

# RADIX INDUSTRIES (INDIA) LTD

Registered Office: 4-243, Chivatam, Near NH-5 Road, Tanuku - 534211 West Godavari District,  
Andhra Pradesh. E-mail: [radixindustries@gmail.com](mailto:radixindustries@gmail.com) PH : 040- 64523706  
CIN: L37200AP1993PLC016785 Website: [www.radixindustries.in](http://www.radixindustries.in)

Date: 26.08.2019

To  
The Department of Corporate Services,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai - 400 001

Dear Sir/Madam,

**Sub: Submission of Annual Report for the Financial Year-2018-19**

**Scrip Code: 531412**

**Ref: Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015**

Pursuant to the Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the Annual Report of our Company along with the Notice of the Annual General Meeting for the Financial Year 2018-19. This is for your information and records.

Thanking you,

Yours faithfully,  
**For Radix Industries (India) Limited.**

*G. Raghurama Raju*

**G Raghurama Raju**  
Managing Director  
DIN No: 00453895





**25<sup>th</sup>**  
**Annual Report**  
**2018-19**

**RADIX INDUSTRIES (INDIA) LIMITED**



**INDEX**

<b>Contents</b>	<b>Page Nos</b>
Corporate Information	02
Notice	03
Directors Report	15
Secretarial Audit Report	21
Management Discussion and Analysis Report	35
Report on Corporate Governance	40
Certificate on Corporate Governance	53
Independent Auditors Report	56
Balance Sheet	64
Statement of Profit & Loss	65
Cash Flow Statement	67
Statement on accounting policies and Notes on accounts	69
Attendance / Proxy	81 & 82

**CORPORATE INFORMATION****BOARD OF DIRECTORS**

- Sri. G. Raghu Rama Raju : Managing Director
- Smt. G. Parvathi : Director
- Sri. G. Ganapathi Rama Prabhakara Raju : Director & CFO
- Sri S. Siva Rama Prasad : Independent Director
- Sri Kathari Siddhardha : Independent Director
- Sri M. Kiran Phani Varma : Independent Director

**COMPANY SECRETARY & COMPLIANCE OFFICER** : Sri P. Lenin Babu

**STATUTORY AUDITORS** : M/s. Chevaturi Associates  
Chartered Accountants, Vijayawada

**INTERNAL AUDITORS** : Sri Papolu Anjaneyulu,  
Chartered Accountants

**CIN** : L37200AP1993PLC016785

**REGISTERED OFFICE** : Door No. 4-243  
Chivatam, Near NH-5 Road  
Tanuku - 534211, West Godavari Dist,  
Andhra Pradesh, India

**BANKERS** : State Bank of India, Tanuku  
Axis Bank, Tanuku

**LISTED AT** : The BSE Limited, Mumbai

**REGISTRARS &  
SHARE TRANSFER AGENTS** : M/s. Bigshare Services Private Limited  
Local office at 306, Right Wing, Amrutha  
Ville, Opp. Yashoda Hospital, Somajiguda,  
Rajbhavan Road, Hyderabad - 500 082

**SECRETARIAL AUDITORS** : M/s. P. S. Rao & Associates  
Company Secretaries  
Flat No.10, 4th Floor, D. No.6-3-347/22/2  
Ishwarya Nilayam, Opp. Sai Baba Temple,  
Dwarakapuri Colony, Punjagutta,  
Hyderabad - 500 082,  
Telangana, India.

**NOTICE**

Notice is hereby given that the **Twenty Fifth Annual General Meeting** of the members of the Company will be held on Thursday, 19<sup>th</sup> Day of September, 2019 at 11.00 A.M. at the registered office of the Company at D.No. 4-243, Chivatam, Near NH-5 Road, Tanuku - 534211, West Godavari District, Andhra Pradesh to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2019 and the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date along with the Report of the Board of Directors and the Auditors thereon.
2. To declare dividend of Rs.1/- per Equity Share of Rs.10/- each to the shareholders for the financial year 2018-19.
3. To appoint a Director in the place of Smt. G. Parvathi, (DIN: 00453965) who retires by rotation and being eligible offers herself for re-appointment
4. **Appointment of M/s. K S Rao & Co. Chartered Accountants as Statutory Auditors of the Company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution

"RESOLVED THAT pursuant to Sections 139,141,142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the Act and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s.K.S.Rao & Co, Chartered Accountants (Firm Registration No.003109S), be and are hereby appointed as the Statutory Auditors of the Company, for a period of 5 years from conclusion of 25th Annual General Meeting until the conclusion of 30th Annual General Meeting, in place of M/s. Chevaturi Associates, the retiring auditors at a remuneration of Rs. 25,000/- per annum plus out of pocket expenses and taxes at the applicable rates."

**Special Business:**

5. **Re appointment of Shri M. Kiran Phani Varma as an Independent Director of the Company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution

"RESOLVED that pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. M. Kiran Phani Varma(DIN: 03177698), who was appointed as an Independent Director of the Company at the 20<sup>th</sup> Annual General Meeting of the Company and who holds office of the Independent Director up to 19<sup>th</sup> September, 2019 and who is eligible for being re-appointed as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of Five consecutive years commencing from 20<sup>th</sup> September, 2019 to 19<sup>th</sup> September, 2024 whose term of office is not liable to retire by rotation."

6. **Approval of remuneration of Mr. G Raghu Rama Raju, Managing Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution

"RESOLVED THAT, pursuant to regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 along with the provisions of Sections 196, 197, 198 and other applicable provision of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule-V of the Companies Act, 2013, consent of the Members be and is hereby accorded for payment of remuneration to Mr. G Ragu Rama Raju (DIN: 00453895), Managing Director at such terms and conditions as approved by Members in its 23rd Annual General Meeting held on 25th September, 2017 even if the annual remuneration payable to Mr. G Ragu Rama Raju may exceed rupees 5 crores or 2.5 per cent of the net profits of the Company (whichever is higher) during the remaining tenure of his appointment.

RESOLVED FURTHER THAT the remuneration payable to Mr. G Ragu Rama Raju, Managing Director shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such limits as approved by members in the 23rd Annual General Meeting held on 25th September, 2017.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution."

**7. Increase in Authorized Share Capital and consequent amendment to Memorandum and Articles of Association of the Company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution

"RESOLVED THAT pursuant to the provisions of section 13, 61 and other applicable provisions of the Companies Act 2013 (the Act), Rules made thereunder, (including statutory modifications or re-enactment thereof), enabling provisions of the Memorandum and Articles of Association of the Company, and other law, notifications and regulations as may be applicable, the Authorised Share Capital of the Company be and is hereby increased from, Rs. 15,00,00,000 (Rupees Fifteen Crores) divided into 1,50,00,000 Equity Shares of face value of Rs 10 each to 27,00,00,000 (Rupees Twenty Seven Crores) divided into 2,70,00,000 (Two Crores Seventy Lakhs) Equity Shares of face value of Rs. 10 each, by creation of 1,20,00,000 equity shares of face value of Rs. 10 each.

RESOLVED FURTHER THAT pursuant to section 13 and applicable provisions of the Act and other applicable law, consequent to the aforesaid alteration, the existing Clause V of the Memorandum of Association of the Company relating to Authorised Share Capital be and is hereby altered by substituting the following as new Clause V in its place;

- V. The Authorised Share Capital of the Company is 27,00,00,000/- (Rupees Twenty Seven Crores only) divided into 2,70,00,000 (Two Core Seventy Lakhs) equity shares of Rs. 10 each with power to increase and reduce or consolidate or sub-divide the Capital of the Company and to divide the shares in the Capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to verify, modify or abrogate any such rights, privileges or conditions in such manner as may be permitted by the Act or provided by the Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to section 14 and applicable provisions of the Act and other applicable law, consequent to the aforesaid alteration, the existing Clause 3(a) of the Articles of Association of the Company relating to Authorised Share Capital be and is hereby altered by substituting the following as new Clause 3(a) in its place;

- 3 (a). The Authorised Share Capital of the Company is as per clause V of Memorandum of Association of the Company

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all

such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto."

**8. Issue of Bonus Equity Shares:**

To consider **and if thought fit, to pass**, with or without modification(s), **the following resolution** as an Ordinary **Resolution**

"RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable provisions of regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) and Reserve Bank of India (RBI) from time to time, the provisions of Article 85 of the Articles of Association of the Company, and pursuant to the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include a Committee of Directors or officer(s) of the Company duly authorized in this behalf), and subject to such approvals as may be required in this regard, approval of the Members be and is hereby accorded to the Board for capitalization of such sums standing to the credit of the free reserves, as may be considered necessary by the Board, for the purpose of the issue of bonus equity shares of Rs. 10/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in consideration of their said holding and whose names appear in the Register of Members maintained by the Company/List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date as may be fixed in this regard by the Board, in the proportion of 1 (One) equity share for every 2 (Two) existing equity shares held by the Members.

RESOLVED FURTHER THAT no allotment letters shall be issued to the allottees of the bonus equity shares and that the certificate(s) in respect of bonus equity shares shall be completed and thereafter be dispatched to the allottees, except in respect of those allottees who hold shares in dematerialized form, within the period prescribed or that may be prescribed in this behalf, from time to time

RESOLVED FURTHER THAT the bonus equity shares so allotted shall rank paripassu in all respects with the fully paid up equity shares of the Company as existing on such date as may be fixed in this regard by the Board.

RESOLVED FURTHER THAT in case of fractional shares, if any, arising out of the issue and allotment of the bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such equity shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members who are entitled to such fractions in the proportion of their respective fractional entitlements.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and determine all other terms and conditions of the issue of bonus equity shares as the Board may in its absolute discretion deem fit."

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019



**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND TO VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. A person cannot act as proxy for more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company.
2. The Register of Members and the Share Transfer Books will remain closed from Monday, 16<sup>th</sup> September, 2019 to Thursday, 19<sup>th</sup> September, 2019 (both days inclusive)
3. Members / Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
4. Members are requested to quote their Registered Folio No. or Demat Account No. and Depository Participant Identification Number (DPID No) on all correspondence with the Company.
5. Members are requested to send all communication relating to shares to the Company's RTA, M/s. Bigshare Services Pvt. Ltd. 306, Right Wing Amrutha Ville, Opp. Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad - 500 082
6. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and has issued circular stating that service of notice/documents including annual report can be sent by e-mail to its members. We fully support the Ministry's green initiative. Accordingly, the members are requested to inform their e-mail addresses to RTA - M/s Bigshare Services Pvt. Ltd. 306, Right Wing Amrutha Ville, Opp. Yashoda Hospital, Rajbhavan Road, Somajiguda, Hyderabad - 500 082.
7. The information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with respect to the details of the Directors seeking appointment / re-appointment in this Annual General Meeting is annexed herewith.
8. All the documents referred to in the Notice will be available to the members at the registered office of the company between 10.30 A.M to 12.30 P.M on all working days from the date hereof up to the date of the Meeting.
9. Voting through electronic means:  

In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the companies (Management and Administration) Rule, 2014 the company is pleased to provide members facility to exercise their vote at the 25<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).
10. The Company has appointed Mr. Mohit Gurjar, Practicing Company Secretary as scrutinizer for conducting the e-voting process for the Annual General Meeting in fair and transparent manner.
11. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
12. **The instructions for members for voting electronically are as under :-**
  - (i) The Voting period begins at 9.00 a.m. on Monday 16<sup>th</sup> September, 2019 and ends at 5.00 p.m. on Wednesday, 18<sup>th</sup> September, 2019. During this period shareholders of the company, holding shares either in physical form or in demat form as on the cutoff date ie. Thursday, 12<sup>th</sup> September, 2019

may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iv) Click on "Shareholders" tab.
- (v) Now, select "**RADIX INDUSTRIES (INDIA) LIMITED**" from the drop down menu and click on "SUBMIT"
- (vi) 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.
- (vii) Next enter the Image Verification as displayed and Click on Login.
- (viii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any other company, then your existing password is to be used.
- (ix) If you are a first time user follow the steps given below:

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

- (x) After entering these details appropriately, click on "SUBMIT" tab.
- (xi) Members holding shares in physical form will then reach directly to 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.

- (xii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiii) Click on the EVSN of "RADIX INDUSTRIES (INDIA) LIMITED" to vote.
- (xiv) 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.
- (xv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvi) 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.
- (xvii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xviii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xix) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- (xx) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android 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.**
- (xxi) 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](http://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](mailto:helpdesk.evoting@cdslindia.com).
  - ◆ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - ◆ The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

- ◆ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.radixindustries.in](http://www.radixindustries.in) and on the website of CDSL [www.evoting.cdsl.com](http://www.evoting.cdsl.com) within 48 hours of the Conclusion of 25<sup>th</sup> AGM of the Company and be communicated to the BSE Limited, where the shares of the Company are listed.

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 4:**

In terms of Section 139 of the Companies Act, 2013 ("the Act"), and the Companies (Audit and Auditors) Rules, 2014, made thereunder, the term of the present Statutory Auditors of the Company, M/s. Chevuturi Associates, Chartered Accountants (Firm Registration No. 000632S), will be expiring at the ensuing Annual General Meeting. The Board of Directors at its meeting held on 13th August, 2019, after considering the recommendations of the Audit Committee, had recommended the appointment of M/s. K.S.Rao & Co, Chartered Accountants (Firm Registration No.003109S) as the Statutory Auditors of the Company for period of 5 Years at a remuneration of Rs. 25,000/- per annum plus out of pocket expenses and taxes at the applicable rates from the conclusion of the twenty fifth Annual General Meeting till the conclusion of Thirtieth Annual General Meeting of the Company. M/s. K.S.Rao & Co , Chartered Accountants, have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013 They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act. 2013 and the rules made thereunder. Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution. Accordingly, approval of the members is sought for appointment of M/s. K.S.Rao & Co , Chartered Accountants as the Statutory Auditors of the Company and approve the remuneration payable to them.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested in the Resolution. The Board of Directors recommend the resolution for approval of the members.

**Disclosure pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

1	<b>Name of the Firm</b>	K S Rao & Co. Chartered Accountants
2	<b>Firm Registration No.</b>	Firm Registration No. 003109S
3	<b>Proposed Fee payable</b>	Rs. 25000 Plus Applicable Taxes
4	<b>Terms of Appointment</b>	For Conducting statutory Audit on the accounts of the Company for a period of 5 Years from FY 2019-20 to FY 2023-24
5.	<b>Reason for Change</b>	Completion of term of appointment of Existing Auditors M/s Chevuturi Associates, Chartered Accountants.
6.	<b>Material Change in Fees Payable and the Basis for appointment</b>	K.S.Rao& Co. Chartered Accountants, a Partnership (Firm Regn.003109S) was constituted in year 1976. The Firm has over 43 year of experience in the various Audits, Taxation Certification and other consultancy assignments. Currently the firm has 11 Partners and its Head office is at Hyderabad. The firm has branches at Vijayawada Chennai and Bangalore. Owing to their rich experience and size of the firm, we have increased the Statutory fee from existing Rs. 15000 to Rs. 25000 per annum.

**Item No. 5:**

Mr. M. Kiran Phani Varma, was appointed as Independent Directors on the Board of the Company pursuant to the provisions of section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the erstwhile Clause 49 of the Listing Agreement with the stock exchanges, by the Shareholders at the 20th Annual General Meeting (“AGM”) of the Company held on 20<sup>th</sup> September, 2014. He holds office as Independent Director of the Company up to 19<sup>th</sup> September, 2019.

The Nomination & Remuneration Committee at its Meeting held on 13th August, 2019 on the basis of performance evaluation of Independent Directors and taking into account the, the knowledge, experience and the substantial contribution made by Mr. M. Kiran Phani Varma, during his tenure, has recommended to the Board that his continued association as Independent Directors of the Company would be beneficial to the Company. Based on the above and the performance evaluation of Independent Directors, the Board recommends the re-appointment of Mr. M. Kiran Phani Varma, as Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years on the Board of the Company commencing from 19th September, 2019 to 18th September, 2024.

The Board commends the Special Resolution set out at Item Nos. 5 of the Notice for approval of the Members.

Brief details and additional information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) and Reg 36 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 regarding Director seeking appointment / re-appointment are provided separately

**Item No. 6**

In terms of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 issued on 9 May, 2018 (“Amended Listing Regulations”), the fees or compensation payable to Executive Directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by Special Resolution in general meeting, if:

- a. the annual remuneration payable to such Executive Director exceeds rupees 5 crore or 2.5 per cent of the net profits of the Listed Entity, whichever is higher; or
- b. where there is more than one such Director, the aggregate annual remuneration to such Directors exceeds 5 per cent of the net profits of the Listed Entity

Provided that the approval of the Members under this provision shall be valid only till the expiry of the term of such Director.

The terms of Remuneration of Mr. G Raghu Rama Raju (DIN: 00453895) have been approved by the members of the Company in their 23<sup>rd</sup> Annual General Meeting held on 25 September, 2017 by way of ordinary resolution for the remaining period of his tenure that is till 21<sup>st</sup> August, 2020

As per the Amended Listing regulations, and on recommendation of Nomination and Remuneration Committee, Board of Directors is seeking for Members’ approval by way of Special Resolution for paying him remuneration as per already approved terms and conditions even if his remuneration exceeds the limits prescribed in Regulation 17(6)(e) of Amended Listing regulations.

Additional information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding Director seeking appointment / re-appointment is provided separately

None of the Directors or KMP except Mr. G Raghu Rama Raju and Mrs. G Parvathi, are considered to be interested in the Resolution financially or otherwise.

**Item No. 7 and 8:**

The equity shares of your Company are listed and are traded on BSE Limited, with a view to reward the shareholders, encourage the participation of small investors by making equity shares of the Company

affordable, increasing the liquidity of the equity shares and to expand the retail shareholder base, the Board in its meeting held on August, 13, 2019 considered and approved a bonus issue of 1 (One) equity share for every 2 (Two) existing equity shares held, as on a record date to be determined by the Company.

Further presently, the authorized share capital of your Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores) divided into 1,50,00,000 (One Crore Fifty Lakhs) equity shares of Rs.10/- (Rupees Ten) each. The proposed bonus issue of shares requires commensurate increase in the Authorised Share Capital of the Company. Accordingly the Board of Directors considering the future requirements proposed to increase the authorized share capital to Rs. 27,00,00,000/- (Rupees Twenty Seven Crores) by creation of additional 1,20,00,000 (One Crore Twenty Lakhs) equity shares of Rs.10/- (Rupees Ten) each. The increase in authorized share capital as aforesaid would require consequential amendments to the existing Clause V of the Memorandum of Association of the Company and clause 3(a) of Articles of Association of the Company. The increase in authorized share capital and alteration of relevant clause(s) of the Memorandum of Association of the Company and issue of bonus equity shares, requires Members' approval in terms of Sections 61 and 63 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals.

In case of fractional entitlements arising out of the issue of bonus equity shares, the Board will make suitable arrangements to deal with such fractions for the benefit of the eligible Members, including but not limited to, aggregating of such fractions and allotting the total number of new equity shares representing such fractions to a person(s) to be appointed by the Board who would hold them in trust for such Members and shall as soon as possible sell such equity shares at the prevailing market rate and the net sale proceeds of such shares, after adjusting the cost and the expenses in respect thereof, be distributed among such Members. Accordingly, resolutions 7 and 8 of this Notice seek Members' approval for increase in authorized share capital and consequential amendments to Memorandum of Association of the Company and capitalization of the amount standing to the credit of free reserves account for the purpose of issue of bonus equity shares as set out in the resolutions. No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the resolutions 7 and 8 of this Notice except to the extent of their shareholding and outstanding in the Company. The Board recommends the resolutions 7 and 8 for approval of the Members.

**ADDITIONAL INFORMATION**

Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) regarding  
Director seeking appointment / re-appointment and

**(Pursuant to Regulation 36(3) SEBI (Listing Obligation and Disclosure requirements)  
Regulation, 2015)**

<b>Name of the Director</b>	<b>G. Parvathi</b>	<b>G Raghu Rama Raju</b>	<b>M Kiran Phani Varma</b>
Date of Birth	16.02.1976	15.08.1966	07.11.1979
Date of Appointment on the Board	18.02.2011	29.12.2011	14.02.2011
Qualification, Experience & Expertise	She holds a Bachelor of commerce degree with more than a decade of experience in hair industry and she is looking after day to day administration and production of the Company	He holds a Post Graduate in Business Management from Shivaji University and Diploma In Labour Laws and Labour Welfare, with more than two decades of experience in different Industries including hairs. His forte his Interpersonal and problem solving skills.  Besides being entrusted with managing the day to day affairs of the Company, he is responsible for driving the Company's growth ,profitability, strategy planning and risk management.	He holds Bachelor degree in Engineering and has been providing valuable suggestions to the board in implementation of various business strategies and ideas with his young and creative ideas, useful in the decision making
Shareholding (Equity Shares)	13,30,000	61,65,000	1,95,570
Disclosures of relationship with other directors	Smt. Parvathi Gokaraju is wife of Shri G Raghu Rama Raju	Shri G Raghu Rama Rahu is brother of Mr.GokarajuPrabhakararaju and Husband of Smt. Parvathi Gokaraju	NA
Terms and Conditions of Appointment with details of Remuneration	Smt. G. Parvathi was appointed as a non-executive director of the Company, liable to retirement by rotation with no remuneration.	Shri. G. Raghu Rama Raju has been appointed as Managing Director of the Company and the remuneration drawn is Rs. 1.00 Lakh per month	Shri M. Kiran Phani Varma has been appointed as Independent Director of the Company
Last drawn Remuneration, if any	NA	Rupees 1.00 Lakh per month	NA



**RADIX INDUSTRIES (INDIA) LIMITED**

2018-19

<b>Name of the Director</b>	<b>G. Parvathi</b>	<b>G Raghu Rama Raju</b>	<b>M Kiran Phani Varma</b>
No. of board meetings attended during the year	4	4	4
Directorship in other Companies (Excluding Foreign Companies and Section 25 Companies)	1.Arqube Industries (India) Limited 2. Diamond Drop Property Holdings (India) Private Limited.	1. Arqube Industries (India) Limited	1. Emisha Life- Sciences Private Limited
Membership / Chairmanships of Committees in other Companies	Nil	Nil	Nil

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

## DIRECTORS' REPORT

Your Directors hereby present the **Twenty Fifth Annual Report** together with the Audited Accounts of the company for the financial year ended 31<sup>st</sup> March, 2019.

**Financial Summary or Highlights/Performance of the Company:**

The financial highlights for the current year in comparison to the previous year are as under:

(Rupees in Lakhs)

PARTICULARS	Current Year (2018-19)	Previous Year (2017-18)
Revenue from Operations	1069.60	1206.58
Other Income	-	-
<b>Total Revenue</b>	<b>1069.60</b>	<b>1206.58</b>
Profit before Finance Charges, Tax Expenses, Exceptional items and Depreciation	206.06	219.67
Less : Depreciation	3.96	5.19
Profit before Finance Charges, Tax Expenses, Exceptional items	202.10	214.48
Less : Finance Charges	28.73	41.77
Profit before Tax Expenses and Exceptional items	173.37	172.71
Add : Exceptional Items	-	-
Profit before Tax	173.37	172.71
Provision for Tax	48.77	46.48
Profit after Tax	124.60	126.22
Total Comprehensive Income	124.60	126.22
Less: Transfer to Reserves	-	-
<b>Balance</b>	<b>124.60</b>	<b>126.22</b>
Balance of profit of earlier years	572.99	567.17
Less : Dividend Paid on Equity Shares	100.04	100.04
Dividend Distribution Tax	20.56	20.36
<b>Balance Carried Forward</b>	<b>576.98</b>	<b>572.99</b>

**COMPANY PERFORMANCE:**

In the Financial Year 2018-19, owing to market conditions and other factors, your Company has made a revenue of Rs.1069.60Lacs in the current financial year as compared to Rs.1206.58 Lacs for the previous financial year. Your Company has posted net profit after tax of Rs.124.60 Lacs in the current year as compared to Rs. 126.22 Lacs in the previous financial year.

Your Directors are continuously planning for higher revenues by exploring western markets through local tie-ups, which has a huge market for the products of the Company and are confident of increasing the top line and bottom line with sustainable growth in the in the years to come.

**CHANGE IN THE NATURE OF BUSINESS:**

There is no change in the nature of business during the FY 2018-19

**DIVIDEND:**

The Board recommends Final Dividend of Rs.1/- per share (10% on face value of Rs.10/- each) for the financial year 2018-19.

**TRANSFER TO RESERVES:**

Your Company has not transferred any amount to reserves during the financial year.

**CREDIT RATING**

The Credit Rating of the company were reaffirmed during the year by ICRA Limited as follows.

S.No	Instrument	Rating Action
1	Long term - Fund based/CC	[ICRA]BB(Stable); Reaffirmed
2	Short-Term - Non fund based	[ICRA]A4; Reaffirmed
3	Long term/Short term	[ICRA]BB (Stable)/[ICRA]A4
4	Unallocated Limits	Reaffirmed

**THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:**

Till date the Company does not have any Subsidiaries, Associates or Joint Ventures.

**STATUTORY AUDITORS:**

The shareholders in their meeting held on 20<sup>th</sup> September, 2014 approved appointment of M/s. Chevuturi Associates, Chartered Accountants, Vijayawada, as the Statutory Auditors of the Company to hold office till the conclusion of 25<sup>th</sup> Annual General Meeting subject to ratification. Accordingly, the term of M/s Chevuturi Associates shall be expired after the conclusion of this AGM.

The Board of Directors at its meeting held on 13<sup>th</sup> August, 2019, after considering the recommendations of the Audit Committee, had recommended the appointment of M/s. K.S.Rao & Co, Chartered Accountants (Firm Registration No.003109S) as the Statutory Auditors of the Company for a term of five years and further M/s. K.S.Rao & Co, Chartered Accountants have consented to the aforesaid appointment and confirmed that their appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013 They have further confirmed that they are not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act. 2013 and the rules made thereunder.

Hence, the agenda for appointment of Statutory Auditor has been proposed in the notice 4 of this Annual General Meeting.

The Independent Auditors report given by M/s. Chevuturi Associates, Chartered Accountants, Statutory Auditors of the Company on Financial Statements of the Company does not contain any qualification, reservation or adverse remark.

**INTERNAL AUDITORS:**

Internal Auditors of our Company M/s. Brahmayya & Co, Chartered Accountants have resigned from the office w.e.f 28.06.2019 and the Board of Directors based on the recommendation of the Audit Committee have appointed Sri. Papolu Anjaneyulu, Chartered Accountants as internal Auditors of the Company and the Internal auditors are submitting their reports on quarterly basis.

**SECRETARIAL AUDITORS:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. P.S.Rao &

Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "**Annexure I**" to this report.

**MAINTENANCE OF COST RECORDS:**

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

**DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR:**

Smt. G Parvathi retires by rotation and, being eligible, offers herself for re-appointment at the 25<sup>th</sup> Annual General Meeting (AGM) of the Company scheduled to be held on 19<sup>th</sup> September, 2019.

The Nomination and Remuneration Committee, on the basis of performance evaluation of Independent Directors and taking into account the external business environment, the business knowledge, experience and the contribution made by Sri. M Kiran Phani Varma during his tenure, has recommended to the Board that continued association of Sri. M Kiran Phani Varma as Independent Director of the Company for the second term would be beneficial to the Company. Based on the above and the performance evaluation of Independent Director, the Board recommends re-appointment of Sri. M Kiran Phani Varma.

Except for the above there has been no changes in the office of directors or key managerial personnel during the year.

**MEETINGS:**

During the year, four meetings of Board of Directors were held as more particularly disclosed in the attached report of Corporate Governance. The intervening gap between any two meetings was within the prescribed period.

The Number and dates of meeting held by the Board and its Committees, attendance of Directors is given separately in Corporate Governance Report in terms of Section 134(3)(b) of the Companies Act, 2013.

**BOARD EVALUATION**

As mandated under the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the annual performance evaluation of the Directors individually vis-à-vis the Board and its committees have been carried out. The manner of such evaluation has been disclosed in the Corporate Governance Report.

**DECLARATION GIVEN BY INDEPENDENT DIRECTORS:**

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under the Companies Act, 2013.

**FIXED DEPOSITS:**

Your Company has not accepted any fixed deposits and as such no principal or interest was outstanding as on the date of the Balance sheet.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

Company has not given any loans or made any investments or provided any guarantee covered under the provisions of Section 186 of the Companies Act, 2013.

**MATERIAL CHANGES AND COMMITMENTS:**

There are no material changes and commitments affecting the financial position of the company occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them,

- (i) that in the preparation of Annual Accounts for the financial year ended 31<sup>st</sup> March, 2019, the applicable accounting standards have been followed along with the proper explanation relating to material departures, if any, there from;
- (ii) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period:
- (iii) that 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) that 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 efficiently.
- (vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and Operating effectively.

**REMUNERATION POLICY**

All policies which were required to be disclosed along with Board Report are mentioned separately after Corporate Governance Section of the report.

**VIGIL MECHANISM/ WHISTLE BLOWER POLICY:**

The Company has a Whistle Blower Policy framed to deal with instance of fraud and mismanagement, if any in the group. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company [www.radixindustries.in](http://www.radixindustries.in)

**DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY FOR THE COMPANY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK, IF ANY, WHICH IN THE OPINION OF THE BOARD MAY THREATEN THE EXISTENCE OF THE COMPANY:**

The Company has risk management mechanism in place which mitigates the risk at appropriate situations and there are no elements of risk, which in the opinion of Board of Directors may threaten the existence of the Company.

**CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

There were no contracts or arrangements with related parties as specified in section 188 of the Act, during the financial year 2018-19

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

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are given as "Annexure - II" and forms part of this report.

**EXTRACT OF ANNUAL RETURN:**

The details forming part of the Extract of the Annual Return in Form No. MGT-9 is annexed herewith as "Annexure - III" to this Report.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Pursuant to the provisions of Schedule V to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 a report on Management Discussion & Analysis is herewith annexed as "**Annexure IV**" to this report.

**LISTING:**

Your Company's shares are presently listed on The BSE Limited, Mumbai and the listing fees for F.Y 2019-20 is paid.

**PERFORMANCE EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Shareholders Grievance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgments, safeguarding the interest of the Company and its minority shareholders etc.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

**DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.**

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources acquired are used economically.

**HUMAN RESOURCES:**

Your Company considers its Human Resources as the key to achieve its objectives. Keeping this in view, your Company takes utmost care to attract and retain quality employees. The employees are sufficiently empowered and such work environment propels them to achieve higher levels of performance. The unflinching commitment of the employees is the driving force behind the Company's vision. Your Company appreciates the spirit of its dedicated employees.

**PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is herewith annexed as "**Annexure V**" to this report.

**CORPORATE GOVERNANCE:**

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance is annexed as "**Annexure-VI**" herewith, as a part of the Annual Report along with the certificate on its compliance.

**DETAILS ABOUT THE CORPORATE SOCIAL RESPONSIBILITY POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY:**

The Company does not meet the Criteria as specified in Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility.

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

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

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

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed off during the Calendar year:

- No. of complaints received : Nil
- No. of complaints disposed off : Nil

**ACKNOWLEDGEMENTS:**

Your Directors express their sincere appreciation to the customers, members, dealers, employees, bankers, State and Central Government, Stock Exchanges and all stakeholders for their co-operation and confidence reposed in the Company.

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

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

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2019**

To,  
The Members,  
Radix Industries (India) Limited,  
Door No. 4-243,  
Chivatam, Near NH-5 Road,  
Tanuku,  
Andhra Pradesh

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s Radix Industries (India) Limited, (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2019 has 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:

1. 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 31<sup>st</sup> March, 2019 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
2. Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company under the financial year under report:-
  - (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (b) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (e) 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;
  - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
3. Other industry specific major law that is applicable to the company
- As per the information provided by the management there is no industry specific law applicable to the company.
4. We have also examined compliance with the applicable clauses of the following:
- a) Securities Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulation 2015
  - b) Secretarial Standards SS -1 and SS-2 issued by the Institute of Company Secretaries of India

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

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are no change in the composition of the Board of Directors during the period under review.

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

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

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

We further report that during the year under report, the Company has not undertaken any event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above viz.

**For P.S. Rao & Associates  
Company Secretaries**

**Sd/-  
Mohit Gurjar  
Company Secretary  
CP No. 18644**

Place: Hyderabad  
Date: 13.08.2019

## ANNEXURE A

To,  
The Members,  
Radix Industries (India) Limited  
Tanuku

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

1. Maintenance of secretarial records 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. Where ever 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 P.S. Rao & Associates  
Company Secretaries**

**Sd/-  
Mohit Gurjar  
Company Secretary  
CP No. 18644**

Place: Hyderabad  
Date: 13.08.2019

**Annexure - II****ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The details regarding Energy Conservation, Technology Absorption, Foreign Exchange Earnings and Outgo as required by section 134(3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are given as below.

**A. CONSERVATION OF ENERGY:****i. The steps taken or impact on conservation of energy:**

The operations of the Company are not power intensive. However it is very careful in using the power to reduce the cost of maintenance and conserve the resources.

**ii. Steps taken by the Company for utilizing alternate sources of energy:**

As the Company is not a huge manufacturing unit there are no requirements for utilizing of alternate sources of energy

**iii. The capital investment on energy conservation equipments:**

The Company has not made any additional investments and has not proposed any amount for reduction of consumption of energy.

**B. TECHNOLOGY ABSORPTION:**

- |   |   |  |
|---|---|--|
| i) The efforts made towards technology absorption   | : | NIL  |
| (ii) The benefits derived like product improvement, cost reduction, product development or import substitution  | : | NIL  |
| (iii) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished | : |  |
| (a) The details of technology imported  | : | No technology imported during the last 3 years |
| (b) The year of import  | : | NA   |
| (c) Whether the technology been fully absorbed  | : | NA   |
| (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof  | : | NA   |
| (iv) The expenditure incurred on Research and Development   | : | NIL  |

2018-19

**RADIX INDUSTRIES (INDIA) LIMITED**

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Foreign Exchange earnings and outgo: (on receipts and payments basis)

(Rs. In Lacs)

<b>Particulars</b>	<b>2018-19</b>	<b>2017-18</b>
Foreign Exchange Earnings	993.69	1145.70
Foreign Exchange Outgo	28.65	0.18

**BY THE ORDER OF THE BOARD**  
For Radix Industries (India) Limited

Sd/-  
**G. Raghu Rama Raju**  
Chairman & Managing Director  
(DIN: 00453895)

Place: Tanuku  
Date : 13.08.2019

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31/03/2019**

[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 : L37200AP1993PLC016785
- ii) Registration Date : 23/12/1993
- iii) Name of the Company : RADIX INDUSTRIES (INDIA) LIMITED
- iv) Category / Sub-Category of the Company : Public Limited, Company Limited by Shares
- v) Address of the Registered Office and contact details : Door No. 4-243, Chivatam, Near NH-5 Road Tanuku, Andhra Pradesh -534211
- vi) Whether listed company : Yes
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : **M/s Bigshare Services Pvt. Ltd,**  
306, Right Wing Amrutha Ville  
Opp. Yashoda Hospital, Rajbhavan Road  
Somajiguda, Hyderabad - 500 082  
Ph : 040-23374967

**REGISTRATION AND OTHER DETAILS:****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 and services.	NIC Code of the product/service.	% to total turnover of the Company
1	Human hair product	32904	100%

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

The Company doesn't have any Subsidiary or Associate Companies.

Sl. No	Name and Address of the Company	CIN	Holding Subsidiary / Associate	% of Share Holding as an 31.3.2019	Applicable Section
-	-	-	-	-	-

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the Year [As on 1 <sup>st</sup> April, 2018]				No. of Shares held at the end of the Year [As on 31 <sup>st</sup> March, 2019]				% Change during the Year
	Demat	Physical	Total	% of shares	Demat	Physical	Total	% of shares	
A. Promoters									
1. Indian	-	-	-	-	-	-	-	-	-
a. Individual/HUF	7215000	-	7215000	72.12	7500000	-	7500000	74.96	2.85
b. Central Govt	-	-	-	-	-	-	-	-	-
c. State Govt(s)	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	-	-	-	-	-	-	-	-
e. Banks / FI	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):	7215000	-	7215000	72.12	7500000	-	7500000	74.96	2.85
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) other Individuals	-	-	-	-	-	-	-	-	-
c) Body Corp	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other.	-	-	-	-	-	-	-	-	-
Sub-total(A) (2):-	0	0	0	0	0	0	0	0	0
<b>Total Share holding of promoter (A) = (A) (1) + (A) (2)</b>	<b>7215000</b>	<b>-</b>	<b>7215000</b>	<b>72.12</b>	<b>7500000</b>	<b>-</b>	<b>7500000</b>	<b>74.96</b>	<b>2.85</b>
<b>B. Public Share Holding</b>									

**RADIX INDUSTRIES (INDIA) LIMITED**
**2018-19**

1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
<b>Sub Total (B)(1)</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
A) Bodies Corp.	2613	330	2943	0.03	1187	330	1517	0.02	(0.01)
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
B) Individuals	-	-	-	-	-	-	-	-	-
i) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	83258	61030	144288	1.44	69358	42240	111598	1.12	(0.33)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 Lakh	1500743	1105000	2605743	26.04	1634575	755000	2389575	23.88	(2.16)
Others (specify) Clearing Members	36806	-	36806	0.37	2090	-	2090	0.02	(0.35)
Non Resident Indians (NRI)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):</b>	<b>1623420</b>	<b>1166360</b>	<b>2789780</b>	<b>27.88</b>	<b>1707210</b>	<b>797570</b>	<b>2504780</b>	<b>25.04</b>	<b>(2.85)</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>1623420</b>	<b>1166360</b>	<b>2789780</b>	<b>27.88</b>	<b>1707210</b>	<b>797570</b>	<b>2504780</b>	<b>25.04</b>	<b>(2.85)</b>
c) Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>8838420</b>	<b>1166360</b>	<b>10004780</b>	<b>100</b>	<b>9207210</b>	<b>797570</b>	<b>10004780</b>	<b>100</b>	<b>0</b>

**( ii ) Shareholding of Promoters**

S.No	Promoter Name(s)	Shareholding at the beginning of the Year (01.04.2018)			Shareholding at the end of the Year (31.03.2019)			% Change in Share holding during the year.
		No. of Shares	% to Total Shares of the Company	% of Shares pledged / Encumbered to total shares	No. of Shares	% to Total Shares of the Company	% of Shares pledged / Encumbered to total shares	
1	Gokaraju Raghu Rama Raju	5880000	58.77	-	61,65,000	61.62	-	2.85
2	G Ganapathi Rama Prabhakara Raju	5000	0.05	-	5000	0.05	-	0
3	G Parvathi	1330000	13.29	-	1330000	13.29	-	0
	<b>Total</b>	<b>7215000</b>	<b>72.12</b>	<b>-</b>	<b>75,00,000</b>	<b>72.12</b>	<b>-</b>	<b>0</b>

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

Sl. No	Name	Shareholding at the beginning of the Year		Date	Increase Decrease in Shareholding	Reason	Cumulative Shareholding during the year 01.04.2018 to 31.03.2019)	
		No. of Shares at the Beginning (01.04.2017) end of the year 31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	Gokaraju Raghu Rama Raju	5880000	58.77	13.09.2018	20000	Shares acquired on 13.9.2018	5900000	58.97
				07.12.2018	265000	Shares acquired on 07.12.2018	61,65,000	61.62
2	G Ganapathi Rama Prabhakara Raju	5000	0.05	-	-	-	5000	0.05
3	G Parvathi	1330000	13.29	-	-	-	1330000	13.29



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

S.No	Name	Share Holding as on 31.03.2018		Date	Increase Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)	
		No. of Shares at the Beginning (01.04.2017)/ end of the year (31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	BHUPATIRAJU VENKATAPATI RAJU	300000	3.00	01.04.2018	0	Nil movement during the year		
		300000	3.00	31.03.2019	0		300000	3.00
2	KOSURI SARASWATHI	250000	2.50	01.04.2018	0	Nil movement during the year		
		250000	2.50	31.03.2019	0		250000	2.50
3	INDUKURI LAKSHMI	250000	2.50	01.04.2018	0	Nil movement during the year		
		250000	2.50	31.03.2019	0		250000	2.50
4	KANAKADURGA GADIRAJU	200000	2.00	01.04.2018	0	Nil movement during the year		
		200000	2.00	31.03.2019	0		200000	2.00
5	APPALARAJU GADIRAJU	200000	2.00	01.04.2018	0	Nil movement during the year		
		200000	2.00	31.03.2019	0		200000	2.00
6	KOLLURI PRAVEEN KUMAR	200000	2.00	01.04.2018	0	Nil movement during the year		
		200000	2.00	31.03.2019	0		200000	2.00
7	I SAROJINI DEVI	130000	1.30	01.04.2018	0	Nil movement during the year		
		130000	1.30	31.03.2019	0		130000	1.30
8	VIJAY BABU KATARI	120000	1.20	01.04.2018	0	Nil movement during the year		
		120000	1.20	31.03.2019	0		120000	1.20
9	KIRAN SAYYAPA RAJU	110000	1.10	01.04.2018	0	Nil movement during the year		
		110000	1.10	31.03.2019	0		110000	1.10
10	RAHUL GONGI REDDY	105000	1.05	01.04.2018	0	Nil movement during the year		
		105000	1.05	31.03.2019	0		105000	1.05

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

S.No	Name	Share Holding		Date	Increase Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2018 to 31.03.2019)	
		No. of Shares at the Beginning (01.04.20 17)/ end of the year 31.03.2018)	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	GOKARAJU RAGHU RAMA RAJU	5880000	58.77	01.04.2018	0	Shares Acquired 20000 on 13.09.2018 and 265000 on 07.12.2018	5900000	58.97
		5880000	58.77	31.03.2019	0		61,65,000	61.62
2	G. PARVATHI	1330000	13.29	01.04.2018	0	Nil movement during the year	1330000	13.29
		1330000	13.29	31.03.2019	0		1330000	13.29
3	GANAPATHI RAMAPRABHA KARA RAJU GOKARAJU *	5000	0.05	01.04.2018	0	Nil movement during the year	5000	0.05
		5000	0.05	31.03.2019	0		5000	0.05
4	KIRAN PHANI VARMA MANTENA	195570	1.95	01.04.2018	0	Nil movement during the year	195570	1.95
		195570	1.95	31.03.2019	0		195570	1.95
5	SIDDHARDHA KATHARI	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019	0		0	0
6	SIVARAMA PRASAD SURAPANENI	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019	0		0	0
7	P. LENIN BABU (Company Secretary)	0	0	01.04.2018	0	Nil movement during the year	0	0
		0	0	31.03.2019	0		0	0

\* Mr. Ganapathi Rama Prabhakara Raju is Director and CFO of the Company

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

Amount in Rs.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	NIL	NIL	-
i) Principal Amount	3,57,75,250.35	NIL	NIL	3,57,75,250.35
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	2,62,705.00			2,62,705.00
Total ( i + ii + iii )	3,60,37,955.35	NIL	NIL	3,60,37,955.35
Change in Indebtedness during the financial year				
• Addition	3,25,48,988.82			3,25,48,988.82
• Reduction	NIL	NIL	NIL	NIL
Net Change	3,25,48,988.82	NIL	NIL	3,25,48,988.82
Indebtedness at the end of the financial year				
i) Principal Amount	6,80,83,072.17	NIL	NIL	6,80,83,072.17
ii) Interest due but not paid				
iii) Interest accrued but not due	5,03,873	NIL	NIL	5,03,873
Total ( i + ii + iii )	6,85,86,945.17	NIL	NIL	6,85,86,945.17

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

(i). Remuneration to Managing Director, Whole-time Directors and/or Manager:

SNo	Particulars of Remuneration	Name of Managing Director	Total Amount
		G. RAGHU RAMA RAJU	
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	12,00,000	12,00,000
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission • As a % of profit • Others, specify	NIL	NIL
5.	Others please specify (Performance Pay)	NIL	NIL
	Total A	12,00,000	12,00,000
	Ceiling as per the Act	12,00,000	as approved by members

**(ii). Remuneration to other directors: Nil**

SNo	Particulars of Remuneration	Name of Directors				Total Amount
1.	3. Independent Directors • Fee for attending Board Committee Meetings • Commission • Others please specify	NIL	NIL	NIL	NIL	NIL
	Total ( 1 )	NIL	NIL	NIL	NIL	NIL
2.	4. others Non Executive Directors • Fee for attending Board Committee Meetings • Commission • Others please specify	NIL	NIL	NIL	NIL	NIL
	Total ( 2 )	NIL	NIL	NIL	NIL	NIL
	Total B= (1) + (2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	One Lakh per meeting per director				

**(iii). REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SNo	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
					Rs.
1.	Gross Salary ( a ) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	NIL	3,48,000	NIL	3,48,000
	( b ) Value of perquisites u/s 17(2) Income Tax Act, 1961				
	( c ) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961				
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission • As a % of profit • Others, specify	NIL	NIL	NIL	NIL
5.	Others please specify	NIL	NIL	NIL	NIL
	Total A	NIL	3,48,000	NIL	3,48,000

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

Type	Section of the Companies Act.	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
<b>A. Company</b>					
Penalty					
Punishment					
Compounding					
<b>B. Directors</b>					
Penalty					
Punishment					
Compounding					
<b>C. others officers in default</b>					
Penalty					
Punishment					
Compounding					

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**B. MANAGEMENT DISCUSSION & ANALYSIS****OVERVIEW:**

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and other statutory requirements. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions and reasonably present our state of affairs, profits and cash flows for the year.

**INDUSTRY STRUCTURE AND DEVELOPMENT:****ECONOMIC OVERVIEW**

India continues to remain the fastest growing major economy in the world in 2018-19, despite a slight moderation in its GDP growth from 7.2 per cent in 2017-18 to 6.8 per cent in 2018-19. On the other hand, the world output growth declined from 3.8 per cent in 2017 to 3.6 per cent in 2018. The slowdown in the world economy and Emerging Market and Developing Economies (EMDEs) in 2018 followed the escalation of US China trade tensions, tighter credit policies in China, and financial tightening alongside the normalization of monetary policy in the larger advanced economies.

India's growth of real GDP has been high with average growth of 7.5 per cent in the last 5 years (2014-15 onwards). The Indian economy grew at 6.8 per cent in 2018-19, thereby experiencing some moderation in growth when compared to the previous year. This moderation in growth momentum is mainly on account of lower growth in 'Agriculture & allied', 'Trade, hotel, transport, storage, communication and services related to broadcasting' and 'Public administration & defence' sectors. Acreage in 2018-19 for the rabi crop was marginally lower than last year, which affected agricultural performance. The contraction in food prices may have contributed to inducing farmers to produce less. On the demand side, lower growth of GDP in 2018-19 was accounted for, by a decline in growth of government final consumption, change in stocks and contraction in valuables.

(Source:<http://pib.gov.in/newsite/PrintRelease.aspx?relid=191212>)

**GLOBAL INDUSTRY OVERVIEW**

Wigs & Weaves provide hair versatility about the aesthetic and cultural needs. Allowing large pool of hairstyle options, wigs can also provide relief from hair breakage caused due to excessive hair styling. Wigs & hair pieces Industry mainly specializes in wigs, hair extensions and hairpieces for aesthetic and medical purposes. The products for wigs & hairpiece industry are mainly segmented into those made of human hair and those made of synthetic materials. These products are further sub-segmented as per broad range of other key differentiators including color, style, price, and durability.

Surging demand for beautification practices, rising demand from hair product and cosmetic industry, exploring fashions sense in entertainment sector such as films, theatre and television are major driving factors for the global Wig Market. Furthermore, rising population around the globe, modernized society, an adaption of high living standards, increasing disposable income and proving a better substitute for hair treatment surgeries propels the market growth further. Geographically, China, Indonesia, Hong Kong, U.S.A., and Italy are the most important market for the wigs industry. Asia Pacific is one of the most promising regional markets for the wigs industry.

**OPERATIONS:**

During the year under review, Company has made a revenue of Rs.1069.60 Lacs in the current financial

year as compared to 1206.58Lacs for the previous financial year. Your Company has posted net profit after tax of Rs.124.60 Lacs in the current year as compared to Rs. 126.22 Lacs in the previous financial year.

**FUTURE OUTLOOK:**

The Company has started its operations in the new line of business in the FY 2012-13, after going through the process of restructuring and was able to make some good revenue year after year and in the FY 2018-19, due to slow down in the economy, there was slight decrease in the revenue from operations of the Company maintaining the profit intact.

Management is actively considering to explore new markets and to bag big orders in the overseas market.

**OPPORTUNITIES & THREATS**

**Strength:** Huge demand for Hair produced in India in foreign countries, providing high export potential.

**Weakness:** To get the Hairs for the manufacturing of wigs whenever required is not possible. So it needs to be purchased in bulk quantity whenever it is available, requiring heavy capital investments in stocks.

**Opportunities:** Asian hair grows the fastest and has the greatest elasticity, making it the most preferred wigs around the world. There is huge demand for human hair and Articles of human hair in China, Brazil, Spain, Korea, U.K, Hong Kong, Indonesia, Italy, Austria, Germany etc.

**Threats:** Earlier the industry experienced serious threat from synthetic hair. However, the synthetic hair had not found favor with the consumers, as it is said to have caused allergic problems and cancer. Other perceived threats are Un Organized Sector, largely dependent on overseas market and normal market competition.

**SEGMENT WISE /PRODUCT WISE PERFORMANCE :**

**HAIR PRODUCT:** During the year under review, Company has made a revenue of Rs.1069.60 Lacs in the current financial year as compared to 1206.58 Lacs for the previous financial year. Your Company has posted net profit after tax of Rs.124.60 Lacs in the current year as compared to Rs. 126.22 Lacs in the previous financial year.

**RISK & CONCERNS :** Earlier the industry experienced serious threat from synthetic hair. However, the synthetic hair had not found favor with the consumers, as it is said to have caused allergic problems and cancer. Other perceived threats are Un Organized Sector, largely dependent on overseas market and normal market competition.

**INTERNAL CONTROL SYSTEM AND ITS ADEQUACY**

The philosophy we have with regard to internal control systems and their adequacy has been formulation of effective systems and their strict implementation to ensure that assets and interests of the Company are safeguarded; checks and balances are in place to determine the accuracy and reliability of accounting data. The Company has a well defined organization structure with clear functional authority, limits for approval of all transactions. The Company has a strong reporting system, which evaluates and forewarns the management on issues related to compliance. Company updates its internal control system from time to time, enabling it to monitor employee adherence to internal procedures and external regulatory guidelines.

**FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

The highlights of overall performance are as follows (Rs in Lacs)

Particulars	2018-19	2017-18
Total Income	1069.60	1206.58
Total Expenses	896.23	1033.87
Profit Before Taxation	173.37	172.71
Profit after Tax	124.60	126.23
Earnings per Equity share - Basic & Diluted	1.25	1.26

**PERSONNEL:**

Human wealth is the ultimate wealth in for any industry. The Company recognizes this fact and understands that employees are one of the most important sources for sustained growth of any business. Quality personnel delivering their optimum potential for the organization is the key differentiator. The Company maintained good relations with its employees and there was no unrest in the Company at any point of time.

Industrial relations in the organization continued to be cordial and progressive.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED:**

There were no material developments in the human resources of the Company and in the number of people employed in the Company

**HEALTH AND SAFETY:**

The Company places considerable emphasis on health and safety throughout its operation and displays commitment to ensure the high standards being maintained in compliance with applicable laws and regulations.

**FORWARD LOOKING / CAUTIONARY STATEMENT:**

Certain statements in the Management Discussion & Analysis Report detailing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. These statements being based on certain assumptions and expectation of future event, actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting domestic demand supply conditions, finish goods prices, changes in Government Regulations and Tax regime etc. The Company assumes no responsibility to publically amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.

**BY THE ORDER OF THE BOARD**  
For Radix Industries (India) Limited

Sd/-  
**G. Raghurama Raju**  
Chairman & Managing Director  
(DIN: 00453895)

Place: Tanuku  
Date : 13.08.2019



## Annexure-V

**Details pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- i) **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**

Sr. No.	Name of Director/ KMP and Designation	*Remuneration of Director KMP for the Financial year 2018-19 (in Lacs)	% increase in Remuneration in the Financial year 2018-19	ratio of the remuneration of each Director to the median remuneration of the employee
1	G. Raghu Rama Raju (Managing Director)	1200000	NIL	7.60
2	P. Lenin Babu (Company Secretary)	348000	7.4	NA
3	G. Rama Prabhakara Raju (Chief Financial Officer)	Nil	NA	NA

- ii) **The median remuneration of employees' of the Company during the financial year:**  
The median remuneration of employees' of the Company during the financial year was Rs- 1,57,800/- p.a
- iii) **The percentage increase in the median remuneration of employees in the financial year:**  
The percentage increase in the median remuneration of employees in the financial year ending March 31, 2019 was 31.5%
- iv) **The number of permanent employees on the rolls of Company as at March 31, 2019:**  
There were 16 permanent employees on the rolls of Company as on 31st March, 2019.
- viii) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NA**  
There are no other employees drawing Rs 8.50 Lacs per month or Rs. 102.00 Lacs per annum, whether employed throughout the year or part of the Financial year.  
There are no employees in the service of the Company covered under Rule 5 (2) (iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014  
Company affirm that the remuneration is as per the remuneration policy of the Company

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

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

Sl. No	Name of the Employee	Designation	Remuneration (Per Annum)	Nature of Employment (whether Contractor or otherwise)	Qualification & Experience	Date of Commencement of Employment	Age	Last Employment of such Employee	% of Equity Shares held of the Employee	Whether the employee is relative of any director / Manager, if yes name such Director and Manager
1.	G. Raghu Rama Raju	Managing Director	1200000	Regular	MBA	29.12.2011	53	Arqube Industries (India) Ltd	61.62	Relative of Smt. G. Parvathi, Director
2.	P. Lenin Babu	CS	348000	Regular	ACS	11.02.2016	48	Meenakshi Energy & Infrastructure Holdings Pvt. Ltd.,	0	NA
3.	V.Singa Raju	Production Executive	297600	Regular	Technical	01.07.2015	43	Arqube Industries Ltd.	0	NA
4.	K. Phani Babu	Tech Executive	240000	Regular	Technical	01.04.2015	25		0	NA
5.	T. Badri Narayana	Accounts Officer	228000	Regular	PGDAFMT	01.01.2018	38	Sri Venkataraya Threads Pvt Ltd	0	NA
6.	Balaji Valluri	Accounts Officer	246000	Regular	M.Com	01.07.2015	38	Andhra Sugar Ltd.,	0	NA
7.	V. Rama Chandra Raju	Asst. Production Executive	207600	Regular	Technical	01.07.2015	38	Arqube Industries Ltd.	0	NA
8.	V. Pradeep Raju	Technical Asst.	162000	Regular	Technical	01.04.2015	36	Arqube Industries Ltd.	0	NA
9.	B. Venkata Seetha Ramaraju	Production Asst.	120000	Regular	Technical	01.04.2015	35	Arqube Industries Ltd.	0	NA
10.	I. Naga Krishnam Raju	Office Asst.	153600	Regular	B.Com	01.04.2015	25	NIL	0	NA

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**C. REPORT ON CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE**

The Company believes in transparency, empowerment, accountability and integrity in its operations duly delegated authority to various functional heads that are responsible for attaining the corporate plans with the ultimate purpose of enhancement of "Stake holder value".

Moreover, the Company believes that sound Corporate Governance practices that provide an important platform to assist the management and the Board in delivering its responsibilities. The Company has always been taking the spirit of various legislations as guiding principles and has done well beyond simple statutory compliance. The Board of directors of the company has the responsibility of protecting the long term interests of all the stakeholders, while adhering to sound principles of corporate governance.

The Company has professionals on its Board of Directors who are actively involved in the deliberations of the Board on all important policy matters.

**2. BOARD OF DIRECTORS**

The Company upholds the policy of having an optimum combination of Executive, Non- Executive and Independent Directors and not less than fifty percent of the Board of Directors being independent including a women director on the Board of the Company.

Where the Chairman of the Board is a non-executive director, at least one-third of the Board should comprise of independent directors and in case the company does not have a regular non-executive Chairman, at least 50% of the Board should comprise independent director

The Board of Directors of the Company consists of Six (6) Directors. To ensure, transparent and professional conduct of board meeting procedures in all aspects related thereto, fifty percent (50%) i.e. 3 out of 6 directors are Independent directors. The composition of the directors is in accordance with the Regulations of the Securities Exchange board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.

There are no pecuniary relationships or transactions with Independent Non Executive Directors.

During the Financial year, 2018-19, Board of Directors met (4) Four times and gap between two Board meetings did not exceed 120days.

24.05.2018	14.08.2018	03.11.2018	14.02.2019
------------	------------	------------	------------

The Company provides for familiarialisation programmes to any new member on the Board.

**Familiarization Programme**

It is the general practice of the Company to notify the changes in all the applicable laws from time to time in every Board Meeting conducted and inform new Board member and conduct familiarization programmes to make them familiar with all the provisions and rules as applicable to the company from time to time.

The attendance at the Board Meetings conducted during the 12 months period ended 31<sup>st</sup> March, 2019 and at the Annual General Meeting and also the number of Directorships and committee memberships (other than Radix Industries (India) Limited) are given below:

Name of Director	Category	Designation	No. of Board Meetings Attended	Attendance at previous AGM held on 20.09.2018	No. of Chairmanship / Memberships in other companies (excluding private limited Companies)			No. of Shares Held
					Boards	Chairmanship	Committees	
G. Raghu Rama Raju	Promoter Executive	Managing Director	4	Yes	1	Nil	1	6165000
G. Parvathi	Promoter Non Executive	Director	4	Yes	2	Nil	Nil	1330000
G Ganapathi Rama Prabhakara Raju	Promoter Non Executive	Director	4	Yes	Nil	Nil	Nil	5000
M. Kiran Phani Varma	Independent Non-Executive	Director	4	Yes	Nil	Nil	Nil	195570
Siddhardha Kathari	Independent Non-Executive	Director	4	Yes	Nil	Nil	Nil	Nil
Sivarama Prasad Surapaneni	Independent Non-Executive	Director	4	NA	Nil	Nil	Nil	Nil

**The Directorships held by Directors in other Companies, as mentioned above do not include Directorships in Foreign Companies, Companies Registered under Section 8 of the Companies Act, 2013 and Private Limited Companies**

In accordance with SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, memberships/ chairmanships of Audit Committees and Stakeholders Relationship Committees in all public Limited companies (excluding RADIX Industries (India) Limited) has been considered.

**Shareholding of Non-Executive Directors:**

Name of Director	No of Shares	%
G Parvathi	1330000	13.29
G. Ganapathi Rama Prabhakara Raju	5000	0.05
M. KiranPhaniVarma	195570	1.95
Kathari Siddhartha	Nil	Nil
Sivarama Prasad Surapaneni	Nil	Nil

The details of familiarization programme imparted to independent Directors is available at [www.radixindustries.in](http://www.radixindustries.in)

**SKILLS / EXPERTISE / COMPETENCIES OF THE BOARD OF DIRECTORS**

The following is the list of core skills / expertise /competencies identified by the Board of Directors that are required in the context of the Company's business and that the said skills are available with the Board Members:

- Knowledge on Company's businesses policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.
  - Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company
  - Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making
  - Financial and Management skills
  - Technical / Professional skills and specialized knowledge in relation to Company's business
- In the opinion of the board, the independent directors fulfil the conditions specified in these regulations and are independent of the management

**Meeting of Independent Directors**

During the year under review, the Independent Directors met on 30th March, 2019 inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting

**COMMITTEES OF THE BOARD:**

Currently, there are Three Board Committees - Audit Committee, Nomination and Remuneration Committee, Shareholders/ Investors Grievance Redressal Committee.

The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below:

**3. AUDIT COMMITTEE**

The Audit Committee consists of 3 Independent Directors. It provides assistance to the Board of Directors in fulfilling its oversight responsibilities. The Audit committee has been entrusted with the responsibilities as laid down under Section 177 of the Companies Act,2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable and required.

**Details on composition of the Audit Committee and the attendance by each Member of the Audit Committee are as under:**

<b>Name of the Director</b>	<b>Category</b>	<b>No. of meetings entitled to attend during the year</b>	<b>No. of meetings Attended</b>
Sri. Siddhardha Kathari	<b>Chairman</b>	<b>4</b>	<b>4</b>
Sri. M. Kiran Phani Varma	<b>Member</b>	<b>4</b>	<b>4</b>
Sri. Sivarama Prasad Surapaneni	<b>Member</b>	<b>4</b>	<b>4</b>

**Meetings during the year:**

During the Financial year 2018-19, the Audit Committee met Four (4) times as follows, and all the members were present in each of such meetings.

24.05.2018	14.08.2018	03.11.2018	14.02.2019
------------	------------	------------	------------

**The terms of reference of the Audit Committee are as under:**

1. Oversight of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee.
3. Approval of payment to statutory auditors for any other services rendered by them.
4. Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - a. matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013
  - b. changes, if any, in accounting policies and practices and reasons for the same
  - c. major accounting entries involving estimates based on the exercise of judgment by management
  - d. significant adjustments made in the financial statements arising out of audit findings
  - e. compliance with listing and other legal requirements relating to financial statements
  - f. disclosure of any related party transactions
  - g. review of draft Auditors Report, in particular qualifications / remarks / observations made by the Auditors on the financial statements
  - h. Management Discussion and Analysis of financial conditions and results of operations
5. Review of Statement of significant related party transactions submitted by the management.
6. Review of management letters/letters of internal control weaknesses issued by the statutory auditors.
7. Review of internal audit reports relating to internal control weaknesses.
8. Review of appointment, removal and terms of remuneration of the Chief Internal Auditor.
9. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
10. Review of the financial statements of subsidiary Companies.
11. Review and monitor the auditor's independence and performance and effectiveness of audit process.
12. Approval or any subsequent modification of transactions of the Company with related parties.
13. Scrutiny of inter-corporate loans and investments.
14. Valuation of undertakings or assets of the Company, wherever it is necessary.
15. Evaluation of internal financial controls and risk management systems.
16. To look into the reasons for substantial defaults in the payment to the shareholders (in case of non-payment of declared dividends) and creditors.
17. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for

purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.

18. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems
19. 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
20. Discussion with internal auditors of any significant findings and follow up there on
21. Reviewing the risk management policies, practices and the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
22. Discussion with 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.
23. To review the functioning of the Whistle Blower Mechanism.
24. Approval of appointment / reappointment / remuneration of CFO (or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
25. The Audit Committee discharges its functions and obligations on regular basis and on the occurrence of the events.
26. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

#### 4. NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee has been formed in compliance of Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to Section 178 of the Companies Act, 2013 comprising of 3 Independent Directors.

Details on composition of the Nomination and Remuneration Committee and the attendance by each Member of the Nomination and Remuneration Committee are as under:

The committee comprises of the following members:

Name of the Director	Category
Sri. M. Kiran Phani Varma	Chairman
Sri. Siddhardha Kathari	Member
Sri. Sivarama Prasad Surapaneni	Member

The terms of reference of the Nomination and Remuneration Committee are as under:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
2. Formulation of criteria for evaluation of Independent Directors and the Board. Devising a policy on Board diversity.

3. 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 the reappointment and removal.
4. To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.
5. To decide on the elements of remuneration package of all the Key Managerial Personnel i.e. salary, benefits, bonus, stock options, pensions, etc.
6. Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
7. Payment / revision of remuneration payable to Managerial Personnel.
8. While approving the remuneration, the committee shall take into account financial position of the Company, trend in the industry, qualification, experience and past performance of the appointee.
9. The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.
10. Any other functions / powers / duties as may be entrusted by the Board from time to time.

The Company has adopted a Policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company at the link: [www.radixindustries.in](http://www.radixindustries.in)

The committee under the guidance of Board has formulated the criteria and frame work for the performance evaluation of every Director of the Board including independent Directors and identified the ongoing training and education programs to ensure that the independent Directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

#### (5) Remunerations of Directors

- I. Non executive directors of the Company do not have any pecuniary relationship or transactions with the in the company.
- II. Company does not make any payments to non Executive Directors

#### III. Disclosures with respect to remuneration: in addition to disclosures required under the Companies Act, 2013:

- i) all elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc.

Name of the Director	Salary, Allowances & Perquisites (Rs.)	Benefits (Rs.)	Commission (Rs.)	Sitting Fees (Rs.)	Loans from the Company (Rs.)	Total (Rs.)
G Raghu Rama Raju	12,00,000	-	-	-	-	12,00,000

- ii) details of fixed component and performance linked incentives, along with the performance criteria- **Not Applicable**
- iii) service contracts, notice period, severance fees- **Not Applicable**
- iv) stock option details, if any and whether issued at a discount as well as the period over which accrued and over which exercisable - **Not Applicable**



## 6. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship committee has been formed in compliance of Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to Section 178(5) of the Companies Act 2013. The Stakeholders Relationship Committee consists of 3 Independent Directors. Sri M Kiran Phani Varma, Independent Director of the Company heads the Stakeholders relationship Committee.

### Composition

The committee comprises of the following members:

- Sri. M Kiran Phani Varma – Chairman
- Sri Siddhardha Kathari – Member
- Sri Sivarama Prasad Surapaneni – Member

### The terms of reference of the Stakeholder's grievance Committee are as under:

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review of measures taken for effective exercise of voting rights by shareholders.
3. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

### Mr Lenin Babu P, Company Secretary of the Company act as Compliance officer of the Company

The company has registered itself under SEBI Compliant Redressal System (**SCORES**) for faster and transparent processing of Investor Grievance. The details of Complaints receive and resolved during the year is as follows:

1	PENDING AT THE BEGINNING OF THE YEAR	0
2	RECEIVED DURING THE YEAR	0
3	DISPOSED OF DURING THE YEAR	0
4	REMAINING UNRESOLVED AT THE END OF THE YEAR	0

There are no outstanding complaints as on 31<sup>st</sup> March, 2019

**7. GENERAL BODY MEETINGS:**

Last three AGMs were held at registered office of the Company at D.No. 4-243, Chivatam, Near NH-5 Road Tanuku - 534211 West Godavari District, Andhra Pradesh

Year	AGM	Day & Date	Time	Special Resolutions passed at the AGMs by the Shareholders
2018	24 <sup>th</sup>	Thursday, 20 <sup>th</sup> September 2018	11.00 A.M	NIL
2017	23 <sup>rd</sup>	Monday, 25 <sup>th</sup> September 2017	11.00 A.M	NIL
2016	22 <sup>nd</sup>	Monday, 26 <sup>th</sup> September 2016	11.00 A.M	NIL

**Postal ballot:**

There were no items of business transacted by way of Postal Ballot during the financial year 2018-2019.

**8. MEANS OF COMMUNICATION:**

- The Annual Report of the Company, the quarterly/half-yearly and the annual financial results are displayed on the Company's website at [www.radixindustries.in](http://www.radixindustries.in)
- The Company publishes its quarterly, half-yearly and annual results in Financial Express in English in Prajashakthi (in regional language) dailies.
- The Company discloses to the Stock Exchanges, all information required to be disclosed under the Listing Regulations including all material information of the Company and other price sensitive information. The Company also files various compliances and other disclosures required to be filed electronically on the BSE Listing Centre of BSE Limited.
- The Company's website [www.radixindustries.in](http://www.radixindustries.in) contains separate dedicated section 'Investor Relations' where in full Annual Report is also available in a user friendly and downloadable format.
- Company has not made any presentation to the institutional investors or/and analysts

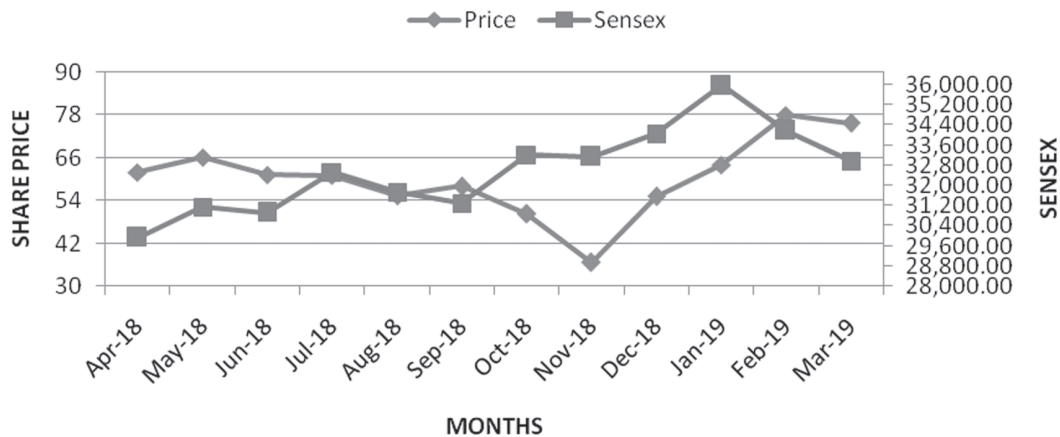
**9. GENERAL SHAREHOLDER INFORMATION:**

<b>Annual General Meeting</b>	: 25 <sup>th</sup> Annual General Meeting
<b>Day, Date and time</b>	: Thursday 19 <sup>th</sup> September, 2019, 11.00 A.M.
<b>Venue</b>	: D.No. 4-243, Chivatam, Near NH-5 Road, Tanuku - 534211, West Godavari District, Andhra Pradesh.
<b>Financial year</b>	: 01.04.2018 to 31.03.2019 (12 Months)
<b>Book Closure Date</b>	: 16 <sup>th</sup> September, 2019 to 19 <sup>th</sup> September 2019 (Both days inclusive).
<b>Dividend</b>	: The proposed dividend if approved at ensuing AGM on 19.09.2019 will be distributed within 30 days of AGM
<b>Listing on Stock Exchanges</b>	: The BSE Limited, Mumbai
<b>Scrip Code Number</b>	: 531412 - <b>BSE</b>
<b>Market Price Data</b>	: Monthly Closing, High, Low and number of equity shares traded during each month in the year 2018-19 on BSE:

Month	Closing price	High	Low	Total no of equity shares traded
Apr-18	62	65	61.75	330
May-18	66.15	66.15	62	697
Jun-18	61.20	63.50	61	2948
Jul-18	61	61	58.35	870
Aug-18	55.35	61	53.40	2610
Sep-18	58	62.90	57.10	20552
Oct-18	50.20	58	50.20	6324
Nov-18	36.70	48.20	36.70	1055
Dec-18	55.20	64.20	38.50	270138
Jan-19	64	65.15	53.60	1008
Feb-19	78	83.75	67.20	777
Mar-19	75.75	86.60	75.60	657

The performance of the equity Share price of the Company vis-vis Sensex at BSE:

**COMPARISION OF MONTHLY CLOSING PRICE VS SENSEX**



**Registrars and Transfer Agents** : Share Transfers & Communication regarding Share Certificates, Dividends & Change of Address may be sent to

M/s. Bigshare Services Private Limited  
 Local office at 306, Right Wing, Amrutha Ville,  
 Opp. Yashoda Hospital, Somajiguda,  
 Rajbhavan Road, Hyderabad – 500 082

**Share Transfer System :**

As per SEBI circulars securities of listed companies can be transferred only in Dematerialised form and hence members are advised to Dematerialised the shares held by them for any transfer of shares.

The Company obtains half yearly Certificate of Compliance with the Share Transfer formalities as required under Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with Stock exchanges from a Company Secretary in practice and the same is submitted to the Stock Exchanges within the period prescribed.

**Distribution of Shareholdings as on 31.03.2019:**

Equity shares holding of Nominal Value (Rs)	No. of shareholders	%	Amount (in Rs)	%
Upto 5000	265	85.4839	215500	0.2154
5001 to 10000	5	1.6129	39550	0.0395
10001 to 20000	5	1.6129	79900	0.0799
20001 to 30000	3	0.9677	81000	0.0810
30001 to 40000	4	1.2903	133500	0.1334
40001 to 50000	2	0.6452	92250	0.0922
50001 to 100000	7	2.2581	560350	0.5601
100001 & above	19	6.1290	98845750	98.7985
<b>Total</b>	<b>310</b>	<b>100</b>	<b>100047800</b>	<b>100</b>

**DEMATERIALIZED OF SHARES AND LIQUIDITY**

The Company has obtained electronic connectivity with NSDL & CDSL. The ISIN allotted to the Company is **INE576N01014**. As on 31.03.2019, 88.34 % paid up share Capital of the Company is in dematerialized form.

**Outstanding GDR's / ADR's / Warrant or any convertible instruments, conversion date and likely impact on Equity:**

The Company has not issued any of these instruments till date.

**COMDITY PRICE LIST OR FOREIGN EXCHANGE WITH AND HEDGING ACTIVITY :**

Company regularly enters into forward contracts to mitigate the foreign exchange risk

**Address for correspondence** : D.No. 4-243, Chivatam, Near NH-5 Road, Tanuku - 534211  
West Godavari District, Andhra Pradesh

**Plant Location** : D.No. 4-243, Chivatam, Near NH-5 Road, Tanuku - 534211  
West Godavari District, Andhra Pradesh

**Nomination Facility:**

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013, and the rules made thereunder shareholders are requested to send their request in SH-13 in duplicate to the company.

**Credit Rating:**

The Credit Rating of the company were reaffirmed during the year by ICRA Limited as follows.

S.No.	Instrument	Rating Action
1	Long term - Fund based/CC	[ICRA]BB(Stable); Reaffirmed
2	Short-Term - Non fund based	[ICRA]A4; Reaffirmed
3	Long term/Short term	[ICRA]BB (Stable)/[ICRA]A4
4	Unallocated Limits	Reaffirmed

**10. Other Disclosures:**

- There are no materially significant related party transactions i.e., transactions material in nature, with its promoters, the Directors or the Management, their subsidiaries or relatives, etc., having potential Conflict with the interests of the Company at large.
- Details on non-compliance by the Company, penalties and strictures imposed on the Company by stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years: **None**
- The company has formulated and adopted formal whistle blower / vigil mechanism policy and the same is hosted on the company's website and no concerned person has been denied access to Audit Committee.
- Details of compliance with mandatory requirements and adoption of non-mandatory requirements: The Company has complied with the mandatory requirements and has adopted a few non-mandatory requirements as specified under Regulations of Listing Regulations, which are reviewed by the management from time to time.
- Material subsidiary policy is hosted in our website [www.radixindustries.in](http://www.radixindustries.in) The following is the weblink: <http://radixindustries.in/wp-content/uploads/2016/04/Policy-for-determining-material-subsiararies-1.pdf>
- Related party transaction policy is hosted in our website [www.radixindustries.in](http://www.radixindustries.in). The following is the weblink: <http://radixindustries.in/wp-content/uploads/2016/04/Policy-on-Related-Party-Transactions-1-1.pdf>
- disclosure of commodity price risks and commodity hedging activities. NA
- total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part : Rs. 25,000/-
- disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

1	number of complaints filed during the financial	Nil
2	number of complaints disposed of during the financial year	Nil
3	number of complaints pending as on end of the financial year	Nil

- Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, with reasons thereof: **NA**

**12. Compliance with Non Mandatory Requirements**

**The Board** - The Chairman of the Company is Executive Director

**Shareholders Rights** -As per requirements, the financial results were made available on the Company's website [www.radixindustries.in](http://www.radixindustries.in).

**Audit Qualifications** - There were no qualifications by the Auditors on the financial statements of the Company.

**Reporting of Internal Auditor** - Internal Auditor reports to Audit Committee

**13. The Company has complied with all the requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46.****14. INSIDER TRADING REGULATIONS**

The Company has adopted an 'Code of Conduct to Regulate, Monitor and Report Trading by Insiders ' ("the Code") in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015 (The PIT Regulations).

The Code is applicable to Promoters, Member of Promoter's Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with the SEBI (PIT) Amendment Regulations, 2018. This Code is displayed on the Company's website viz. [www.radixindustries.in](http://www.radixindustries.in) .

**DECLARATION OF COMPLIANCE OF CODE OF CONDUCT**

**Radix Industries (India) Limited** has adopted a Code of Business Conduct and Ethics (the Code) which applies to all the employees and Directors of the Company. Under the Code, it is the responsibility of all the employees and directors to familiarize themselves with the code and comply with its standards.

I hereby certify that the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year 2018-19.

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghu Rama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To  
The Members of  
Radix Industries (India) Limited  
Tanuku

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Radix Industries (India) Limited having CIN: L37200AP1993PLC016785 and having registered office at D.No. 4-243, Chivatam, Near NH-5 Road, Tanuku West Godavari District, Andhra Pradesh 534211 (hereinafter referred to as 'the Company'), 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](http://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 31<sup>st</sup> March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any other Statutory Authority

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1	RAGHU RAMA RAJU GOKARAJU	00453895	29.12.2011
2	PARVATHI GOKARAJU RANGANATHAN	00453965	18.02.2011
3	GANAPATI RAMA PRABHAKARA RAJU GOKARAJU	00454614	14.02.2011
4	PHANI VARMA KIRAN MANTENA	03177698	14.02.2011
5	SIDDHARDHA KATHARI	07005720	30.10.2014
6	SIVARAMA PRASAD SURAPANENI	07736609	14.02.2017

Ensuring the eligibility of 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.

**BY THE ORDER OF THE BOARD  
For Radix Industries (India) Limited**

**Sd/-  
G. Raghurama Raju  
Chairman & Managing Director  
(DIN: 00453895)**

Place: Tanuku  
Date : 13.08.2019

**CERTIFICATE FROM COMPANY SECRETARY REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE**

To  
The Members,  
**Radix Industries (India) Ltd**

We have examined the compliance of conditions of corporate governance by **Radix Industries (India) Ltd.** for the year ended 31<sup>st</sup> March, 2019, as stipulated in SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015.

The compliance of the conditions of the corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor expression of the opinion on the financial statements of the Company. In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned listing agreement.

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.

**For P.S. Rao & Associates  
Company Secretaries**

**Sd/-  
Mohit Gurjar  
Company Secretary  
C.P. No.: 18644**

Place: Hyderabad  
Date: 13.08.2019



**CEO /CFO CERTIFICATION TO THE BOARD  
(Pursuant to Regulation 17(8) under Chapter IV of  
Securities Exchange Board of India (Listing Obligations and Disclosure  
Regulations) 2015**

We, **Raghu Rama Raju Gokaraju**, Chairman and Managing Director and **Ganapathi Rama Prabhakara Raju Gokaraju**, Chief Financial Officer of the Company responsible for the finance function hereby certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the year 2018-2019 and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulation, including adoption of accounts in the IND AS format for the Current and Previous Year.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year 2018-2019, which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company 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 we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the auditors and the Audit committee :
- (i) significant changes in internal control over financial reporting during the year 2018-2019
- (ii) significant changes in accounting policies during the year 2018-2019 and that the same have been disclosed in the notes to the financial statements;
- (iii) There were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**Sd/-**  
**Raghu Rama Raju Gokaraju**  
**Chairman & Managing Director**  
**(DIN: 00453895)**

**Sd/-**  
**Ganapathi Rama Prabhakara Raju Gokaraju**  
**Director & Chief Financial Officer**  
**(DIN : 00454614)**

**Place :Tanuku**  
**Date : 13.08.2019**

**POLICIES OF THE COMPANY****1. Vigil Mechanism / Whistle Blower Policy**

The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.

The Whistle Blower Policy of the Company is also posted on the website of the company at [www.radixindustries.in](http://www.radixindustries.in)

**2. Related Party Transaction Policy.**

Radix Industries (India) Limited (the Company) recognizes that Related Party Transactions can present potential or actual conflicts of interest and may raise questions about whether such transactions are consistent with the Company's and its stockholders' best interests.

Hence, keeping in view the frequency of transactions entered by the Company with the related parties, the Board has in accordance with the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, adopted a policy on related party transactions to ensure high level of transparency in all its business dealings, thereby promoting good corporate governance.

The Company has been entering into the transactions in the ordinary course of business and on arms length basis.

The Company also have a Code of Conduct for all employees, officers and directors of the Company, which emphasizes that all possible conflicts of interest should be avoided.

Therefore, it is found appropriate to adopt a policy regarding the review and approval of Related Party Transactions in order to set forth the procedures under which certain transactions must be reviewed, approved or ratified. The Related party transaction Policy of the Company is also posted on the website of the Company [www.radixindustries.in](http://www.radixindustries.in).

**3. Nomination and Remuneration Policy**

Company has framed and adopted the Nomination & Remuneration Policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and fixing their remuneration and other entitlements. The Nomination & Remuneration Policy is in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligation and Disclosure) Requirements, 2015 and the same is provided in the Corporate Governance Report. The Nomination & Remuneration Policy is also posted in the Investors section of the Company's website of the Company : [www.radixindustries.in](http://www.radixindustries.in)

**INDEPENDENT AUDITOR'S REPORT**

To

THE MEMBERS OF  
RADIX INDUSTRIES (INDIA) LIMITED,  
CHIVATAM, TANUKU.

**Report on the Audit of the Standalone Ind AS Financial Statements:****Opinion**

We have audited the accompanying standalone Ind AS financial statements of **M/s. RADIX INDUSTRIES (INDIA) LIMITED** ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March 2019, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the statement of Cash Flows for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at 31 March 2019, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's 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.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained 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.

#### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), changes in equity and cashflows of the Company in accordance with the accounting principles generally accepted in India, including the 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 safe guarding 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 is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

As part of an audit in accordance with Standards on Auditing, 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 explaining our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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 auditor's 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 (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as 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 Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaidst and alone Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.

- f. With respect to the adequacy of internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position as on reporting date.
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company.

Place: Tanuku  
Date: 15<sup>th</sup> May, 2019

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
Firm Reg. No.000632S

**Sd/-**  
**(CA. Srinivasa Rao Cherukuri)**  
Partner  
M.No. 209237

**“Annexure A” to the Auditor’s Report:**

- (i) (a) According to the information and explanations furnished to us, the company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- (b) According to the information and explanations furnished to us, the company has physically verified its fixed assets during the period and such intervals which in our opinion, provided for the physical verification of all the Fixed Assets at reasonable interval having regard to the size of the company and nature of its business. According to the information and explanation given to us, no material discrepancies have been noticed on such verification carried out during the period.
- (c) The company doesn't having any immovable properties as on reporting date and hence the reporting requirement under this clause doesn't arise.
- (ii) (a) According to the information and explanations furnished to us, the company has physically verified its inventories at reasonable intervals during the period under report. In our opinion and according to information and explanation given to us, the discrepancies if any noticed on verification of inventories between the physical stocks and the book records were not material, and have been properly dealt with in the books of account.
- (iii) According to the information and explanations furnished to us, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in register maintained under Section 189 of the Companies Act 2013. Consequently, the provisions of clauses iii (a), iii(b) and iii (c) of the order are not applicable to the Company.
- (iv) According to the information and explanations furnished to us, the company has not given any loan, made any investment, given any guarantee, or provided any security covered under section 185 and 186 of the Companies Act, 2013.
- (v) According to the information and explanations given to us, the company has not accepted any deposits covered under the provisions of section 73 to 76 or any other relevant provisions of the Act. Further, according to the information furnished to us, no order has been passed on the company by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal for non-compliance with the provisions of Sections 73 to 76 of the Companies Act, 2013.
- (vi) We have broadly reviewed the books of account relating to materials, labour and other items of cost maintained by the company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, a detailed examination of cost records has not been made by us with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations furnished to us and according to the books and records produced for our examination, in our opinion, the company is regular in depositing with the appropriate authorities, the undisputed statutory dues including Provident Fund, Employees' State insurance, Income Tax, Sales Tax, Service Tax, GST, Custom Duty, Excise duty, Value added tax and other material statutory dues wherever applicable to it and further there are no undisputed statutory dues that were outstanding, as at the date of the Balance Sheet, for a period of more than six months from the date they became payable.
- (b) According to the information and explanations furnished to us and according to the records of the company, the company has no disputed dues on account of Income Tax, Service Tax, Sales Tax, GST, Customs Duty, Excise Duty, Value added tax or Cess pending remittance as at March 31, 2019.
- (viii) According to the information and explanations given to us, there were no defaults in repayment of dues to financial institutions, banks, government or debenture holders at the date of balance sheet.

- (ix) According to the information and explanations given to us, the company has not raised money by way of initial public offer or further public offer (including debt instrument) and the term loans from Banks and Financial Institutions. Hence reporting requirement in terms of Clauses (ix) does not arise during the period under report.
- (x) According to the information and explanations furnished to us, and based on the audit procedures generally adopted by us, we report that, during the period, no fraud 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 Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) To the best of our knowledge and according to the information and explanations furnished to us, the company is not a Nidhi company.
- (xiii) According to the information and explanations furnished to us, the company has not entered in to any transactions with related parties in accordance with the provisions of sections 177 and 188 of the Companies Act, 2013. Hence reporting requirement in terms of Clauses (xiii) does not arise during the period under report.
- (xiv) According to the information and explanations furnished to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations furnished to us, the company has not entered in to any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations furnished to us, the company is not required to be registered under the section 45-IA of the Reserve Bank of India Act, 1934.

Place: Tanuku  
Date: 15<sup>th</sup> May, 2019

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
Firm Reg. No.000632S

**Sd/-**  
**(CA. Srinivasa Rao Cherukuri)**  
Partner  
M.No. 209237



**ANNEXURE-B****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **RADIX INDUSTRIES (INDIA) LIMITED** (“the Company”) as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the company for the year ended on that date.

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

The Company’s management is responsible for establishing and maintaining internal financial control based on the internal control over the financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 accounting records, and timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Control and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls Over Financial Reporting**

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

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2019, based on internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Tanuku  
Date: 15<sup>th</sup> May, 2019

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
Firm Reg. No.000632S

**Sd/-**  
**(CA. Srinivasa Rao Cherukuri)**  
Partner  
M.No. 209237

BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2019

(All amounts in ₹)

PARTICULARS	Note No.	As on 31.03.2019	As on 31.03.2018
<b>A. ASSETS:</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipment	2	1514119	1699854
(c) Deferred tax assets (net)	3	236888	256344
(c) Other non-current assets	4	484895	484895
<b>(2) Current assets</b>			
(a) Inventories	5	202298647	179131536
(b) Financial Assets			
(i) Trade Receivables	6	24797591	17912949
(ii) Cash and cash equivalents	7	7729632	4445620
(iii) Bank balances other than (ii) above	8	131838	99978
(c) Other current assets	9	234198	744811
<b>TOTAL ASSETS:</b>		<b>237427808</b>	<b>204775987</b>
<b>B. EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share capital	10	100047800	100047800
(b) Other Equity			
(i) Reserves and surplus	11	68080563	67681502
<b>LIABILITIES</b>			
<b>(1) Non - current liabilities</b>			
(a) Financial Liabilities			
(i) borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities	-	-	-
(other than those specified in item (b))			
<b>(2) Current liabilities</b>			
(a) Financial Liabilities			
(i) borrowings	12	68586945	36037955
(ii) Trade payables		-	-
Total outstanding dues of MSME			
Total outstanding dues of creditors other than MSME			
(iii) Other financial liabilities			
(other than those specified in item (c))			-
(b) Other current liabilities	13	131838	99978
(c) Provision	14	422662	477752
(d) Current Tax Liabilities (Net)	15	158000	431000
<b>TOTAL EQUITY AND LIABILITIES:</b>		<b>237427808</b>	<b>204775987</b>
Significant Accounting Policies and other disclosures	1		

Note: The accompanying notes are an integral part of the financial statements.  
as per our report on even date

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
F.R.No. 000632S

**Sd/-**  
**(CA Srinivasa Rao Cherukuri)**  
Partner  
M.No.: 209237

Place: Tanuku  
Date: 15.05.2019

For **RADIX INDUSTRIES (INDIA) LIMITED**

**Sd/-**  
**GOKARAJU RAGHU RAMA RAJU**  
Chairman & Managing Director

**Sd/-**  
**GOKARAJU PARVATHI**  
Director

**Sd/-**  
**G. Ganapathi Rama Prabhakara Raju**  
Director & CFO

**Sd/-**  
**P. Lenin Babu**  
Company Secretary

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2019

(All amounts in ₹)

Sr. No.	PARTICULARS	Note No.	For the year ending 2018-19	For the year ending 2017-18
I	Revenue from operations	16	106960375	120658174
II	Other Income		-	-
III	<b>Total Revenue (I+II)</b>		<b>106960375</b>	<b>120658174</b>
IV	<b>Expenses</b>			
	a. Cost of Material Consumed	17	76461847	89224539
	b. Changes in inventories of finished goods, work-in-progress		-	-
	c. Employee benefits expense	18	2593035	2292198
	d. Finance Costs	19	2873612	4177007
	e. Depreciation and Amortisation expense	2	395898	519513
	f. Other Expenses	20	7298640	7173580
	<b>Total Expenses (IV)</b>		<b>89623032</b>	<b>103386837</b>
V	<b>Profit / (loss) before exceptional items and tax (III-IV)</b>		<b>17337343</b>	<b>17271337</b>
VI	Exceptional Items		-	-
VII	<b>Profit / (loss) before tax (V-VI)</b>		<b>17337343</b>	<b>17271337</b>
VIII	<b>Tax expense:</b>			
	(1) Current Tax		4858000	4831000
	(2) Adjustment of Tax expense for earlier years		(465)	(151630)
	(3) Deferred tax (credit)/charge		19456	(30583)
IX	<b>Profit / (Loss) for the period from continuing operations (VII-VIII)</b>		<b>12460352</b>	<b>12622550</b>
X	Profit / (Loss) from discontinuing operations		-	-
XI	Tax expense of discontinuing operations		-	-
XII	<b>Profit / (Loss) from discontinuing operations (after tax) (X-XI)</b>		<b>-</b>	<b>-</b>
XIII	<b>Profit / (Loss) for the period (IX+XII)</b>		<b>12460352</b>	<b>12622550</b>
XIV	<b>Other Comprehensive income</b>			
	A (i) items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV	<b>Total Comprehensive Income for the period (XIII + XIV)</b> (Comprising profit/loss and other Comprehensive Income for the period)		<b>12460352</b>	<b>12622550</b>
XVI	<b>Earning per equity share (for continuing operation):</b>			
	(1) Basic		1.25	1.26
	(2) Diluted		1.25	1.26
XVII	<b>Earning per equity share (for discontinued operation):</b>			
	(1) Basic		-	-
	(2) Diluted		-	-
XVIII	<b>Earning per equity share</b> (for discontinued & continuing operations)			
	(1) Basic		1.25	1.26
	(2) Diluted		1.25	1.26

Note: The accompanying notes are an integral part of the financial statements.  
as per our report on even date

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
F.R.NO.000632S

**Sd/-**  
**(CA Srinivasa Rao Cherukuri)**  
Partner  
M.No.: 209237

Place: Tanuku  
Date: 15.05.2019

For **RADIX INDUSTRIES (INDIA) LIMITED**

**Sd/-**  
**GOKARAJU RAGHU RAMA RAJU**  
Chairman & Managing Director

**Sd/-**  
**GOKARAJU PARVATHI**  
Director

**Sd/-**  
**G. Ganapathi Rama Prabhakara Raju**  
Director & CFO

**Sd/-**  
**P. Lenin Babu**  
Company Secretary

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019**

(All amounts in ₹)

PARTICULARS	2018-19	2017-18
<b>I CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/(Loss) for the year before exceptional items:		
Profit/(Loss) from continuing operations	17337343	17271337
Profit/(Loss) from discontinued operations	-	-
Profit before tax	17337343	17271337
<u>Adjustments to reconcile profit before tax to net cash flows:</u>		
Depreciation of property, plant and equipment and amortisation	395898	519513
Finance costs	2873612	4177007
Operating profit before working capital changes	20606853	21967857
<u>Add/Less: Adjustments for working capital</u>		
Increase / Decrease in inventories	(23167111)	1925944
Increase/Decrease in Trade receivables	(6884642)	11470417
Increase/Decrease in Other current assets	510613	5022707
Increase / Decrease in other current liabilities	(55090)	115088
Cash generated from operations	(8989376)	40502013
Less: Direct taxes paid	5130535	8478370
Net cash flows from operating activities	<b>(14119911)</b>	<b>32023643</b>
<b>II CASH FLOW FROM INVESTMENT ACTIVITIES</b>		
Purchase of property, plant and equipments	(210163)	(10200)
Increase in Other Non-Current Assets	-	(1545)
Net cash flows used in investing activities	<b>(210163)</b>	<b>(11745)</b>
<b>III CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from borrowings	32548990	(12737589)
Interest paid	(2873612)	(4177007)
Dividends paid to equity holders including tax on dividend	(9972920)	(9967453)
Dividend distribution tax	(2056512)	(2036738)
Net Cash flows/(used in) Financing Activities	17645946	(28918787)
Net increase/(decrease) in Cash & Cash equivalents (I + II + III)	<b>3315872</b>	<b>3093111</b>
Cash and cash equivalents at the beginning of the period	4545598	1452487
Cash and cash equivalents at the end of the period	7861470	4545598
	<b>(3315872)</b>	<b>(3093111)</b>

Note: The accompanying notes are an integral part of the financial statements.  
as per our report on even date

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
F.R.NO.000632S

Sd/-  
**(CA Srinivasa Rao Cherukuri)**  
Partner  
M.No.: 209237

Place: Tanuku  
Date: 15.05.2019

For **RADIX INDUSTRIES (INDIA) LIMITED**

Sd/-  
**GOKARAJU RAGHU RAMA RAJU**  
Chairman & Managing Director

Sd/-  
**GOKARAJU PARVATHI**  
Director

Sd/-  
**G. Ganapathi Rama Prabhakara Raju**  
Director & CFO

Sd/-  
**P. Lenin Babu**  
Company Secretary

## Statement of changes in equity for the year ended March 31, 20189

## A. Equity share capital

(₹ in Lakhs)

Particulars	Amount
<b>Balance at March 31, 2017</b>	100047800
Changes in equity share capital during the year	0
<b>Balance at March 31, 2018</b>	100047800
Changes in equity share capital during the year	0
<b>Balance at March 31, 2019</b>	100047800

## B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and surplus	
	Capital reserve	Retained earnings
<b>Balance as on 01.04.2017</b>	<b>10382500</b>	<b>56717970</b>
Add: Profit for the year	0	12622550
Less: Dividend for the year paid		(12041518)
Add: Other comprehensive income for the year, net of income tax	0	0
<b>Balance as on 31.03.2018</b>	<b>10382500</b>	<b>57299002</b>
Add: Profit for the year	0	12460352
Less: Dividend for the year paid		(12061292)
Add: Other comprehensive income for the year, net of income tax	0	0
<b>Balance as on 31.03.2019</b>	<b>10382500</b>	<b>57698063</b>

As per our report of even date

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
F.R.NO.000632S

**Sd/-**  
**(CA Srinivasa Rao Cherukuri)**  
Partner  
M.No.: 209237

Place: Tanuku  
Date: 15.05.2019

For **RADIX INDUSTRIES (INDIA) LIMITED**

**Sd/-**  
**GOKARAJU RAGHU RAMA RAJU**  
Chairman & Managing Director

**Sd/-**  
**GOKARAJU PARVATHI**  
Director

**Sd/-**  
**G. Ganapathi Rama Prabhakara Raju**  
Director & CFO

**Sd/-**  
**P. Lenin Babu**  
Company Secretary

**NOTE. 1: STATEMENT ON ACCOUNTING POLICIES AND OTHER DISCLOSURES****I. Company Overview**

Radix Industries (India) Limited (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956 vide CIN No: L37200AP1993PLC016785. Its shares are listed on Bombay Stock exchanges. The company is engaged in the manufacturing and selling of human hair products.

**II. Significant Accounting Policies followed by the Company****(a) Basis of preparation****(i) Compliance with Ind AS**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The accounting policies are applied consistently to all the periods presented in the financial statements.

**(ii) Historical cost convention**

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

1) Certain financial assets and liabilities that are measured at fair value;

**(iii) Current and non-current classification**

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (not exceeding twelve months) and other criteria set out in the Schedule III to the Act.

**(b) Use of estimates and judgements**

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

**(c) Property, plant and equipment**

The Company had applied for the one time transition exemption of considering the carrying cost on the transition date i.e. 1st April, 2016 as the deemed cost under Ind AS. Hence regarded thereafter as historical cost.

Property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.



**Intangible Assets**

Intangible assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortization and impairment, if any.

**Depreciation and Amortization**

Depreciable amount for Plant and Equipments are the cost of the asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible fixed assets has been provided on the written-down method as per the useful life prescribed in Schedule II to the Companies Act, 2013

In respect of assets sold or disposed off during the year, depreciation / amortization is provided till the month of sale or disposal of the assets.

**(d) Inventories**

Valuation of inventories is made as under:

- i) Finished goods are valued at lower of cost or net realizable value.
- ii) Raw materials, work-in-progress and stores and spares are valued at cost, following the FIFO Basis.
- iii) Work-in-Progress, raw materials, stores, spares are valued at cost except where the net realizable value of the finished goods they are used in is less than the cost of finished goods and in such an event, if the replacement cost of such materials etc., is less than their books value, they are valued at replacement cost.

By-products and scrap are valued at net realizable value

**(e) Revenue Recognition**

The Company derives revenues primarily from sale of manufactured goods, traded goods and related services

Effective from 1st April 2018, the Company adopted Ind AS 115- "Revenue from contracts with customers" and applied prospectively contracts with customers, existing as on 1st April 2018. The applicability of Ind AS 115 did not have any significant impact on recognition and measurement of revenue and related items in the financial results of the company.

Sales are accounted for net of discounts and rebates. Export Sales are initially accounted at the exchange rate prevailing on the date of documentation/invoicing and the same is adjusted with the difference in the rate of exchange arising on actual receipt of proceeds in foreign exchange.

**(f) Borrowing Costs**

Borrowing Costs, that are directly attributable to the acquisition or construction of assets, that necessarily take a substantial period of time to get ready for its intended use, are capitalized as part of the cost of qualifying asset when it is possible that they will result in future economic benefits and the cost can be measured reliably.

Other borrowing costs are recognized as an expense in the period in which they are incurred.

**(g) Income Taxes**

Income tax expense comprises current and deferred taxes.

- i) Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.
- ii) Deferred tax is recognised under the liability method, on timing differences, being the difference

between taxable income and accounting income that originate in one period and capable of reversal in one or more subsequent periods, at the rate of tax enacted or substantively enacted by the balance sheet date.

**(h) Provisions, Contingent Liabilities and Contingent assets**

Provisions are recognised only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent liability is disclosed for (i) Possible obligation which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. The company does not recognise contingent liabilities but the same are disclosed in the Notes.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realized.

**(i) Earnings per share**

Earnings per share is calculated by dividing the net profit or loss for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**(j) Foreign Exchange Transactions**

- i) Transactions in foreign currency are initially accounted at exchange rate prevailing on the date of transaction, and adjusted appropriately, with the difference in the rate of exchange arising on actual receipt/payment during the period under report.
- ii) At each Balance Sheet date foreign currency monetary items being receivables/payables are reported using the rate of exchange on that date and difference is recognized as income or expense. Foreign currency non-monetary items are reported using the exchange rate at which they were initially recognized.
- iii) In respect of forward exchange contracts in the nature of hedges. Premium or discount on the contract is amortized over the term of the contract. Exchange differences on the contract are recognized as profit or loss in the period in which they arise.

**1. Government Grants:**

Grants from government are recognized when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Government grants relating to assets the company has opted "capital approach" method. Accordingly, the grant is deducted from the gross value of the assets concerned in arriving at their books value.

Government grants in the nature of export incentives are recognised in the statement of Profit and Loss in the year in which the licenses was approved by respective authorities and the same is considered as reasonable assurance that the enterprise has complied the conditions attached to them and the benefits have been earned by the enterprise is reasonably certain and the ultimate collection will be made.

**Fixed Assets  
Note No - 2 Property, Plant & Equipment**

Amount in ₹

S. No.	Name of the Asset	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
		Cost As on 01.04.2018 ₹	Additions during the Period ₹	Deductions during the Period ₹	Total Cost upto 31.03.2019 ₹	Depreciation Upto 31.03.2018 ₹	Depreciation for the period ₹	Depreciation on Deductions ₹	Depreciation Upto 31.03.2019 ₹	W.D.V As on 31.03.2019 ₹	W.D.V As on 31.03.2018 ₹
1	Office equipment	1041231	0	0	1041231	763230	74587	0	837817	203414	278001
2	Plant & Machinery	3103180	210163	0	3313343	2066165	201368	0	2267533	1045810	1037015
3	Computers	307845	0	0	307845	283746	14792	0	298538	9307	24099
4	Vehicles	1765836	0	0	1765836	1405097	105151	0	1510248	255588	360739
	<b>TOTAL:</b>	<b>6218092</b>	<b>210163</b>	<b>0</b>	<b>6428255</b>	<b>4518238</b>	<b>395898</b>	<b>0</b>	<b>4914136</b>	<b>1514119</b>	<b>1699854</b>
	Previous year:	6207892	10200	0	6218092	3998725	519513	0	4518238	1699854	2209167

(All amounts in ₹)

Note No.	Schedules Annexed to and Forming Part of Balance Sheet	As on 31.03.2019 ₹	As on 31.03.2018 ₹
<b>3</b>	<b><u>DEFERRED TAX ASSET (Net):</u></b> Timing difference between book and tax depreciation	236888	256344
		<b>236888</b>	<b>256344</b>
<b>4</b>	<b><u>OTHER NON-CURRENT ASSETS:</u></b> Security Deposits (Unsecured, Considered good)	484895	484895
		<b>484895</b>	<b>484895</b>
<b>5</b>	<b><u>INVENTORIES:</u></b> Raw Materials Stores & Spares	198879822 3418825	178205742 925794
		<b>202298647</b>	<b>179131536</b>
<b>6</b>	<b><u>TRADE RECEIVABLES:</u></b> Trade receivables (Unsecured, Considered good)	24797591	17912949
		<b>24797591</b>	<b>17912949</b>
<b>7</b>	<b><u>CASH &amp; CASH EQUIVALENTS:</u></b> Cash on hand Balance with scheduled banks in current a/c.	23065 7706567	194946 4250674
		<b>7729632</b>	<b>4445620</b>
<b>8</b>	<b><u>BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS</u></b> Earmarked balances with banks (Unpaid Dividend accounts - less than seven years)	131838	99978
<b>9</b>	<b><u>OTHER CURRENT ASSETS:</u></b> Unsecured, considered good Prepaid Expenses Advances to Suppliers	234198 0	517785 227026
		<b>234198</b>	<b>744811</b>

(All amounts in ₹)

Note No.	Schedules Annexed to and Forming Part of Balance Sheet	As on 31.03.2019 ₹	As on 31.03.2018 ₹
<b>10</b>	<b>EQUITY SHARE CAPITAL:</b>		
	a. Authorised Share capital 1,50,00,000 (1,50,00,000) Equity Shares of ₹ 10/- each	150,000,000	150,000,000
	b. Issued and subscribed capital 1,00,04,780 (1,00,04,780) Equity shares of ₹ 10/- each	100,047,800	100,047,800
	c. Paid up capital 1,00,04,780 (1,00,04,780) Equity Shares of ₹ 10/- each	<b>100,047,800</b>	<b>100,047,800</b>
	d. The Reconciliation of number of shares:	No. of Shares	No. of Shares
	Number of Shares at the beginning	10004780	10004780
	Add: Shares issued during the year	-	-
	Number of Shares at the end	<b>10004780</b>	<b>10004780</b>
	e. Terms/Rights attached to equity shares: The company has only one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. The company declares and pays dividend in Indian rupees.		
	f. During the five years immediately preceding the current financial year, the company has not issued any shares without payment being received in cash, nor issued any bonus shares. Neither did the company buy back any shares during the said period.		
	g. 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		
	h. The details of share holders holding more than 5% shares.	No. of Shares/ ( % of holding)	No. of Shares/ ( % of holding)
	Name of the Share holder		
	i) Sri Gokaraju Raghu Rama Raju	6165000	5880000
		61.62	58.77
	ii) Smt Gokaraju Parvathi	1330000	1330000
		13.29	13.29

(All amounts in ₹)

Note No.	Schedules Annexed to and Forming Part of Balance Sheet	As on 31.03.2019 ₹	As on 31.03.2018 ₹
<b>11</b>	<b><u>OTHER EQUITY - RESERVES AND SURPLUS:</u></b>		
	a. Capital Reserve:		
	Opening Balance	<b>10382500</b>	<b>10382500</b>
	b. Surplus:		
	Opening Balance	57299002	56717970
	Add: Net Profit transferred from statement of Profit and loss	12460352	12622550
	Closing Balance	<b>69759355</b>	<b>69340520</b>
	Less: Appropriations:		
	Final Dividend on Equity Shares	10004780	10004780
	(amount per share ₹ 1.00 (Pr. Year ₹ 1.00 )		
	Tax on Final Dividend	2056512	2036738
		12061292	12041518
	Closing Balance	<b>57698063</b>	<b>57299002</b>
	<b>Total (a+b)</b>	<b>68080563</b>	<b>67681502</b>
<b>12</b>	<b><u>BORROWINGS:</u></b>		
	Secured:		
	Towards working capital - Repayable on demand		
	State Bank of India - Tanuku - EPC Limit	<b>68586945</b>	<b>36037955</b>
	(The above loan is primarily secured by hypothecation of stock and receivables and further collaterally secured by way of specific properties belonging to two directors and further guaranteed by three directors in their individual capacities)		
	<b>Terms</b>		
	a) The above loan is repayable on demand		
	b) The sanction limit is ₹ 1300 lacs		
	c) The interest rate of 5.70% p.a (after netoff of subvention)		
	d) The Company is regular in payment of interest on above loan as on reporting date		
<b>13</b>	<b><u>OTHER CURRENT LIABILITIES:</u></b>		
	Unpaid dividends	131838	99978
		<b>131838</b>	<b>99978</b>
<b>14</b>	<b><u>PROVISIONS:</u></b>		
	For Expenses	261024	325315
	For Employee benefits	92662	90572
	For Statutory payables	68976	61865
		<b>422662</b>	<b>477752</b>
<b>15</b>	<b><u>CURRENT TAX LIABILITIES:</u></b>		
	Provision for Current tax (Net of taxes paid)	158000	431000
		<b>158000</b>	<b>431000</b>

(All amounts in ₹)

Note No.	Schedules Annexed to and Forming Part of Profit & Loss Statement	For the Year Ending 2018-19 ₹	For the Year Ending 2017-18 ₹
<b>16</b>	<b><u>REVENUE FROM OPERATIONS:</u></b>		
	Sale of Human Hair Products (Export)	101098355	116873656
	Other Operating revenues		
	a. Export Incentives	5644365	3662485
	b. Profit on Forward Contracts	106987	79220
	c. Exchange Gain on translation of dues in foreign currency	110668	42813
		<b>106960375</b>	<b>120658174</b>
<b>17</b>	<b><u>COST OF MATERIALS CONSUMED:</u></b>		
	Opening stock of Human hair	178205742	179710889
	Add: Purchases	97135926	87719392
		275341668	267430281
	Less: Closing stock of Human hair	198879822	178205742
		<b>76461847</b>	<b>89224539</b>
<b>18</b>	<b><u>EMPLOYEE BENEFITS EXPENSE:</u></b>		
	Salaries and Wages	2593035	2292198
		<b>2593035</b>	<b>2292198</b>
<b>19</b>	<b><u>FINANCE COSTS:</u></b>		
	Interest to bank	2306890	3427561
	Other Borrowing cost	566722	749446
		<b>2873612</b>	<b>4177007</b>
<b>20</b>	<b><u>OTHER EXPENSES:</u></b>		
	Stores Consumed	613540	672619
	Advertisements	28140	24540
	Electricity Charges	154448	136229
	Manufacturing Exp	229477	523040
	Repairs & Maintenance	34342	50198
	Remuneration to Directors	1200000	700000
	Office and Administrative Expenses	1036418	588413
	Freight Charges	1337555	1254015
	Rent	929400	925800
	Bank Charges	343501	325271
	Exchange Loss on translation of dues in foreign currency	-	-
	Insurance	574263	1120835
	Payment to Auditors		
	--Towards Statutory Audit	17700	17700
	--Towards Tax Audit	11800	11800
	Taxes & Licenses	28618	32966
	Miscellaneous Expenses	759438	790154
		<b>7298640</b>	<b>7173580</b>

**21. Expenses / Earnings in Foreign Exchange**

(All amounts in ₹)

Particulars	Current period	Previous period
a) <b>Expenses :</b>	₹	₹
i) CIF Value of Machinery Imported during the period	NIL	NIL
ii) Imported Stores and Spares	28,64,780	18,358
b) <b>Earnings :</b>		
i) FOB value of exports made during the period	9,93,69,369	11,45,69,829

**22. Disclosure on payments and dues to "suppliers" as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" ('The Act').**

Sl.No.	Particulars	31-03-19
1	Amount remaining unpaid, beyond the appointed/ agreed day, at the end of the period	₹
	(a) Principal amount of bills to be paid	-- Nil --
	(b) Interest due thereon	-- Nil --
2	(a) Payments made to suppliers, during the period, but beyond appointed/agreed day interest thereon in terms of Sec.16 of the Act.	-- Nil --
	(b) Interest paid along with such payments during the period.	-- Nil --
	(c) Interest due and payable at the end of the period, on such payments made during the period.	-- Nil --
3	Amount of interest, for the period, u/s.16 of the Act. Accrued and remaining unpaid, at the end of the period.	-- Nil --
4	Total amount of interest, u/s.16 of the Act, including that arising in earlier periods, accrued and remaining unpaid at the end of the period.	-- Nil --

For the purpose of the above details the Status of the 'Suppliers' under the Act has been determined to the extent of and based on the information furnished by the respective parties, and has accordingly been relied upon by the company and its auditors.



**23. Details of consumption of imported and indigenous items**

Particulars	Current Period	Previous Period
<b>A. Raw material</b>	₹	₹
Imported	NIL (0%)	NIL (0%)
Indigenous	7,64,61,847 (100%)	8,92,24,539 (100%)
<b>B. Stores and spares</b>		
Imported	3,15,733 51%	4,24,031 (63%)
Indigenous	2,97,807 49%	2,48,588 (37%)

**24. Assets pledged as security**

Particulars	Notes	31 <sup>st</sup> March 2019	31 <sup>st</sup> March 2018
<b>Current Assets</b>		₹	₹
Financial Assets			
- Trade Receivables	6	2,47,97,591	1,79,12,949
Non - financial Assets			
- Inventories	5	20,22,98,647	17,91,31,536

**25. As per Indian Accounting Standard 24 "Related Parties Disclosure" the disclosure of related parties as defined in the standard are given hereunder:****A. List of Related parties:****Key Management Personnel**

- a) Sri. G. Raghu Rama Raju, Managing Director
- b) Sri. G.G.R. Prabhakara Raju, Director & CFO
- c) Smt. G Parvathi, Director
- d) Sri. P. Lenin Babu Company Secretary

**Companies controlled by Key Management Personnel:**

- a) M/s. Diamond Drop Property Holdings (India) Private Limited  
(Smt. G. Parvathi, Director interested as Director in the Company)
- b) M/s. Arqube Industries (India) Limited  
(Sri.G. Raghu Rama Raju, Managing Director &  
Smt. G. Parvathi, Director interested as Directors in the Company)

**B. List of Related party transactions:**

Nature of Transaction	Key Management personnel	Companies/ Firms/Controlled by KMP/Relatives of KMP
1. Rent paid during the period to Diamond Drop Property Holdings (India) Private Ltd.,	₹ -	₹ 3,63,000
2. Remuneration paid Sri G.Raghu Rama Raju	12,00,000	
3. Remuneration paid Sri P Lenin Babu	3,48,000	
B. Balances as at 31-03-2019 Share capital in Company held by		
- Sri G. Raghu Rama Raju	6,16,50,000	-
- Smt. G. Parvathi	1,33,00,000	-
- Sri G.G.R. Prabhakara Raju	50,000	-

**26. Particulars of earnings per share**

(₹ in Lakhs)

PARTICULARS		31.03.2019	31.03.2018
i)	Profit attributable to equity holders:	₹	₹
	-- Continuing operations	1,24,60,352	1,26,22,550
	-- Discontinued operations	-	-
ii)	Profit attributable to equity holders for basic earnings	1,24,60,352	1,26,22,550
iii)	Interest on convertible preference shares	-	-
iv)	Profit attributable to equity holders adjusted for the effect of dilution	1,24,60,352	1,26,22,550
v)	Weighted average No. of equity shares for basic EPS	1,00,04,780	1,00,04,780
	-- Effect of dilution	-	-
	-- Share options	-	-
	-- Convertible preference shares	-	-
vi)	Weighted average No. of equity shares adjusted for the effect of dilution	1,00,04,780	1,00,04,780
vii)	Basic Earnings per Share (₹)	1.25	1.26
viii)	Diluted Earnings per Share (₹)	1.25	1.26

27. Since the company deals only in Manufacturing of Human hair products and there are no geographical segments to be reported.
28. The total sale revenue of ₹ 10,69,60,375/- includes an amount of ₹ 6,91,975/- towards net exchange gain on account of realization of export receivables.
29. According to an internal technical assessment carried out by the Company, there is no impairment in the carrying cost of cash generating units of the Company in terms of Indian Accounting Standard 36 'Impairment of Assets'.

30. The earmarked balances under head Cash & Cash equivalents represent the bank balance relating to the following unpaid dividends

Financial Year	Amount	Dividend
2014-15	31509	Final Dividend
2015-16	31142	Interim Dividend
2016-17	37327	Final Dividend
2017-18	31860	Final Dividend

31. The exchange value for restatement of export receivables and Exchange Earners' Foreign Currency Account (EEFC) balance are taken at Rs. 69.40 per dollar.
32. Cash-flow statement enclosed.
33. Figures in brackets indicate those for the previous period.
34. The previous period's figures have been regrouped / reclassified wherever necessary to conform to the current period presentation.

As per our report of even date

For **CHEVUTURI ASSOCIATES**  
Chartered Accountants  
F.R.NO.000632S

**Sd/-**  
**(CA Srinivasa Rao Cherukuri)**  
Partner  
M.No.: 209237

Place: Tanuku  
Date: 15.05.2019

For **RADIX INDUSTRIES (INDIA) LIMITED**

**Sd/-**  
**GOKARAJU RAGHU RAMA RAJU**  
Chairman & Managing Director

**Sd/-**  
**GOKARAJU PARVATHI**  
Director

**Sd/-**  
**G. Ganapathi Rama Prabhakara Raju**  
Director & CFO

**Sd/-**  
**P. Lenin Babu**  
Company Secretary

## FORM NO. MGT – 11

## PROXY FORM

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

**CIN** : L37200AP1993PLC016785  
**Name of the company** : Radix Industries (India) Limited  
**Registered Office** : Door No. 4-243, Chivatam, Near NH-5 Road, Tanuku, Andhra Pradesh - 534211  
**Name of the Member(s)** :  
Registered Address :  
Email ID :  
Folio No. /Client ID :  
DP ID :

We, being the member(s) of ..... shares of the above named company, hereby appoint;

1. Name ..... E-mail Id : .....  
Address:.....  
..... Signature : ..... Or failing him
2. Name ..... E-mail Id : .....  
Address:.....  
..... Signature : ..... Or failing him
3. Name ..... E-mail Id : .....  
Address:.....  
..... Signature : ..... Or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25<sup>th</sup> Annual General Meeting of the Company, to be held on Thursday, 19<sup>th</sup> Day of September, 2019 at 11.00 A.M. at the registered office of the company at Door No. 4-243, Chivatam, Near NH-5 Road, Tanuku, Andhra Pradesh-534211 and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2019 and the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date along with the Report of the Board of Directors and the Auditors thereon.
2. To declare dividend of Rs.1/- per Equity Share of Rs.10/- each to the shareholders for the financial year 2018-19.
3. To appoint a Director in the place of Smt. G. Parvathi, (DIN: 00453965) who retires by rotation and being eligible offers herself for re-appointment
4. Appointment of M/s. K.S. Rao & Co. Chartered Accountants as Statutory Auditors of the Company
5. Re appointment of Shri M. Kiran Phani Varma as an Independent Director of the Company
6. Approval of remuneration of Shri G. Raghu Rama Raju, Managing Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment
7. Increase in Authorized Share Capital and consequent amendment to Memorandum and Articles of Association of the Company
8. Issue of Bonus Equity Shares

Signed this ..... Day of ..... 2019.

Signature of shareholder

Signature of Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**RADIX INDUSTRIES (INDIA) LIMITED**

Door No. 4-243, Chivatam, Near NH-5 Road, Tanuku, Andhra Pradesh-534211  
CIN:L37200AP1993PLC016785

**ATTENDANCE SLIP**

(Please present this slip at the Meeting venue)

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the members of the company to be held on Thursday, 19<sup>th</sup> Day of September, 2019 at 11.00 A.M. at the registered office of the company at Door No. 4-243, Chivatam, Near NH-5 Road, Tanuku, Andhra Pradesh-534211.

Shareholders/Proxy's Signature \_\_\_\_\_

Shareholders/Proxy's full name \_\_\_\_\_

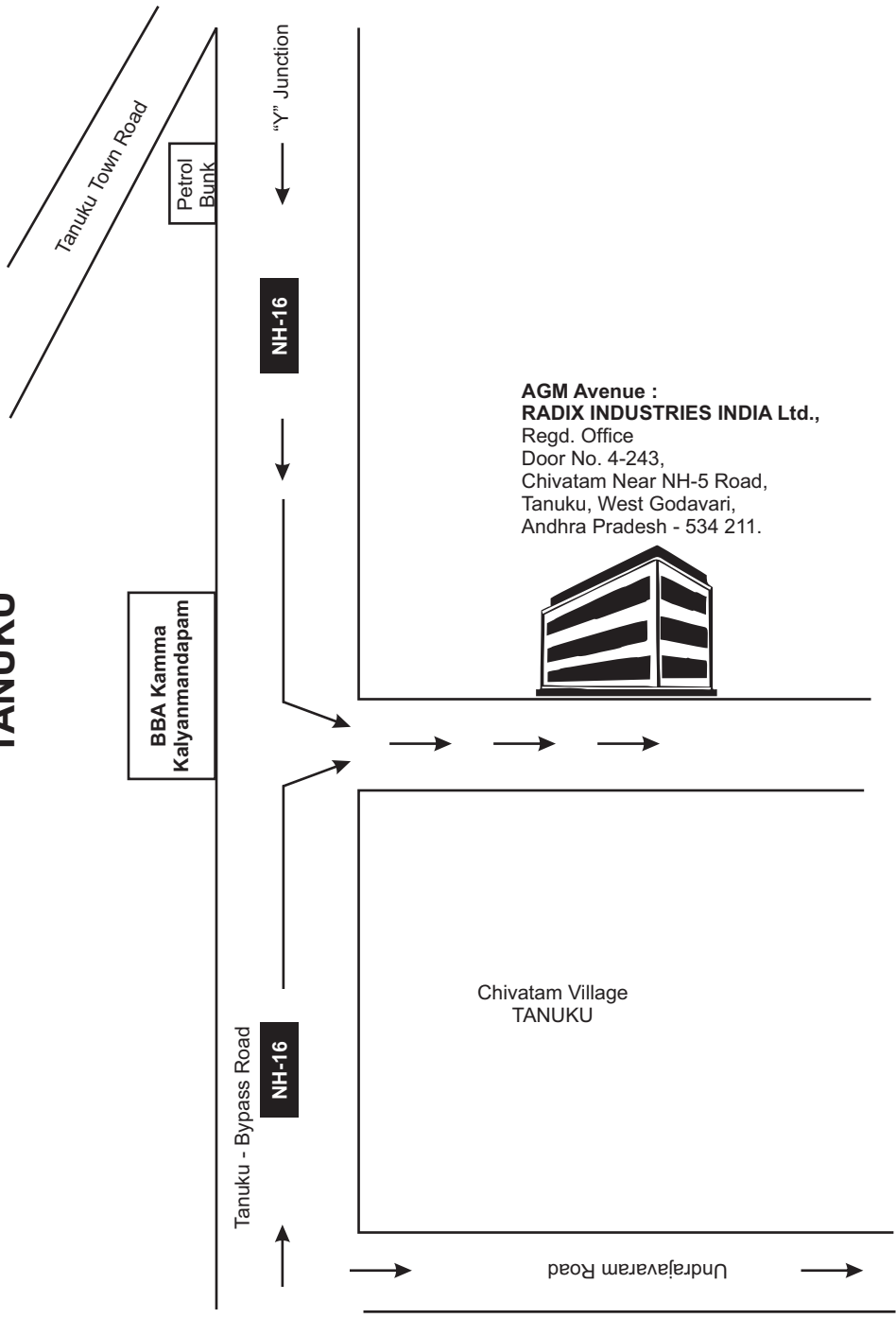
(In block letters)

Folio No./ Client ID \_\_\_\_\_

No. of shares held \_\_\_\_\_

Note: Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

# Route Map for Venue of Meeting (AGM) TANUKU



**AGM Avenue :**  
**RADIX INDUSTRIES INDIA Ltd.,**  
Regd. Office  
Door No. 4-243,  
Chivatam Near NH-5 Road,  
Tanuku, West Godavari,  
Andhra Pradesh - 534 211.



Chivatam Village  
TANUKU

Undrajaram Road

BOOK - POST

If undelivered please return to :

**RADIX INDUSTRIES (INDIA) LIMITED**

Door No. 4-243, Chivatam, Near NH-5 Road,  
Tanuku - 534211, West Godavari Dist, Andhra Pradesh, India