

Sinnar bidi udyog ltd.

Admini. Office : Camel House, Nashik-Pune Road,
Nashik-422 011.

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CIN : L16002 MH 1974 PLC0 17734

S A R D A

By Online

August 31st , 2019

To
Department of Corporate Services
BSE Limited
27th Floor Phiroze Jeejibhoy Towers,
Dalal Street,
Mumbai 400 001

Ref: Code No. 509887

Sub:Annual Report for F.Y 2018-19 and Notice Convening the 45th Annual General Meeting

Dear Sir/ Madam,

Pursuant to Regulation 30 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation,2015, we submit herewith Annual Report of the Company for the financial year 2018-19 along with Notice Convening the 45th Annual General Meeting scheduled to be held on 26th September, 2019 at 1.00 p.m. at 2, Gurukrupa Apartment, N. C. Kelkar Marg, Dadar (W), Mumbai-400028. The annual report for F.Y. 2018-19 is also available on the companies website www.sinnarbidi.com. This is for the information of exchange and members.

Kindly take the above on record and acknowledge receipt.

Thanking You

Yours Faithfully,
For Sinnar Bidi Udyog Limited

Pratiksha Shah

Pratiksha Shah
Company Secretary & Compliance Officer



Regd. Off : Parekh Mahal, 2nd Floor, Room No. 62, Plot No. 8-9, Lady Jamshedji Road, Sakharam Keer Marg, Mahim, MUMBAI - 400016.

SINNAR
BIDI UDYOG LIMITED

45th
ANNUAL REPORT
2018-2019

===== **SINNAR BIDI UDYOG LIMITED.** =====

**45th ANNUAL REPORT
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**45th ANNUAL REPORT
2018-19**

BOARD OF DIRECTORS

- **Madhav Deshpande** Whole Time Director & CFO
- **Bhausahab Pawar** Director
- **Laxminarayan Karwa** Director
- **Bharti Sancheti** Director
- **Dhanpal Shah** Independent Director
- **Rajendra Tatiya** Independent Director

AUDITORS

- **M/S SABADRA & SABADRA**
Chartered Accountants
Nashik - 422 002.

BANKERS

- **STATE BANK OF INDIA**
Nashik

REGISTRAR

- **LINK INTIME INDIA PVT. LTD.**
C-101, 247 Park, LBS Marg, Vikhroli (W),
Mumbai - 400 083

REGISTERED OFFICE

- Parekh Mahal, 2nd Floor, Room No.62,
Plot No. 8-9, Jamshedji Road,
Sakharam Keer Marg, Mahim,
MUMBAI - 400 016

ADMINISTRATIVE OFFICE

- "CAMEL HOUSE"
Nashik-Pune Road,
Nashik-422 011.

SINNAR BIDI UDYOG LIMITED.

Registered Office : Parekh Mahal, 2nd Floor, Room No. 62, Plot no. 8-9, Lady Jamshedji Road,
Sakharam Keer Marg, Mahim, MUMBAI - 400 016

Adm. Office : 'Camel House', Nasik-Pune Road, Nasik - 422 011

CIN-L16002MH1974PLC017734

Ph.no. (0253) 2594231 (3 Lines) Fax : 2595698 Website : sinnarbidi.com Email : investor@sinnarbidi.com

NOTICE OF THE MEETING

NOTICE is hereby given that the 45th Annual General Meeting of the members of Sinnar Bidi Udyog Limited will be held at 2, Gurukrupa Apartment, N. C. Kelkar Marg, Dadar (W), Mumbai-400028 on Thursday, 26th September 2019 at 1.00 p.m. to transact the following business:

ORDINARY BUSINESS :

1. To consider and adopt the audited financial statements (both standalone and consolidated financial statements) of the Company for the financial year ended 31st March 2019 and the reports of Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Bhusaheb Sukhdev Pawar (DIN:00155195), who retires by rotation and being eligible offers himself for re-appointment.

**By order of the Board of Directors
For Sinnar Bidi Udyog Limited**

**Pratiksha Shah
Company Secretary & Compliance Officer
Place: Nashik
Date: 14th August 2019**

SINNAR BIDI UDYOG LIMITED.

Notes:

1. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on a poll instead of himself and a proxy need not be a member.
2. Authorised Representative of body corporate who is a registered equity shareholder of the Company may attend and vote at the meeting provided a certified copy of the resolution of the Board of Directors authorising such representative to attend and vote at the meeting on behalf of the body corporate is deposited at the registered office of the company.
3. The Register of Members and Share Transfer Book of the Company will remain closed from 20th September 2019 to 26th September, 2019 (both days inclusive).
4. The Company has appointed M/s Link Intime India Private Limited, 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083 as its Share Transfer Agents.
5. Complete set of Financial Statements is available on the website of the Company. The complete set of consolidated and standalone financial statements is available for inspection at the registered office of the Company during working hours.
6. Members are requested to intimate immediately the changes if any, in their registered address.
7. The instructions for remote e-voting are annexed to the Annual Report.
8. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
9. The company shall provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
10. Electronic copy of the Notice of the 45th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 45th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
11. The members receiving the notice in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance Slip at the venue of the AGM.
12. Members who have not registered their email address with the Company can now register the same with the company or the RTA i.e. Link In Time India Private Limited.
13. The register of Directors and Key Managerial Personnel and their shareholdings maintained under section 170 of the Companies Act, 2013, the register of contracts or arrangements in which directors are interested under section 189 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
14. The SEBI has mandated the submission of the Permanent Account Number (PAN) and Bank account details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN and Bank account details (a copy of the PAN card and original cancelled cheque leaf /attested bank passbook showing name of account holder) to their depository participant(s). Members holding shares in physical form are required to submit their PAN and Bank account details to the Registrar and Share Transfer Agents.
15. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.

**On behalf of Board of Directors,
For Sinnar Bidi Udyog Limited**

**Pratiksha Shah
Company Secretary & Compliance Officer**

**Place: Nashik
Date: 14th August 2019**



Gurukrupa CHS

Apartment Building



41, N. C. Kelkar Road Dadar West, N. C. Kelkar Road, Dadar West, Mumbai, Maharashtra 400028

SINNAR BIDI UDYOG LIMITED.

BOARDS' REPORT

(Pursuant to section 134 (3) of Companies Act, 2013)

Dear Shareholders,

The Directors present the Annual Report of Sinnar Bidi Udyog Limited along with the audited financial statements for the financial year ended March 31, 2019. The consolidated performance of the Company and its Associates has been referred to wherever required.

1. Corporate Overview:

Sinnar Bidi Udyog Ltd ("Your Company" or "The Company") is engaged in the activity of trading of Tobacco and processing of Tobacco. The Company has its corporate head office at Nashik.

2. Financial Results:

The standalone financial results for the Financial Year 2018-19 are as under:

(Rupees in Lakhs)

Particulars	Standalone		Consolidated	
	F.Y. 2018-19	F.Y. 2017-18	F.Y. 2018-19	F.Y. 2017-18
Net Sales	555.36	797.42	555.36	797.42
Other Income	0.56	3.54	0.56	3.54
Total Income	555.92	800.96	555.92	800.96
Manufacturing & other Expenses	575.96	818.94	575.96	818.94
Profit Before Tax & extraordinary items	(20.04)	(17.98)	(20.04)	(17.98)
Exceptional & extraordinary items	-	-	-	-
Profit / (Loss) after exceptional & extraordinary items	(20.04)	(17.98)	(20.04)	(17.98)
Current and Deferred Tax	(0.74)	(4.11)	(0.74)	(4.11)
Profit / (Loss) After Tax	(20.78)	(13.87)	(20.78)	(13.87)
Other Comprehensive Income	0.04	7.63	0.04	7.63
Profit / (Loss) After Other Comprehensive Income	(20.74)	(6.24)	(20.74)	(6.24)

3. Business Operations:

The company carried on the activities of trading of Tobacco and processing of Tobacco during the financial year ended 31 March 2019. The Company's working for the year has resulted in a loss, as seen from the above summary. The Loss is primarily on account of decreasing sales turnover and fixed cost/overheads remaining the same, thus impacting the margins. The sales turnover reduced from Rs.797.42 lakhs of the previous financial year to Rs.555.35 lakhs for the financial year 2018-19. The downward trend in the turnover of the Company since past three years continued in this year also. This is mainly attributed to the basic nature of the industry in which the company operates. The market situation at present and also in near future is not conducive to the tobacco products in which the company deals. In addition to the stringent regulations on the tobacco industry, the company experienced business slowdown during the period under review.

4. Dividend:

In absence of profits, the directors regret their inability to recommend any dividend.

5. Amount carried to the reserves:

No amounts are proposed to be transferred to the reserves.

6. Change in the nature of the Business:

During the year under consideration, the company has not made any changes in the nature of its business.

7. Status of Company's Affairs:

During the year, there was no change in the status of the company. The company is a listed entity and going concern. The shares of the Company continue to be listed on the Bombay Stock Exchange only.

8. Significant and Material Orders passed:

There were no significant and Material orders passed by any regulators, courts or tribunals which have an impact of affecting the company's going concern status and operation of the company in the Future.

9. Material Changes and Commitments:

There are no material changes or commitments affecting the financial position of the Company occurring between the end of the Balance Sheet Date and the date of this report.

10. Board of Directors:

The Composition of Board of Directors of the Company is in accordance with the Companies Act 2013. During the year there were no changes in composition of the Board.

11. Key Managerial Personnel:

The following are the Key Managerial Personnel of the Company during the year 2018-19:

- 1. Mr. Madhav D. Deshpande : Chairman, Whole Time Director, CFO
- 2. Mr. Sushil S Laddha : Company Secretary (Resigned w.e.f. 14.02.2019)

Upon resignation of Mr. Sushil Laddha, the Company has designated Mr. Madhav D Deshpande as Compliance officer of the company till the appointment of Company Secretary.

The company on recommendation of Nomination and Remuneration Committee has appointed Ms. Pratiksha S Shah (Membership No - A57487) as Company Secretary w.e.f. 22nd April, 2019 and designated her as Compliance Officer of the Company.

12. Meetings of Directors:

During the financial year 2018-19, the Board of Directors of the Company met 6 times on 29th May 2018 (Adjourned and held on 13th June,2018), 20th July,2018 , 13th August 2018, 14th November, 2018, 29th January, 2019 and 14th February 2019. The maximum interval between any two meetings did not exceed 120 days. The details of attendance of Directors for Board as well as Committee meetings is attached to Boards Report as Annexure- 1. The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

13. Audit Committee:

The Board as on 31st March,2019 had Audit Committee, which was formulated in terms of the Provisions of Companies Act,2013 and SEBI (Listing Obligation and Disclosure requirements),2015

The Composition of Audit Committee is as follows -

Sr No	Name of Director	Designation
1	Mr. Dhanpal Shah (Independent Director)	Chairman
2	Mr. Rajendra Tatiya (Independent Director)	Member
3	Mr. Madhav Deshpande (Whole time Director & CFO)	Member

The Audit Committee duly met four times in F.Y. 2018-19, details of which are attached to Boards Report as **Annexure- 1**. Maximum interval between any two meetings did not exceed 120 days. The Board has accepted all the recommendations of Audit Committee.

14. Nomination and Remuneration Committee:

The Nomination and Remuneration Committee of the Board has been formulated in terms of the Provisions of Companies Act,2013 and SEBI (Listing Obligation and Disclosure requirements),2015. The Composition of Nomination and Remuneration Committee is as follows –

Sr No	Name of Director	Designation
1	Mr. Rajendra Tatiya (Independent Director)	Chairman
2	Mr. Dhanpal Shah (Independent Director)	Member
3	Mr. Bhusaheb Pawar (Non Executive Director)	Member
4	Ms Bharti Sancheti (Non Executive Director)	Member

The Committee met once in financial year 2018-19, details of which are attached to Boards Report as Annexure- 1.

15. Stakeholders Relationship Committee:

Formerly known as Shareholders Committee, the same has been renamed as 'Stakeholders Relationship Committee' in order to comply with provisions of Companies Act, 2013 and SEBI (Listing Obligation and Disclosure requirements), 2015. However, the Composition, Scope and responsibility of the committee remains the same.

The Composition of Stakeholders Relationship Committee is as follows -

Sr No	Name of Director	Designation
1	Ms Bharti Sancheti (Non Executive Director)	Chairperson
2	Mr. Bhusaheb Pawar (Non Executive Director)	Member

The Committee met 4 times in financial year 2018-19, details of which are attached to Boards Report as *Annexure- 1*.

16. Meeting of Independent Directors:

A Seperate meeting of Independent Directors of the Company was held on 21st March 2019 in terms of Schedule IV of the Companies Act 2013 details of which are attached to Boards Report as Annexure- 1.

17. Code of conduct for Board Members and Senior Managerial Personnel:

The company has framed a code of conduct for all the Board members and senior management of the company. All the Board members and senior managerial personnel affirm the compliance with the code on annual basis.

18. Directors retiring by rotation and re-appointment:

In terms of provisions of section 152(6)(a) of the Companies Act, 2013, director Mr. Bhusaheb Sukhdev Pawar retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment at the ensuing Annual General Meeting.

19. Declaration by Independent Directors:

The Company has received the Declarations from its Independent Directors pursuant to section 139(7) to the effect that they meet the criteria of Independence and the same is duly recorded in the first Board meeting held in the financial year.

20. Share Capital:

The Paid up share capital of the Company as on 31st March, 2019 was Rs.20,00,000. During the year under review the company had sub – divided its equity shares. 1 equity share having face value of Rs.10 each fully paid up has been sub-divided into 2 equity shares having face value of Rs.5 each. Member's approval had been obtained through Extra ordinary general meeting held on 6th March,2019. Thus upon sub division Company's share capital is altered from 2,00,000 equity shares of Rs.10 each to 4,00,000 equity shares of Rs.5 each. However, the Company being a listed entity, Corporate Action for sub

division was initiated on 31st July, 2019 which has been taken as record date for the sub – division of equity shares, by BSE where the shares of the company are listed. Therefore, the number of shares of the company as on 31st March,2019 are continued as 2,00,000 equity shares of Rs.10 each as per records with Registrar and Transfer Agent (RTA).

21. Vigil Mechanism/ Whistle Blower Policy:

The Company has established a vigil mechanism policy for the directors and its employees to report genuine concerns about the illegal and unethical practices and behaviour, actual or suspected fraud or the violation of the Company's Code of Conduct or the ethics policy without fear of reprisal, and hence to help ensure that the Company continues to uphold its high standards. The said policy is posted on the website of the Company. The Policy is established under section 177(10) of the Companies Act, 2013.

22. Remuneration of Directors and employees:

The disclosures as required under section 197 of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in Annexure – 2.

23. Nomination and Remuneration Policy:

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The salary payable to the WTD and CFO and Company Secretary is as per the Nomination and Remuneration Policy. This policy also lays down criteria for selection and appointment of Board Members and annual evaluation of the performance of every director of the Company. The same is attached to the Board's Report as Annexure-3.

24. Risk Management Policy:

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks helps in maximizing returns. The Board has formulated a risk management policy for the company, identifying the areas of risk for the Company and the same has been implemented.

25. Formal Annual Evaluation of performance of Board, its Committees and the individual Directors:

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. The performance evaluation of the Independent Directors was completed during the year under review.

The nomination and remuneration policy lays down the creteria for formal annual evaluation of the performance of the Board and the individual directors. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and Non-Executive Directors. The Board of Directors expressed their satisfaction with the evaluation process.

Accordingly the company has evaluated the performance of the Board and the individual directors.

26. Disclosure regarding the receipt of commission by the Managing Director, Whole Time Director from the company, its holding or subsidiary company:

The Whole Time Director does not receive any commission from the company or its associate companies.

27. Statutory Auditors:

At the forty fourth AGM held on September 11, 2018 the Members approved appointment of Sabadra and Sabadra, Chartered Accountants (Firm Registration No. 108921W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of forty fourth AGM till the conclusion of the forty ninth AGM.

28. Statutory Audit Report:

There are no adverse comments or remarks in the Statutory Audit Report provided by the auditors, Sabadra & Sabadra, Nashik, which require clarification from the directors. The Notes on financial statements are self-explanatory, and need no further explanation.

29. Secretarial Audit Report:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Board has appointed M/s JHR & Associates, Company Secretaries, Thane, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report in form MR-3 is attached to the Board's Report. Regarding the observation of the auditors in respect of non-preparation and filing of consolidated financial statements in respect of Associate Companies, it is submitted that no separate consolidated financial statements were prepared for the year ended on 31st March 2018 as the consolidated and standalone financial statements were identical and there was no difference in those statements.

30. Cost Audit:

The provisions for audit of the cost records were not applicable to the Company during the financial year ended 31st March 2019.

31. Corporate Social Responsibility:

The provisions of section 135 of the Companies Act, 2013 regarding the Corporate Social Responsibility are not applicable to the company. However, the Board of Directors recognize the Company's Social obligations and may incur the expenses on CSR activities voluntarily, whenever they deem fit.

32. Extract of Annual Return:

The Extract of Annual Return as prescribed under section 92(3) of Companies Act, 2013 is annexed to the Boards Report in Form MGT-9 as Annexure-4. The web link for extract is www.sinnarbidi.com

33. Directors' Responsibility Statement:

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

- i. that in the preparation of the Annual Accounts for the year ended March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the loss of the Company for the year ended on that date;
- iii. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the annual accounts have been prepared on a going concern basis;
- v. that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi. that 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.

34. Loans, Guarantees and Investments:

The Company has not given any loans or guarantee or provided security in connection with loan to any other body corporate or persons as governed under the provisions of section 186 of the Companies Act, 2013. The Company has neither acquired nor purchased any securities of any other body corporate during the financial year.

35. Related Party Transactions:

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder are not attracted.

All related party transactions are mentioned in the Financial Statements. The Company has developed a framework through Standard Operating Procedures for the purpose of identification and monitoring of

such Related Party Transactions.

The statement of related party transactions is attached to the Board Report in form AOC-2 as *Annexure –5*.

36. Subsidiary, Associates and Joint Venture Companies;

The Company has two associate companies:

1. Vidarbha Bidi Limited
2. Tip Top Health Zone Private Limited.

None of the other companies became the subsidiary, joint venture, or Associates companies of the company nor they ceased to be its subsidiary, joint venture or associate. The details of investments held in Associate Companies is annexed to the Board Report in form AOC-1 as Annexure-6.

37. Conservation of Energy, Technology, Foreign Exchange Earnings and Outgo:

The Company has taken steps for conservation of energy at its processing plant and office premises. The activities of the Company offer less scope for absorption of Technology.

There was no foreign exchange earning or outgo during the financial year under consideration.

38. Deposits:

The company has not accepted any deposits in the financial year either from Members or public in terms of section 73 and 76 of the Companies Act 2013.

39. Internal Complaints Committee:

The Internal Complaints Committee constituted under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, has not received any cases/ compliants during the year.

40. Internal Financial Control with reference to financial Statements:

Your Company has an effective internal control system, which is constantly assessed and strengthened with new/revised standard operating procedures. The Audit Committee of the Company actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same.

41. Corporate Governance:

As per the Regulation 15(2) of the SEBI (LODR) Regulations 2015, as the paid up equity share capital and Net worth of the Company is less than the limits mentioned in the regulations, compliance under Regulation 27(2) of the SEBI (LODR) Regulations, 2015 is not applicable to the Company.

As such, the requirement for submitting report on Corporate Governance is not applicable to the Company and hence it does not form a part of this report.

42. Appreciation:

Your Directors wish to place on record their appreciation for the contribution made by the employees at all levels but for whose hard work and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customers, dealers, agents, suppliers, investors and bankers, Government and Non Government Authorities for their continued support and faith reposed in the Company.

**For and on Behalf of Board of Directors
Sinnar Bidi Udyog Limited**

**Madhav D. Deshpande
Chairman, Whole Time Director and CFO
DIN: 00238917
Date: 14th August 2019
Place: Nashik**

SINNAR BIDI UDYOG LIMITED.

Annexure 1

Board Meeting Attendance

Sr. No.	Dates of Meeting	Name of Director					
		Madhav Digambar Deshpande	Bhausahab Shukhadew Pawar	Bharati Subhash Sancheti	Dhanpal Motilal Shah	Laxminarayan Mohanlal Karwa	Rajendra Nemichand Tatiya
1	29.05.2018 (adjourned)	Yes	No	Yes	No	No	No
	13.06.2018 (Adjourned meeting continued)	Yes	Yes	Yes	Yes	Yes	Yes
2	20.07.2018	Yes	Yes	Yes	No	Yes	No
3	13.08.2018	Yes	Yes	Yes	Yes	Yes	Yes
4	14.11.2018	Yes	Yes	Yes	Yes	Yes	Yes
5	29.01.2019	Yes	Yes	Yes	No	Yes	No
6	14.02.2019	Yes	Yes	Yes	Yes	Yes	Yes

Audit Committee Attendance

Sr. No.	Dates of Meeting	Name of Director			
		Madhav Digambar Deshpande	Dhanpal Motilal Shah	Rajendra Nemichand Tatiya	
1	28.05.2018	Yes	Yes	Yes	Yes
2	13.08.2018	Yes	Yes	Yes	Yes
3	14.11.2018	Yes	Yes	Yes	Yes
4	14.02.2019	Yes	Yes	Yes	Yes

SINNAR BIDI UDYOG LIMITED.

Nomination & Remuneration Committee

Sr No	Dates of Meeting	Name of Director			
		Bharati Subhash Sancheti	Bhausahab Shukhadew Pawar	Dhanpal Motilal Shah	Rajendra Nemichand Tatiya
1	14.02.2019	Yes	Yes	Yes	Yes

Stakeholders Relationship Committee

Sr No	Dates of Meeting	Name of Director	
		Bharati Subhash Sancheti	Bhausahab Shukhadew Pawar
1	04.06.2018	Yes	Yes
2	25.07.2018	Yes	Yes
3	03.12.2018	Yes	Yes
4	04.02.2019	Yes	Yes

Meeting of Independent Directors

Sr No	Dates of Meeting	Name of Director	
		Dhanpal Motilal Shah	Rajendra Nemichand Tatiya
1	21.03.2019	Yes	Yes

For Sinnar Bidi Udyog Limited

Bharti Sancheti
Director
DIN: 06983828

Madhav Deshpande
Whole Time Director and CFO
DIN: 00238917

Pratiksha Shah
Company Secretary

Date: 14th August, 2019
Place: Nashik

ANNEXURE 2

**DISCLOSURE RELATING TO THE REMUNERATION OF DIRECTORS AND
EMPLOYEES REMUNERATION:**

The disclosures as required under section 197 of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows :

- i) Ratio of remuneration of each director to the median employee's remuneration :

Ratio of Remuneration paid to Whole Time Director & CFO Mr. M. D. Deshpande to the median remuneration of employees for the financial year : 31.24

None of the other directors except the Whole Time Director mentioned above was paid any remuneration during the financial year.

- ii) The details regarding percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary in the financial year :

1. Mr. M. D. Deshpande – Whole Time Director and CFO: 9.07%.

2. Mr. Sushil Ladda – Company Secretary: 0%.

3. The Company has not paid any remuneration to other directors and has not appointed any other managerial personnel except above.

- iii) The percentage of increase in Median Remuneration of Employees is 4.40% In the financial year.

- iv) Number of Permanent Employees on the rolls of the Company is 60.

- v) Relationship between increase in remuneration and company performance:

The turnover of the Company decreased by 29.58% during the financial year 2018-19, as compared to the financial year 2017-18. The aggregate remuneration of employees increased by 4.40% over the previous year.

- vi) Relationship between increase in remuneration of Key Managerial Personnel and company performance: -0.80%

- vii) The Market capitalization of the Company was Rs.8.60 Crore on 31st March 2019 as compared to Rs. 8.42 Crore as on 31st March 2018. The Price earning ratio was -41.46 as on 31st March 2019 as compared to -137.82 as on 31st March 2018. The percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the company came out with the last public offer is not applicable to the company as the company has not made any public issue after listing on Stock Exchange.

Point nos viii, ix, x and xi in Rule 5: Disclosures at these points are not applicable during the financial year 2018-19.

- xii) It is affirmed that the remuneration paid to the Whole Time Director and Company Secretary is in accordance with the remuneration policy of the Company.

===== **SINNAR BIDI UDYOG LIMITED.** =====

- xiii) There is no employee who receives aggregate remuneration throughout the year in excess of Rs. 60 Lac.
- xiv) There is no employee who receives the remuneration in excess of Rs. 5 Lacs per month during the year.
- xv) No employee of the company along with his spouse and dependent children holds more than 2% of the equity share capital of the Company.

For Sinnar Bidi Udyog Limited

Bharti Sancheti
Director
DIN: 06983828

Madhav Deshpande
Whole Time Director and CFO
DIN:00238917

Pratiksha Shah
Company Secretary

Date: 14th August 2019
Place: Nashik

ANNEXURE 3

NOMINATION AND REMUNERATION POLICY

1. INTRODUCTION:

The Company considers the human resources as its invaluable assets. This policy on the nomination and remuneration of Directors, Key Managerial Personnel, (KMPs) and other employees have been formulated in compliances with section 178 of Companies Act, 2013 along with the applicable rules thereto and Clause 49 of the listing agreement, as amended from time to time in order to pay equitable remuneration to the Directors, KMPs, and the employees of the Company and to harmonise the aspirations of the human resources consistent with the goals of the Company.

2. DEFINITIONS:

Remuneration means any money, or its equivalent given or passed to any person for the services rendered by him and includes perquisites as defined under the Income Tax Act, 1961

Key Managerial Personnel means

- i . The Chief Executive Officer or the managing director or the manager or in their absence the Whole Time Director;
- ii . The Company Secretary;
- iii . The Chief Financial Officer
- iv . Such other person as may be prescribed.

Senior Management means the senior management personnel of the Company who are the members of its core management team excluding the Board of Directors including the Functional Heads.

Committee means the Nomination and Remuneration committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and the applicable listing agreement and / or regulations.

Company means the Sinar Bidi Udyog limited

Board means the Board of Directors of the Company

Directors means the Directors of the Company

Independent Director means the Director referred to in section 149(6) of the Companies Act, 2013 and the rules made thereunder.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and the Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

3. OBJECTIVES AND PURPOSE OF THE POLICY:

The objective of the policy is to ensure that

- i. The level and composition of remuneration is reasonable and sufficient to attract, retain, and motivate the directors of the quality required to run the company successfully;
- ii. Relationship of remuneration to performance to is clear and meets appropriate performance benchmarks;
- iii. Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentives pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

4. CONSTITUTION OF THE NOMINATION AND REMUNERATION COMMITTEE:

The Board has re-constituted the Nomination and Remuneration Committee of the Board on 31st March 2015. This is in line with the requirements under the Companies Act, 2013.

The Board has the authority to reconstitute this committee from time to time.

5. ROLE OF THE COMMITTEE:

- i. To guide the Board in relation to appointment and removal of the Directors, Key Manegerial Personnel and senior management.
- ii. To formulate the criteria for evaluation of performance of all the directors on the Board.
- iii. To formulate the criteria for determining qualifications, positive attributes and independence of a director.
- iv. To recommend the Board on remuneration payable to the Directors, Key Manegerial Personnel and Senior Management.
- v. To devise a policy on Board diversity.
- vi. To identify the persons who are qualified to be directors and the key managerial personnel in accordance with the criteria laid down in this policy.

6. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT:

- i. The Committee shall identify and ascertain integrity, qualification, expertise and experience of the person for the appointment as Director, KMP or at Senior Management level and recommend his/ her appointment, as per Company's Policy.
- ii. A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfaction for the position.
- iii. The Company shall not appoint or continue the employment of any person as Whole Time Director, who has attained the age of seventy years. Provided that such a person may be appointed as a Whole Time Director beyond his/ her age exceeding seventy years with the approval of Shareholders by passing a special resolution.

I. TERM/ TENURE:

- a) Managing Director / Whole Time Director
The Company shall appoint or reappoint any person as its Managing Director, Whole Time Director, or Executive Director for a term not exceeding five years at a time. No reappointment shall be made earlier than one year before the expiry of term.
- b) Independent Director:
An Independent Director can hold office for a term of five years on the Board of the Company and will be eligible for reappointment on passing a special resolution by the Company and disclosure of such appointment in the Board's Report.
No Independent Director shall hold a office for more than two consecutive terms of upto 5 years, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an independent Director.
Provided that an Independent Director shall not, during the said period of three years, be appointed in or associated with the Company in any other capacity, either directly or indirectly.
At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

II. EVALUATION:

The Committee shall carry out the evaluation of performance of Director, KMP, and senior management personnel yearly or at such intervals as may be considered necessary.

All the directors are requested annually to provide their assessment of the performance of the Board and its Committees by way of response to a questionnaire. Additionally, all Board members will be asked to do a self-evaluation of their performance annually. The performance of executive directors will be evaluated by the Nomination and Remuneration Committee. The performance evaluation of Independent Directors shall be done by entire board of directors excluding the director being evaluated.

III. REMOVAL:

The Committee may recommend with reasons recording in writing, removal of a director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

IV. RETIREMENT:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act, and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

7. POLICY FOR REMUNERATION TO DIRECTORS/ KMP/ SENIOR MANAGEMENT PERSONNEL:

I. Remuneration to Managing Director/ Whole Time Directors:

The Remuneration / Commission etc. to be paid to Managing Director/ Whole Time Directors, etc. Shall be governed as per the provisions of the Companies Act, 2013 and the rules made thereunder or any enactment for the time being in force and the approval obtained from the Members of the Company.

The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors from as it may consider the appropriate with regards to the remuneration to Managing Director/ Whole Time Director.

II. Remuneration to Non Executive Directors/ Independent Directors:

A. The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

B. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

C. An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

D. Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (B) above if the following conditions are satisfied:

- i) The Services are rendered by such Director in his capacity as the professional; and
- ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

===== **SINNAR BIDI UDYOG LIMITED.** =====

III. Remuneration to Key Managerial Personal and Senior Management:

A. The remuneration to Key Managerial Personnel and Senior Management may consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

B. The Fixed pay may include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.

C. The Incentive pay, if any, be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

8. IMPLEMENTATION:

The Committees may issue guidelines, procedures, formats, reporting mechanism and manuals in supplements and for better implementation of this policy as considered appropriate

The Committee may delegate any of its powers to one or more of its members.

For Sinnar Bidi Udyog Limited

Bharti Sancheti
Director
DIN: 06983828

Madhav Deshpande
Whole Time Director and CFO
DIN:00238917

Sushil Ladda
Company Secretary

SINNAR BIDI UDYOG LIMITED.

ANNEXURE 4 FORM NO MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2019

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

I REGISTRATION AND OTHER DETAILS:-

i	CIN	L16002MH1974PLC017734
ii	Registration Date	30 th August 1974
iii	Name of the Company	Sinnar Bidi Udyog Limited
iv	Category/ Sub-category of the Company	Public Company; Limited by shares
v	Address of the Registered office and Contact Details	Parekh Mahal, 2nd Floor, Room No. 62, Plot no.8-9, Lady Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai 400016
vi	Whether Listed Company	Yes
vii	Name, Address and Contact Details of Registrar and Transfer Agent if any	Link Intime India Private Limited 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083. Ph. No. : 022-49186000

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:-

Sr No	Name and Description of main products/ services	NIC Code of the Product/ Service	% to total turnover of the Company
1	Tabacco Sales	46307, 46202	100

III PARTICULARS OF HOLDING, SUBSIDIARY, AND ASSOCIATE COMPANIES:-

Sr No	Name and Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	Vidarbha Bidi Limited Block No 4, Gurukrupa Towersold Kapad Bazar Tanaji Peth Akola, Maharashtra 444001	U16000MH1991PLC061334	Associate	38.28%	2(6)
2	Tip Top Health Zone Private Limited Parekh Mahal, 2nd Floor, Room No. 62, Plot no.8-9, Lady Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai 400016	U60300MH1978PTC020144	Associate	24.33%	2(6)

SINNAR BIDI UDYOG LIMITED.

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

i Category-wise share holding

	No. of Shares held at the beginning of the year				No of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Shares	Demat	Physical	Total	% of Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	84700	0	84700	42.35	84700	0	84700	42.35	0
b) Central Government	0	0	0	0	0	0	0	0	0
c) State Government	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	62100	0	62100	31.05	62100	0	62100	31.05	0
e) Bank/ Financial Institutions	0	0	0	0	0	0	0	0	0
f) Any other									
SUB TOTAL A(1)	146800	0	146800	73.4	146800	0	146800	73.4	0
(2) Foreign									
a) NRIs Individual	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/ Financial Institutions	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
SUB TOTAL A(2)	0	0	0	0	0	0	0	0	0
TOTAL SHAREHOLDING OF PROMOTES	146800	0	146800	73.4	146800	0	146800	73.4	0
A=A(1) + A(2)									
B. Public Shareholdings									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/ Financial Institutions	0	0	0	0	0	0	0	0	0
c) Central Government	0	0	0	0	0	0	0	0	0
d) State Government	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL B(1)	0	0	0	0	0	0	0	0	0
2. Non Institutions									
a) Bodies Corporate									
i) Indian	100	650	750	0.38	100	650	750	0.375	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal shares upto Rs. 1 Lakh	10780	41300	52080	26.04	13480	38600	52080	26.04	0
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0	0	0	0	0	
c) Other (Specify)									
Clearing Members	150	0	150	0.08	150	0	150	0.08	0
HUF	220	0	220	0.11	220	0	220	0.11	0
SUB TOTAL B (2)	11250	41950	53200	26.60	13950	39250	53200	26.60	0
TOTAL PUBLIC SHAREHOLDING									
B=B(1) + B(2)	11250	41950	53200	26.60	13950	39250	53200	26.60	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL									
(A+B+C)	158050	41950	200000	100	160750	39250	200000	100.00	0

* The company had sub – divided its equity shares. One equity share having face value of Rs.10 each fully paid up has been sub-divided into two equity shares having face value of Rs.5 each. Member's approval had been obtained through Extra ordinary general meeting held on 6th March,2019. Thus upon sub division Company's share capital is altered from 200000 equity shares of Rs.10 each to 400000 equity shares of Rs.5 each. However, the Company being a listed entity, Corporate Action for sub division was initiated on 31st July,2019 which has been taken as record date for the sub – division of equity shares, by BSE where the shares of the company are listed. Therefore, the number of shares of the company as on 31st March,2019 are continued as 2,00,000 equity shares of Rs.10 each as per records with Registrar and Transfer Agent (RTA).

SINNAR BIDI UDYOG LIMITED.

ii Shareholding of Promoters

Sr No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	% Change in the shareholding during the year
1	Shrirang Kisanlal Sarda	13720	6.86	0	13720	6.86	0	0
2	STS Exports Limited	3700	1.85	0	3700	1.85	0	0
3	Kisanlal Bastiram Sarda	41170	20.585	0	41170	20.585	0	0
4	Kiran Kisanlal Sarda	18170	9.085	0	18170	9.085	0	0
5	Kisanlal Bastiram Sarda	5590	2.795	0	5590	2.795	0	0
6	Shrilekha Vivek Sisodia	100	0.05	0	100	0.05	0	0
7	Kisanlal Bastiram Sarda	5950	2.975	0	5950	2.975	0	0
8	Rasbhari Enterprises Limited	58400	29.2	0	58400	29.2	0	0
	TOTAL	146800	73.4	0	146800	73.4	0	0

SINNAR BIDI UDYOG LIMITED.

iii Change in Promoters Shareholding (Please specify if there is no change): No Change

Sr No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company*
	At the beginning of the year				
	Date wise increase/ Decrease in the promoters shareholding during the year specifying the reason (eg. Allotment/ Transfer/ Bonus/ Sweat Equity, etc.		NIL		
	At the end of the year				

iv Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDR and ADRs)

Sr No	For Each of to p 10 shareholders*	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company
1	Laxmikant Madanlal Ostwal	2600	1.30	2300	1.15
2	Harsha Hitesh Javeri	2350	1.18	2350	1.18
3	Shashikant Ganapati Bagewadi	2050	1.03	2050	1.03
4	Hitesh Ramji Javeri	1900	0.95	1900	0.95
5	Abdulgani Shaikh	1700	0.85	1650	0.85
6	Sunildatta Vinayak Lad	1450	0.73	1450	0.73
7	Laxminarayan Mohanlal Karwa	1250	0.63	1200	0.60
8	Goverdhan Bhagirath Hede	1150	0.58	1150	0.58
9	Satish Prabhakar Patil	1100	0.55	1100	0.55
10	Rajesh Kamlakar Tikote	500	0.25	1050	0.53
		16050	8.03	16200	8.13

* Based on the shareholding pattern of the Company as on 31.03.2019

v Shareholdings of Directors and Key Managerial Personnel:

Sr No	For Each of the Directors and KMPs	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company
1	Madhav Digambar Deshpande	100	0.05	100	0.05
2	Bhausahab Shukhadew Pawar	150	0.075	150	0.075
3	Dhanpal Motilal Shah	0	0	0	0
4	Bharati Subhash Sancheti	240	0.12	240	0.12
5	Laxminarayan Mohanlal Karwa	1250	0.625	1200	0.600
6	Rajendra Nemichand Tatiya	0	0	0	0
	At the end of the year	1740	0.87	1690	0.845

V INDEBTEDNESS

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

	Secured Loan excluding the deposits	Unsecured loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year				
i Principal Amount	35417418	0	0	35417418
ii Interest due but not paid	0	0	0	0
iii Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	35417418	0	0	35417418
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	18826055	0	0	18826055
Net Change	-18826055	0	0	-18826055
Indebtedness at the end of the financial year				
i Principal Amount	16591363	0	0	16591363
ii Interest due but not paid	0	0	0	0
iii Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	16591363	0	0	16591363

SINNAR BIDI UDYOG LIMITED.

VI REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Remuneration to Managing Director, Whole Time Directors and/ or Manager:

Sr No	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
		Whole Time Director Mr. Madhav Deshpande	Managing Director: N.A.	Manager: N.A.	
1	Gross Salary		0	0	0
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2595537	0	0	2595537
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission				
	as a % of Profit	0	0	0	0
	Others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	TOTAL (A)	2595537	0	0	2595537
	Ceiling as per the Act				

B Remuneration to other directors: NOT APPLICABLE

Sr No	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors				
	Fees for attending board and committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non- Executive Directors				
	Fees for attending board and committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)= (1+2)				
	Total Managerial Remuneration				
	Over Managerial Ceiling as per Act				

SINNAR BIDI UDYOG LIMITED.

C Remuneration to Key Managerial Personnel other than MD/ Manager / WTD:

Sr No	Particulars of Remuneration	Name of the Key Managerial Personnel			Total Amount
		Chief Financial Officer : Mr. M.D. Deshpande*	Company Secretary: Sushil Ladda	Chief Executive Officer: N.A.	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0	249193	0	249193
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as a % of Profit	0	0	0	0
	Others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	TOTAL	0	249193	0	249193

* Mr. M.D.Deshpade is the Whole Time Director as well as Chief Financial Officer. The company does not pay separate remuneration to the CFO

VII. PENALTIES/ PUNISHMENTS/ COMPOUNDING OF OFFENCES : NIL

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

For Sinnar Bidi Udyog Limited

Bharti Sancheti
Director

DIN: 06983828

Date: 14th August 2019

Place: Nashik

M.D.Deshpande

Whole Time Director and CFO

DIN: 00238917

Pratiksha Shah

Company Secretary

SINNAR BIDI UDYOG LIMITED.

ANNEXURE 5 FORM NO AOC - 2

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

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

1. Details of contracts or arrangements or transactions not at arms length basis: Not applicable

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

2. Details of material contracts or arrangements or transactions at arms length basis

I. M/s Shrirang Kisanlal Sarda

(a) Name(s) of the related party and nature of relationship	M/s Shrirang Kisanlal Sarda (Promoters are Partners in the firm)
(b) Nature of contracts/ arrangements/ transactions	Availing of services
(c) Duration of the Contracts/ arrangements/ transactions	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Rent Paid Amount : Rs. 4,50,000 /-
(e) Date(s) of approval by the Board, if any	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(f) Amount paid as advances, if any	NIL

II. Rasbihari Enterprises Limited

(a) Name(s) of the related party and nature of relationship	Rasbihari Enterprises Limited (Companies have common Directors)
(b) Nature of contracts/ arrangements/ transactions	Availing of services
(c) Duration of the Contracts/ arrangements/ transactions	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(d) Salient terms of the contracts or arrangements transactions including the value, if any	Factory and Godown rent paid Amount : Rs. 4,22,400 /-
(e) Date(s) of approval by the Board, if any	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(f) Amount paid as advances, if any	NIL

For Sinnar Bidi Udyog Limited

Bharti Sancheti
Director
DIN: 06983828
Date: 14th August 2019
Place: Nashik

M.D.Deshpande
Whole Time Director and CFO
DIN: 00238917

Pratiksha Shah
Company Secretary

===== SINNAR BIDI UDYOG LIMITED. =====

ANNEXURE 6

**Disclosure relating to investment of Sinnar Bidi Udyog Ltd in
following associates companies.**

FORM AOC-I

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

Statement containing salient features of the financial statement of subsidiary/
associate companies/ joint venture

PARTA : Subsidiaries NIL

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

- 1 Serial No
- 2 Name of the Subsidiary
- 3 The date since when subsidiary was acquired
- 4 Reporting period for the subsidiary concerned, if different from the holding company's reporting period
- 5 Reporting currency and Exchange rate as on the last date of the relevant financial year in case of foreign subsidiary
- 6 Share Capital
- 7 Reserves and Surplus
- 8 Total Assets
- 9 Total Liabilities
- 10 Investments
- 11 Turnover
- 12 Profit before taxation
- 13 Provision for taxation
- 14 Profit after taxation
- 15 Proposed Dividend
- 16 % of Shareholding

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

Names of the subsidiaries which are yet to commence operations : NIL

Names of the subsidiaries which have been liquidated or sold during the year : NIL

SINNAR BIDI UDYOG LIMITED.

PART B: Associates and Joint Ventures

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

Name of the Associates / Joint Ventures	Vidarbha Bidi Limited	Tip Top Health Zone Private Limited
1. Latest Audited Balance Sheet Date	31 st March 2019	31 st March 2019
Date on which the Associate or Joint Venture was associated or acquired	31 st March 1997	31 st March 1998
2. Shares of Associates/ Joint Ventures held by the Company on the year end		
No.	39,590 Equity Shares	3,650 Equity Shares
Amount of Investment in Associates/ Joint Venture	4,68,419	29,66,681
Extend of Holding %	38.28 %	24.33 %
3. Description of how there is significant influence	Control of Share Capital more than 20%	Control of Share Capital more than 20%
4. Reason why the associate/ joint venture is not consolidated		
5. Networth attributable to Shareholding as per latest Audited Balance Sheet	(5,95,855.38)	26,98,866.32
6. Profit/ Loss for the year to the extent of holding	(3,43,341)	4,298
i. Considered in Consolidation		
ii. Not Considered in Consolidation	Profit not considered in consolidation as we have made provision of diminution in the value of shares.	-

For Sinnar Bidi Udyog Limited

Bharti Sancheti

Director

DIN: 06983828

Date: 14th August, 2019

Place: Nashik

M.D.Deshpande

Whole Time Director and CFO

DIN: 00238917

Pratiksha Shah

Company Secretary

SINNAR BIDI UDYOG LIMITED.

Form No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

The Members,

Sinnar Bidi Udyog Limited

Parekh Mahal, 2nd Floor, Room No 62,
Plot No. 8-9, Lady Jamshedji Road,
Sakharam Keer Marg, Mahim, Mumbai- 400 016

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sinnar Bidi Udyog 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 authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of :

- i. The Companies Act, 2013 (the Act) and the rules made 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 **(Not applicable to the Company during audit period);**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the Company during audit period);**
 - d. The Securities and Exchange Board of India (Share based employee benefits) Guidelines, 2014 **(Not applicable to the Company during audit period);**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during audit period);**
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during audit period);**
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during audit period);
 - i. SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- vi. There are no laws which specifically apply to the type of activities undertaken by the Company.

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

Secretarial Standards issued by The Institute of Company Secretaries of India as in force from time to time.

During the period under review, barring one instance of delayed filing of form ADT-1, the Company has filed forms / returns within stipulated time period. The Company has complied with the provisions of Act, Rules, Regulations Guidelines, etc. mentioned above except non preparation and filing of consolidated financial statement in respect of two Associate Companies pursuant to provisions of Section 129(3) of the Act.

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 was no change in composition of the Board of Directors during the audit period.

Adequate notice of at least seven days is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda are sent generally 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, if any, are captured and recorded as part of the minutes.

SINNAR BIDI UDYOG LIMITED.

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

We further report that during the Audit period, consent of the members at Extra-Ordinary General Meeting held on 6th March 2019, was accorded by way of Special Resolution to the Board under: -

Section 61(1)(d) of the Act for sub-division of equity shares having face value of Rs. 10/- into 2 equity shares of Rs. 5/- each.

Place: Thane

Date: 28th May 2019

**For JHR & Associates
Company Secretaries**

**S. J. Ranade
(Partner)**

ACS: 33416, CP: 12520

SINNAR BIDI UDYOG LIMITED.

The Members,

Sinnar Bidi Udyog Limited

Parekh Mahal, 2nd Floor, Room No 62,

Plot No. 8-9, Lady Jamshedji Road,

Sakharam Keer Marg, Mahim, Mumbai – 400 016

Our Secretarial Audit Report of even date for the Financial Year 2018-19 is to be read along with this letter.

Management's Responsibility:

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

Auditor's Responsibility:

Our responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on our audit.

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

Disclaimer:

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.

Place: Thane

Date: 28th May 2019

For JHR & Associates

Company Secretaries

S. J. Ranade

(Partner)

ACS: 33416, CP: 12520

SINNAR BIDI UDYOG LIMITED.

INDEPENDENT AUDITOR'S REPORT

To the Members of **SINNAR BIDI UDYOG LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **SINNAR BIDI UDYOG LIMITED** (“the Company”), which comprise the balance sheet as at 31st March 2019, and the standalone statement of profit and loss, and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of 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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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 Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone 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.

SINNAR BIDI UDYOG LIMITED.

- 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 Companies Act, 2013, we are also responsible for expressing 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone 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 standalone 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 of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

SINNAR BIDI UDYOG LIMITED.

- (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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss, and the Standalone Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its financial position
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For SABADRA & SABADRA
Chartered Accountants

Anant N. Sabadra,
(Registration No.33683)
FRN : 108921W.

Place : Nashik

Date :-30th May 2019

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)
Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of SINNAR BIDI UDYOG LIMITED ('the Company')**

- i In respect of the Company's fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- ii As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii As informed to us the Company has not granted loans, unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. The terms and conditions of grant of such loans are not prejudicial to the interest of the Company. There is no schedule of repayment of the loan granted and the account is regular and it is not overdue. The payment of interest is regular.
- iv As explained to us, Company has not granted any loan, investments, guarantees and security during the year ended as at 31st March 2019.
- v The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable
- vi As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii According to the information and explanations given to us, in respect of statutory dues:
 - a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.

SINNAR BIDI UDYOG LIMITED.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institutions. The Company has not issued any debentures.
- ix The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable.
- x To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and 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 Act.
- xii The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv During the year, the Company has not made preferential allotment or private placement of shares and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- xv In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
- xvi In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For SABADRA & SABADRA
Chartered Accountants**

**Anant N. Sabadra,
(Registration No.33683)
FRN : 108921W.**

**Place : Nashik
Date :-30th May 2019**

**“Annexure B” to the Independent Auditor's Report of even date on
the Standalone Financial Statements of SINNAR BIDI UDYOG LIMITED**

**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 standalone financial reporting of SINNAR BIDI UDYOG 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 controls based on the internal control over standalone 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 the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

Meaning of Internal Financial Controls Over Standalone Financial Reporting

A company's internal financial control over standalone financial reporting is a process designed to provide reasonable assurance regarding the reliability of standalone financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over standalone 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 standalone financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Standalone Financial Reporting

Because of the inherent limitations of internal financial controls over standalone 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 standalone financial reporting to future periods are subject to the risk that the internal financial control over standalone 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 standalone financial reporting and such internal financial controls over standalone financial reporting were operating effectively as at March 31, 2019, based on the internal control over standalone 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 Standalone Financial Reporting issued by the Institute of Chartered Accountants of India.

For SABADRA & SABADRA
Chartered Accountants

Anant N. Sabadra,
(Registration No.33683)
FRN : 108921W.

Place : Nashik

Date :-30th May 2019

SINNAR BIDI UDYOG LIMITED.

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2019.

Particulars	Note No	31.03.2019 RUPEES	31.03.2018 RUPEES
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	3	42,80,917	47,24,894
Intangible assets	3	-	-
Financial Assets			
Investments	4	57,94,288	57,89,990
Other Financial Assets	5	6,91,647	6,92,003
Deferred Tax Asset (Net)	6	11,92,000	12,64,000
		1,19,58,852	1,24,70,887
CURRENT ASSETS			
Inventories	7	6,72,54,779	7,36,14,132
Financial Assets			
Trade Receivable	8	2,11,81,412	3,78,31,609
Cash and Bank Balances	9	59,349	1,04,294
Current Tax Asset (Net)	10	3,32,747	3,35,087
Other Current Assets	11	2,08,187	2,09,369
		8,90,36,474	11,20,94,491
Total		10,09,95,326	12,45,65,378
EQUITY AND LIABILITIES			
EQUITY			
Share Capital	12	20,00,000	20,00,000
Other Equity	13	4,19,71,943	4,40,45,905
		4,39,71,943	4,60,45,905
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Long -Term Borrowings	14	81,91,363	2,70,17,418
Provisions	15	2,37,77,880	2,23,37,732
		3,19,69,243	4,93,55,150
CURRENT LIABILITIES			
Financial Liabilities			
Short-Term Borrowings	16	84,00,000	84,00,000
Trade Payable	17	1,35,49,480	1,73,32,959
Employee Benefit Obligation	18	8,76,426	8,67,898
Provisions	19	3,72,489	4,12,611
Other Current Liabilities	20	18,55,745	21,50,855
		2,50,54,140	2,91,64,323
Total		10,09,95,326	12,45,65,378

Summary of Significant Accounting Policies 1&2

The accompanying notes form an integral part of the financial statements 30 to 39

As per our report of even date

For and on behalf of the Board

**For SABADRA & SABADRA,
Chartered Accountants,**

**Bharti Sancheti Director
DIN - 06983828**

Anant N. Sabadra,

**Madhav Deshpande WTD & CFO
DIN - 00238917**

Mem. No.033683

FRN:108921W

Pratiksha Shah Company Secretary

Place : Nashik

Date : 30th May 2019

Date: 30thMay 2019

SINNAR BIDI UDYOG LIMITED.

STATEMENT OF STANDALONE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2019

	Particulars	Refer Note No.	31.03.2019 RUPEES	31.03.2018 RUPEES
Income				
I	Revenue from Operations	21	5,55,35,722	7,97,42,178
II	Other Income	22	<u>55,974</u>	<u>3,48,002</u>
III	Total Revenue (I)		<u>5,55,91,696</u>	<u>8,00,90,180</u>
Expenses				
	Cost of material consumed	23	3,55,16,073	5,91,45,858
	Changes in Inventory	24	-	-
	Employee Benefits Expense	25	1,10,36,446	1,20,38,985
	Finance Cost	26	32,09,994	36,21,923
	Depreciation and Amortization Expense	3	4,56,572	5,78,253
	Other Expense	27	59,82,561	64,39,584
	Exchange rate difference	28	<u>13,93,970</u>	<u>69,408</u>
IV	Total Expenses		<u>5,75,95,616</u>	<u>8,18,94,011</u>
V	Profit for the Year		<u>(20,03,920)</u>	<u>(18,03,831)</u>
VII	Tax Expenses			
	Current Tax		-	-
	Prior Period Tax		2,340	(40,307)
	Deferred Tax		<u>72,000</u>	<u>(3,71,000)</u>
			<u>74,340</u>	<u>(4,11,307)</u>
VIII	Profit / (Loss) for the year		<u>(20,78,260)</u>	<u>(13,92,524)</u>
VI	Other Comprehensive Income			
	Other Comprehensive income from Associates.	29	<u>4,298</u>	<u>7,68,659</u>
	Profit / (Loss) before Tax		<u>(20,73,962)</u>	<u>(6,23,865)</u>
	Earning Per Equity Share of Face Value of 10/- each.		(10.37)	(3.12)
	Basic		(10.37)	(3.12)
	Diluted			
	Summary of Significant Accounting Policies	1&2		
	The accompanying notes form an integral part of the financial statements 30 to 39.			

As per our report of even date

For SABADRA & SABADRA,
Chartered Accountants,

Anant N. Sabadra,
Mem. No. **033683**
FRN: **108921W**
Place : Nashik
Date : 30th May 2019

For and on behalf of the Board

Bharti Sancheti Director
DIN - 06983828

Madhav Deshpande WTD & CFO
DIN - 00238917

Pratiksha Shah Company Secretary

Date : 30th May 2019

SINNAR BIDI UDYOG LIMITED.

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2019

Particulars	31.03.19 RUPEES	31.03.2018 RUPEES
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax and Extraordinary Items	(20,03,920)	(18,03,831)
ADJUSTMENTS FOR :		
Depreciation	4,56,572	5,78,253
(Gain) / Loss on Sales of Fixed Assets (Net)	-	(3,12,233)
Adjust. Relating to Earlier Year (Net) / Extraordinary Items	13,93,970	69,408
Interest Paid	32,09,994	36,21,923
Dividend on Investments	(8,638)	(4,996)
Operating Profit Before Working Capital Changes	30,47,978	21,48,524
ADJUSTMENTS FOR MOVEMENT IN WORKING CAPITAL		
Trade Payable	(37,83,479)	(93,321)
Employee Benefit Obligation	54,706	3,64,129
Short -Term Provisions	(40,125)	22,716
Other Current Liabilities	(2,95,110)	12,63,688
Trade Receivable	1,66,50,197	(85,03,877)
Other Current Assets	1,182	93,581
Inventories	63,59,355	(1,60,84,857)
Cash Generated from Operations	2,19,94,704	(2,07,89,417)
Direct Taxes Refund / (Paid) Net	-	(35,287)
Cash Flow Before Extra Ordinary Items	2,19,94,704	(2,08,24,704)
Net Cash from / (used in) Operating Activities (A)	2,19,94,704	(2,08,24,704)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and equipment	(12,595)	(1,46,900)
Sale of Property, plant and equipment	-	19,25,995
Balances not considered as Cash and Cash Equivalents - Placed (net)	-	-
Sale of Investments - Non Current	-	-
Dividend Received on Investments	8,638	4,996
Investment in FDR	-	-
Interest Received	-	-
Net Cash from / (used in) Investing Activities (B)	(3,957)	17,84,091
CASH FLOW FROM FINANCING ACTIVITIES :		
Interest Paid	(32,09,994)	(36,21,923)
Unclaimed Dividend Paid	-	-
Proceeds from Long-term Borrowing	(1,88,26,055)	2,01,16,105
Proceeds from Short-term Borrowing	-	24,00,000
Proceeds from Other Financial Assets	356	(15,441)
Net Cash from / (used in) Financing Activities (C)	(2,20,35,693)	1,88,78,741
Net Cash Inflow/ (Outflow) (A)+(B)+(C)	(44,945)	(1,61,872)
Cash and Cash Equivalents as at 01.04.2018 (Opening Balance)	(D) 1,04,294	2,66,166
Cash and Cash Equivalents as at 31.03.2019 (Closing Balance)	(E) 59,349	1,04,294
Net Increase / (Decrease) In Cash Cash Equivalents (E) - (D)	(44,945)	(1,61,872)

Note :

Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and
Summary of Significant Accounting Policies (Note 1&2)

The accompanying notes are an integral part of these financial statements - 30 to 39.

As per our report of even date
For SABADRA & SABADRA,
Chartered Accountants,
Anant N. Sabadra,
Mem. No. 033683
FRN:108921W
Place : Nashik
Date : 30th May 2019

For and on behalf of the Board
Bharti Sancheti Director
DIN - 06983828
Madhav Deshpande WTD & CFO
DIN - 00238917
Pratiksha Shah Company Secretary
Date : 30th May 2019

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

NOTE: 1

CORPORATE INFORMATION

Sinnar Bidi Udyog Ltd. ("the Company") is a company domiciled in India, with its registered office situated at Parakh Mahal, 2nd Floor, Room No.62, Plot No.8-9, Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai - 400 016. The Company has been incorporated under the provisions of Indian Companies Act and its equity shares are listed on the BSE Limited in India. The Company is primarily involved in Tobacco processing business.

NOTE 2:

SIGNIFICANT ACCOUNTING POLICIES

1) Statement of Compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IND AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016.

These financial statements have been prepared in accordance with IND AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

2) Use of Estimates

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized

3) Revenue Recognition

Revenue from the sale of products is recognized on transfer of all significant risks and rewards of ownership to the buyer which coincides with dispatch of products to customers.

Interest income is recognized on time proportion basis. Dividend income on investment is accounted for when right to receive is established.

4) Property Plant and Equipment

Items of property, plant, & equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost is inclusive of freight, duties, taxes or levies (net of recoverable taxes) and any directly attributable cost of bringing the assets to their working condition for intended use.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as " Capital work-in-progress".

Profit or Loss on disposal / scrapping / write off / retirement from active use of an item of property, plant and equipment is recognized in the statement of profit and loss.

Depreciation / Amortization

The company has assessed the useful lives of fixed assets as per Schedule II to the Companies Act, 2013. Accordingly, depreciation has been computed on useful lives based on technical evaluation of relevant class of assets including components thereof. Useful lives and residual values are reviewed annually. Depreciation is provided as per the straight-line method computed basis useful lives of fixed assets as follows:

Buildings	: 60 years
Plant & Machinery	: 10 years
Office Equipments	: 5 years
Furniture and fixtures	: 10 years
Vehicles	: 10 years
Information technology equipment	: 3 years

Freehold land is not depreciated, Leasehold land and related improvements are amortized over the period of the lease.

Intangible Assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licenses which are amortized over license period which equates the useful life ranging between 2-5 years on a straight-line basis.

5) Financial Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and Cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial Assets at Amortized Cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on

specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of equity investments not held for trading.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss

Financial Liabilities

Financial liabilities are measured at amortized cost using the effective interest method.

Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. equity instruments recognized by the Company are recognized at the proceeds received net off direct issue cost.

Investment in associates

Investment in associates are measured at cost less impairment.

6) Inventories

- a) Raw materials, packing material and consumables are carried at the lower of cost and net realizable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realizable value. Stores and spare parts are carried at lower of cost and net realizable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realizable value. Cost included direct material and labour cost and proportion of manufacturing overheads.
- b) Book Debts, Advances & Deposits
Balances considered irrecoverable are written-off and those considered doubtful are provided for.

7) Employee / Retirement Benefits

- I) Employee Benefit Plan

The company makes contributions to Provident Fund, Employee State Insurance, National Pension System etc. for eligible employees and these contributions are charged to statement of profit and loss on accrual basis.

Liability for defined benefit plans i.e. gratuity and unfounded pension is determined based on the actuarial valuation carried by an independent actuary as at the year-end. As these liabilities. are relatively long term in nature, the actuarial assumptions take in account the requirements of the relevant IND AS coupled with a long-term view of the underlying variables / trends, wherever required.

II) Defined Contribution Plan

Contributions to defined contribution plans are recognized as expense when employees have rendered services entitling them to such benefits.

III) Compensated Absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date.

8) Foreign Currency Transactions

Monetary items denominated in foreign currency as at the Balance Sheet date are converted at exchange rates prevailing on that date. Exchange differences are recognized in the Statement of Profit & Loss.

9) Borrowing Cost

Borrowing costs directly attributable to acquisition or construction of items of property, plant and equipment which take substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. All other borrowing costs are charged to the statement of profit and loss in the period in which they are incurred.

10) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the asset to the lessee. All other leases are classified as operating leases.

Payments made under operating leases are recognized as an expense in the statement of profit and loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, in which case the same is recognized as an expense in line with the contractual term.

11) Income Tax

Income tax expenses comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit and loss, except when it related to items recognized in the other comprehensive income or items recognized directly in the equity. In such cases, the income tax expense is also recognized in the other comprehensive income or directly in the equity as applicable.

Deferred taxes are recognized basis the balance sheet approach on temporary differences, being the difference between the carrying amount of assets and liabilities in the balance Sheet and its corresponding tax base, that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognized only to the extent it is probable that future taxable profits will be available against which such assets can be utilized.

12) Provision and Contingent Liabilities

Provisions for Contingencies/ Contingent liabilities are recognized / disclosed after evaluation of facts and legal aspects of the matter involved, in line with IND AS 37 on Provisions, Contingent Liabilities and Contingent Assets. Provisions are recognized when the Company has a present obligation (legal/constructive) and on management judgment as a result of a past event, for which it is probable that a cash outflow will be required, and a reliable estimate can be made of the amount of the obligation. As

the timing of outflow of resources is uncertain, being dependent upon the outcome of the future proceedings, these provisions are not discounted to their present value.

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

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

13) Impairment

(I) Financial Assets (Other than at fair value)

The Company assesses at each date of Balance sheet whether a financial asset or a group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(II) Non-Financial Assets

Tangible and Intangible Assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

14) Earning Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit 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, if any.

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

Note : 3

Property, plant and equipment

(Amount in Rs.)

	GROSS BLOCK				DEPRECIATION			NET BLOCK		
	As at 1.4.2018	Additions During The Year	Deductions & Transfers During The Year	As at 31.03.19	As at 1.4.2018	For the Year	Written Back	Total up to 31.03.19	As at 31.03.19	As at 31.03.2018
Freehold Land	1,99,859			1,99,859	-		-	-	1,99,859	1,99,859
Buildings	70,50,792			70,50,792	40,44,485	1,56,580	-	42,01,065	28,49,727	30,06,307
Plant And Machinery	34,60,015			34,60,015	22,79,734	2,18,629	-	24,98,363	9,61,652	11,80,281
Electric Installation	7,77,992			7,77,992	7,00,924	11,569	-	7,12,493	65,499	77,068
Furniture & Fixture	13,59,179			13,59,179	13,25,035	5,618	-	13,30,653	28,526	34,144
Office & Other Equipments	39,88,114	12,595		40,00,709	38,39,674	44,015	-	38,83,689	1,17,020	1,48,440
Computers & Dataprocessing Eqp	49,400			49,400	48,490	-	-	48,490	910	910
Vehicles	1,13,092			1,13,092	35,207	20,161	-	55,368	57,724	77,885
Total	1,69,98,443	12,595	-	1,70,11,038	1,22,73,549	4,56,572	-	1,27,30,121	42,80,917	47,24,894
Previous Year	2,05,77,618	1,46,900	37,26,075	1,69,98,443	1,38,07,609	5,78,253	21,12,313	1,22,73,549	47,24,894	67,70,009

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

Particulars			31.03.2019			31.03.2018
			RUPEES			RUPEES
Financial Assets						
Note : 4 Investment (In Shares)						
A) Fully Paid-up Equity Shares in Companies						
Company	Numbers		Face Value			
	31-03-2019	31-03-2018	31-03-2019	31-03-2018		
i) Quoted Shares						
Britannia Industries Ltd.	100	50	1	2	6,700	6,700
Castrol India Ltd.	8	8	5	5	240	240
Dabur India Ltd.	600	600	1	1	6,500	6,500
Procter & Gamble Health Limited (Previously known as Merck (India) Ltd.)	10	10	10	10	4,700	4,700
Hindustan Unilever Ltd.	100	100	1	1	21,500	21,500
Novartis India Ltd.	10	10	5	5	3,250	3,250
					42,890	42,890
ii) Unquoted Shares						
Rasbhari Enterprises Ltd.	88496	88496	10	10	27,16,972	27,16,972
STS Exports Ltd.	490	490	100	100	49,245	49,245
Syngenta India Ltd.	100	100	5	5	7,500	7,500
					27,73,717	27,73,717
iii) Unquoted Shares in Associate Company						
Yogi Ayurvedic Product Pvt. Ltd.					-	-
Less : Prov. for Dimunation in value of Investment					-	-
					-	-
Vidarbha Bidi Ltd.	39590	39590	10	10	4,68,419	4,68,419
Less : Prov. for Dimunation in value of Investment					4,68,419	4,68,419
					-	-
Tip Top Health Zone Pvt Ltd.	3650	3650	100	100	29,66,681	29,62,383
					29,66,681	29,62,383
B) Others Unquoted						
Ordinary Shares in National Saving Certificates #		-	-	-	11,000	11,000
					11,000	11,000
					57,94,288	57,89,990

NOTES

Quoted Investemnt (Market value)	7,69,332	6,01,173
Unquoted Investemnt (Cost)	57,40,398	57,36,100

Security Lodged with Sales Tax / Excise Authorities

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note 5 : Other Financial Assets		
Security Deposits	6,60,778	6,60,778
Deposit with Government Authorities	16,611	18,234
Interest Accrued	14,258	12,991
	<u>6,91,647</u>	<u>6,92,003</u>
Note : 6 Deferred Tax Asset (Net)		
Deferred Tax Liabilities		
Property, Plant and equipment	(5,95,000)	(6,45,000)
	<u>(5,95,000)</u>	<u>(6,45,000)</u>
Deferred Tax Assets		
Provision for Employee Benefits	21,000	4,42,000
Provision for Escrow Fund	17,66,000	14,67,000
	<u>17,87,000</u>	<u>19,09,000</u>
Net Deferred Tax Asset	<u>11,92,000</u>	<u>12,64,000</u>
Note : 7 Inventories (At lower of cost or net realisable value)		
Raw Material	6,65,57,579	7,36,14,132
Traded Goods / Other Stock	6,97,200	-
	<u>6,72,54,779</u>	<u>7,36,14,132</u>
Note : 8 Trade Receivables		
Unsecured considered good unless otherwise stated		
Due within Six Months	2,11,81,412	3,78,31,609
	<u>2,11,81,412</u>	<u>3,78,31,609</u>
Note : 9 Cash And Bank Balances		
a. Cash on Hand	28,486	38,485
b. With Scheduled Banks :		
In Current Accounts	30,863	65,809
	<u>59,349</u>	<u>1,04,294</u>
Note : 10 Current Tax Asset (Net)		
Advance Income Tax (Net)	3,32,747	3,35,087
	<u>3,32,747</u>	<u>3,35,087</u>
Note : 11 Other Current Assets		
(Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or kind or for value to be received		
Prepaid Expenses	2,08,187	2,09,369
	<u>2,08,187</u>	<u>2,09,369</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note 12 : Share Capital		
Authorized 2,00,000 Equity Shares of Rs.10/- each	20,00,000	20,00,000
Issued, Subscribed and Paid-up 2,00,000 Equity Shares of of Rs.10/- each fully paid	20,00,000	20,00,000
	<u>20,00,000</u>	<u>20,00,000</u>

Notes:

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

	31.03.2019		31.03.2018	
	Number of shares	Amount Rs.	Number of shares	Amount Rs.
At the beginning of the period	2,00,000	20,00,000	2,00,000	20,00,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	<u>2,00,000</u>	<u>20,00,000</u>	<u>2,00,000</u>	<u>20,00,000</u>

b) Terms / right attached to equity shares

There are no special right attached to equity shares other than those specified under provisions of various Acts.

c) Details of shareholders holding more than 5% shares in the company

	31.03.2019		31.03.2018	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Equity shares of Rs.10/- each fully paid				
Rasbihari Enterprises Ltd.	58,400	29.20%	58,400	29.20%
Shri.Kisanlal Bastiramji Sarda	52,710	26.36%	52,710	26.36%
Sou.Kiran Kisanlal Sarda	18,170	9.09%	18,170	9.09%
Shri.Shrirang Kisanlal Sarda	13,720	6.86%	13,720	6.86%

Note 13 : Other Equity

General Reserve	2,02,01,000	2,02,01,000
Retained Earning	2,38,44,905	2,44,68,770
Add : Profit / (Loss) for the year	<u>(20,73,962)</u>	<u>(6,23,865)</u>
	2,17,70,943	2,38,44,905
	<u>4,19,71,943</u>	<u>4,40,45,905</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note 14 : Long Term Borrowings		
Asset Based Lending (From State Bank of India)	81,91,363	2,70,17,418
a. Secured by hypothecation of all current assets of the company both present and future		
b. The above credit facility is further secured by equitable mortgage of certain fixed assets.		
c. The above credit facility is secured by personal guarantee of Shri K B Sarda.		
	<u>81,91,363</u>	<u>2,70,17,418</u>
Note : 15 Long Term Provisions		
Paid Leave Payable	4,15,145	3,68,967
Escrow Fund Provision (Please refer Note : 28)	2,33,62,735	2,19,68,765
	<u>2,37,77,880</u>	<u>2,23,37,732</u>
Note : 16 Short Term Borrowings		
Asset Based Lending (From State Bank of India)	84,00,000	84,00,000
a. Secured by hypothecation of all current assets of the company both present and future		
b. The above credit facility is further secured by equitable mortgage of certain fixed assets.		
c. The above credit facility is secured by personal guarantee of Shri K B Sarda.		
	<u>84,00,000</u>	<u>84,00,000</u>
Note : 17 Trade Payable		
Trade Payable		
- Due to Micro Enterprises and Small Enterprises	-	-
- Due to Others (Net)	1,35,49,480	1,73,32,959
	<u>1,35,49,480</u>	<u>1,73,32,959</u>
<p>Note : The company has not received any intimation from its suppliers regarding their status under the Micro Small and Medium Enterprises Development Act , 2006 and hence disclosures , if any , relating to amounts unpaid as at the year end as required under the said act have not been furnished.</p>		
Note : 18 Employee Benefit Obligation		
Salary Payable	47978	76537
Bonus Payable	620962	645312
Paid Leave Payable	37999	35900
Gratuity Payable	169487	1,10,149
	<u>8,76,426</u>	<u>8,67,898</u>
Note : 19 Short Term Provisions		
Other Provisions	3,72,486	4,12,611
	<u>3,72,486</u>	<u>4,12,611</u>
Note : 20 Other Current Liabilities		
Other Payable	18,55,745	21,42,278
Advances Received From Customers	-	8,577
	<u>18,55,745</u>	<u>21,50,855</u>
	<u>18,55,745</u>	<u>21,50,855</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note : 21 Revenue from Operations		
A) Revenue from Operations (Gross)		
Sales of Tobacco	5,40,41,581	7,73,06,811
Sales of By-Products	10,38,660	9,04,752
	<u>5,50,80,241</u>	<u>7,82,11,563</u>
B) Other Operating Revenue (Processing Charges)		
Storage Charges	9,022	3,710
	<u>5,55,35,722</u>	<u>7,97,42,178</u>
Note : 22 Other Income		
Dividend Received on Shares / Mutual Funds	8,638	4,996
Interest Received	1,267	1,177
Profit on Sale of Assets	-	3,12,233
Sundry Receipts	35,162	29,339
Dr Cr Balance Written Off	10,907	257
	<u>55,974</u>	<u>3,48,002</u>
Note : 23 Cost of Material Consumed		
A) Raw Material		
Opening Stock	7,36,14,132	5,72,84,915
Add : Purchases	2,84,59,520	7,52,30,715
	<u>10,20,73,652</u>	<u>13,25,15,630</u>
Less : Closing Stock	6,65,57,579	7,36,14,132
	<u>3,55,16,073</u>	<u>5,89,01,498</u>
B) Packing Materials and Stores Consumed		
Opening Stock	-	2,44,360
Add : Purchases	6,97,200	-
	<u>6,97,200</u>	<u>2,44,360</u>
Less : Closing Stock	6,97,200	-
	<u>-</u>	<u>2,44,360</u>
(A+B)	<u>3,55,16,073</u>	<u>5,91,45,858</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note : 24 Changes in Inventory		
Opening Stock	-	-
- Finished Goods / Traded Goods	-	-
Closing Stock	-	-
- Finished Goods / Traded Goods	-	-
Note : 25 Employee Benefit Expenses		
Salaries, Wages, Bonus, Gratuity and Ex-gratia	97,47,034	1,07,50,935
Contribution to Provident Fund and Other Funds	11,98,896	10,78,562
Welfare Expenses	90,516	2,09,488
	1,10,36,446	1,20,38,985
Note : 26 Finance Cost		
Interest on Working Capital	32,09,746	36,21,890
Interest Other	248	33
	32,09,994	36,21,923
Note : 27 Other Expenses		
Rent	8,72,400	5,08,800
Rates and Taxes	2,49,790	2,64,630
Insurance	3,27,475	4,18,997
Repairs and Maintenance	8,11,325	2,58,672
Transport, Coolie And Cartages	13,03,213	17,73,719
Travelling and Conveyance	1,53,534	3,38,254
Electricity Charges	5,75,679	6,83,453
Legal and Professional	5,59,851	5,27,316
Printing and Stationery	49,893	56,514
Postage and Telephone Expenses	49,884	61,950
Office Expenses	2,71,469	2,92,750
Prior Period Adjustment	0	3,42,757
Bank Commission	4,522	32,977
Welfare Expenses (Farmer)	2,66,500	4,01,953
Other Expenses	3,53,764	3,13,088
(Including Filing Fees, Listing Fee, Membership & Subscription, Factory Exp, etc.)		
Vehicle Expences	60,567	78,315
Miscellaneous Expenses	72,695	85,439
	59,82,561	64,39,584

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note : 28 Exchange rate difference		
Exchange Loss / (Gain) on restatement of Escrow Fund	13,93,970	69,408
Demand Liability	<u>13,93,970</u>	<u>69,408</u>

Note:-

In past the company used to manufacture and sell 'Bidis'

The Bidi's manufactured by the company were sold to Traders / Exporters, who used to export them to various countries. Bidi's sold to some such Traders / Exporters were exported by them to USA.

As per the prevailing law in USA, the responsibility of depositing the amount in Escrow Deposit Fund (On account of sales of tobacco products in that country) was of the manufacturer of tobacco products.

Accordingly, on the basis of demand raised against the company for non-fulfillment of this requirement - a sum of Rs.233.63 Lacs is provided for in the books of the company upto 31st March 2019. (31st March 2018 - Rs 219.69 Lacs) (Refer Note No.5)

During the current year no any fresh demand was made against the company. The current year figure of appearing in Statement of Profit and Loss Rs.13.94 Lacs represents foreign exchange loss on restatement of outstanding liability of escrow fund demand provision already made in earlier years (Previous year : Loss Rs.0.69 Lacs)

Note : 29 Other Comprehensive Income

Share of Profit From Associates (TTHZPL)	4,298	7,68,659
	<u>4,298</u>	<u>7,68,659</u>

NOTE 30: Contingent Liabilities

Claims against the company not acknowledged as debts :

a) Escrow Fund Matter	25,31,528	23,80,481
b) Labour / ESIC Matters	8,13,514	8,13,514

No interest is calculated on the above contingent liabilities for want of information.

<u>33,45,042</u>	<u>31,93,995</u>
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In the opinion of the management, no provision is required against contingent liabilities stated above.

NOTE 31: Employee Benefit Plans

A) The company has established a separate Gratuity Fund Trust to take care of the Gratuity Liability of its employees. It is informed that against the accrued gratuity liability as on 31st March, 2019 ascertained by the company of Rs. 19,06,703/- (Previous year Rs.18,55,459/-) the Gratuity Fund Trust has investments to the tune of Rs 17,37,216/- (Previous year Rs 17,45,310/-) The shortfall of Rs 1,69,487/- (Previous year Rs.1,10,149/-) has been provided for in the accounts of the current year.

B) Looking at the small number of employees as on 31st March 2018, the management is of the opinion that, the liability provided for in the books / funds available with the Gratuity Fund Trust are sufficient to cover these obligations.

The Following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements

	31.03.2019 RUPEES	31.03.2018 RUPEES
Changes in benefit obligation		
Benefit obligations, beginning of the year	1855459	1262764
Plans assumed on acquisitions		
Service cost	312616	220920
Interest cost	146210	94834
Remeasurement of the net defined benefit liability		
Past service cost / (credit)		
Actuarial (Gains) / Losses on Obligation - due to change in financial assumptions	41910	(55231)
Actuarial (Gains) / Losses on Obligation - due to experience	(236309)	423867
Benefit paid	(213183)	(91695)
Benefit obligations, end of the year	<u>1906703</u>	<u>1855459</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019 RUPEES	2017-2018 RUPEES
Changes in plan assets		
Fair value of plan assets, beginning of the year	1745310	1354063
Plans assumed on acquisitions		
Interest income	94940	140937
Employer's contributions	110149	342005
Benefit paid	(213183)	(91695)
Remesurement - return on plan assets excluding amount included in interest income		
Fair value of plan assets, end of the year	1737216	1745310

	2018-2019 RUPEES	2017-2018 RUPEES
Funded Status		
Deficit of plan assets over obligations	(169487)	(110149)
Surplus of plan assets over obligations	(169487)	(110149)

	2018-2019 RUPEES	2017-2018 RUPEES
Category of assets		
Bank balances	1737216	1745310
	1737216	1745310

Net periodic gratuity cost, included in employee cost consist of the following components :

	2018-2019 RUPEES	2017-2018 RUPEES
Service cost	312616	220920
Net interest on net defined benefit (asset) / liability	146210	94834
Past service cost / (credit)		
Net periodic gratuity cost	458826	315754
Actual return on plan assets	94940	140937

Remesurement of the net defined benefit liability / (asset)

	2018-2019 RUPEES	2017-2018 RUPEES
Actuarial (gains) and losses arising from changes in demographic assumptions		
Actuarial (gains) and losses arising from changes in financial assumptions	41,910	(55,231)
Actuarial (gains) and losses arising from changes in experience adjustments	(2,36,309)	4,23,867
Remesurement of the net defined benefit liability		
Total	(1,94,399)	3,68,636

The assumptions used in accounting for the defined benefit plan are set out below :

	2018-2019 RUPEES	2017-2018 RUPEES
Discount Rate	7.54%	7.88%
Rate of increase in compensation levels of covered employees	5.00%	5.00%
Rate of return on plan assets		
Weighted average duration of defined benefit obligations	8	9

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST
MARCH 2019.

Note 32 : Tax Expenses

a) Deferred Tax

	Opening balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Property, plant and equipment	(645000)	(50000)	-	(595000)
Employee Benefit	332000	311000	-	21000
Other	1577000	(189000)	-	1766000
	1264000	72000	-	1192000

b) Current Tax

	2018-2019 RUPEES	2017-2018 RUPEES
Current tax	-	-
Prior period tax	2340	(40307)
Deferred tax	72000	(371000)
	74340	(411307)

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019 RUPEES	2017-2018 RUPEES
Note 33 : Auditors Remuneration		
Auditor remuneration and expense in respect of :		
Statutory audit	75000	75000
Tax Audit	25000	25000
Certification / others	18,000	64,980
Note 34 : Earning Per Share (EPS)		
Profit/(Loss) attributable to Equity Shareholders (A)	(2073962)	(623865)
Basic / Weighted average nos. of Equity shares outstanding during the year (B)	2,00,000	2,00,000
Nominal Value of Equity Shares	10	10
Basic & Diluted Earning per share (A/B)	(10.37)	(3.12)
Note 35 : Payment provided for or made during the year to Directors :		
Salary to Whole Time Director & CFO	25,95,537	23,79,768
Note 36 : Segment Reporting:		
a) Primary Segment :		
The company considers Tobacco and Tobacco Products and Bidi leaves as one business segment		
b) Secondary Segment : NIL		
i) Sales :-		
Within India	5,55,35,722	7,97,42,178
Outside India	Nil	Nil
ii) All Assets and Liabilities of the company are within India except for :-		
Long Term Provisions (Escrow Fund Liability)	2,33,62,735	2,19,68,765
Note 37 : Value Imported and Indigenous Material Consumed.		
Raw Materials Consumed		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	3,55,16,073	5,89,01,498
Percentage	100%	100%
Purchase of Stock- in-Trade		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	Nil	Nil
Percentage	Nil	Nil
Note 38 : Earning and Expenditure in Foreign Currency	Nil	Nil

SINNAR BIDI UDYOG LIMITED.

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019	2017-2018
	RUPEES	RUPEES

Note 39 : Related Party Disclosures

RELATED PARTIES WITH WHOM THE COMPANY HAD TRANSACTIONS, ETC

(i) Associates / Entities in which Promoters are able to exercise significant influence :

1. Rasbihari Enterprises Ltd.
2. Vidarbha Bidi Ltd.
3. Yogi Ayurvedic Products Pvt Ltd.
4. Tip Top Health Zone Pvt.Ltd.
5. STS Exports Ltd.
6. M/s. S.K. Sarda.
7. Sungrowth Manpower Services Pvt Ltd.
8. City Centre Mall Nashik Pvt. Ltd.
9. Sarda Milk & Agro Produce Pvt. Ltd.
10. Sarda Fresh Fruits Pvt. Ltd.
11. Rasbihari Properties Pvt. Ltd.
12. Nashik Natural Products Pvt. Ltd.
13. S.K.Sarda Developers Pvt. Ltd.
14. Sungrace Traders LLP

(ii) Relatives / Members of Promoter Group :

1. Shri K B Sarda.
2. Sau K.K.Sarda.
3. Shri S K Sarda .

(iii) Key Management Personnel :

Shri.Madhav Deshpande - Whole Time Director & CFO
 Shri Bhausahab Pawar - Director
 Shri.Laxminarayan Karwa - Director
 Miss. Bharti Sancheti - Director
 Shri.S.S.Ladda Company Secretary

Sr No. Nature of Transaction (Excluding reimbursement) :	(Rs.)	(Rs.)
1. Income / Receipts	-	-
2. Expenditure / Payments		
Salary Expenses (Including Employer PF Contribution)		
Shri.M.D.Deshpande	28,84,008	26,16,936
Other Expenses		
Rasbihari Enterprises Ltd.	4,22,400	4,22,400
Shri. Shrirang Kisanlal Sarda	450000	-
3. Closing Balances		
Assets	-	-
Investments		
Rasbihari Enterprises Ltd.	27,16,972	27,16,972
Vidarbha Bidi Ltd.	4,68,419	4,68,419
Yogi Aurvedic Products Pvt.Ltd.	-	-
Tip Top Health Zone Pvt.Ltd.	29,66,681	29,62,383
STS Exports Ltd.	49,245	49,245
Security Deposit		
Rasbihari Enterprises Ltd.	2,85,000	2,85,000
Liabilities	-	-
Rasbihari Enterprises Ltd.	-	-

11. Figures for the previous year have been regrouped wherever considered practicable and necessary.

SINNAR BIDI UDYOG LIMITED.

INDEPENDENT AUDITOR'S REPORT

To the Members of **SINNAR BIDI UDYOG LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of **SINNAR BIDI UDYOG LIMITED** (“the Company”), which comprise the balance sheet as at 31st March 2019, and the consolidated statement of profit and loss, and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of 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 consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 Consolidated Financial Statements

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

In preparing the consolidated financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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.
- (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

SINNAR BIDI UDYOG LIMITED.

- 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 Companies Act, 2013, we are also responsible for expressing 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone 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 standalone 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 of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that :
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

SINNAR BIDI UDYOG LIMITED.

- (c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss, and the consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its financial position
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For SABADRA & SABADRA

Chartered Accountants

Anant N. Sabadra,

(Registration No.33683)

FRN : 108921W.

Place : Nashik

Date :-30th May 2019

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)
Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of SINNAR BIDI UDYOG LIMITED ('the Company')**

- i In respect of the Company's fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The fixed assets were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.
- ii As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii As informed to us the Company has not granted loans, unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. The terms and conditions of grant of such loans are not prejudicial to the interest of the Company. There is no schedule of repayment of the loan granted and the account is regular and it is not overdue. The payment of interest is regular.
- iv As explained to us, Company has not granted any loan, investments, guarantees and security during the year ended as at 31st March 2019.
- v The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable
- vi As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii According to the information and explanations given to us, in respect of statutory dues:
 - a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.

SINNAR BIDI UDYOG LIMITED.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institutions. The Company has not issued any debentures.
- ix The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable.
- x To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and 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 Act.
- xii The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv During the year, the Company has not made preferential allotment or private placement of shares and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- xv In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
- xvi In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For SABADRA & SABADRA
Chartered Accountants

Anant N. Sabadra,
(Registration No.33683)
FRN : 108921W.

Place : Nashik
Date :-30th May 2019

**“Annexure B” to the Independent Auditor's Report of even date on
the consolidated Financial Statements of SINNAR BIDI UDYOG LIMITED**

**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 consolidated financial reporting of SINNAR BIDI UDYOG LIMITED (“the Company”) as of March 31, 2019 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over consolidated 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 the accounting records and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

Meaning of Internal Financial Controls Over consolidated Financial Reporting

A company's internal financial control over consolidated financial reporting is a process designed to provide reasonable assurance regarding the reliability of consolidated financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over consolidated 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 consolidated financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over consolidated Financial Reporting

Because of the inherent limitations of internal financial controls over consolidated 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 consolidated financial reporting to future periods are subject to the risk that the internal financial control over consolidated 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 consolidated financial reporting and such internal financial controls over consolidated financial reporting were operating effectively as at March 31, 2019, based on the internal control over consolidated 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 consolidated Financial Reporting issued by the Institute of Chartered Accountants of India.

For SABADRA & SABADRA
Chartered Accountants

Anant N. Sabadra,
(Registration No.33683)
FRN : 108921W.

Place : Nashik

Date :-30th May 2019

SINNAR BIDI UDYOG LIMITED.

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2019.

Particulars	Note No	31.03.2019 RUPEES	31.03.2018 RUPEES
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	3	42,80,917	47,24,894
Intangible assets	3	-	-
Financial Assets			
Investments	4	57,94,288	57,89,990
Other Financial Assets	5	6,91,647	6,92,003
Deferred Tax Asset (Net)	6	<u>11,92,000</u>	<u>12,64,000</u>
		<u>1,19,58,852</u>	<u>1,24,70,887</u>
CURRENT ASSETS			
Inventories	7	6,72,54,779	7,36,14,132
Financial Assets			
Trade Receivable	8	2,11,81,412	3,78,31,609
Cash and Bank Balances	9	59,349	1,04,294
Current Tax Asset (Net)	10	3,32,747	3,35,087
Other Current Assets	11	<u>2,08,187</u>	<u>2,09,369</u>
		<u>8,90,36,474</u>	<u>11,20,94,491</u>
Total		<u>10,09,95,326</u>	<u>12,45,65,378</u>
EQUITY AND LIABILITIES			
EQUITY			
Share Capital	12	20,00,000	20,00,000
Other Equity	13	<u>4,19,71,943</u>	<u>4,40,45,905</u>
		<u>4,39,71,943</u>	<u>4,60,45,905</u>
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial Liabilities			
Long -Term Borrowings	14	81,91,363	2,70,17,418
Provisions	15	<u>2,37,77,880</u>	<u>2,23,37,732</u>
		<u>3,19,69,243</u>	<u>4,93,55,150</u>
CURRENT LIABILITIES			
Financial Liabilities			
Short-Term Borrowings	16	84,00,000	84,00,000
Trade Payable	17	1,35,49,480	1,73,32,959
Employee Benefit Obligation	18	8,76,426	8,67,898
Provisions	19	3,72,489	4,12,611
Other Current Liabilities	20	<u>18,55,745</u>	<u>21,50,855</u>
		<u>2,50,54,140</u>	<u>2,91,64,323</u>
Total		<u>10,09,95,326</u>	<u>12,45,65,378</u>
Summary of Significant Accounting Policies	1&2		
The accompanying notes form an integral part of the financial statements 30 to 39			
As per our report of even date		For and on behalf of the Board	
For SABADRA & SABADRA, Chartered Accountants,		Bharti Sancheti Director	
		DIN - 06983828	
		Madhav Deshpande WTD & CFO	
		DIN - 00238917	
Anant N. Sabadra, Mem. No.033683 FRN:108921W Place : Nashik Date : 30th May 2019		Pratiksha Shah Company Secretary	
		Date: 30thMay 2019	

SINNAR BIDI UDYOG LIMITED.

STATEMENT OF CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2019

	Particulars	Refer Note No.	31.03.2019 RUPEES	31.03.2018 RUPEES
Income				
I	Revenue from Operations	21	5,55,35,722	7,97,42,178
II	Other Income	22	55,974	3,48,002
III	Total Revenue (I)		<u>5,55,91,696</u>	<u>8,00,90,180</u>
Expenses				
	Cost of material consumed	23	3,55,16,073	5,91,45,858
	Changes in Inventory	24	-	-
	Employee Benefits Expense	25	1,10,36,446	1,20,38,985
	Finance Cost	26	32,09,994	36,21,923
	Depreciation and Amortization Expense	3	4,56,572	5,78,253
	Other Expense	27	59,82,561	64,39,584
	Exchange rate difference	28	13,93,970	69,408
IV	Total Expenses		<u>5,75,95,616</u>	<u>8,18,94,011</u>
V	Profit for the Year		<u>(20,03,920)</u>	<u>(18,03,831)</u>
VII	Tax Expenses			
	Current Tax		-	-
	Prior Period Tax		2,340	(40,307)
	Deferred Tax		72,000	(3,71,000)
			<u>74,340</u>	<u>(4,11,307)</u>
VIII	Profit / (Loss) for the year		<u>(20,78,260)</u>	<u>(13,92,524)</u>
VI	Other Comprehensive Income			
	Other Comprehensive income from Associates.	29	4,298	7,68,659
	Profit / (Loss) before Tax		<u>(20,73,962)</u>	<u>(6,23,865)</u>
	Earning Per Equity Share of Face Value of 10/- each.		(10.37)	(3.12)
	Basic		(10.37)	(3.12)
	Diluted			
	Summary of Significant Accounting Policies	1&2		
	The accompanying notes form an integral part of the financial statements 30 to 39.			

As per our report of even date

For and on behalf of the Board

For SABADRA & SABADRA,
Chartered Accountants,

Bharti Sancheti Director
DIN - 06983828

Anant N. Sabadra,
Mem. No. **033683**
FRN: **108921W**
Place : Nashik
Date : 30th May 2019

Madhav Deshpande WTD & CFO
DIN - 00238917

Pratiksha Shah Company Secretary

Date : 30th May 2019

SINNAR BIDI UDYOG LIMITED.

CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2019

Particulars	31.03.19 RUPEES	31.03.2018 RUPEES
CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit Before Tax and Extraordinary Items	(20,03,920)	(18,03,831)
ADJUSTMENTS FOR :		
Depreciation	4,56,572	5,78,253
(Gain) / Loss on Sales of Fixed Assets (Net)	-	(3,12,233)
Adjust. Relating to Earlier Year (Net) / Extraordinary Items	13,93,970	69,408
Interest Paid	32,09,994	36,21,923
Dividend on Investments	(8,638)	(4,996)
Operating Profit Before Working Capital Changes	30,47,978	21,48,524
ADJUSTMENTS FOR MOVEMENT IN WORKING CAPITAL		
Trade Payable	(37,83,479)	(93,321)
Employee Benefit Obligation	54,706	3,64,129
Short -Term Provisions	(40,125)	22,716
Other Current Liabilities	(2,95,110)	12,63,688
Trade Receivable	1,66,50,197	(85,03,877)
Other Current Assets	1,182	93,581
Inventories	63,59,355	(1,60,84,857)
Cash Generated from Operations	2,19,94,704	(2,07,89,417)
Direct Taxes Refund / (Paid) Net	-	(35,287)
Cash Flow Before Extra Ordinary Items	2,19,94,704	(2,08,24,704)
Net Cash from / (used in) Operating Activities (A)	2,19,94,704	(2,08,24,704)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and equipment	(12,595)	(1,46,900)
Sale of Property, plant and equipment	-	19,25,995
Balances not considered as Cash and Cash Equivalents - Placed (net)	-	-
Sale of Investments - Non Current	-	-
Dividend Received on Investments	8,638	4,996
Investment in FDR	-	-
Interest Received	-	-
Net Cash from / (used in) Investing Activities (B)	(3,957)	17,84,091
CASH FLOW FROM FINANCING ACTIVITIES :		
Interest Paid	(32,09,994)	(36,21,923)
Unclaimed Dividend Paid	-	-
Proceeds from Long-term Borrowing	(1,88,26,055)	2,01,16,105
Proceeds from Short-term Borrowing	-	24,00,000
Proceeds from Other Financial Assets	356	(15,441)
Net Cash from / (used in) Financing Activities (C)	(2,20,35,693)	1,88,78,741
Net Cash Inflow/ (Outflow) (A)+(B)+(C)	(44,945)	(1,61,872)
Cash and Cash Equivalents as at 01.04.2018 (Opening Balance)	(D) 1,04,294	2,66,166
Cash and Cash Equivalents as at 31.03.2019 (Closing Balance)	(E) 59,349	1,04,294
Net Increase / (Decrease) In Cash Cash Equivalents	(E) - (D) (44,945)	(1,61,872)

Note :

Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and Summary of Significant Accounting Policies (Note 1&2)

The accompanying notes are an integral part of these financial statements - 30 to 39.

As per our report of even date
For SABADRA & SABADRA,
Chartered Accountants,
Anant N. Sabadra,
Mem. No. 033683
FRN:108921W
Place : Nashik
Date : 30th May 2019

For and on behalf of the Board
Bharti Sancheti Director
DIN - 06983828
Madhav Deshpande WTD & CFO
DIN - 00238917
Pratiksha Shah Company Secretary
Date : 30th May 2019

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

NOTE: 1

CORPORATE INFORMATION

Sinnar Bidi Udyog Ltd. ("the Company") is a company domiciled in India, with its registered office situated at Parakh Mahal, 2nd Floor, Room No.62, Plot No.8-9, Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai - 400 016. The Company has been incorporated under the provisions of Indian Companies Act and its equity shares are listed on the BSE Limited in India. The Company is primarily involved in Tobacco processing business.

NOTE 2:

SIGNIFICANT ACCOUNTING POLICIES

1) Statement of Compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IND AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016.

These financial statements have been prepared in accordance with IND AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

2) Use of Estimates

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized

3) Revenue Recognition

Revenue from the sale of products is recognized on transfer of all significant risks and rewards of ownership to the buyer which coincides with dispatch of products to customers.

Interest income is recognized on time proportion basis. Dividend income on investment is accounted for when right to receive is established.

4) Property Plant and Equipment

Items of property, plant, & equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost is inclusive of freight, duties, taxes or levies (net of recoverable taxes) and any directly attributable cost of bringing the assets to their working condition for intended use.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

Profit or Loss on disposal / scrapping / write off / retirement from active use of an item of property, plant and equipment is recognized in the statement of profit and loss.

Depreciation / Amortization

The company has assessed the useful lives of fixed assets as per Schedule II to the Companies Act, 2013. Accordingly, depreciation has been computed on useful lives based on technical evaluation of relevant class of assets including components thereof. Useful lives and residual values are reviewed annually. Depreciation is provided as per the straight-line method computed basis useful lives of fixed assets as follows:

Buildings	: 60 years
Plant & Machinery	: 10 years
Office Equipments	: 5 years
Furniture and fixtures	: 10 years
Vehicles	: 10 years
Information technology equipment:	3 years

Freehold land is not depreciated, Leasehold land and related improvements are amortized over the period of the lease.

Intangible Assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licenses which are amortized over license period which equates the useful life ranging between 2-5 years on a straight-line basis.

5) Financial Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

Cash and Cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial Assets at Amortized Cost

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of equity investments not held for trading.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss

Financial Liabilities

Financial liabilities are measured at amortized cost using the effective interest method.

Equity Instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. equity instruments recognized by the Company are recognized at the proceeds received net off direct issue cost.

Investment in associates

Investment in associates are measured at cost less impairment.

6) Inventories

- a) Raw materials, packing material and consumables are carried at the lower of cost and net realizable value. Cost is determined on a weighted average basis. Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realizable value. Stores and spare parts are carried at lower of cost and net realizable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realizable value. Cost included direct material and labour cost and proportion of manufacturing overheads.
- b) Book Debts, Advances & Deposits
Balances considered irrecoverable are written-off and those considered doubtful are provided for.

7) Employee / Retirement Benefits

- I) Employee Benefit Plan

The company makes contributions to Provident Fund, Employee State Insurance, National Pension System etc. for eligible employees and these contributions are charged to statement of profit and loss on accrual basis.

Liability for defined benefit plans i.e. gratuity and unfounded pension is determined based on the actuarial valuation carried by an independent actuary as at the year-end. As these liabilities. are relatively long term in nature, the actuarial assumptions take in account the requirements of the relevant IND AS

coupled with a long-term view of the underlying variables / trends, wherever required.

II) Defined Contribution Plan

Contributions to defined contribution plans are recognized as expense when employees have rendered services entitling them to such benefits.

III) Compensated Absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date.

8) Foreign Currency Transactions

Monetary items denominated in foreign currency as at the Balance Sheet date are converted at exchange rates prevailing on that date. Exchange differences are recognized in the Statement of Profit & Loss.

9) Borrowing Cost

Borrowing costs directly attributable to acquisition or construction of items of property, plant and equipment which take substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. All other borrowing costs are charged to the statement of profit and loss in the period in which they are incurred.

10) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the asset to the lessee. All other leases are classified as operating leases.

Payments made under operating leases are recognized as an expense in the statement of profit and loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, in which case the same is recognized as an expense in line with the contractual term.

11) Income Tax

Income tax expenses comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit and loss, except when it related to items recognized in the other comprehensive income or items recognized directly in the equity. In such cases, the income tax expense is also recognized in the other comprehensive income or directly in the equity as applicable.

Deferred taxes are recognized basis the balance sheet approach on temporary differences, being the difference between the carrying amount of assets and liabilities in the balance Sheet and its corresponding tax base, that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognized only to the extent it is probable that future taxable profits will be available against which such assets can be utilized.

12) Provision and Contingent Liabilities

Provisions for Contingencies/ Contingent liabilities are recognized / disclosed after evaluation of facts and legal aspects of the matter involved, in line with IND AS 37 on Provisions, Contingent Liabilities and Contingent Assets. Provisions are recognized when the Company has a present obligation (legal/constructive) and on management judgment as a result of a past event, for which it is probable that

a cash outflow will be required, and a reliable estimate can be made of the amount of the obligation. As the timing of outflow of resources is uncertain, being dependent upon the outcome of the future proceedings, these provisions are not discounted to their present value.

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

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

13) Impairment

(I) Financial Assets (Other than at fair value)

The Company assesses at each date of Balance sheet whether a financial asset or a group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(II) Non-Financial Assets

Tangible and Intangible Assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

14) Earning Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit 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, if any.

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

Note : 3

Property, plant and equipment

(Amount in Rs.)

	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1.4.2018	Additions During The Year	Deductions & Transfers During The Year	As at 31.03.19	As at 1.4.2018	For the Year	Written Back	Total up to 31.03.19	As at 31.03.19	As at 31.03.2018
Freehold Land	1,99,859			1,99,859	-			-	1,99,859	1,99,859
Buildings	70,50,792			70,50,792	40,44,485	1,56,580		42,01,065	28,49,727	30,06,307
Plant And Machinery	34,60,015			34,60,015	22,79,734	2,18,629		24,98,363	9,61,652	11,80,281
Electric Installation	7,77,992			7,77,992	7,00,924	11,569		7,12,493	65,499	77,068
Furniture & Fixture	13,59,179			13,59,179	13,25,035	5,618		13,30,653	28,526	34,144
Office & Other Equipments	39,88,114	12,595		40,00,709	38,39,674	44,015		38,83,689	1,17,020	1,48,440
Computers & Dataprocessing Eqp	49,400			49,400	48,490			48,490	910	910
Vehicles	1,13,092			1,13,092	35,207	20,161		55,368	57,724	77,885
Total	1,69,98,443	12,595	-	1,70,11,038	1,22,73,549	4,56,572	-	1,27,30,121	42,80,917	47,24,894
Previous Year	2,05,77,618	1,46,900	37,26,075	1,69,98,443	1,38,07,609	5,78,253	21,12,313	1,22,73,549	47,24,894	67,70,009

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

Particulars			31.03.2019	31.03.2018		
			RUPEES	RUPEES		
Financial Assets						
Note : 4 Investment (In Shares)						
A) Fully Paid-up Equity Shares in Companies						
Company	Numbers		Face Value			
	31-03-2019	31-03-2018	31-03-2019	31-03-2018		
i) Quoted Shares						
Britannia Industries Ltd.	100	50	1	2	6,700	6,700
Castrol India Ltd.	8	8	5	5	240	240
Dabur India Ltd.	600	600	1	1	6,500	6,500
Procter & Gamble Health Limited (Previously known as Merck (India) Ltd.)	10	10	10	10	4,700	4,700
Hindustan Unilever Ltd.	100	100	1	1	21,500	21,500
Novartis India Ltd.	10	10	5	5	3,250	3,250
					42,890	42,890
ii) Unquoted Shares						
Rasbihari Enterprises Ltd.	88496	88496	10	10	27,16,972	27,16,972
STS Exports Ltd.	490	490	100	100	49,245	49,245
Syngenta India Ltd.	100	100	5	5	7,500	7,500
					27,73,717	27,73,717
iii) Unquoted Shares in Associate Company						
Yogi Ayurvedic Product Pvt. Ltd.					-	-
Less : Prov. for Dimunation in value of Investment					-	-
					-	-
Vidarbha Bidi Ltd.	39590	39590	10	10	4,68,419	4,68,419
Less : Prov. for Dimunation in value of Investment					4,68,419	4,68,419
					-	-
Tip Top Health Zone Pvt Ltd.	3650	3650	100	100	29,66,681	29,62,383
					29,66,681	29,62,383
B) Others Unquoted						
Ordinary Shares in National Saving Certificates #		-	-	-	11,000	11,000
					11,000	11,000
					57,94,288	57,89,990

NOTES

Quoted Investemnt (Market value)	7,69,332	6,01,173
Unquoted Investemnt (Cost)	57,40,398	57,36,100

Security Lodged with Sales Tax / Excise Authorities

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note 5 : Other Financial Assets		
Security Deposits	6,60,778	6,60,778
Deposit with Government Authorities	16,611	18,234
Interest Accrued	14,258	12,991
	<u>6,91,647</u>	<u>6,92,003</u>
Note : 6 Deferred Tax Asset (Net)		
Deferred Tax Liabilities		
Property, Plant and equipment	(5,95,000)	(6,45,000)
	<u>(5,95,000)</u>	<u>(6,45,000)</u>
Deferred Tax Assets		
Provision for Employee Benefits	21,000	4,42,000
Provision for Escrow Fund	17,66,000	14,67,000
	<u>17,87,000</u>	<u>19,09,000</u>
Net Deferred Tax Asset	<u>11,92,000</u>	<u>12,64,000</u>
Note : 7 Inventories (At lower of cost or net realisable value)		
Raw Material	6,65,57,579	7,36,14,132
Traded Goods / Other Stock	6,97,200	-
	<u>6,72,54,779</u>	<u>7,36,14,132</u>
Note : 8 Trade Receivables		
Unsecured considered good unless otherwise stated		
Due within Six Months	2,11,81,412	3,78,31,609
	<u>2,11,81,412</u>	<u>3,78,31,609</u>
Note : 9 Cash And Bank Balances		
a. Cash on Hand	28,486	38,485
b. <u>With Scheduled Banks :</u>		
In Current Accounts	30,863	65,809
	<u>59,349</u>	<u>1,04,294</u>
Note : 10 Current Tax Asset (Net)		
Advance Income Tax (Net)	3,32,747	3,35,087
	<u>3,32,747</u>	<u>3,35,087</u>
Note : 11 Other Current Assets		
(Unsecured, considered good unless otherwise stated)		
Advances recoverable in cash or kind or for value to be received		
Prepaid Expenses	2,08,187	2,09,369
	<u>2,08,187</u>	<u>2,09,369</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
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Note 12 : Share Capital

Authorized 2,00,000 Equity Shares of Rs.10/- each	20,00,000	20,00,000
Issued, Subscribed and Paid-up 2,00,000 Equity Shares of of Rs.10/- each fully paid	20,00,000	20,00,000
	20,00,000	20,00,000

Notes:

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

	31.03.2019		31.03.2018	
	Number of shares	Amount Rs.	Number of shares	Amount Rs.
At the beginning of the period	2,00,000	20,00,000	2,00,000	20,00,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	2,00,000	20,00,000	2,00,000	20,00,000

b) Terms / right attached to equity shares

There are no special right attached to equity shares other than those specified under provisions of various Acts.

c) Details of shareholders holding more than 5% shares in the company

	31.03.2019		31.03.2018	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Equity shares of Rs.10/- each fully paid				
Rasbihari Enterprises Ltd.	58,400	29.20%	58,400	29.20%
Shri.Kisanlal Bastiramji Sarda	52,710	26.36%	52,710	26.36%
Sou.Kiran Kisanlal Sarda	18,170	9.09%	18,170	9.09%
Shri.Shrirang Kisanlal Sarda	13,720	6.86%	13,720	6.86%

Note 13 : Other Equity

General Reserve		2,02,01,000	2,02,01,000
Retained Earning	2,38,44,905		2,44,68,770
Add : Profit / (Loss) for the year	(20,73,962)		(6,23,865)
		2,17,70,943	2,38,44,905
		4,19,71,943	4,40,45,905

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note 14 : Long Term Borrowings		
Asset Based Lending (From State Bank of India)	81,91,363	2,70,17,418
a. Secured by hypothecation of all current assets of the company both present and future		
b. The above credit facility is further secured by equitable mortgage of certain fixed assets.		
c. The above credit facility is secured by personal guarantee of Shri K B Sarda.		
	<u>81,91,363</u>	<u>2,70,17,418</u>
Note : 15 Long Term Provisions		
Paid Leave Payable	4,15,145	3,68,967
Escrow Fund Provision (Please refer Note : 28)	<u>2,33,62,735</u>	<u>2,19,68,765</u>
	<u>2,37,77,880</u>	<u>2,23,37,732</u>
Note : 16 Short Term Borrowings		
Asset Based Lending (From State Bank of India)	84,00,000	84,00,000
a. Secured by hypothecation of all current assets of the company both present and future		
b. The above credit facility is further secured by equitable mortgage of certain fixed assets.		
c. The above credit facility is secured by personal guarantee of Shri K B Sarda.		
	<u>84,00,000</u>	<u>84,00,000</u>
Note : 17 Trade Payable		
Trade Payable		
- Due to Micro Enterprises and Small Enterprises	-	-
- Due to Others (Net)	<u>1,35,49,480</u>	<u>1,73,32,959</u>
	<u>1,35,49,480</u>	<u>1,73,32,959</u>
<p>Note : The company has not received any intimation from its suppliers regarding their status under the Micro Small and Medium Enterprises Development Act , 2006 and hence disclosures , if any , relating to amounts unpaid as at the year end as required under the said act have not been furnished.</p>		
Note : 18 Employee Benefit Obligation		
Salary Payable	47978	76537
Bonus Payable	620962	645312
Paid Leave Payable	37999	35900
Gratuity Payable	<u>169487</u>	<u>1,10,149</u>
	<u>8,76,426</u>	<u>8,67,898</u>
Note : 19 Short Term Provisions		
Other Provisions	3,72,486	4,12,611
	<u>3,72,486</u>	<u>4,12,611</u>
Note : 20 Other Current Liabilities		
Other Payable	18,55,745	21,42,278
Advances Received From Customers	-	8,577
	<u>18,55,745</u>	<u>21,50,855</u>
	<u>18,55,745</u>	<u>21,50,855</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note : 21 Revenue from Operations		
A) Revenue from Operations (Gross)		
Sales of Tobacco	5,40,41,581	7,73,06,811
Sales of By-Products	10,38,660	9,04,752
	<u>5,50,80,241</u>	<u>7,82,11,563</u>
B) Other Operating Revenue (Processing Charges)		
Storage Charges	9,022	3,710
	<u>5,55,35,722</u>	<u>7,97,42,178</u>
Note : 22 Other Income		
Dividend Received on Shares / Mutual Funds	8,638	4,996
Interest Received	1,267	1,177
Profit on Sale of Assets	-	3,12,233
Sundry Receipts	35,162	29,339
Dr Cr Balance Written Off	10,907	257
	<u>55,974</u>	<u>3,48,002</u>
Note : 23 Cost of Material Consumed		
A) Raw Material		
Opening Stock	7,36,14,132	5,72,84,915
Add : Purchases	2,84,59,520	7,52,30,715
	<u>10,20,73,652</u>	<u>13,25,15,630</u>
Less : Closing Stock	6,65,57,579	7,36,14,132
	<u>3,55,16,073</u>	<u>5,89,01,498</u>
B) Packing Materials and Stores Consumed		
Opening Stock	-	2,44,360
Add : Purchases	6,97,200	-
	<u>6,97,200</u>	<u>2,44,360</u>
Less : Closing Stock	6,97,200	-
	<u>-</u>	<u>2,44,360</u>
(A+B)	<u>3,55,16,073</u>	<u>5,91,45,858</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019

Particulars	31.03.2019 RUPEES	31.03.2018 RUPEES
Note : 28 Exchange rate difference		
Exchange Loss / (Gain) on restatement of Escrow Fund	13,93,970	69,408
Demand Liability	<u>13,93,970</u>	<u>69,408</u>

Note:-

In past the company used to manufacture and sell 'Bidis'

The Bidi's manufactured by the company were sold to Traders / Exporters, who used to export them to various countries. Bidi's sold to some such Traders / Exporters were exported by them to USA.

As per the prevailing law in USA, the responsibility of depositing the amount in Escrow Deposit Fund (On account of sales of tobacco products in that country) was of the manufacturer of tobacco products.

Accordingly, on the basis of demand raised against the company for non-fulfillment of this requirement - a sum of Rs.233.63 Lacs is provided for in the books of the company upto 31st March 2019. (31st March 2018 - Rs 219.69 Lacs) (Refer Note No.5)

During the current year no any fresh demand was made against the company. The current year figure of appearing in Statement of Profit and Loss Rs.13.94 Lacs represents foreign exchange loss on restatement of outstanding liability of escrow fund demand provision already made in earlier years (Previous year : Loss Rs.0.69 Lacs)

Note : 29 Other Comprehensive Income

Share of Profit From Associates (TTHZPL)	4,298	7,68,659
	<u>4,298</u>	<u>7,68,659</u>

NOTE 30: Contingent Liabilities

Claims against the company not acknowledged as debts :

a) Escrow Fund Matter	25,31,528	23,80,481
b) Labour / ESIC Matters	8,13,514	8,13,514

No interest is calculated on the above contingent liabilities for want of information.

<u>33,45,042</u>	<u>31,93,995</u>
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In the opinion of the management, no provision is required against contingent liabilities stated above.

NOTE 31: Employee Benefit Plans

A) The company has established a separate Gratuity Fund Trust to take care of the Gratuity Liability of its employees. It is informed that against the accrued gratuity liability as on 31st March, 2019 ascertained by the company of Rs. 19,06,703/- (Previous year Rs.18,55,459/-) the Gratuity Fund Trust has investments to the tune of Rs 17,37,216/- (Previous year Rs 17,45,310/-) The shortfall of Rs 1,69,487/- (Previous year Rs.1,10,149/-) has been provided for in the accounts of the current year.

B) Looking at the small number of employees as on 31st March 2018, the management is of the opinion that, the liability provided for in the books / funds available with the Gratuity Fund Trust are sufficient to cover these obligations.

The Following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements

	31.03.2019 RUPEES	31.03.2018 RUPEES
Changes in benefit obligation		
Benefit obligations, beginning of the year	1855459	1262764
Plans assumed on acquisitions		
Service cost	312616	220920
Interest cost	146210	94834
Remeasurement of the net defined benefit liability		
Past service cost / (credit)		
Actuarial (Gains) / Losses on Obligation - due to change in financial assumptions	41910	(55231)
Actuarial (Gains) / Losses on Obligation - due to experience	(236309)	423867
Benefit paid	(213183)	(91695)
Benefit obligations, end of the year	<u>1906703</u>	<u>1855459</u>

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019 RUPEES	2017-2018 RUPEES
Changes in plan assets		
Fair value of plan assets, beginning of the year	1745310	1354063
Plans assumed on acquisitions		
Interest income	94940	140937
Employer's contributions	110149	342005
Benefit paid	(213183)	(91695)
Remesurement - return on plan assets excluding amount included in interest income		
Fair value of plan assets, end of the year	1737216	1745310
Funded Status		
Deficit of plan assets over obligations	(169487)	(110149)
Surplus of plan assets over obligations	(169487)	(110149)
Category of assets		
Bank balances	1737216	1745310
	1737216	1745310
Net periodic gratuity cost, included in employee cost consist of the following components :		
	2018-2019 RUPEES	2017-2018 RUPEES
Service cost	312616	220920
Net interest on net defined benefit (asset) / liability	146210	94834
Past service cost / (credit)		
Net periodic gratuity cost	458826	315754
Actual return on plan assets	94940	140937
Remeasurement of the net defined benefit liability / (asset)		
	2018-2019 RUPEES	2017-2018 RUPEES
Actuarial (gains) and losses arising from changes in demographic assumptions		
Actuarial (gains) and losses arising from changes in financial assumptions	41,910	(55,231)
Actuarial (gains) and losses arising from changes in experience adjustments	(2,36,309)	4,23,867
Remeasurement of the net defined benefit liability		
Total	(1,94,399)	3,68,636
The assumptions used in accounting for the defined benefit plan are set out below :		
	2018-2019 RUPEES	2017-2018 RUPEES
Discount Rate	7.54%	7.88%
Rate of increase in compensation levels of covered employees	5.00%	5.00%
Rate of return on plan assets		
Weighted average duration of defined benefit obligations	8	9

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST
MARCH 2019.

Note 32 : Tax Expenses

a) Deferred Tax

	Opening balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Property, plant and equipment	(645000)	(50000)	-	(595000)
Employee Benefit	332000	311000	-	21000
Other	1577000	(189000)	-	1766000
	1264000	72000	-	1192000

b) Current Tax

	2018-2019 RUPEES	2017-2018 RUPEES
Current tax	-	-
Prior period tax	2340	(40307)
Deferred tax	72000	(371000)
	74340	(411307)

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019 RUPEES	2017-2018 RUPEES
Note 33 : Auditors Remuneration		
Auditor remuneration and expense in respect of :		
Statutory audit	75000	75000
Tax Audit	25000	25000
Certification / others	18,000	64,980
Note 34 : Earning Per Share (EPS)		
Profit/(Loss) attributable to Equity Shareholders (A)	(2073962)	(623865)
Basic / Weighted average nos. of Equity shares outstanding during the year (B)	2,00,000	2,00,000
Nominal Value of Equity Shares	10	10
Basic & Diluted Earning per share (A/B)	(10.37)	(3.12)
Note 35 : Payment provided for or made during the year to Directors :		
Salary to Whole Time Director & CFO	25,95,537	23,79,768
Note 36 : Segment Reporting:		
a) Primary Segment :		
The company considers Tobacco and Tobacco Products and Bidi leaves as one business segment		
b) Secondary Segment : NIL		
i) Sales :-		
Within India	5,55,35,722	7,97,42,178
Outside India	Nil	Nil
ii) All Assets and Liabilities of the company are within India except for :-		
Long Term Provisions (Escrow Fund Liability)	2,33,62,735	2,19,68,765
Note 37 : Value Imported and Indigenous Material Consumed.		
Raw Materials Consumed		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	3,55,16,073	5,89,01,498
Percentage	100%	100%
Purchase of Stock- in-Trade		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	Nil	Nil
Percentage	Nil	Nil
Note 38 : Earning and Expenditure in Foreign Currency		
	Nil	Nil

SINNAR BIDI UDYOG LIMITED.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2019.

	2018-2019	2017-2018
	RUPEES	RUPEES

Note 39 : Related Party Disclosures

RELATED PARTIES WITH WHOM THE COMPANY HAD TRANSACTIONS, ETC

(i) Associates / Entities in which Promoters are able to exercise significant influence :

1. Rasbihari Enterprises Ltd.
2. Vidarbha Bidi Ltd.
3. Yogi Ayurvedic Products Pvt Ltd.
4. Tip Top Health Zone Pvt.Ltd.
5. STS Exports Ltd.
6. M/s. S.K. Sarda.
7. Sungrowth Manpower Services Pvt Ltd.
8. City Centre Mall Nashik Pvt. Ltd.
9. Sarda Milk & Agro Produce Pvt. Ltd.
10. Sarda Fresh Fruits Pvt. Ltd.
11. Rasbihari Properties Pvt. Ltd.
12. Nashik Natural Products Pvt. Ltd.
13. S.K.Sarda Developers Pvt. Ltd.
14. Sungrace Traders LLP

(ii) Relatives / Members of Promoter Group :

1. Shri K B Sarda.
2. Sau K.K.Sarda.
3. Shri S K Sarda .

(iii) Key Management Personnel :

Shri.Madhav Deshpande - Whole Time Director & CFO
 Shri Bhausaheb Pawar - Director
 Shri.Laxminarayan Karwa - Director
 Miss. Bharti Sancheti - Director
 Shri.S.S.Ladda Company Secretary

Sr No. Nature of Transaction (Excluding reimbursement)	(Rs.)	(Rs.)
1. Income / Receipts	-	-
2. Expenditure / Payments		
Salary Expenses (Including Employer PF Contribution)		
Shri.M.D.Deshpande	28,84,008	26,16,936
Other Expenses		
Rasbihari Enterprises Ltd.	4,22,400	4,22,400
Shri. Shrirang Kisanlal Sarda	450000	-
3. Closing Balances		
Assets	-	-
Investments		
Rasbihari Enterprises Ltd.	27,16,972	27,16,972
Vidarbha Bidi Ltd.	4,68,419	4,68,419
Yogi Aurvedic Products Pvt.Ltd.	-	-
Tip Top Health Zone Pvt.Ltd.	29,66,681	29,62,383
STS Exports Ltd.	49,245	49,245
Security Deposit		
Rasbihari Enterprises Ltd.	2,85,000	2,85,000
Liabilities	-	-
Rasbihari Enterprises Ltd.	-	-

11. Figures for the previous year have been regrouped wherever considered practicable and necessary.

The instructions for e-voting are as under:

The e-voting period begins on **21st September, 2019 at 9.00 a.m and ends on 25th September, 2019 at 5.00 p.m.** During this period shareholders of company holding shares either in physical or demat form as on cut off date/record date i.e. **19th September, 2019** may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter. In addition, the facility for voting through Ballot Paper shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

E-voting procedure:

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
Click on “Login” tab, available under 'Shareholders' section.
Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
Your User ID details are given below:
 - a. Shareholders holding shares in demat account with NSDL: Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. Shareholders holding shares in demat account with CDSL: Your User ID is 16 Digit Beneficiary ID
 - c. Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company
2. Your Password details are given below :
If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below :
Click on “Sign Up” tab available under 'Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

For Shareholders holding shares in Demat Form or Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <input type="checkbox"/> Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/DOI	DOB/DOI Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number (last four digit) as recorded in your demat account or in the company records for the said demat account or folio number. <input type="checkbox"/> Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

===== SINNAR BIDI UDYOG LIMITED. =====

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Cast your vote electronically

3. After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.
4. On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.

Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

5. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
6. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
7. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
8. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

General Guidelines for shareholders:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'.

They are also required to upload a scanned certified true copy of the board resolution /authority

SINNAR BIDI UDYOG LIMITED.

letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
 - Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
 - In case of any grievances relating to e-voting members may contact Ms. Pratiksha Shah, Company Secretary and Compliance officer of the company. Email ID - investor@sinnarbidi.com , Mobile No – 9421079036. The members may also refer Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 – 49186000.
17. Mrs. Sujata Rajebahadur from Ms. Sujata R Rajebahadur, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
18. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
19. The Results declared along with the Scrutinizers report shall be placed at the Company's website sinnarbidi.com and on the website of LIPL immediately after the results are declared by the Chairman and simultaneously communicated to the BSE and NSE.
20. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 5:00 pm) on all working days except Sunday, up to and including the date of the Annual General Meeting of the Company.

Important Note:

Member / proxy needs to furnish the printed attendance slip/proxy form along with valid identity proof such as PAN card, passport, AADHAR card or driving license to enter into AGM hall. As Company is required to provide e-voting facility to its Members in terms of Section 108 of the Act read with Rule 20 of the Rules voting by show of hands will not be available to the Members at the Annual General Meeting in view of further provisions of Section 107 read with Section 114 of the Act

**On behalf of Board of Directors,
For Sinnar Bidi Udyog Limited**

**Pratiksha Shah
Company Secretary & Compliance Officer
Place: Nashik
Date: 14th August 2019**

SINNAR BIDI UDYOG LIMITED.

PROXY FORM - MGT 11

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

Name of the Member(s): _____

Email Id: _____

Folio No : _____

DP ID Client ID : _____

Registered Address : _____

I/We being the Member(s) of equity shares of Rs.10 each of Sinnar Bidi Udyog Limited, hereby appoint:

Name	_____
E-mail Id :	_____
Address :	_____
Signature :	_____ or failing him
Name	_____
E-mail Id :	_____
Address :	_____
Signature :	_____ or failing him
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 Forty Fifth Annual General Meeting of the Company, to be held on Thursday, September 26, 2019 at 1.00 p.m at 2, Gurukrupa Apartment, N.C.Kelkar Marg, Dadar (W), Mumbai-400028 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No	Resolutions	For	Against
1	To consider and adopt the audited financial statements (both standalone and consolidated financial statements) of the Company for the financial year ended 31st March 2019 and the reports of Board of Directors and Auditors thereon.		
2	To appoint a director in place of Mr. Bhusaheb Sukhdev Pawar (DIN:00155195), who retires by rotation and being eligible offers himself for re-appointment.		

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.

SINNAR BIDI UDYOG LIMITED.

ATTENDANCE SLIP FOR FORTY FIFTH ANNUAL GENERAL MEETING

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional slip at the venue of the meeting

Registered Folio No./ DP ID/ Client ID	
No. of Shares held	
Name and Address of the Member(s)	
Joint Holder 1	
Joint Holder 2	

I certify that I am a member / proxy for the member of the Company. I hereby record my presence at the 45th Annual General Meeting of the Company to be held on **Thursday, 26th September, 2019** at 2, Gurukrupa Apartment, N.C.Kelkar Marg, Dadar (W), Mumbai-400028 at 01.00 p.m.

Member's/ Proxy's name in Block Letters

Signature of Shareholder/Proxy

E-VOTING PARTICULARS

Event No	User Id	Default PAN*/Sequence No
190211		

*Only Member who have not updated their PAN with Company / Depository Participant shall use default PAN in the Pan field.

Note:

- 1)The remote e-voting facility will commence from Saturday, September 21, 2019 (9:00 am) to Wednesday, September 25, 2019, (5:00 pm)
- 2) The Cut-Off date for the purpose of remote e-voting is Thursday, September 19, 2019. During the remote e-voting period, all Members of the Company holding shares in any form i.e. physical or dematerialised may cast their vote electronically. Members desiring to exercise remote e-voting option may refer to the detailed procedure on electronic voting provided in the Notice of the Forty Fifth Annual General Meeting
- 3) This communication is an integral part of the Notice dated August 14, 2019 convening the Forty Fifth Annual General Meeting of the Company