until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in other equity are immediately reclassified to profit or loss.

c. Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost, which includes capitalized borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

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

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

ii. Subsequent expenditure

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

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method, and is generally recognized in the statement of profit and loss. Assets acquired under finance leases are depreciated

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided over the useful life of assets as assessed by the management, as follows –

Particulars	Useful lives (years)
Factory buildings	30
Cranes	15, 20*
Other Plant and equipment's	8-15
Furniture and fixtures	10
Office equipment	5
Vehicles	8
Windmills	22

* Based on single shift. Cranes owned by the Company Sometimes work for more than a single shift and hence double shift and triple shift rates are considered, as applicable.

The useful lives assessed by the management is in line with the useful lives prescribed in Schedule II to the Companies Act 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

iv. Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

d. Investment property

Investment property is property held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the supply of goods or services or for administrative purposes. Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and accumulated impairment losses, if any.

The management believes a period of 30 years represents the best estimate of the period over which investment properties are expected to be used. Accordingly, the depreciation on the same is provided over the period of 30 years. This is in line with the useful life as prescribed in Schedule II to the Companies Act, 2013.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Any gain or loss on disposal of an investment property is recognized in profit or loss.

e. Inventories

Inventories comprise of stores and spare parts and are valued at cost on first in first out (FIFO) basis, net of Goods and Service Tax credit.

f. Impairment

i. Impairment of financial instruments

The Company recognizes loss allowances for expected credit losses on:

- financial assets measured at amortized cost

At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit impaired includes the following observable data:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or being past due for a period exceeding credit term offered to the customer; and
- It is probable that the borrower will enter bankruptcy or other financial reorganisation, or

The Company measures loss allowances at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12 month expected credit losses:

- bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 360 days past due.

The Company considers a financial asset to be in default when the financial asset is 720 days or more past due.

Measurement of expected credit losses

Expected credit losses are a probability weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

Presentation of allowance for expected credit losses in the Balance Sheet

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii. Impairment of non-financial assets

The Company's non-financial assets, other inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, 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 CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

In respect of assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

g. Employee benefits

i. Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g. under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

ii. Post-employment benefits (defined benefit plans)

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

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling').

In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Re-measurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognized immediately in profit or loss. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

iii. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. The Company makes specified monthly contributions towards Government administered provident fund scheme. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which the related services are rendered by employees.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

h. Revenue Recognition*Rendering of services*

Revenue from hiring of equipment's (cranes and trailers) associated with the transaction is recognised when the Company satisfies a performance obligation by transferring a promised services. When a performance obligation is satisfied, the Company recognise as revenue the amount of the transaction price that is allocated to that performance obligation.

The revenue recognition criteria are applied to two or more transactions together when they are linked in such a way that the commercial effect cannot be understood without reference to the series of transactions as a whole.

Effective April 1, 2018, the Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised. Ind AS 115 replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. The Company has adopted Ind AS 115 using the modified retrospective approach. The effect of initially applying this standard is recognised at the date of initial application (i.e. April 1, 2018). The comparative information has not been restated - i.e. the comparative information continues to be reported under Ind AS 18 and Ind AS 11. The Effect of application of this standard is mainly attributed to the following:

- Freight cost, Diesel cost and other incidental cost such as Over Dimensional cost, rates and taxes incurred for mobilisation of crane to customer's location is amortised over a period of contract.

Revenue from sale of power is recognised on the accrual basis in accordance with the provisions of Power Purchase Agreement entered with the regulatory commission of the respective state. Claims for delayed payment charges and any other claims, which the Company is entitled to under the Power Purchase Agreement, are accounted for in the year of acceptance.

Interest income

Interest income is recognised using the time proportion method based on the underlying interest rates.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Dividends

Revenue is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Rental income

Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

i. Cash and cash equivalents

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

j. Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income

i. Current income tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the

Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets - unrecognized or

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

k. Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

l. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

m. Leases**i. Assets held under leases**

Leases of property, plant and equipment that transfer to the Company substantially all the risks and rewards of ownership are classified as finance leases. The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to similar owned assets.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Assets held under leases that do not transfer to the Company substantially all the risks and rewards of ownership (i.e. operating leases) are not recognized in the Company's Balance Sheet.

ii. Lease payments

Payments made under operating leases are generally recognized in profit or loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Lease incentives received are recognized as an integral part of the total lease expense over the term of the lease.

n. Operating segments

The Company is primarily engaged in the business of providing cranes on rental basis. Further all the commercial operations of the Company are based in India. Performance is measured based on the management accounts as included in the internal management reports that are reviewed by the Company's Chairman and Managing Director. Accordingly, there is no separate reportable segments.

o. Recent Accounting Pronouncement

Standards issued but are not effective as at March 31, 2019

Ind AS 116 – Leases:

The Company is required to adopt Ind AS 116, Leases from 1 April 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

The Company has completed an initial assessment of the potential impact on its standalone financial statements but has not yet completed its detailed assessment. The quantitative impact of adoption of Ind AS 116 on the standalone financial statements in the period of initial application is not reasonably estimable as at present.

a. Leases in which the Company is a lessee

The Company will recognise new assets and liabilities for its operating leases of offices and warehouse. The nature of expenses related to those leases will now change because the Company will recognise a depreciation charge for right-of-use assets and interest expense on lease liabilities.

Previously, the Company recognised operating lease expense on a straight-line basis over the term of the lease, and recognised assets and liabilities only to the extent that there was a timing difference between actual lease payments and the expense recognised.

Company is in the process of evaluating the impact of Ind AS 116 on its standalone financial statement.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

b. Leases in which the Company is a lessor

The Company will reassess the classification of sub-leases in which the Company is a lessor. No significant impact is expected for other leases in which the Company is a lessor.

c. Transition

The Company plans to apply Ind AS 116 initially on 1 April 2019, using the modified retrospective approach. Therefore, the cumulative effect of adopting Ind AS 116 will be recognised as an adjustment to the opening balance of retained earnings at 1 April 2019, with no restatement of comparative information.

The Company plans to apply the practical expedient to grandfather the definition of a lease on transition. This means that it will apply Ind AS 116 to all contracts entered into before 1 April 2019 and identified as leases in accordance with Ind AS 17.

Ind AS 12 - Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12.

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following: (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability. The Company does not expect any significant impact of the amendment on its standalone financial statements.

Ind AS 109 – Prepayment Features with Negative Compensation

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its standalone financial statements.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Ind AS 19 – Plan Amendment, Curtailment or Settlement

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its standalone financial statements.

Ind AS 23 – Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

Ind AS 28 – Long-term Interests in Associates and Joint Ventures

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Company does not currently have any long-term interests in associates and joint ventures and hence does not expect any impact from this amendment.

Ind AS 103 – Business Combinations and Ind AS 111 – Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. The Company does not have control / joint control / joint control of a business that is a joint operation and hence does not expect any impact from this amendment.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

4. Revenue from operations	31-Mar-2019	31-Mar-2018
Revenue from Contracts with Customers		
Revenue from hiring of equipments	27,970.02	22,446.61
Total sale of services (A)	27,970.02	22,446.61
Other operating revenue		
Revenue from power generation	181.69	148.80
Bad debts recovered	88.01	244.35
Total other operating revenue (B)	269.70	393.16
Total revenue from operations (A+B)	28,239.72	22,839.76

5. Other income	31-Mar-2019	31-Mar-2018
Interest income on:		
- deposits with banks	1.03	4.38
- income tax refunds	-	4.41
- delayed payments from customers	-	18.65
Profit on sale of property, plant and equipment (net)	1,165.69	1,779.49
Dividend income on equity securities	-	13.17
Liabilities/accruals/provisions written back to the extent no longer required	5.99	-
Investment property rentals (see note 27)	-	123.88
Gain on sale/fair valuation of investments (net)	0.26	44.01
Other non-operating income	113.36	17.47
Total other income	1,286.33	2,005.46

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

6. Operating and other expenses	31-Mar-2019	31-Mar-2018
Operating expenses		
Crane and trailer hire charges	319.04	252.60
Crane and trailer operating expenses	843.64	633.03
Freight & carriage	3,453.36	2,095.97
Repairs and maintenance expenses		
Plant and equipment's	143.95	184.11
Wind mills	35.74	39.78
Consumption of stores and spares	1,182.14	1,264.24
Power and fuel	2,116.95	1,489.61
Contract labour charges	3,136.32	2,301.94
Wind mill operating expenses	28.34	38.38
Total operating expenses (A)	11,259.48	8,299.66
Other expenses		
Rates and taxes	409.19	312.11
Bad debts	1,000.50	239.90
Director's sitting fees	19.93	21.90
Provision for doubtful debts & advances	2,141.57	2,116.33
Insurance	742.94	620.08
Repairs and maintenance expenses		
Building	65.54	40.58
Others	28.94	22.50
Payments to auditors (see note (i) below)	21.31	21.56
Rent	247.55	188.94
Travelling & conveyance	382.27	324.16
Expenditure on corporate social responsibility (CSR) (see note (ii) below)	-	40.02
Miscellaneous expenses	1,054.46	691.88
Total other expenses (B)	6,114.20	4,639.96
Total operating and other expenses (A+B)	17,373.68	12,939.62

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

6. Operating and other expenses	31-Mar-2019	31-Mar-2018
(i) Payments to auditors		
As auditor		
Statutory audit	14.93	14.93
Limited review of quarterly results	5.92	5.92
In other capacity		
Other services including certifications	0.25	0.25
Reimbursement of expenses	0.21	0.46
	21.31	21.56
(ii) Details of corporate social responsibility expenditure		
(a) Amount required to be spent by the Company during the year	163.61	237.66
(b) Amount spent during the year (in cash)		
(i) Construction/ acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	40.02
Total (b)	-	40.02

7. Employee benefits expense	31-Mar-2019	31-Mar-2018
Salaries and allowances	1,772.05	1,349.69
Contribution to provident and other funds	68.80	51.51
Provision for gratuity (also refer note 19)	46.63	69.04
Staff welfare expenses	49.36	73.79
Total employee benefit expenses	1,936.85	1,544.03

8. Finance costs	31-Mar-2019	31-Mar-2018
Interest expense on financial liabilities measured at amortised cost		
On borrowings from banks	4,564.65	5,194.50
On borrowings from related parties	188.85	118.80
Other borrowing costs	4.11	146.56
Interest on delayed payment of tax	1.45	15.08
Total finance costs	4,759.06	5,474.94

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

9. Income tax expense	31-Mar-2019	31-Mar-2018
A. Amounts recognised in profit or loss		
(a) Current tax		
Tax on profit for the year	-	-
Adjustments for current tax of prior period	(18.38)	(121.26)
Total current tax expense	(18.38)	(121.26)
(b) Deferred tax		
Attributable to -		
Origination and reversal of temporary differences	(2,800.91)	(2,917.57)
Total deferred tax expense	(2,800.91)	(2,917.57)
Income tax expense (a) + (b)	(2,819.29)	(3,038.83)

B. Income tax recognised in other comprehensive income	31-Mar-19			31-Mar-18		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Effective portion of losses on hedging instruments in respect of cash flow hedges	268.29	(93.77)	174.52	701.23	(245.04)	456.19
Remeasurement of employee benefit obligations	(117.15)	40.94	(76.21)	208.76	(72.95)	135.81
	151.14	(52.83)	98.31	909.99	(317.99)	592.00

C. Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:	31-Mar-19		31-Mar-18	
Loss before tax		(8,625.59)		(8,786.81)
Tax using the Company's domestic tax rate	34.94%	(3,014.13)	34.61%	(3,040.94)
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:				
CSR expenditure	-	-	0.45%	39.52
Other non-deductible expenses	1.39%	120.27	0.67%	58.49
Others	1.08%	93.03	0.29%	25.36
Adjustments for current tax of prior period	(0.21%)	(18.38)	(1.38%)	(121.26)
Income tax expense	(32.68%)	(2,819.21)	34.58%	(3,038.82)

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

D. Recognised deferred tax assets and liabilities						
Deferred tax assets and liabilities are attributable to the following:						
	Deferred tax liabilities		Deferred tax (assets)		Net deferred tax (assets) liabilities	
	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18
Property, plant and equipment	10,752.02	10,599.67	-	-	10,752.02	10,599.67
Contract Fulfillment Cost Reserve Adjustment (Refer Note No. 23)	70.04	-	-	-	70.04	-
Leave obligation	-	-	(7.97)	(5.21)	(7.97)	(5.21)
Gratuity	-	-	(129.35)	(85.32)	(129.35)	(85.32)
Allowance for doubtful debts - trade receivable	-	-	(1,777.51)	(1,029.16)	(1,777.51)	(1,029.16)
Derivatives	-	-	-	(88.76)	-	(88.76)
Carried Forward Losses	-	-	(5,628.56)	(3,335.86)	(5,628.56)	(3,335.86)
Others	-	-	(121.99)	(220.64)	(121.99)	(220.64)
Net deferred tax (assets) liabilities	10,822.06	10,599.67	(7,665.38)	(4,764.96)	3,156.68	5,834.72

Movement in temporary differences:								
	Balance as at 1 April 2017	Recognised in profit or loss during 2017-18	Recognised in OCI during 2017-18	Balance as at 31 March 2018	Recognised in profit or loss during 2018-19	Recognised in OCI during 2018-19	Recognised in Retained earnings during 2018-19	Balance as at 31 March 2019
Property, plant and equipment	9,201.50	1,398.17	-	10,599.67	152.35	-	-	10,752.02
Compensated absences	(10.90)	5.69	-	(5.21)	(2.76)	-	-	(7.97)
Gratuity	(142.09)	(16.18)	72.95	(85.32)	(3.09)	(40.94)	-	(129.35)
Allowance for doubtful debts - trade receivable	(288.44)	(740.72)	-	(1,029.16)	(748.35)	-	-	(1,777.51)
Derivatives	(333.80)	-	245.04	(88.76)	5.01	93.77	-	-
Brought Forward Losses	-	(3,335.86)	-	(3,335.86)	(2,292.70)	-	-	(5,628.56)
Contract Fulfillment Cost Reserve Adjustment (Refer Note No. 23)	-	-	-	-	-	-	70.04	70.04
Others	8.03	(228.67)	-	(220.64)	98.65	-	-	(121.99)
Net deferred tax (assets) liabilities	8,434.30	(2,917.57)	317.99	5,834.72	(2,800.91)	52.83	70.04	3,156.68

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

10. Property, plant and equipment and capital work-in-progress
A. Reconciliation of carrying amount

	Freehold Land	Leasehold Land	Buildings	Office Equipments	Plant and Equipments	Windmills	Motor Vehicles	Furniture & Fittings	Total
Year ended 31 March 2018									
Gross carrying amount									
Opening gross carrying amount	2,896.35	26.62	2,561.81	39.09	1,44,805.88	470.04	489.38	131.33	1,51,420.50
Additions	120.41	-	214.99	20.01	11,114.91	-	81.92	9.62	11,561.86
Disposals	-	-	20.88	0.68	5,959.63	-	29.96	3.50	6,014.65
Closing gross carrying amount	3,016.76	26.62	2,755.92	58.42	1,49,961.16	470.04	541.34	137.45	1,56,967.71
Opening accumulated depreciation	-	0.60	165.68	6.92	23,583.60	88.00	62.29	63.47	23,970.56
Depreciation charge during the year	-	0.30	101.06	11.39	13,345.78	44.00	81.91	33.03	13,617.47
Disposals	-	-	8.33	0.68	4,373.55	-	18.09	3.50	4,404.15
Closing accumulated depreciation	-	0.90	258.41	17.63	32,555.83	132.00	126.11	93.00	33,183.88
Net carrying amount	3,016.76	25.72	2,497.51	40.79	1,17,405.33	338.04	415.23	44.45	1,23,783.83
Year ended 31 March 2019									
Gross carrying amount									
Opening gross carrying amount	3,016.76	26.62	2,755.92	58.42	1,49,961.16	470.04	541.34	137.45	1,56,967.71
Additions	-	-	66.45	10.56	1,827.12	-	13.79	2.82	1,920.74
Disposals	167.61	-	-	1.94	2,852.58	-	114.74	-	3,136.87
Closing gross carrying amount	2,849.15	26.62	2,822.37	67.04	1,48,935.70	470.04	440.39	140.27	1,55,751.58
Accumulated depreciation									
Opening accumulated depreciation	-	0.90	258.41	17.63	32,555.83	132.00	126.11	93.00	33,183.88
Depreciation charge during the year	-	0.29	102.13	12.56	13,820.71	41.80	66.93	22.14	14,066.56
Disposals	-	-	-	1.74	2,179.82	-	108.65	-	2,290.21
Closing accumulated depreciation	-	1.19	360.54	28.45	44,196.72	173.80	84.39	115.14	44,960.23
Net carrying amount	2,849.15	25.43	2,461.83	38.59	1,04,738.98	296.24	356.00	25.13	1,10,791.35
Capital work-in-progress									
Balance as at 1 April 2017	-	-	48.76	-	-	-	-	-	48.76
Additions	120.41	-	171.74	20.01	11,495.13	-	81.92	9.62	11,898.83
Assets capitalised during the Year	120.41	-	214.99	20.01	11,114.91	-	81.92	9.62	11,561.86
Balance as at 31 March 2018	-	-	5.51	-	380.22	-	-	-	385.73
Balance as at 1 April 2018	-	-	5.51	-	380.22	-	-	-	385.73
Additions	-	-	60.94	10.56	1,446.90	-	13.79	2.82	1,535.01
Assets capitalised during the Year	-	-	66.45	10.56	1,827.12	-	13.79	2.82	1,920.74
Balance as at 31 March 2019	-	-	-	-	-	-	-	-	-

B. Security

The term loans from banks are secured by charge on properties with carrying amount of Rs. 93,374.95 lakhs (31 March 2018: Rs. 105,379.36 lakhs). (see note 26).

C. Capital work-in-progress

Capital work-in-progress as at 31 March 2019 is NIL. As on 31 March 2018 comprised building construction in progress at Jaora Depot & 16 Flat bed trailers.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

11. Investment property	
A. Reconciliation of carrying amount	31-Mar-19
Balance as at 01 April 2017	1,680.88
Acquisitions	-
Balance as at 31 March 2018	1,680.88
Balance as at 01 April 2018	1,680.88
Acquisitions	-
Disposal	(1,680.88)
Balance as at 31 March 2019	-
Accumulated depreciation	
Balance as at 01 April 2017	53.06
Depreciation for the year ended 31 March 2018	55.97
Balance as at 31 March 2018	109.03
Balance as at 01 April 2018	109.03
Depreciation for the year ended 31 March 2019	15.49
Disposal	124.52
Balance as at 31 March 2019	-
Carrying amounts	
At 31 March 2018	1,571.85
At 31 March 2019	-
Fair value	
At 31 March 2018	1,508.00
At 31 March 2019	-

B. Measurement of fair values***Fair value hierarchy***

The fair value of investment property had been determined by external, independent valuer, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued.

The fair value measurement for all of the investment property had been categorised as a Level 3 fair value based on the inputs to the valuation techniques used.

This Investment property has been sold during current financial year.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

12. Financial assets		
	31-Mar-2019	31-Mar-2018
12 (a). Non-current investments		
Investments in equity instruments (Fully paid up)		
Unquoted:		
Investments in equity instruments		
The Saraswat Co-operative Bank Limited	0.25	0.25
2,500 (31 March 2018: 2,500) equity shares of Rs. 10 each		
Total (equity instruments)	0.25	0.25
Total non-current investment	0.25	0.25
Aggregate Amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments and market value thereof	0.25	0.25
12 (b). Trade receivables		
Trade receivables		
Less : Loss Allowance	14,069.07	16,396.95
Net trade receivables	(5,086.75)	(2,945.18)
	8,982.32	13,451.77
Current Portion	8,982.32	13,451.77
Non Current Portion	-	-
Net Trade receivables	8,982.32	13,451.77

The Company's exposure to credit risks and loss allowances related to trade receivables are disclosed in Note 22.

12 (c). Loans	31-Mar-19		31-Mar-18	
	Current	Non-Current	Current	Non-Current
Unsecured, considered good				
Loans to employees	19.98	9.86	14.92	4.25
Total loans	19.98	9.86	14.92	4.25

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

12 (d). Cash and cash equivalents	31-Mar-2019	31-Mar-2018
Balances with banks		
- in current accounts	425.94	248.86
Cash on hand	2.49	2.44
Total cash and cash equivalents	428.43	251.30

12 (e). Other financial assets	31-Mar-19		31-Mar-18	
	Current	Non-Current	Current	Non-Current
Security deposits				
Considered good	-	188.47	-	159.33
Considered doubtful	-	4.60	-	4.60
	-	193.07	-	163.93
Less : Allowances for doubtful deposits	-	(4.60)		(4.60)
	-	188.47	-	159.33
Capital advances recoverable	-	-	880.22	-
Interest accrued on fixed deposits	0.05	-	0.81	-
Bank deposits with original maturity of more than 12 months	-	-	-	1.52
Receivable against sale of fixed asset	5.82	-	-	-
Total other financial assets	5.87	188.47	881.03	160.85

13. Other non-current assets	31-Mar-2019	31-Mar-2018
VAT/CST paid under protest	714.37	419.13
Service tax paid under protest	-	19.59
	714.37	438.72

14. Inventories	31-Mar-2019	31-Mar-2018
Stores and spares parts	1,176.84	1,239.22
Total inventories	1,176.84	1,239.22

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

15. Other current assets	31-Mar-2019	31-Mar-2018
GST/CENVAT credit receivable	-	1,096.06
	-	1,096.06
Others		
Prepaid expenses	299.05	292.68
Contract Fulfillment Cost	202.72	-
Advances to employees	15.42	37.71
Advances for supply of goods and services	48.02	22.82
Capital Advances	31.01	-
Other advances	0.92	0.92
	597.14	354.13
Total other current assets	597.14	1,450.19

16 (a). Equity share capital	31-Mar-2019	31-Mar-2018
Authorised		
50,000,000 (31 March 2018 : 50,000,000) equity shares of face value of Rs. 2 each	1,000.00	1,000.00
	1,000.00	1,000.00
Issued subscribed and paid-up		
43,288,000 (31 March 2018 : 43,288,000) equity shares of face value of Rs. 2 each fully paid up	865.76	865.76
	865.76	865.76

16 (a) (i) Rights preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

16 (a) (ii) Particulars of shareholders holding more than 5% shares in the Company

Name of the shareholder	31-Mar-19		31-Mar-18	
	No. of shares	% holding	No. of shares	% holding
Chandrakant Phoolchand Sanghvi	1,00,31,098	23.17%	1,00,31,098	23.17%
Rishi Chandrakant Sanghvi	53,19,740	12.29%	53,19,740	12.29%
Mina Chandrakant Sanghvi	44,18,791	10.21%	44,18,791	10.21%
Kedar Dattatraya Borgaonkar	23,94,200	5.53%	23,12,469	5.34%

16 (a) (iii) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

	31-Mar-2019		31-Mar-2018	
	Number	Amount	Number	Amount
Equity Shares				
At the commencement and at the end of the year	4,32,88,000	865.76	4,32,88,000	865.76

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

16 (b). Other equity	31-Mar-2019	31-Mar-2018
Capital reserve		
At the commencement and at the end of the year	11.96	11.96
Securities premium		
At the commencement and at the end of the year	13,136.96	13,136.96
General Reserve		
At the commencement and at the end of the year	30,443.09	30,443.09
Retained earnings (See Note (i) below)	28,946.05	34,621.97
Other items of OCI (See Note (ii) below)	(85.39)	(183.70)
	72,452.67	78,030.28
(i) Retained earnings	31-Mar-2019	31-Mar-2018
Opening balance	34,621.97	42,454.01
Net Loss for the year	(5,806.30)	(5,747.98)
Contract Fulfillment Cost Reserve Adjustment (Refer Note No. 23)	200.42	-
Deferred Tax on above	(70.04)	-
Dividends		
Dividend paid (amount per share in 2018 : Rs. 4.00)	-	1,731.52
Dividend distribution tax on above	-	352.54
Closing balance	28,946.05	34,621.97

(ii) Other items of OCI	Cash flow hedging reserve	Remeasurement of post-employment benefit obligation	Total
As at 31 March 2017	(630.71)	(144.99)	(775.70)
Change in fair value of hedging instrument / remeasurement of employment benefit obligations	701.23	208.76	909.99
Deferred tax on above	(245.04)	(72.95)	(317.99)
As at 31 March 2018	(174.52)	(9.18)	(183.70)
Change in fair value of hedging instrument / remeasurement of employment benefit obligations	268.29	(117.15)	151.14
Deferred tax on above	(93.77)	40.94	(52.83)
As at 31 March 2019	0.00	(85.39)	(85.39)

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Nature and purpose of other reserves*Securities premium reserve*

Securities premium reserve is used to record the premium on issue of shares. The reserve is to be utilised in accordance with the provisions of the Act.

Remeasurement of defined benefit liability (asset)

Remeasurement of defined benefit liability (asset) comprises actuarial gains and losses.

Cash flow hedging reserve

The Company uses hedging instruments as part of its management of foreign currency risk associated with foreign currency borrowings and interest rate risk associated with variable interest rate borrowings as described within note 22. For hedging foreign currency risk, the Company uses principal swap which is designated as cash flow hedges. For hedging interest rate risk, the Company uses interest rate swaps which is also designated as cash flow hedges. To the extent these hedges are effective; the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to profit or loss when the hedged item affects profit or loss (e.g. interest payments).

17. Earnings per share		31-Mar-2019	31-Mar-2018
Net Profit for the year attributable to equity shareholders	A	(5,806.30)	(5,747.98)
Weighted average number of equity shares of face value of Rs 2 each outstanding during the year	B	4,32,88,000	4,32,88,000
Basic and diluted earnings per equity share of face value Rs 2 each (in Rs.)	(A/B)	(13.41)	(13.28)

18. Financial liabilities			
18 (a). Non-current borrowings		31-Mar-2019	31-Mar-2018
Secured (refer details below for assets pledged as security)			
Term Loans from banks			
in Indian rupees		30,937.25	39,413.70
in Foreign currencies		-	4,786.73
Unsecured			
Loans from related parties		1,816.53	1,689.33
Total non-current borrowings		32,753.78	45,889.76

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

18 (a). Current borrowings	31-Mar-2019	31-Mar-2018
Secured (refer details below for assets pledged as security)		
Loans repayable on demand		
From banks		
Working capital demand loans	2,411.45	1,161.34
Term loans from banks		
in Indian rupees	9,091.95	6,493.02
Unsecured		
Loans from related parties	200.00	400.00
	11,703.40	8,054.36
Less: Amount included under 'Other financial liabilities'	9,091.95	6,893.02
Total Current borrowings	2,611.45	1,161.34

- i) Term loans from banks in Indian rupees carry interest rate ranging from 8.25% to 10.65% p.a. repayable in 1 to 48 monthly and 1 to 12 quarterly installments.
- ii) Loans from related parties are repayable on demand with a notice of 13 months and carry interest rate ranging from 9.4 % - 9.75% p.a.
- iii) USD term loan from bank equivalent to Rs. NIL (31 March 2018: Rs. 2,165.78 carries interest rate of one year 6 months LIBOR + 0.50% which was repaid on 14 November 2018).
- iv) Another USD term loan from bank equivalent to Rs. NIL (31 March 2018: Rs. 2,620.95 carries interest rate of one year 6 months LIBOR + 0.61% which was repaid on 17 September 2018).

Secured borrowings and assets pledged as security

- a) Term loans amounting to Rs. 18,072.85 Lakhs (31 March 2018 : Rs. 25,446.68 Lakhs) are secured against cranes/trailers.
- b) Term loans amounting to Rs. 13,701.58 lakhs (31 March 2018: Rs. 13,222.12 lakhs) are secured against cranes/trailers and registered mortgage on land and buildings at Tathawade, Pune.
- c) Term loans amounting to Rs. 8,308.06 lakhs (31 March 2018 : Rs. 12,073.37 lakhs) are secured against cranes , land and Office Building at Vadagaon Maval, Sate Pune.
- d) Term loans amounting to Rs. 66.06 Lakhs (31 March 2018: Rs.239.34 Lakhs) are secured against Cars.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

- e) Working capital loans from banks representing cash credit facilities as at 31 March 2019 and 31 March 2018 are secured against receivables, stock of spares and continuation of charge on cranes hypothecated with bank for term loan. The cash credit facilities are repayable on demand and carry interest rate of 8.75% p.a.

The carrying amounts of financial and non-financial assets pledged as security for current and non-current borrowings are disclosed in note 26.

Information about the Company's exposure to interest rate, foreign currency and liquidity risks is included in note 22.

18 (b). Other financial liabilities	31-Mar-2019	31-Mar-2018
Current		
Current maturities of long term borrowings	9,091.95	6,893.02
Interest accrued but not due on borrowings	19.06	208.75
Interest Payable on unsecured Loans (Refer Note Below)	246.55	226.04
Liability for capital advances received to be refunded	-	1,565.52
Accrued employee liabilities	53.93	95.43
Capital creditors	9.93	121.07
Others	-	14.95
Other current financial liabilities	9,421.42	9,124.78

- (i) Includes Rs. 246.55 lakhs (2018: Rs. 226.04 lakhs) due to related parties.

18 (c). Trade payables	31-Mar-2019	31-Mar-2018
Current		
Trade payables to related parties	9.13	33.03
Other trade payables		
- total outstanding dues of micro enterprises and small enterprises	19.93	13.34
- total outstanding dues of creditors other than micro enterprises and small enterprises	1,656.04	1,700.05
	1,685.10	1,746.42

The Company's exposure to currency and liquidity risks related to trade payables is disclosed in note 22.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

19. Provisions	31-Mar-19		31-Mar-18	
	Current	Non-Current	Current	Non-Current
Liability for compensated absences	22.82	-	14.92	-
Liability for gratuity	370.17	-	43.35	200.80
	392.99	-	58.27	200.80

(i) Compensated absences

The compensated absences cover the Company's liability for earned leave.

The amount of the provision of Rs. 22.82 (31 March 2018 – Rs. 14.92) of its employees is presented as current since the same is expected to be funded within 12 months from the reporting date.

(ii) Defined contribution plans

The Company has certain defined contribution plans. Contributions are made to provident fund, superannuation fund and national pension scheme in India for employees at the prescribed rate of basic salary. These contributions are made to registered provident fund administered by the government. The Company also contributes to superannuation fund to Life Insurance Corporation of India for its employees. The obligation of the Company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan are as follows:

	31-Mar-2019	31-Mar-2018
i) Provident fund	48.86	41.35
ii) Superannuation fund	8.10	12.09
iii) National pension scheme	11.84	5.99

(iii) Defined benefit obligation

The Company has a defined benefit gratuity plan governed by the Payment of Gratuity Act, 1972. It entitles an employee who has rendered at least five years of continuous service to gratuity at the rate of fifteen days salary for every completed year of service or part thereof in excess of six months based on the rate of salary last drawn by the concerned employee.

A. Funding

The gratuity liability is funded through a Group Gratuity Scheme with Life Insurance Corporation of India. The funding requirements is determined at each Balance sheet date based on an actuarial valuation carried out by an independent actuary using the projected unit credit method.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

B. Reconciliation of net defined liability

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

a) Statement showing changes in present value of obligation	31-Mar-2019	31-Mar-2018
Present value of obligations at the beginning of the year	473.91	638.30
Interest cost	36.32	44.48
Past service cost	-	-
Current service cost	25.54	36.92
Benefits paid	(16.43)	(41.15)
Actuarial (gain) / loss on obligations recognised in other comprehensive income	114.59	(204.64)
Present value of obligations as at the end of the year	633.93	473.91

b) Table showing changes in the fair value of plan assets		
Fair value of plan assets at the beginning of year	229.76	227.72
Expected return on plan assets	18.63	15.77
Contributions	34.36	23.29
Benefits paid	(16.43)	(41.15)
Actuarial gains on plan assets	(2.56)	4.12
Fair value of plan assets at the end of the year	263.76	229.76

c) Unfunded liability recognised in Balance sheet	370.17	244.15

d) Actuarial gains/(losses) recognised in other comprehensive income		
Actuarial gain/(loss) for the year - obligation	(114.59)	204.64
Actuarial gain/(loss) for the year - plan assets	(2.56)	4.12
Actuarial gain/(loss) recognised in the year	(117.15)	208.76

e) Actual return on plan assets		
Expected return on plan assets	18.63	15.77
Actuarial gain on plan assets	(2.56)	4.12
Actual return on plan assets	16.07	19.89

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

f) Experience adjustment	31-Mar-2019	31-Mar-2018	31-Mar-2017	31-Mar-2016	31-Mar-2015
Experience adjustments on obligations	(114.62)	153.44	(79.72)	(119.23)	17.52
Experience adjustments on plan assets	(3.99)	6.09	2.68	0.34	1.27

g) Actuarial assumptions	31-Mar-2019	31-Mar-2018
Discount rate	7.80%	7.80%
Salary escalation	9.00%	9.00%
Expected return on plan assets	7.20%	7.20%
Mortality rate	Indian Assured Lives Mortality (2006-08)	

iv) Plan assets are as follows:

The Company has invested Rs. 263.77 (2018: Rs. 229.74) in assets which are insurer managed funds.

20. Other current liabilities	31-Mar-2019	31-Mar-2018
Unpaid dividend	15.00	21.25
TDS payable	52.42	22.19
Other taxes payable	0.24	0.41
GST payable	451.81	-
Advance from customers	113.32	54.76
Deferred revenue	318.64	337.01
Advances / deposits received for sale of cranes	81.95	825.63
	1,033.38	1,261.25

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

21. Financial instruments - Fair values and risk management									
A. Accounting classification and fair values									
The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.									
31-Mar-2019	Note	Carrying amount				Fair value			
		FVPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value									
Investments									
- Equity instruments and Mutual funds- Liquid plan	12(a)	0.25	-	-	0.25	-	-	0.25	0.25
Financial assets not measured at fair value*									
Trade receivables	12(b)	-	-	8,982.32	8,982.32	-	-	-	-
Loans	12(c)	-	-	29.84	29.84	-	-	-	-
Cash and cash equivalents	12(d)	-	-	428.43	428.43	-	-	-	-
Bank Balance other than cash and cash equivalents		-	-	20.24	20.24	-	-	-	-
Security deposits	12(e)	-	-	188.47	188.47	-	-	-	-
Bank deposits with original maturity of more than 12 months	12(e)	-	-	-	-	-	-	-	-
Receivable against sale of fixed asset	12(e)	-	-	5.82	5.82	-	-	-	-
Interest accrued on fixed deposits	12(e)	-	-	0.05	0.05	-	-	-	-
Total financial assets		0.25	-	9,655.17	9,655.42	-	-	0.25	0.25
Financial liabilities measured at fair value									
Derivative contract liability		-	-	-	-	-	-	-	-
Financial liabilities not measured at fair value*									
Borrowings	18(a)	-	-	44,457.18	44,457.18	-	44,457.18	-	44,457.18
Interest accrued but not due on borrowings	18(b)	-	-	19.06	19.06	-	-	-	-
Trade payables	18(c)	-	-	1,685.10	1,685.10	-	-	-	-
Interest Payable on unsecured Loans	18(b)	-	-	246.55	246.55	-	-	-	-
Accrued employee liabilities	18(b)	-	-	53.93	53.93	-	-	-	-
Capital creditors	18(b)	-	-	9.93	9.93	-	-	-	-
Others	18(b)	-	-	-	-	-	-	-	-
Total financial liabilities		-	-	46,471.75	46,471.75	-	44,457.18	-	44,457.18

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

31-Mar-2019	Note	Carrying amount				Fair value			
		FVPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value									
Investments									
- Equity instruments and Mutual funds- Liquid plan	12(a)	0.25	-	-	0.25	-	-	0.25	0.25
Financial assets not measured at fair value*									
Trade receivables	12(b)	-	-	13,451.77	13,451.77	-	-	-	-
Loans	12(c)	-	-	19.17	19.17	-	-	-	-
Cash and cash equivalents	12(d)	-	-	251.30	251.30	-	-	-	-
Bank Balance other than cash and cash equivalents		-	-	32.50	32.50	-	-	-	-
Security deposits	12(e)	-	-	159.33	159.33	-	-	-	-
Bank deposits with original maturity of more than 12 months	12(e)	-	-	1.52	1.52	-	-	-	-
Capital advances recoverable	12(e)	-	-	880.22	880.22	-	-	-	-
Interest accrued on fixed deposits	12(e)	-	-	0.81	0.81	-	-	-	-
Total financial assets		0.25	-	14,796.62	14,796.87	-	-	0.25	0.25
Financial liabilities measured at fair value									
Derivative contract liability		368.01	-	-	368.01	-	368.01	-	368.01
Financial liabilities not measured at fair value*									
Borrowings	18(a)	-	-	53,944.12	53,944.12	-	53,944.12	-	53,944.12
Interest accrued but not due on borrowings	18(b)	-	-	434.79	434.79	-	-	-	-
Trade payable	18(c)	-	-	1,746.42	1,746.42	-	-	-	-
Liability for capital advances received to be refunded	18(b)	-	-	1,565.52	1,565.52	-	-	-	-
Accrued employee liabilities		-	-	95.43	95.43	-	-	-	-
Capital creditors		-	-	121.07	121.07	-	-	-	-
Others		-	-	14.95	14.95	-	-	-	-
Total financial liabilities		368.01	-	57,922.30	58,290.31	-	54,312.13	-	54,312.13

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

- * Financial assets and liabilities such as trade receivables, loans, cash and cash equivalents, bank balance other than cash and cash equivalents, security deposits, interest accrued on fixed deposits, trade payables, interest accrued but not due on borrowings, accrued employee liabilities, capital creditors are largely short-term in nature. The fair value of these financial assets and liabilities approximate their carrying amount due to the short-term nature of such assets and liabilities.

22. Financial risk management

"The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports to the board of directors on its activities.

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

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimize any adverse effects on the financial performance of the Company, derivative financial instruments, such as foreign exchange forward contracts, principal swaps are entered to hedge certain foreign currency risk exposures and interest rate swaps to hedge variable interest rate exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

This note explains the sources of risk to which the Company is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements:"

(A) Credit risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to Rs. 8,982.32 lakhs and Rs. 13,451.77 lakhs as of 31 March 2019 and 31 March 2018, respectively. Trade receivables are typically unsecured and are derived from revenue earned from customers located in India. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss. The Company computes the expected credit loss allowance for trade receivables based on available external and internal credit risk factors such as the ageing of its dues, market information about the customer, industry information and the Company's historical experience for customers.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

The following table gives details in respect of percentage of revenue generated from top three customers of the Company wherein revenue for each of them exceeds 10 percent of Company's revenue from operations:

Particulars	31-Mar-19		31-Mar-18	
	Rs.	%	Rs.	%
Revenue from top three customers	9,367.60	33.17%	10,223.72	44.76%

Credit risk exposure

The allowance for lifetime expected credit loss on customer balances as at 31 March 2019 was Rs. 5086.75 Lakhs (2018 - Rs. 2,945.18 Lakhs). The impairment loss recognised for lifetime expected credit loss on customer balances during the year ended 31 March 2019 was Rs. 2141.57 lakhs. (2018 - Rs. 2,111.73 lakhs).

Particulars	Amount in Rs. for the year ended	
	31-Mar-19	31-Mar-18
Balance at the beginning	2,945.18	833.45
Impairment loss recognised (net of reversals and recoveries)	2,141.57	2,111.73
Balance at the end	5,086.75	2,945.18

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks and financial institutions with high credit ratings assigned by domestic credit rating agencies. Investments primarily include investment in liquid mutual fund units and fixed deposits which are funds deposited at a bank for a specified time period.

(B) Liquidity risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

As of 31 March 2019, the Company had a negative working capital of Rs. 3,434.78 lakhs and that as at 31 March 2018 had a positive working capital of Rs. 3,600.86 lakhs. The working capital of the Company for this purpose has been derived as follows:

	31-Mar-19	31-Mar-18
Total current assets (A)	11,729.56	17,320.93
Total current liabilities (B)	15,144.34	13,720.07
Working capital (A-B)	(3,414.78)	3,600.86

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

The working capital as at 31 March 2019 calculated above includes cash and cash equivalents of Rs. 428.43 lakhs. Also, the working capital as at 31 March 2018 calculated above includes cash and cash equivalents of Rs. 251.30 lakhs.

The table below provides details regarding the contractual maturities of significant financial liabilities as of 31 March 2019:

Contractual maturities of financial liabilities 31-Mar-2019	Upto 1 year	1-2 year	2-3 year	3-4 years	More than 4 years	Total
Borrowings	11,703.40	16,825.67	8,473.65	4,703.35	2,870.14	44,576.21
Trade payables	1,685.10	-	-	-	-	1,685.10
Derivative contract liability	-	-	-	-	-	-
Other financial liabilities	329.47	-	-	-	-	329.47
Total liabilities	13,717.97	16,825.67	8,473.65	4,703.35	2,870.14	46,590.78

Contractual maturities of financial liabilities 31-Mar-2018	Upto 1 year	1-2 year	2-3 year	3-4 years	More than 4 years	Total
Borrowings	8,054.36	17,429.75	15,472.18	7,773.22	5,214.62	53,944.13
Trade payables	1,746.42	-	-	-	-	1,746.42
Derivative contract liability	368.01	-	-	-	-	368.01
Other financial liabilities	2,231.75	-	-	-	-	2,231.75
Total liabilities	12,400.54	17,429.75	15,472.18	7,773.22	5,214.62	58,290.31

(C) Market risk

Though the Company operates only in India, the Company is exposed to foreign exchange risk through purchases of plants & equipments from overseas suppliers in various foreign currencies. The Company used to hold derivative financial instruments such as foreign exchange forward and cross currency interest rate swap (CCIRS) to mitigate the risk of changes in exchange rates on foreign currency exposures. The exchange rate between the Indian rupee and foreign currencies has changed substantially in recent years and may fluctuate substantially in the future. Consequently, the results of the Company's operations are affected as the Indian rupee appreciates/ depreciates against these currencies.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

The following table analyzes foreign currency risk from financial instruments as 31 March 2019 and 31 March 2018:

	Amount in USD lakhs	Amount in Rs. lakhs
31 March 2019		
Borrowings (USD)	-	-
31 March 2018		
Borrowings (USD)	72.83	(4,786.73)

Sensitivity Analysis:

A change in 1% in the rates of foreign currency payables will not affect the outstanding as at 31 March 2019 by Rs. NIL (31 March 2018 - Rs. 47.86 lakhs).

Derivative financial instruments

The Company held derivative financial instruments such as foreign currency forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts was a bank or a financial institution. These derivative financial instruments were valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the marketplace.

	Amount in USD lakhs	Amount in EURO lakhs
31 March 2019		
Cross currency interest rate swap	-	-
31 March 2018		
Cross currency interest rate swap	72.83	-

The remaining foreign exchange forward contract have been matured during current year. The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date:

Particulars	Amount in Rs. lakhs as of	
	31-Mar-19	31-Mar-18
Not later than one month	-	-
Later than one month and not later than three months	-	-
Later than three months and not later than one year	-	368.01
Later than one year	-	-
	-	368.01

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

The Company had designated foreign exchange forward contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions. The related hedge transactions for balance in cash flow hedging reserve were occurred and reclassified to the statement of profit or loss in current financial year.

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument, including whether the hedging instrument is expected to offset changes in cash flows of hedged items.

If the hedge ratio for risk management purposes is no longer optimal but the risk management objective remains unchanged and the hedge continues to qualify for hedge accounting, the hedge relationship will be rebalanced by adjusting either the volume of the hedging instrument or the volume of the hedged item so that the hedge ratio aligns with the ratio used for risk management purposes. Any hedge ineffectiveness is calculated and accounted for in profit or loss at the time of the hedge relationship rebalancing.

The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting:

Cash flow hedges	Equity head 'Effective portion of cash flow hedges'
Balance at 1 April 2017	(630.71)
Gain recognised in other comprehensive income during the period	701.23
Tax relating to the above item	(245.04)
Balance at 31 March 2018	(174.52)
Gain recognised in other comprehensive income during the period	268.29
Tax relating to the above item	(93.77)
Balance at 31 March 2019	0.00

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

23 Disclosure requirements as per Ind AS 115- Revenue from contracts with customers
a) Contracts with customers

The Company has two major source of revenue i.e. Revenue from hiring of equipments and revenue from power generation. It is disclosed in note 4 "Revenue from operations" in the financial statements.

The impairment losses on trade receivables and contracts assets has been disclosed separately under the notes for trade receivables and contract assets.

b) Disaggregation of revenue

i) Revenue disaggregation is as follows:

Particulars	31-Mar-19
Revenue from hiring of equipments	27,970.02
Revenue from power generation	181.69
Total	28,151.71

c) Details of contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

Particulars	31-Mar-19
Trade Receivables	8,982.32
Contract assets	-
Contract liabilities	113.32

The contract liabilities primarily relate to the advance consideration received from customers. Revenue is recognized from the contract liability amounts as and when goods are supplied or services are delivered and related performance obligations satisfied. The unused credit or balance is deferred until used by the customer or expired.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Significant changes in the contract liabilities balances during the year ended 31 March 2019 as follows:

Particulars	31-Mar-19
Contract liabilities:	
Contract liabilities at the beginning of the reporting period	54.76
Revenue recognised that was included in the contract liability balance at the beginning of the reporting period	54.76
Increase due to cash received, excluding amounts recognised as revenue during the period	113.32
Significant change due to currency translation	-
Contract liabilities at the end of the reporting period	113.32

c) Performance obligations

The contracts with customers include a clause of maintenance of Logsheets for working hours. The logsheets needs to be signed by authorized personnel of customer. The Company submits invoice along with the detailed logsheets and customer makes payment after necessary verification. As per contract entered with customers (Work orders), performance obligation for Company is to provide the crane services and once log sheets are signed by both the parties it denotes that performance obligations is completed and Company is eligible to receive the payment as agreed. At this stage an enforceable claim becomes due and no services are incomplete.

The contract is a fixed price contract and do not contain any financing component. The payment is generally due within 30-90 days. There are no other significant obligations attached in the contract with customer.

d) Transaction price allocated to the remaining performance obligation

Transaction price for remaining performance obligation as on the reporting date is ascertained based on stage of completion with contracts with customer. There is no remaining performance obligation for any contract for which revenue has been recognized till period end.

e) Significant judgements in the application of this Standard

There are no significant judgements involved in ascertaining the timing of satisfaction of performance obligations, transaction price and allocation of it to the performance obligations.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

f) Determining the transaction price and the amounts allocated to performance obligations

Revenue recognised in the statement of profit and loss with the contracted price does not have any adjustments made to the contract price.

g) Cost to obtain contract or fulfil a contract

Following are the cost incurred which qualifies to be contract fulfillment cost which are incurred for specific performance obligation i.e. Mobilization of crane which is a part of Crane Hiring Contract.

* Freight Cost

* Diesel Cost

* Other incidental costs such as Over Dimensional Cost, Rates & Taxes

These cost have been capitalised as contract fulfillment cost and amortised over a period of contract. Following table provides the information about the movement of contract fulfillment cost.

Particulars	INR in Lakhs
Total contract fulfilment cost incurred in FY 2017-18 against the open mobilisation income contract	330.72
Contract fulfilment cost pertaining to FY 2017-18 from open mobilisation income contract	130.38
Balance fulfilment cost adjusted in retained earnings by applying modified retrospective method	200.34
Total contract fulfilment cost incurred in FY 2018-19	1,738.44
Total contract fulfilment cost amortised in FY 2018-19 over a period of contract	1,736.06
Contract fulfilment cost as on 31 March 2019	202.72

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

24 Related party disclosures**a) Individuals exercising significant influence over the Company**

- 1 Chandrakant Sanghvi
- 2 Rishi Sanghvi

b) Key management personnel

- 1 Chandrakant Sanghvi - Chairman and Managing Director (till 8 April 2019)
- 2 Rishi Sanghvi - Managing Director (from 11 April 2019)
- 3 Sham Kajale - Joint Managing Director and Chief Financial Officer
- 4 Rajesh Likhite - Company Secretary and Chief Compliance Officer
- 5 Mina Sanghvi - Non Executive Non Independent Director *
- 6 Vijay Mainkar - Non Executive Independent Director *
- 7 Dara Damania - Non Executive Independent Director *
- 8 S. Padmanabhan - Non Executive Independent Director *
- 9 Pradeep Rathi - Non Executive Independent Director *
- 10 Dinesh Munot - Non Executive Independent Director *
- 11 Madhukar Kotwal - Non Executive Independent Director *

c) Relatives of Individuals exercising significant influence over the Company

- 1 Mina Sanghvi - Spouse of Chandrakant Sanghvi
- 2 Niyoshi Sanghvi - Daughter of Chandrakant Sanghvi
- 3 Ruchi Sanghvi - Daughter of Chandrakant Sanghvi
- 4 Anilkumar Sanghvi - Brother of Chandrakant Sanghvi

d) Enterprises over which key management personnel exercise significant influence

- 1 Jethi Builders and Traders Private Limited
- 2 Maharashtra Erectors Private Limited
- 3 Sanghvi Erectors Private Limited

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

e) Disclosure of related party transactions:

Sr. No.	Nature of transaction / relationship / major parties	31-Mar-2019 Amount	31-Mar-2018 Amount
1	Expenses		
	Salaries and allowances		
	Rajesh Likhite	17.79	17.48
	Rishi Sanghvi	47.20	27.40
	Director's sitting fees		
	Mina Sanghvi	3.34	2.70
	Interest expense		
	Maharashtra Erectors Private Limited	18.74	18.81
	Chandrakant Sanghvi	124.05	63.83
	Mina Sanghvi	46.06	36.17
	Managerial remuneration**		
	Chandrakant Sanghvi	259.45	219.03
	Sham Kajale	122.69	71.87
	Dividend paid		
	Chandrakant Sanghvi	-	401.24
	Mina Sanghvi	-	176.75
	Rishi Sanghvi	-	212.79
	Niyoshi Sanghvi	-	20.02
	Maharashtra Erectors Private Limited	-	1.25
	Anilkumar Sanghvi	-	0.01
	Jethi Builders and Traders Private Limited	-	1.00
	Sanghvi Erectors Private Limited	-	23.82
2	Loans repaid		
	Chandrakant Sanghvi	918.55	886.45
	Mina Sanghvi	-	6.00
3	Loans received		
	Chandrakant Sanghvi	845.75	2,019.75
	Mina Sanghvi	-	176.23

* The Company has paid sitting fees amounting to Rs. 19.93 Lakhs (2018: Rs. 21.90 Lakhs) to non executive independent directors.

** As gratuity and compensated absences are computed for all the employees in aggregate, the amounts relating to the Key Managerial Personnel cannot be individually identified. However, contribution toward superannuation fund is included as part of managerial remuneration.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

f) Amount due to/from related parties

Sr. No.	Nature of balance / relationship / major parties	31-Mar-2019 Amount	31-Mar-2018 Amount
1	Loans from related party		
	Maharashtra Erectors Private Limited	214.00	214.00
	Chandrakant Sanghvi	1,297.50	1,370.30
	Mina Sanghvi	505.03	505.03
2	Payable towards services received		
	Maharashtra Erectors Private Limited	9.13	33.03
3	Payable towards interest		
	Maharashtra Erectors Private Limited	173.84	156.97
	Chandrakant Sanghvi	27.35	29.46
	Mina Sanghvi	45.36	39.61

The names of Mr. Chandrakant Sanghvi and Mrs. Mina Sanghvi are entered erroneously in the list of disqualified directors published by MCA (the list) on account of non-filing of annual returns and financial statements of certain private limited companies in which they were directors. Both of them had resigned as directors of respective private limited companies prior to 31 March 2014 and their names are appearing in the list only due to non-filing of e-form 32 with the Registrar of Companies by the respective private limited companies intimating their resignations. Both the directors have submitted necessary letters to the Registrar of Companies (ROC) for removal of their names which are erroneously appearing in the list and which was acknowledged by ROC. The Company has been legally advised that the provisions of Section 164 and 167 of the Companies Act, 2013 in relation to disqualification of directors or vacation of office of directors does not get attracted. Further, Mr. Chandrakant P. Sanghvi, passed away on 08th April 2019 and ceased to be the Director of the Company and Mrs. Mina C. Sanghvi has resigned from the post of Director of the Company on 23rd May 2019.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

25 Contingent liabilities and commitments

		31-Mar-19	31-Mar-18
	Contingent Liabilities		
(a)	Claims against the Company not acknowledged as debts	382.87	363.57
(b)	Sales tax matters	43,404.99	29,146.69
(c)	Income tax matters	3.51	3.03
(d)	Service tax matters	-	237.48

- a) Claims against the Company not acknowledged as debts comprises of claims raised on Company by it's customers amounting to Rs. 127.92 Lakhs (2018 : Rs. 127.92 Lakhs) for breach of contracts and by certain government authorities amounting to Rs. 254.95 Lakhs (2018 : Rs. 235.64 Lakhs) on account of road taxes and charges for conversion fees for land. The Company has been advised by its legal counsel that it is possible, but not probable, that action will succeed in respect of claims against the Company. These claims are being contested in the courts by the Company. The Management does not expect these claims to succeed. Accordingly, no provision for the contingent liability has been recognised in the financial statements.
- b) Sales tax matters include demand notice received from various authorities regarding transfer of right to use the goods as mentioned below:

Financial Year	Basic Liability	Interest	Penalty	Total (2018-19)	Total (2017-18)
FY 2007-08					
Central Sales tax Act, 1956	2,689.59	3,728.21	-	6,417.80	6,417.80
Maharashtra Value Added Tax, 2002	469.50	650.88	-	1,120.38	1,120.38
FY 2008-09					
Central Sales tax Act, 1956	3,737.00	3,640.07	3,733.40	11,110.47	11,110.47
Maharashtra Value Added Tax, 2002	307.89	300.19	307.89	915.97	915.97
FY 2009-10			-		
Maharashtra Value Added Tax, 2002	363.94	218.37	-	582.31	582.31
FY 2010-11					
Central Sales tax Act, 1956	4,009.58	3,728.58	-	7,738.16	7,738.16
Maharashtra Value Added Tax, 2002	588.29	548.55	-	1,136.84	1,136.84
FY 2012-13					
Central Sales tax Act, 1956	3,535.81	4,217.05	-	7,752.86	-
Maharashtra Value Added Tax, 2002	610.50	728.12	-	1,338.62	-

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

Financial Year	Basic Liability	Interest	Penalty	Total (2018-19)	Total (2017-18)
FY 2013-14					
Central Sales tax Act, 1956	713.67	534.00	-	1,247.67	-
Maharashtra Value Added Tax, 2002	2,239.53	1,679.64	-	3,919.17	-
FY 2008-09					
Gujarat Value Added Tax Act, 2003	124.75	-	-	124.75	124.75
Total				43,404.99	29,146.68

The Company has received Notice of Demand in respect of Order of Assessment for FY 2007-08, FY2008-09, FY 2009-10, FY 2010-11, FY 2012-13, FY 2013-14 and FY 2015-16 towards VAT and CST liability regarding transfer of right to use the goods.

Based on various favourable judgments and considering the nature of its business, the management believes that rendering Crane Services on rental basis does not involve "transfer of right to use goods" so as to fall under the purview of VAT or Sales tax. As the Company never passes effective control and possession of its cranes to its customers, the question of levying VAT or CST does not arise.

- c) Income tax matters comprise demand from the tax authorities for the payment of additional tax of Rs. 3.51 Lakhs (2018: Rs. 3.03 Lakhs) upon completion of their tax reviews for the various financial years. The tax demands are mainly on account of TDS liability under the Income Tax Act and disallowances of certain expenses. The matter is pending before the Assessing Officer of Income Tax.
- d) Service tax matter comprised of demand raised by tax authorities for the payment of service tax of Rs. NIL (2018: 237.48 Lakhs) on account of services provided to SEZ developer/unit where exemption had been claimed by the Company. The matter is decided in favor of company by the Customs, Excise and Service Tax Appellate Tribunal.

The Company is contesting the above demands of Sales tax and Income tax and the management, including its tax advisors, believe that its position will likely be upheld in the appellate process. No tax expense has been accrued in the financial statements for the tax demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Company's financial position and results of operations.

- e) There are numerous interpretative issues relating to the Supreme Court (SC) judgement dated 28th February, 2019, relating to components/allowances paid that need to be taken into account while computing an employer's contribution of provident fund under the Employees' Provident Funds and Miscellaneous Provident Act, 1952. The Company has also obtained a legal opinion on the matter and basis the same there is no material impact on the financial statements as at 31 March 2019. The Company would record any further effect on its financial statements, on receiving additional clarity on the subject.

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

26 Assets pledged as security

	31-Mar-19	31-Mar-18
Non-current		
Freehold land	533.47	533.47
Buildings	970.60	970.60
Plant and equipments	91,870.88	1,03,875.29
Total assets pledged as security	93,374.95	1,05,379.36

27 Operating leases
Leases as lessor

The Company leased out its investment property on operating lease basis (see Note 11)

Amounts recognised in profit or loss

During the year ended 31 March 2019, property rentals of Rs. NIL (31 March 2018: Rs. 123.87 lakhs) pertaining to investment property have been included in other income (see note 5). Expenses recognised in profit or loss, are as follows:

	31-Mar-19	31-Mar-18
Repairs and maintenance expenses	2.66	10.18
Electricity charges	-	0.30
	2.66	10.48

28 Compliance with Micro, Small and Medium Enterprises Development Act, 2006

The Company has amounts due to suppliers under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') as at 31 March

The disclosure pursuant to the said Act is as under :

Principal amount due to suppliers under MSMED Act , 2006	19.93	13.34
Interest accrued and due to suppliers under MSMED Act on the above amount, unpaid	0.34	0.35
Payment made to suppliers (other than interest) beyond the appointed day during the year	20.27	13.69
Interest paid to suppliers under MSMED Act (other than Section 16)	-	-
Interest paid to suppliers under MSMED Act (Section 16)	-	-
Interest due and payable towards suppliers under MSMED Act for payments already made	0.34	0.35
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act	4.09	3.75

Notes to the financial statements for the year ended 31 March 2019 (continued)

(Currency - Indian Rupees in Lakhs, except share data)

29 Disclosure on Specified Bank Notes

The disclosures regarding details of specified bank notes held and transacted during 8 November 2016 to 30 December 2016 has not been made in these financial statements since the requirement does not pertain to financial year ended 31 March 2019.

30 Previous year's figures have been regrouped / reclassified wherever necessary to conform with the current year's classification / disclosure.

For **B S R & Co. LLP**
Chartered Accountants
Firm registration no. 101248W/W-100022

For and on behalf of the Board of Directors of **Sanghvi Movers Limited**
CIN: L29150PN1989PLC054143

Swapnil Dakshindas
Partner
Membership No. 113896

Rishi Sanghvi
Managing Director
(DIN - 08220906)

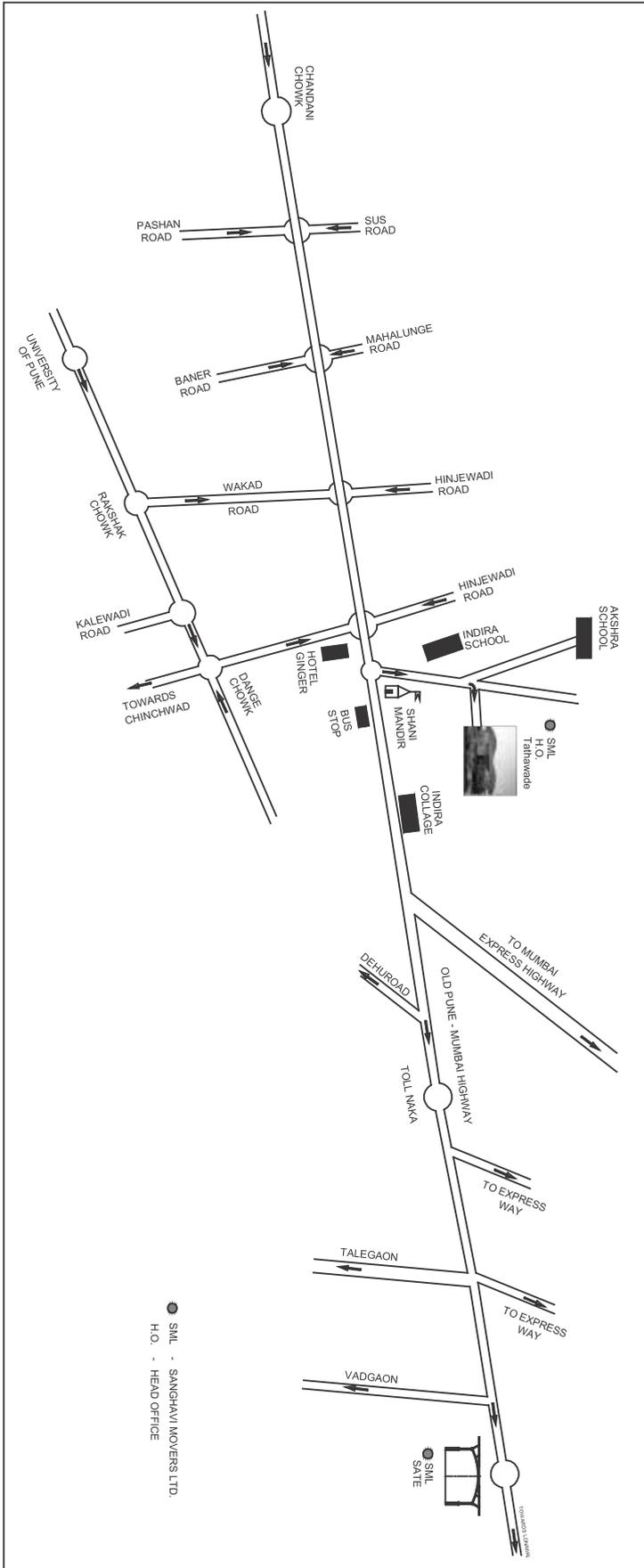
Sham Kajale
Joint Managing Director
and Chief Financial Officer
(DIN - 00786499)

Rajesh Likhite
Company Secretary
& Chief Compliance Officer

S. Padmanabhan
Director
(DIN- 00001207)

Place : Pune
Date : 23 May 2019

Place : Pune
Date : 23 May 2019





SANGHVI MOVERS LIMITED

CIN: L29150PN1989PLC054143

Registered Office: Survey No. 92, Tathawade, Taluka Mulshi, Pune – 411033

Tel No. +91 (20) 71044700

Email: cs@sanghvicranes.com, Website: www.sanghvicranes.com

PROXY FORM

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

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

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

- (1) Name.....Address.....
E-mail ID Signature..... or failing him/her
- (2) Name.....Address.....
E-mail ID Signature..... or failing him/her
- (3) Name.....Address.....
E-mail ID Signature..... or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirtieth Annual General Meeting of the Company, to be held on Thursday, 08th day of August 2019 at 04.00 p.m. at the Registered Office of the Company, at Survey No. 92, Tathawade, Taluka Mulshi, Pune 411033 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolution (For details, refer Notice of Thirtieth Annual General Meeting)	Vote		
		For	Against	Abstain
1.	Adoption of the Financial Statements of the Company for the year ended 31 st March 2019 and the reports of the Board of Directors and Auditors thereon			
2.	Re-appointment of Mr. Sham D. Kajale as a Director, who retires by rotation			
3.	Appointment of Statutory Auditors for a further term of two years			
4.	Appointment of Mr. Rishi C. Sanghvi as a Director of the Company			
5.	Appointment of Mrs. Maithili R. Sanghvi as a Director of the Company			
6.	Appointment of Mr. Rishi C. Sanghvi as Managing Director of the Company			

Signed this day of August 2019

Signature of member : _____

Signature of Proxy holder(s): _____

Please
affix
Revenue
Stamp

(Signature of the Shareholder/Beneficial owner)

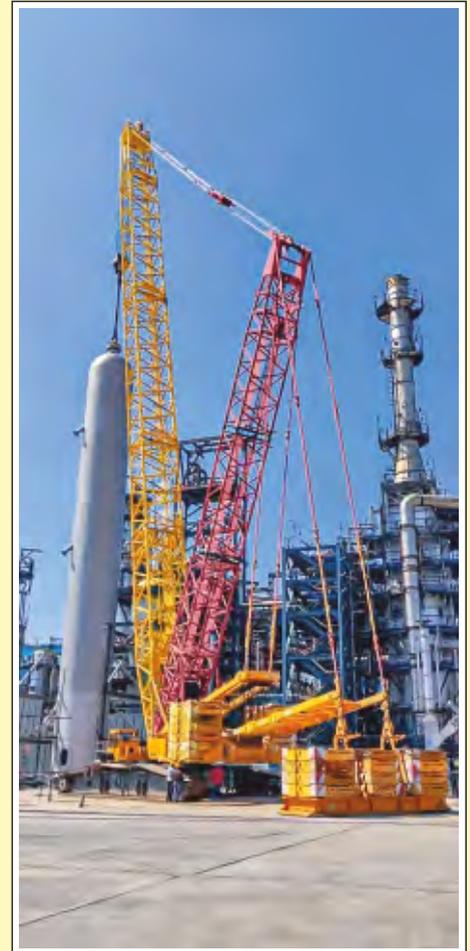
Notes:

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 Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on poll instead of himself and proxy need not be a member of the Company.
3. Pursuant to the provisions of the section 105 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty (50) 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. A member can opt for only one mode of voting, i.e. either through e-voting or by the Ballot. If the member casts votes by both modes, then voting done through e-voting shall prevail.





Liebherr LR 1400/2 and TerexDemag CC 2400-1 (400 MT crawler crane) working in Gujarat for the installation of railway bridge across the Mahi river.



Liebherr LR 1400/2, SDB 56 m erecting 23 m column weighing 210 MT in a IOCL refinery.



Terex-Demag CC 3800-1 LH_1 54 m working in Sion Mumbai for launching of ROB & girder in the BKC Connector project (BKC to Western Express Highway).



SANGHVI

SANGHVI MOVERS LIMITED

Registered Office : Survey No. 92, Tathawade,
Taluka Mulshi, Pune - 411 033

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