



# TANVI FOODS (INDIA) LIMITED

07.12.2020

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

Dear Sir

**Sub: Annual Report for the Financial Year 2019-20**  
**Ref: Company Code — 540332**

We wish to inform you that 13<sup>th</sup> Annual General Meeting {AGM} of the Company is scheduled to be held on Wednesday, 30<sup>th</sup> December, 2020 at 11.30 A.M. at **H.No: 110/GTE/31 & 32/AH, Flat No: 101, Alekhya Homes, Golden Tulip Estates, Road No:3, Kondapur, Hyderabad-500084.**

Pursuant to Regulation 34 of SEBI {Listing Obligations and Disclosure Requirements} Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2019-20. The Annual Reports along with Notice of AGM have been despatched to the shareholders as per the provisions of the Act and also been uploaded on the Company's website i.e. [www.tanvifoods.com](http://www.tanvifoods.com).

This is for your information and necessary records

Regards  
For **Tanvi Foods (India) Limited**

A Sarat Chandra Babu

Digitally signed by A Sarat Chandra Babu  
DN: cn=A Sarat Chandra Babu, o=TANVI FOODS (INDIA) LIMITED, ou=, email=sarat@tanvifoods.com, c=IN  
Date: 2020.12.07 16:54:01 +05'30'

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

Encl.: As Above:



CIN:  
L15433TG2007TPLC053406 [www.tanvifoods.com](http://www.tanvifoods.com)

#### Registered Office:

D No. 7-2-4/D/A, Old canteen Building,  
Ground Floor, Sanath Nagar Industrial  
Area, Sanath Nagar, Opp.SBI Hyd 500018  
Telangana, INDIA

#### Manufacturing Unit:

D.No: 3-157, Seetharampuram, Nuzvidu  
Mandal, Krishna Dist, Pin - 521106,A.P

# 13TH ANNUAL REPORT 2019-20





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*Hold the Freshness...*



**COLD STORAGE  
&  
LOGISTIC SERVICES**





# CORN CLUB<sup>®</sup>

*Everyday Healthy*

*Exclusive Corn Snack store*



**13th ANNUAL GENERAL MEETING**Wednesday, 30<sup>th</sup> December, 2020

at 11.30 A.M.

at H.No.110/GTE/31 & 32/AH, Flat No 101 Alekhya Homes, Golden Tulip  
Estates, Road No-3, Kondapur, Hyderabad - 84

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Corporate Information

<b>Board of Directors</b>		<b>Chief Executive officer</b>
A Sarat Chandra Babu - Chairman A.Vasavi - Managing Director A Sarada - Non-Executive Director R.V. Radhakrishna - Independent Director Naveen Nandigam - Independent Director		A Sri Nagaveer
<b>Chief Financial Officer</b>		<b>Registrar &amp; Share Transfer Agents</b>
M. Srinivas Reddy		M/s Bigshare Services Private Limited 306, Right wing, Amrutha Ville, Opp.Yashoda Hospital, Somajiguda, Rajbhavan Road, Hyderabad - 500082
<b>Statutory Auditors</b>		<b>Registered Office</b>
<b>Existing Auditors</b>	<b>Proposed Auditors</b>	No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate, Opp: SBI Sanathnagar, Hyderabad. Tel: +91 40 23817299 Fax: +91 40 23817299
GV & Co. Grandhi Vittal Chartered Accountants # House No. 6-3- 668/10/20, First Floor Durganagar Colony, Punjagutta, Hyderabad, 500082	M/s VNSS & Associates VNS Srinivasa Rao Chartered Accountants 158/B, 71-1-277/429, Flat No 102, Nandhi Villa, Beside Adarsha Bank, SR Nagar Hyderabad - 500038	
<b>Corporate Consultants</b>		<b>13<sup>th</sup> Annual General Meeting</b>
P.S Rao & Associates Company Secretaries Flat No: 10, 4th Floor # 6-3-347/22/2, Dwarkapuri Colony, Panjagutta, Hyd- 500082		Date & Time: 30 <sup>th</sup> December, 2020 at 11.30 A.M Day: Wednesday Venue: H.No.110/GTE/31 & 32/AH, Flot No 101 Alekhya Homes, Golden Tulip Estates, Road No- 3,Kondapur, Hyderabad - 84.
<b>Book Closure Date</b>		<b>Cut-off Date (for e-voting)</b>
From: 24th December, 2020 (Thursday) To: 30th December, 2020 (Wednesday) (Both days inclusive)		Date: 23rd December, 2020 (Wednesday)

**NOTICE**

Notice is hereby given that the Thirteenth Annual General Meeting of Tanvi Foods (India) Limited will be held on Wednesday, 30<sup>th</sup> December, 2020 at 11.30 A.M. at H.No: 110/GTE/31 & 32/AH, Flat No: 101, Alekhya Homes, Golden Tulip Estates, Road No:3, Kondapur, Hyderabad-500084 to transact the following business:

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**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.
3. To appoint a Director in place of Mrs. A. Sarada (DIN: 02609097) who retires by rotation and being eligible offers herself for re-appointment.
4. **Appointment of Auditor.**

To appoint Statutory Auditors of the Company and to fix their remuneration and in this regard, to consider and thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

**“RESOLVED THAT** pursuant to the provisions of Section 139,141 and 142 and other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the ‘Act’) and Rules thereunder, M/s VNSS & Associates, Chartered Accountants, Hyderabad, bearing FRN 018367S, be and are hereby appointed as the Statutory Auditors of the Company to hold office for a period of 5 years, i.e.; from the conclusion of the 13<sup>th</sup> Annual General Meeting till the conclusion of the 18<sup>th</sup> Annual General Meeting, in place of M/s. GV & Co, Chartered Accountants, whose term as such shall expire upon the conclusion of ensuing Annual General Meeting, at a remuneration of Rs.3.00 lacs plus applicable taxes, in addition to the reimbursement of all out of pocket expenses incurred in connection therewith”

**By Order of the Board of Directors**

For **Tanvi Foods (India) Limited**

Sd/-

**A Vasavi**

**Managing Director**

**DIN: 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The Proxy form duly filled in should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. All alterations/corrections made in the form of Proxy should be initialed by the Member.
2. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
3. Explanatory Statement in respect of Business Item No.4 is annexed hereto.
4. **The Register of Members and Share Transfer Books will remain closed from Thursday, December 24, 2020 to Wednesday, December 30, 2020 (both days inclusive).**
5. Members, who hold shares in the dematerialized form and wish to change / rectify the bank account details, should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR code of their Bank to their Depository Participants. While making payment of Dividend, Registrar is obliged to use only the data provided by the Depositories.
6. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send to the company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
8. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours upto the date of the Annual General Meeting.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts.
10. Members are requested to mandatorily quote their Registered Folio No. or Demat Account No. and Depository Participant Identification Number (DPID No) on all correspondence with the company.  
  
Securities and Exchange Board of India [SEBI] has mandated that securities of Listed Companies can be transferred only in dematerialised form with effect from April 1, 2019. Accordingly, the Company / the RTA has stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialisation.
11. Members are advised to update their email IDs with Company's RTA and/or concerned Depository participants as soon as possible.
12. As per Secretarial Standards 2 (SS-2), complete particulars of the venue of the Meeting (route map) has been attached herewith to the Notice.



13. Information in respect of Directors seeking appointment/ re-appointment as required under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is attached herewith to the Notice.

**Remote E-Voting**

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

The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, December 23, 2020, i.e. the date prior to the commencement of Book Closure date, are entitled to vote on the resolutions set forth in this Notice. Eligible members who have acquired shares after the dispatch of the Annual Report may approach the Company for required assistance in connection with generation of the User ID / Password in order to exercise their right to vote by electronic means. The remote e-voting period will commence at **9.00 A.M. on Sunday, December 27, 2020 and will end at 5.00 P.M. on Tuesday, December 29, 2020**. The members will not be able to cast their votes electronically beyond the date and time mentioned above.

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

**PROCEDURE FOR REMOTE E-VOTING:**

The remote e-voting period will begin at **9.00 A.M. on Sunday, December 27, 2020 and will end at 5.00 P.M. on Tuesday, December 29, 2020**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, December 23, 2020 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

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

- (i) The shareholders should log on to the remote e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (ii) Click on "Shareholders" tab.
- (iii) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.

- (v) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

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

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

- (xiii) After selecting the resolution you have decided to vote on, click on **"SUBMIT"**. A confirmation box will be displayed. If you wish to confirm your vote, click on **"OK"**, else to change your vote, click on **"CANCEL"** and accordingly modify your vote.
- (xiv) Once you **"CONFIRM"** your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Note for Non - Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xviii) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

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

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

The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make not later than 48 hours of conclusion of the Meeting a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of voting forthwith.

Members who do not have access to remote e-voting facility have been additionally provided the facility of voting on a Ballot Form. The facility for physical voting, shall be made available at the Meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

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

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

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

**EXPLANATORY STATEMENT****Item No. 4**

In terms of Section 139 of the Companies Act, 2013 ("the Act"), and the Companies (Audit and Auditors) Rules, 2014, made thereunder, the term of the present Statutory Auditors of the Company, M/s. GV & Co, Chartered Accountants, shall expire upon the conclusion of ensuing Annual General Meeting.

The Board of Directors at its meeting held on 02<sup>nd</sup> December, 2020, after considering the recommendations of the Audit Committee, has recommended the appointment of VNSS & Associates, Chartered Accountants, a proprietorship firm of Mr. V N S Srinivas Rao, bearing Registration No. FRN 018367S, as the Statutory Auditors of the Company for a term of five years, at a remuneration of Rs.3.5 lacs plus out of pocket expenses and applicable taxes, from the conclusion of the 13<sup>th</sup> Annual General Meeting till the conclusion of 18<sup>th</sup> Annual General Meeting of the Company.

M/s VNSS & Associates, Chartered Accountants shall be responsible for the audit of Accounts / Financial Statements and to carry out the responsibilities and duties as contemplated under the Companies Act and other applicable laws and regulations. For the FY 2019-20, M/s. GV & Co, were paid an audit fee of Rs.3.00 lacs, and it is proposed to pay an Audit fee of Rs.3.00 lacs to VNSS & Associates for the FY 2020-21.

Tanvi Foods (India) Limited is a small sized Company operating with limited resources. It is in the process of expansion and needs some more time to scale up its operations. Further, the Committee considered various parameters like audit experience, clientele served, technical knowledge etc., and found M/s VNSS & Associates, Chartered Accountants suitable to handle the audit of the financial statements of the Company.

**Brief Profile**

VNSS & Associates a proprietorship Audit firm established in the year 2013; is owned and lead managed by Mr. VNS Srinivasa Rao, an experienced Chartered Accountant from Hyderabad, India who has experience of handling various audits of listed companies, internal audits, corporate and other audits including that of the Public Sector Banks like Andhra Bank and State Bank of Hyderabad etc. Apart from that, he has experience working with various listed companies with all core activities of Accounting and Finance.

Further, M/s VNSS & Associates, Chartered Accountants, has consented to the aforesaid appointment and confirmed that its appointment, if made, will be within the limits specified under Section 141(3)(g) of the Companies Act, 2013. It has further confirmed that it is not disqualified to be appointed as the Statutory Auditors in terms of the Companies Act. 2013 and the rules made thereunder.

Pursuant to Section 139 of the Companies Act, 2013, approval of the members is required for appointment of the Statutory Auditors and fixing their remuneration by means of an ordinary resolution.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, whether financial or otherwise, in the Resolution.

The Board of Directors recommends the resolution for approval of the members.

Information in respect of Director seeking appointment/ re-appointment as required under SEBI(Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Secretarial Standards on General Meetings issued by ICSI.

<b>Name of the Director</b>	A. Sarada
<b>Date of Appointment including terms and conditions of appointment</b>	She was appointed as the Director (liable to retire by rotation) of the Company in the AGM held on 26.09.2018 in accordance with provisions of Section 152 of Act. She acts as Non-Executive Director on the Board without any remuneration. No other specific terms and conditions.
<b>Date of first appointment on the Board</b>	30.03.2007
<b>Date of Birth</b>	16.06.1955 (Age: 65 years)
<b>Expertise in Specific Functional areas and Experience</b>	She is a non-executive Director of the Company, playing the role of a key advisor in the business matters.
<b>Educational Qualification</b>	No formal education
<b>Directorships in other Companies (other than Tanvi Foods(India) Limited)</b>	Polar Cube Cold Storage Solutions Private Limited
<b>Membership / Chairmanship of committees of Other Boards (other than Tanvi Foods (India) Limited)</b>	NIL
<b>Details of Remuneration sought to be paid and the remuneration last drawn by such person</b>	Remuneration drawn during 2019-20 : Nil Remuneration proposed, if any : Nil
<b>Shareholding in the Company as on 31.03.2020</b>	1,00,000 Equity Shares
<b>Relationship between Directors inter-se/ Manager and KMPs</b>	Mrs. A. Sarada is the mother of CEO - Mr. A. Sri Nagaveer and mother in law of our Managing Director, Mrs. A. Vasavi. She is the wife of Mr. A.Sarat Chandra Babu - Chairman of the Company.
<b>Number of Meetings of the Board attended during the year 2019-20</b>	5

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

**Sd/-**

**A Vasavi**

**Managing Director**

**DIN: 02589803**

Place: Hyderabad

Date: 02<sup>nd</sup> December , 2020

**DIRECTORS' REPORT**

To  
The Members,

Your Directors take pleasure in presenting the **Thirteenth Annual Report** on the business and operations of the company together with the audited financial statements along with the report of the Auditors for the financial year ended March 31, 2020

**FINANCIAL SUMMARY:**

(Rs. in lakhs)

Particulars	STANDALONE		CONSOLIDATED	
	For the FY ended 31.03.2020	For the FY ended 31.03.2019	For the FY ended 31.03.2020	For the FY ended 31.03.2019
Revenue from Operations	8171.26	7279.04	8399.33	7635.13
Other Income	69.53	156.18	53.39	75.84
Total Revenue	8240.80	7435.23	8452.72	7710.97
Total Expenses	8027.27	7249.58	8266.82	7528.82
Exceptional Items	-	-	-	-
Prior period items	-	-	-	-
Profit before tax	213.52	185.65	185.90	182.16
Tax Expenses	44.56	22.62	31.22	33.13
<b>Profit after tax</b>	<b>168.96</b>	<b>163.03</b>	<b>154.67</b>	<b>149.02</b>
<b>EPS</b>	<b>3.15</b>	<b>3.32</b>	<b>2.88</b>	<b>3.03</b>

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

Our revenue from operations on standalone basis increased to Rs. 8171.26 Lakhs from Rs. 7279.04 Lakhs in the previous year, at a growth rate of 12.22%. Your Company has posted yet another impressive year of performance. Out of the total revenue approx. 83% has been generated from the sale of Frozen Products.

Your Company has incurred total expenses of Rs.8027.29 lakhs as compared to Rs. 7249.58 lakhs in the preceding financial year.

Your Company earned a Net Profit of Rs.168.96 lakhs for the Financial Year ended 31<sup>st</sup> March, 2020 as compared to Rs.163.03 in the preceding financial year.

No amount is being proposed to be transferred to Reserves for the financial year ended 31<sup>st</sup> March, 2020.

**AT CONSOLIDATED LEVEL:**

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

At consolidated level, revenue from operations stood at Rs.8,399.33 lakhs and profit before tax stood at Rs. 185.90 lakhs. After providing for taxes, the PAT stood at Rs. 154.67 lakhs.

**CONSOLIDATED FINANCIAL STATEMENTS:**

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

**FUTURE OUTLOOK:**

As the members are aware, your company has set up a new plant near Vijayawada ( A.P.) with an investment of Rs.30 Crores approximately in order to scale up the operations of the company, to cater to the increasing demands of the customers and to get access to the larger markets across the country.

During the period under review, your company has introduced new products *Paneer Samosa*, *Soya Samosa*, *Shanghai Roll*, *Chocolate Roll*, *Paneer Roll* under the frozen foods segment, which are getting good response from the market.

**COVI-19 AND ITS IMPACT:**

As we all are aware, the outbreak of Covid pandemic in our country during the late March, 2020 is yet to show any signs of respite. The rising number of cases, despite the best possible safety and precaution measures is creating havoc among one and all. We all are breathing in the environment of fear, gloom and uncertainty. Normal life has taken a different approach. The economy has been plunged into troubled waters. The immediate revival seems to be a distant reality. The priorities at all levels are being reworked. The company being majorly involved in supply of frozen foods / ready to eat corn samosas, spring rolls etc. to marriage functions and get together parties in the regions of Telangana and Andhra Pradesh which is totally shut/minimal allowed as of now. We are experiencing our worst times.

During the first half of the current FY, we could do bare minimum business with reduced margins. Further, in view of the current wave of Covid -19, which is showing the signs of recurrence in many parts of our country, the worries seems to be far from over. Uncertainty looms large over the possibility of revival anytime soon.

In the aforesaid backdrop, as of now it's beyond our capability to ascertain the cascading impact of the ongoing pandemic on our business operations.



However, the management laced with all its experience and acumen, shall put all its efforts to stabilize the Company's operations and achieve good performance as far as possible and finding new strategies to scale up its operations and trying to reach out to the customers in the best possible manner

Further, member's attention is drawn to Note.47 to Standalone Financial Statements for further discussion on the captioned matter.

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

No material changes have occurred after the close of the financial year ended 31<sup>st</sup> March, 2020 till the date of this report. Despite the said, as discussed above, the ongoing Covid may have its own ripple effect on the business operations of the Company.

#### **CHANGE IN THE NATURE OF BUSINESS:**

There was no change in the nature of business of your Company during the financial year ended 31<sup>st</sup> March, 2020.

#### **DIVIDEND:**

In view of the ongoing expansion activities of the Company, it needs to plough back its profits into the business. Hence, your Board of Directors has not recommended any dividend for the financial year ended 31<sup>st</sup> March, 2020.

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

During the period under review, there is no change in the capital structure of the company. The Capital stands as follows as on 31.03.2020.

Sl. No	Particulars	At the end of FY 2020 (Amt. in Rs.)	At the end of FY 2019 (Amt. in Rs.)
1	<b><u>Authorized Capital</u></b> 65,00,000 Equity Shares of Rs.10 each	6,50,00,000	6,50,00,000
2	<b><u>Issued, Subscribed &amp; Paid up Capital</u></b> 53,66,775 Equity Shares of Rs.10 each	5,36,67,750	5,36,67,750

#### **SUBSIDIARY, JOINT VENTURES & ASSOCIATE COMPANIES**

Your company has two wholly owned subsidiaries in India.

- Polar Cube Cold Storage Solutions Private Limited - involved in the business of cold storage, warehousing, refrigerated store keepers etc.
- Squarepeg Distribution Services Private Limited - provides cargo services.

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

Further, your Company undertakes that the Annual Accounts of the Subsidiary Companies and the related detailed information will be made available to its shareholders and to the shareholders of its

Subsidiary Companies seeking such information at any point of time. Further, the Annual Accounts of the Subsidiary Companies shall also be kept open for inspection by any shareholder at its registered office and that of the concerned Subsidiary Companies during the office hours.

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

[The company has no joint ventures or associate companies till date.](#)

**TRANSACTIONS WITH RELATED PARTIES:**

During the FY under review, transactions conducted by the Company pursuant to the Agreements entered into with its Related Parties, during the FY 2019-20 were at an arm’s length basis and in the ordinary course of business. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or any related party which may have a potential conflict with the interest of the Company at large.

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

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

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

**Disclosure under Regulation 34(3) read with Schedule V of the Listing Regulations Related Party disclosure as per Schedule V of the Listing Regulations**

S.No	In the accounts of	Particulars	Amount at the year ended 2019-20	Maximum amount outstanding during the year 2019-20
1	Tanvi Foods India Limited (Holding Company)	(i) <u>Loans/advances to subsidiaries</u> Polar Cube Cold Storage Solutions Private Limited	Nil	Nil
		Squarepeg Distribution Services Private Limited (Wholly owned subsidiary)	Nil	Nil
		(ii) Loans/advances to associates	NA	NA
		(iii)Loans/advances to firms/ companies in which Directors are interested	NA	NA
2	Tanvi Foods India Limited (Holding Company)	Investment by the Loanee in the shares of parent company/ subsidiary company when the company has made a loan or advance	NA	NA

**POLICY ON MATERIAL SUBSIDIARIES**

The Policy on Material Subsidiaries as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as approved by the Board is uploaded on the website of the Company and the web link is <http://www.tanvifoods.com/investor-relation.html>.

**DIRECTORS AND KEY MANAGERIAL PERSONS:**

The Board of Directors is duly constituted

During the period under review, following changes took place in the offices of **Directors/ KMPs:**

Based on the recommendations of Nomination and Remuneration Committee, Mr A. Sarat Chandra Babu has been re-appointed as '**Whole Time Director**' designated as 'Chairman' of the Company for a further period of 3 years w.e.f 1<sup>st</sup> April, 2019 by the Board of Directors of the Company in their meeting held on 30<sup>th</sup> March, 2019 and subsequently approved by the members of the company in the AGM held on 30.09.2019.

Further, in the same meeting your Company has appointed Mr. Avneet Singh as a Company Secretary & Compliance officer of the company in place of Mrs Shilpa Kotagiri who has resigned from the office of Company Secretary w.e.f 05.04.2019.

Mr A. Sarat Chandra Babu retired by rotation in the previous AGM held on 30.09.2019 and was reappointed thereat.

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

The composition of the Board of Directors & Key Managerial Personnel as on 31.03.2020 stands as follows:

- |                              |                        |
|------------------------------|------------------------|
| 1. Mr. A. Sarat Chandra Babu | Chairman               |
| 2. Mrs. A. Vasavi            | Managing Director      |
| 3. Mrs. A. Sarada            | Non-Executive Director |
| 4. Mr. Naveen Nandigam       | Independent Director   |
| 5. Mr. R. V. Radhakrishna    | Independent Director   |

**Key Managerial Personnel:**

- |                          |                               |
|--------------------------|-------------------------------|
| 1. Mr. A. Sri Nagaveer   | Chief Executive Officer (CEO) |
| 2. Mr. M. Srinivas Reddy | Chief Financial Officer (CFO) |
| 3. Mr. Avneet Singh      | Company Secretary (CS)        |

**DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received respective declarations from both the Independent Directors confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 (1)(b) of SEBI (LODR) Regulations.

In the opinion of the Board, all the Independent Directors of the Company possess integrity, expertise, and the proficiency justifying their office.

Independent Directors of your company has duly met during the year to discuss the Performance of the Non-Independent Directors. All independent directors were present during the meeting.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

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

- i. In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and that no material departures are made from the same ;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial year and of the profits of the company for the period;
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The annual accounts have been prepared on a going concern basis.
- v. The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- vi. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**MEETINGS OF THE BOARD OF DIRECTORS:**

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

The Board duly met **6** times during the Financial Year 2019-20 i.e 01<sup>st</sup> April 2019, 30<sup>th</sup> May 2019, 27<sup>th</sup> August 2019, 03<sup>rd</sup> October, 2019, 14<sup>th</sup> November 2019, 11<sup>th</sup> February 2020. The intervening gap between any two consecutive Board Meetings was within the period prescribed under the provisions of the Companies Act, 2013.

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

<b>Name of the Director</b>	<b>Number of Meetings attended/ Total Meetings held during the F.Y. 2019-20</b>
Mr. A. Sarat Chandra Babu	5/6
Mrs. A. Vasavi	6/6
Mrs. A. Sarada	5/6
Mr. Naveen Nandigam	5/6
Mr. R. V. Radhakrishna	5/6

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

<b>S. No</b>	<b>Date of Board Meetings</b>	<b>A. Sarat Chandra Babu</b>	<b>Naveen Nandigam</b>	<b>R. V. Radhakrishna</b>	<b>A. Vasavi</b>	<b>A. Sarada</b>
1.	01.04.2019	✓	•	✓	✓	•
2.	30.05.2019	✓	✓	✓	✓	✓
3.	27.08.2019	✓	✓	✓	✓	✓
4.	03.10.2019	✓	✓	•	✓	✓
5.	14.11.2019	✓	✓	✓	✓	✓
6.	11.02.2020	•	✓	✓	✓	✓

**COMPOSITION OF BOARD COMMITTEES**

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

The details of the constituted committees as on 31.03.2020 and the attendance by each member of the Committee during the FY 2019-20 are as detailed hereunder:

**Audit Committee**

Name of Director	Category	No. of Meetings held during the year	No. of Meetings Attended
Mr. Naveen Nandigam	Chairman	4	4
Mr. R. V. Radhakrishna	Member	4	4
Mrs. A. Vasavi	Member	4	4

The Committee met 4 times during the year. The said Committee met on the following Dates

30.05.2019	27.08.2019	14.11.2019	11.02.2020
------------	------------	------------	------------

**Nomination and Remuneration Committee**

Name of Director	Category	No. of Meetings held during the year	No. of Meetings Attended
Mr. Naveen Nandigam	Chairman	2	2
Mr. R. V. Radhakrishna	Member	2	2
Mrs. A. Sarada	Member	2	2

The Committee met 2 times during the year. The said Committee met on the following Dates

30.05.2019	27.08.2019
------------	------------

**Stakeholders Relationship Committee**

Name of Director	Category	No. of Meetings held during the year	No. of Meetings Attended
Mr. R. V. Radhakrishna	Chairman	2	2
Mr. Naveen Nandigam	Member	2	2
Mrs. A. Vasavi	Member	2	2

The Committee met 2 times during the year. The said Committee met on the following Dates

30.05.2019	27.08.2019
------------	------------

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

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

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

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

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

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

None of the Independent Directors is due for reappointment.

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

The following policies are attached herewith and marked as **Annexure - III and IV** respectively and are available at [www.tanvifoods.com](http://www.tanvifoods.com):

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

**INTERNAL FINANCIAL CONTROLS:**

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

**SECRETARIAL STANDARDS**

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

**STATUTORY AUDITORS:**

The members in their meeting held on 30<sup>th</sup> September, 2016 appointed M/s. GV & Co, Chartered Accountants, Hyderabad, as the Statutory Auditors of the Company for a period of 4 years i.e., till the conclusion of the ensuing Annual General Meeting (AGM). In terms of the provisions of Section 139(2) of the Companies Act, 2013, the term of office of M/s. GV & Co, Chartered Accountants., as the Statutory Auditors of the Company expires at the conclusion of the ensuing AGM and hence shall not be eligible for reappointment.

Further, in view of the aforesaid, the Board of Directors recommends the appointment of M/s VNSS & Associates, Chartered Accountants, Hyderabad, bearing Firm Registration No. FRN 018367S as Statutory Auditors of the Company for a period of 5 years i.e., from the conclusion of this Annual General Meeting till the conclusion of 18<sup>th</sup> Annual General Meeting.

In this regard, the Company has received a Certificate from the Auditors to the effect that if the said firm is appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

**Auditors Observation(s):**

1. With reference to "Emphasis of Matter" stated in Report on Standalone Financial Statements and also in Report on Consolidated Financial Statements, we would like to mention that the matter pertains to the ongoing pandemic Covid -19, which as of now is a global crisis. The same has been more discussed somewhere else in this Report and also under Note 47 of the Standalone Financial Statements and Note 33 of the Consolidated Financial Statements, respectively, attached herewith.

2. With reference to the reported delays in depositing undisputed statutory dues, (para vii in the Annexure A to the Report) we would like to mention that the delays were caused purely on account of liquidity crunch at that particular point of time. Most of the said dues have been either paid as on date or will be paid very shortly. The management shall ensure that such delays are not repeated in the future.

3. With reference to the reported delays in depositing disputed statutory dues mentioned at Note 40 of the Financial Statements, the same have been recognized as Contingent Liabilities and disclosed accordingly. The matters are pending before appropriate forums. Being, self-explanatory, the said matter does not call for any further comments.

Further the Notes on Financial Statements referred in the Auditors Report are self-explanatory and do not call for any further comments.

**INTERNAL AUDITORS:**

The Board of Directors, based on the recommendation of the Audit Committee has appointed Mr. K.S.G.S.G. Gupta, Chartered Accountant, Vijayawada (M. No. 211147), as the Internal Auditor of your Company in place of M/s NSVR & Associates LLP., Chartered Accountant, Hyderabad.



**SECRETARIAL AUDITORS' REPORT:**

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

**OBSERVATIONS:**

The delay in filing of Listing Application with BSE pertains to previous FY 2018-19. However, the fine levied by the Stock Exchange was paid during the FY 2019-20.

**MAINTENANCE OF COST RECORDS:**

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

**LOANS, GUARANTEES AND INVESTMENTS:**

The investments made by the Company in its following wholly owned subsidiaries continue to remain as such during the year under review:

- Squarepeg Distribution Services Private Limited (Rs.43,30,740) - 2,67,000 equity shares of Rs.10 each.
- Polar Cube Cold Storage Solutions Private Limited (Rs.74,80,450) - 4,45,000 equity shares of Rs.10 each.

Further, during the year, the Company has invested an amount of Rs.1,30,000 in 2.75% Sovereign Gold Bonds.

The Company has not extended any loan, Corp Guarantee / Security falling within the purview of Section 186 of the Companies Act, 2013.

**FIXED DEPOSITS:**

Your Company has neither accepted nor repaid any deposits during the financial year ended on 31<sup>st</sup> March, 2020. Further, there were no outstanding deposits as at the beginning or at any time during the financial year. Hence, no details are required to be provided pursuant to Rule 8 (5) (v) & (vi) of the Companies (Accounts) Rules, 2014.

Further, the details of unsecured loans borrowed from Directors during the FY ended 31<sup>st</sup> March, 2020 and / or outstanding as on the said date are as hereunder:

<b>Sl. No.</b>	<b>Name</b>	<b>Borrowings during the year (Rs. In lacs)</b>	<b>Amt. outstanding as on 31<sup>st</sup> March, 2020 (Rs. In lacs)</b>
1.	A. Vasavi	103.22	112.17
2.	A. Sarat Chandra Babu	7.85	7.85

Further, the said Directors have provided declaration(s) in writing that the amounts lent by them are their own funds and not been given out of funds acquired by them by borrowing or accepting loans or deposits from others.

**PARTICULARS OF EMPLOYEES:**

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

Your company hereby affirms that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

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

Further, details of top ten employees in terms of remuneration drawn during the financial year ended 31<sup>st</sup>March, 2020 as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and as amended is attached herewith and marked as **Annexure- VI** (ii).

**RISK MANAGEMENT POLICY:**

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

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

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

**CORPORATE SOCIAL RESPONSIBILITY POLICY:**

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

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

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

**MANAGEMENT DISCUSSION AND ANALYSIS:**

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

**CORPORATE GOVERNANCE:**

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

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

**ANNUAL RETURN:**

In accordance with Section 134 (3) (a) of the Companies Act, 2013, a copy of Annual Return in the prescribed format i.e. Form MGT -7 along with attachments is placed on the website of the Company, [www.tanvifoods.com](http://www.tanvifoods.com). and may be accessed at <http://tanvifoods.com/images/Investor/annual-return/2019-20.pdf>

**VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

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

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

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

**LISTING & TRADING**

The equity shares of your Company are listed on the SME Platform of BSE Limited. The listing fee for the financial year 2020-21 has been duly paid. You may further note that the listing/ trading was never suspended at any time during the financial year 2019-20. However, the Company paid a fine of Rs.12,24,867 ( plus applicable taxes) in terms of SEBI circular dated 15/06/2017, for the alleged delay in making Listing Application to the BSE subsequent upon conversion of 5,00,000 warrants into equal number of shares.

**DEMATERIALIZATION OF SHARES**

Total paid up share capital of your Company is in dematerialized form as on 31<sup>st</sup> March, 2020.

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

There are no orders passed by the Regulators / Courts which would impact the going concern status of your Company and its future operations. Further, we confirm that there were no instances of fraud to be reported by the Auditors vide their Report for the FY 2019-20

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

Your company strongly support the rights of all our employees to work in harassment - free environment. We have adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure.

Further, Company have in place a Committee under the name and style "**Internal Complaints Committee**" in compliance of POSH Act, which looks into various matters concerning harassment, if any, against women at workplace, addresses concerns and complaints of sexual harassment and recommends appropriate action. This Committee was constituted to specifically provide a safe, secure and enabling environment, free from sexual harassment to every woman. The details of the constituted committees and the attendance by each member of the Committee are as detailed hereunder:

<b>Name of Person</b>	<b>Category</b>
B.V Lakshmi	Presiding Officer
V. Roselyn	Member
N. R. Indrani	Member

Your company further confirm that during the year under review, there were no cases filed pursuant to the said Act.

**ACKNOWLEDGEMENT:**

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

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

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

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

Annexure - I

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

(Amount in Rs.)

Name of the subsidiaries	M/s. Polar Cube Cold Storage Solutions Private Limited	M/s. Squarepeg Distribution Services Private Limited
1. Reporting period for the subsidiary concerned, if different from the holding company's reporting period		N.A
2. Reporting currency		INR.
Exchange rate		N.A
3. Share capital (Rs.)	44,50,000	26,70,000
4. Reserves & surplus	17,06,328	10,13,978
5. Total assets	79,72,588	21,558,433
6. Total Liabilities	79,72,588	21,558,433
7. Investments	-	-
8. Total Turnover	89,22,680	20,341,760
9. Profit before taxation	8,54,759	-2,676,561
10. Provision for taxation	2,15,773	-52,759
11. Profit after taxation	6,24,560	-2,623,802
12. Proposed Dividend	-	-
13. % of shareholding	100	100

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

**Part "B": Associates and Joint Ventures - NIL**

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

**For GV & Co  
Chartered Accountants**

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

**Sd/-  
Grandhi Vittal  
Proprietor  
Membership No. 2046462  
Firm Reg No. 012875S  
Place: Hyderabad  
Date: 02<sup>nd</sup> December, 2020**

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

## Form No. AOC-2

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

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

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

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

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

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts / arrangement / transactions:	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Mrs. A. Vasavi	Rent (Expenses)	15 years	Lease of premises for a period of 15 years	Existing Agreement	NIL
Squarepeg Distribution Services Private Limited	Cold Storage Freezer services/ vehicle hire services	3 years	Renewal of agreement to provide vehicle hire services and avail cold storage freezers	30.05.2018	NIL
Polar Cube Cold Storage Solutions Private Limited		3 years	Renewal of agreement to avail cold storage freezers	30.05.2018	NIL
Squarepeg Distribution Services Private Limited	Transport facilities	3 years	Renewal of agreement to avail transport facilities	30.05.2018	NIL
Mr. A. Sri Nagaveer	Royalty (Expenses)	5 years	Royalty Agreement for use of trade Mark " Corn Club"	01.04.2015	NIL

Sri Sai Agencies	Sales	Ongoing	Existing Contract	Existing Contract	NIL
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**For and on behalf of the Board of  
Tanvi Foods (India) Limited**

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad  
Date: 02<sup>nd</sup> December, 2020**



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

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

**2. Scope:**

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

**3. Terms and References:**

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

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

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

- 4.1.1 The Nomination and Remuneration (NR) Committee and the Board shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company’s operations.
- 4.1.2 In evaluating the suitability of individual Board members, the Nomination and Remuneration Committee may take into account factors, such as:
  - General understanding of the Industry vis a vis Company’s business perspective;
  - Educational and professional background
  - Standing in the profession;
  - Personal and professional ethics, integrity and values;
  - Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

4.1.3 The proposed appointee shall also fulfill the following requirements:

- Shall possess a Director Identification Number;
- Shall not be disqualified under the Companies Act, 2013;
- Shall give his written consent to act as a Director;
- Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
- Shall disclose his concern or interest in any Company or Companies or Bodies Corporate, Firms including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013 and other relevant laws.

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

#### **4.2 Criteria of Independence**

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

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

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

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;  
  
(ii) Who is not related to promoters or directors in the company, its holding, subsidiary or associate company
- c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent or more of its gross turnover or total income as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- d. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

- e. who, neither himself nor any of his relatives—
- (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
  - (iii) holds together with his relatives two per cent or more of the total voting power of the company; or
  - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or
  - (v) is a material supplier, service provider or customer or a lessor or lessee of the company.
- f. shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.
- g. shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.
- h. who is not less than 21 years of age.

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

#### **4.3 Other directorships / committee memberships**

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

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

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

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

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

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

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

**2. Scope:**

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

**3. Terms and References:**

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

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

**3.2 "Key Managerial Personnel"** means

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

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

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

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

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

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

(i) Basic Pay

(ii) Perquisites and Allowances

(iii) Commission (Applicable in case of Executive Directors)

(iv) Retrial benefits

(v) Annual Performance Bonus

#### **4.2 Remuneration to Non-Executive Directors**

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

#### **4.3 Remuneration to other employees**

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

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

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

For The Financial Year Ended On March 31, 2020

*[Pursuant to Section 204(1) of the Companies Act, 2013 and  
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

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

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

Based on my verification of the Company's books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31<sup>st</sup> March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Tanvi Foods (India) Limited** ("the Company") for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

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

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(applicable to the extent of post conversion Listing compliances)**;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the audit period)**;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
- (f) The Securities and Exchange Board of India **(Registrars to an Issue and Share Transfer Agents)** Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- vi. Other specifically applicable laws to the Company:
- i) The Food Safety and Standards Act, 2006
  - ii) Legal Metrology Act, 2009 & Legal Metrology (Packaged commodities) Rules 2011
  - iii) The Prevention Of Food Adulteration Act, 1954,
  - iv) The Copyright Act, 1957
  - v) The Trade Marks Act, 1999.

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

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

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

- *During the FY 2019-20, the Company paid a fine of Rs.12,24,867 ( plus applicable taxes) in terms of SEBI Circular, dated 15/06/2017, for the delay in making Listing Application to the BSE subsequent upon conversion of 5,00,000 warrants into equal number of shares during the FY 2018-19.*



I further report that

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

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, however subject to shorter Notice in certain instances with the consent of all the Directors, 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and there were no dissenting views to be recorded as such

I further report that

- as per the information provided by the management, and based on the review of compliance reports by the respective department / functional heads, duly taken on record by the Board of Directors of the Company, there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines
- Apart from the said, there were no such specific events/actions in pursuance of the above referred laws, rules, regulations, etc., having a major bearing on the company's affairs.

However, attention is drawn to Notes to Financial Statements, which describes the managements assessment of the impact of Covid -19 pandemic on the operations and financial results of the Company and its group.

**Sd/-**

**Anand Kumar C. Kasat**  
**Practicing Company Secretary**  
**M.No.42078**  
**C.P. No: 17420**  
**UDIN A042078B001353212**

**Place: Hyderabad**

Date: 30<sup>th</sup> November, 2020

This Report is to be read with our letter of even date that is annexed as Annexure A and forms an integral part of this report.]

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

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

**Management's Responsibility**

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

**Auditor's Responsibility**

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

**Disclaimer**

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

Sd/-

**Anand Kumar C. Kasat**  
**Practicing Company Secretary**  
**M.No.42078**  
**C.P. No: 17420**  
**UDIN A042078B001353212**

Place: Hyderabad  
Date: 30<sup>th</sup> November, 2020

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

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

(Amount in Rs.)

Sr. No.	Name of Director / KMP and Designation	Financial Year 2019-20		
		Remuneration of Director / KMP	% increase in Remuneration	Ratio of Remuneration of each Director to median remuneration of employees
1	Mrs A Vasavi (Managing Director)	18,00,000	Nil	9.23
2	Mr. A. Sarat Chandra Babu (Chairman & Whole Time Director)	3,60,000	Nil	1.84
3.	Mrs. A. Sarada (Non-Executive Director)	Nil	Nil	Nil
4.	Mr. Naveen Nandigam (Independent Director)	40,000	Nil	0.20
5	Mr. R. V. Radhakrishna (Independent Director)	40,000	Nil	0.20
6.	Mr. A Sri Nagaveer (CEO)	42,00,000	Nil	21.54
7	Mr. M. Srinivas Reddy (CFO)	10,86,000	9.05	N.A
8	Mr. Avneet Singh (Company Secretary)	4,53,333	Nil	N.A

Note: Remuneration to Independent Directors comprises Sitting Fee only.

**B. Percentage Increase in the median remuneration of all employees in the Financial Year 2019-20:**

The median annual remuneration of employees of the Company during the financial year was Rs.1,95,000. In the financial year, there was decrease of 2.16% in the median remuneration of employees.

**C. Number of permanent employees on the rolls of Company as on 31<sup>st</sup> March 2020**

There were 58 permanent employees (other than MD, Whole time Director and CEO) on rolls of the Company as on March 31, 2020

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

Average percentile increase already made in the salaries of the employees other than the managerial personnel in this financial year i.e., 2019-20 is (33.25 %) whereas there is no change in the managerial remuneration for the said financial year.

**E. The key parameters for any variable component of remuneration availed by the directors:**  
Not Applicable**F. Affirmation that the remuneration is as per the Remuneration Policy of the Company:**

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

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

Sd/-  
A Sarat Chandra Babu  
Chairman  
DIN:02589830

Sd/-  
A Vasavi  
Managing Director  
DIN 02589803

Place: Hyderabad

Date: 02<sup>nd</sup> December, 2020

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

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

Employed throughout the year/part of the year:

S.No.	Employee Name	Age	Designation	Qualification	Remuneration (per anum)	Nature of Employment	Exp. (Years)	Date of Commencement of employment	Previous employment	Relationship with Director /Manager	Nature of Duties of employee	% Share holding
1	A SRI NAGAVEER	17 January 1978	C.E.O	M.C.A	42,00,000	Management	13 yrs	30 March 2007	-	Son of A Sarat Chandra Babu and Husband of A Vasavi	C.E.O	45.44%
2	A VASAVI	16 November 1978	M.D	B.com	18,00,000	Management	13 yrs	30 March 2007	-	Daughter in law of A Sarat Chandra Babu and wife of A Sri Nagaveer	M.D	6.30%
3	M SRINIVAS REDDY	30 June 1984	C.F.O	M.B.A	10,86,000	Accounts	13 yrs	01 July 2014	7 year	NO	Finance	0.00%
4	R GANGA CHARI	10 May 1986	Plant Manager	Diploma in EEE, AMIE	8,78,400	Production	14 yrs	10 April 2019	13 years	NO	Production	0.00%
5	M.K. BHASKAR	01 September 1981	Head (Finance & Admin)	M.B.A	8,28,000	Administration	13 yrs	01 October 2014	7 Years	NO	Administration	0.00%

6	V ROSELYN	28 June 1991	Head (Accounts)	B.Com , CA Pursuing	6,36,000	Accounts	9yrs	01 September 2017	6 yrs	NO	Accounts	0.00 %
7	AVNEETH SINGH	23 July 1990	C.S	CS, LLB	4,80,000	Administration	3 yrs	05 April 2019	2 yrs	NO	Secretarial	0.00 %
8	R SURIBABU	12 June 1976	Head Projects	Degree	4,38,900	Administration	13 yrs	01 July 2014	7 year	NO	Administration	0.00 %
9	N SRI SASANK	26 January 1986	Head (Sales & Marketing)	M.B.A	4,38,900	Marketing	9yrs	01 October 2015	4 years	NO	Sales & Marketing	0.00 %
10	A SARATH CHANDRA BABU	12 August 1950	Chairman	Undergraduate	3,60,000	Management	13 yrs	30 March 2007	-	Father in law of A Vasavi and father of A Sri Nagaveer	Chairman and Director	0.00 %

**Note:** All the aforementioned employees are permanent and obligated contractually.

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

Sd/-

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

Sd/-

**A Vasavi  
Managing Director  
DIN 02589803**

Place: Hyderabad

Date: 02<sup>nd</sup> December , 2020

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

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

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

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

**B. Technology Absorption: Not Applicable**

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

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

- i. Foreign Exchange Inflow : Nil
- ii. Foreign Exchange Outflow : Rs.1,46,06,168/- (USD 2,09,220)

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

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

**MANAGEMENT DISCUSSION AND ANALYSIS****Disclaimer**

The section contains a discussion on the opinions and perceptions of the Management on the trends that impact the Company. It has been collated from Information available publicly and reports by various nodal and governmental agencies that the Management believes to be accurate at the time publishing this report. The Company does not undertake or revise any of the opinions or statements expressed in this report consequent to, inter alia, revisions to the reports mentioned herein, new information, future events or otherwise.

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

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

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

**ECONOMY AND BUSINESS ENVIRONMENT**

Most of global economies witnessing a slowing economic growth with the end of Year 2019 with some hope of recovery pop-up(s) in quicker time around the world. The world GDP growth rate slowed to 2.9% in current year 2019 compared to previous year i.e. 3.6% in 2018 as reported by The World Economic Outlook, a Report published by IMF in January 2020. However, the report says that the Market may boost-up in view of various favorable development(s) in the global economic scenario such as US-China trade negotiations and fears of breXIT deals etc.

In Current year 2020, Carona virus (the CoVID19) spread across the globe created Global pandemic and a panic situation with its fast and wide spread nature that lead to unseen and unique scenarios like maintenance of social distancing, imposition of lockdown etc. to restrict the spread, to slowdown the transmission of the virus and to allow the healthcare system to handle the critical cases. This led to severe impact in the form of consumption and services out dropping markedly depressed mobility and a severe hit to labour market causing steep income losses and weaker consumer confidence and has been playing across the world for the past 6-9 months. The World Economic Outlook report of January 2020 believes that the world economy is expected to shirk by 4.9%. However, as many countries coming out of lockdown restrictions, this is projected to recover at 5.4% in current year 2021.

**India** also witnessed a severe impact with the Global pandemic and the World Economic Outlook reported that the Country's GDP is expected to shrink by 4.5% in current year 2020 but it is estimated to grow by 6.0% in 2021. The Government of India has tried to step-in to help and reduce the severe impact and loss. Announced some policy measure(s), reduced corporate tax etc. and also announced economic package(s) like Athmanirbhar Bharat etc.



The country has seen and witnessed several unique factors like huge Labour migration(s), Halt in economic activity through lockdown(s) with missing large gathering of social get-together events such as Marriage(s) and other celebration(s) or the places of events such as Hotels, Movie theaters etc. However, with the Government's Phase wise initiatives of Unlocking economy on public places, social gatherings with restrictions of the presence of number of person(s), helped in continuity of these activities with presence of minimum number of people are welcome signals for the governments strong commitments to arrest and reserve the slowdown and damage causing through spread of pandemic.

**States** in southern part of India (i.e. Andhra Pradesh, Telangana, Tamil Nadu, Karnataka, Kerala, Goa and Pudicherry) have also been badly affected with the spread of impact of coVID19 pandemic, resulting through reporting of more infected cases in initial days. It is welcoming that the state government(s) have acted in timely and quicker turnaround and taken-up various rapid action measure(s) to slower the transmission of the virus and also given various economic concessions to the needy. That helps a lot to survive and improve the living conditions of the people.

## **INDUSTRY AND DEVELOPMENTS**

### **Global Market for Frozen Food Industry:**

The global Frozen Food market is segregated on the basis of various variety of products as Fruits & Vegetables, Dairy & Bakery products, Meat & Seafood, Convenience Foods & Ready Meals, and Others. Based on type the global Frozen Food market is segmented in Raw Material, half-cooked, and ready-to-eat. based on Consumption the global Frozen Food market is segmented in Food Service and Retail.

The Global market research firm Technavio has released a report Titled "Global Frozen Food Market 2020-2024" in that it quoted as the Global Frozen Food market is poised to grow with a CAGR of 5.0% during 2020-24.

### **Indian Frozen Food Industry:**

With the raise of Urbanization and evolving smart cities in the country and the growth in women employment rate, the need for modern grocery and food stores arise and resulted in facilitating the fully equipped supply chain mechanism with the facilities of storage, distribution and service logistics coordination at the door-step delivery to the needy. At the same time, the young are changing the food habit(s) and life style(s) and attracting towards the Frozen Foods more in way of maintaining the Work-life balance in the life(s). As such, the demand for Frozen food market is growing in India and is expected to reach a value of ₹188 Bn by 2024 with a CAGR of around 17% during 2019-2024 as quoted by "Indian Frozen Foods Market: Industry Trends, Share, Size, Growth, Opportunity and Forecast 2019-2024"

The Indian food industry is poised a huge growth and Frozen products are slated for deeper market penetration and over the past few years, with the entry of more players and brands. The variety of packaged frozen food is growing, thus helping the young ones in the quest for novelty. Entry and expansion of international retail chains and many have opened up the market and led new frozen food players to enter the market.

"The India Frozen Food Market Overview 2020-2025", a Market Research report on the Frozen Food market in India quoted that the Frozen Food in India drives with several food segments such as vegetables, snacks and ready meals other than the dominating segments like Frozen Meat and Sea Foods with more than 70% of generating revenue is from commercial segment rather residential in this Dominant segment. Comparative to the previous years the Frozen Food industry is recording a prominent growth rate in India since 2019.

Keeping in view of the India's vast Agricultural production and its ability to incubate verity of Food processing chain(s); This sector has the potential for attracting Investments especially in the Frozen Vegetables, Packaged goods, Canning and processing through Thermo-processing Unit(s) etc. Similarly, dominant Frozen Food segments like Meat or Sea food, Vegetarian Frozen forms also attracting both domestic and International market. However, the Market is still untapped in the Vegetarian Frozen food exports from India.

We may observe that the Southern states are rapidly urbanization with the growing population concentration in BPO / KPO & Software employment among Major cities in South India. Majority of people are working round-the clock in rotational shifts and depending on the Frozen Food and Instant Food Item(s) is a huge scope to Frozen food Industry in southern state(s).

However, during the initial days of spread of Carona virus (coVID19) in 2020 when much about how coVID19 was spread was still very much unknow, people wanted to disinfect the groceries, and kept away the Frozen foods, Non-homemade eateries and some people switched-off use of Refrigerators ultimately shown severe effect on the Industry growth. However, with the increasing awareness of the virus's respiratory nature and the importance of wearing mask and maintaining social distancing; these fears are slowly coming down.

### **Production and Distribution of Maize**

India, being the 6<sup>th</sup> largest producer of Maize; The country is contributing near 2.8% of world's total Maize production and targeted to make it double by the year 2025. Most of the India's Maize production is being domestically used for human consumption and the extracted Maize proteins are being used for production of "Maida" or "Artificial Fiber".

With the changing perspective(s) of India's Agriculture Framework beginning from 2020 and following the initiatives of the government in brining FPO Framework, Hope the production of cereals and millets will increase as such that result-in fulfilling the needs of both Domestic and Export demands.

However, with the nature of softness and non-durability of the Maize; we are opting for cold storage in nearby location(s) and process it and distribute. As such, Tanvi uses its storage facilities for both in-house raw material and finished goods dump as well as to use the vacant space of storage to third-party use as well based on the availability of storage space.

### **Cold Storage and Indian Scenario:**

**India** being a top country in agricultural production; the company might have all the facilities of sufficient storage resources for all types of agricultural production. However, since the country posses with such low source of storage facilities domestically for storing agricultural product(s) and agri-based products, the country is incurring the production loss of near 500MMT every year that leads to huge damage to the Agriculture sector on the whole by creating losses to all the stake-holders and mainly the producer(s) (i.e. farmers) and is becoming one of the reason for growing farmer suicides in India over last decade and so.

India's cold storage market is expected to grow at 15% CAGR over next five years. However, the country's overall Refrigerator storage market is very much lower compared to the overall market share of Cold storage market and it also mainly depends on the Refrigerated transport market that is expected to grow with near 17% CAGR over next five years. Cold storage market in India is expected to hit ~₹ 650 Bn by end of this year.

This year, the country's cold storage industry attracted a sudden demand with the expected requirement for Immediate storage facilities for storing the coVID19 vaccine for another two to three years till the time of distribution of coVID19 vaccine to the entire population. This will bring-in not only the demand but also fulfills the requirement of meeting up equipping additional storage facilities in the country that may further result in Best-in-class storage facilities in the country with Investment attractions as well.

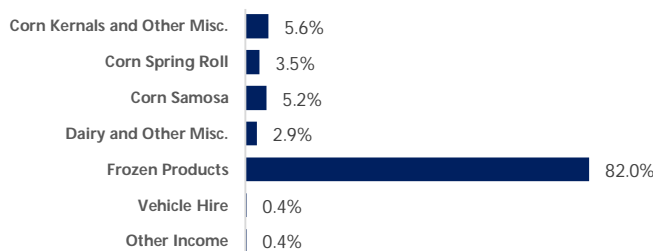
Keeping in view of this sectorial emergency and also to fulfill our needs of storing corn near the procurement place or procurement through safe transport, Tanvi established the cold storage facilities and bringing the procured corn and other raw material and lifting the finished goods as well through our fleet vehicle(s).

**STRENGTHS, OPPORTUNITIES AND THREATS**

Strengths	Opportunities	Threats
<p><b>Experienced Management:</b> The Company has a very good experienced Management team. Mr. AS Nagaveer, the Chief Executive Officer posses more than 17 years of experience in the field of Frozen Food business.</p>	<p><b>Market Space:</b> Currently, the Company is operating in the states of Telangana and Andhra Pradesh and with the upcoming facility and increased production, we have the Immediate Market space to expand to adjacent states like Karnataka, Maharashtra, Odisha, Tamil Nadu and also exploring the option of Exporting our products to various Middle-East &amp; South-East Asian Nations.</p>	<p><b>Risk due to Liquidity:</b> We are the growing MSME with limited resources of funding that has been accessed for establishing our new facility. However, due to the sudden spread of coVID19 pandemic, our regular cash-flow(s) are being adjusted for the day-to-day working capital and the same time we are at the hope of overcoming these threats in coming days.</p>
<p><b>Good Employee Vintage:</b> All most all the Key Management Personnel are with the Company since longer-time of more than 5 years and are qualified staff at Senior and Middle-level(s)</p>		<p><b>Threat due to change of Life-style of people in view of CoVID19 pandemic:</b> In the initial days of spread of Pandemic, there were lot of opinions that the virus is being infected with the fruits, vegetables and frozen Items. However, the World Health Organization (WHO) declared that the impact with this is very</p>
<p><b>Established Brand Name:</b> We operate in Brand sensitive market and developed it through a sustainable growth process over the period of last 15 years and majority of our products are under the brand name <b>“Frozen Kings”</b>, <b>“Cornclub”</b> and the rest are branded with <b>“Samosa”</b></p>		

<p><b>Acceptance and Credibility across Vendors and Farmers:</b> We have developed goodwill among the Market participants, Vendors, Supermarkets, and all our Farmers, Intermediaries of the Supply chain process and Distribution and all MNCs and other customers who are continuously supporting us all the time.</p>	<p><b>Temperature Control Fleets:</b> The Company has more than 17 fleet(s) with the facility of Temperature control(s) and storage for Distribution and Transportation of goods, that help us in very much better way to reach our market(s) in a defined and Planned way.</p>	<p>low and people are now slowly getting habituated to the pre-coVID19 lifestyle. Hence we are in the risk of meeting our operational performance targets. In order to mitigate this, your company is taking all the precautions of hygiene and getting awareness among all the customers about the same and also maintaining the required safety precautions as well.</p>
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**SEGMENT-WISE & PRODUCT WISE REVENUE**



Segment wise Reporting is Not Applicable. Entire operations of the Company relate to only one segment.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

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

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

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

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

**OTHER RISKS AND CONCERNS**

The success of our business depends greatly on our ability to effectively implement our business and growth strategies. We plan to increase our sales from the prepared foods or our self-branded foods being sold under the brand of "Frozen Kings". We also plan to explore additional geographies as well as ramping up our processing capabilities.

We believe our experience and expertise will help us in executing these business strategies; however, we may not be able to execute our strategies in time or at all in the future. Further, our growth strategies could place significant demand on our management team and other resources and would require us to continuously develop and improve our operational, financial and other controls, none of which can be assured. Any failure on our part to scale up our infrastructure and management could cause disruptions to our business and could be detrimental to our long- term business outlook.

**FINANCIAL PERFORMANCE Vs OPERATIONAL PERFORMANCE**

Our revenue from operations on standalone basis increased to ₹ 8,171.26 Lakhs from ₹ 7,279.04 Lakhs in the previous year, at a growth rate of 12.26%. Your Company has posted yet another impressive year of performance. Out of the total revenue approx. 83% has been generated from the sale of Frozen Products and there is a substantial increase in sale of other products as well.

Particulars (Amount in ₹ Lakhs)	FY2019-20	FY2018-19
<b>Income</b>		
Manufacturing & Processing	7,931.92	7,022.96
Sales and Trading	239.35	256.09
Other Income	69.53	156.18
<b>Total</b>	<b>8,240.79</b>	<b>7,435.23</b>
<b>Particulars (Amount in ₹ Lakhs)</b>	<b>FY2019-20</b>	<b>FY2018-19</b>
<b>Expenditure</b>		
Cost of Product & Service	7,230.54	6,375.79
Employee Benefit Expenses	173.90	202.69
Financial Expenses	266.78	265.85
Depreciation & Amortization	80.05	91.25
Other Expenses	275.99	314.00
<b>Total</b>	<b>8,027.27</b>	<b>7,249.58</b>

With the loss of business due to corona virus pandemic and Lockdown impact; there is no significant Fleet vehicle movements. As such, the revenue in Other income has been decreased to such extent.

During the Financial Year 2020, some of the Employee Benefit Expenses and the Financial Cost incurred towards the Loan of Indian Bank have been capitalized towards the expenses incurred for the capital work in progress.

The Company's (Standalone basis) Networth as of FY20 has been increased to an extent of ₹ 168.96 Lakhs and your Earnings per share stood at ₹ 3.15

Due to the working capital adjustments with the impact of coVID19 pandemic; As of March 2020, the Company has certain outstanding Arrears on the account heads of Statutory Liabilities to an extent of ₹ 5.5 lakhs pending towards the payment of Tax Deducted at Source (TDS) Payable and the Provident Fund Payable.

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

**Sources of Funds**

Currently as of March 31, 2020, we have only one class of shares i.e., Equity Shares of nominal value ₹10/- each. Our Authorized Share Capital is ₹6.50 Crores divided into 65,00,000 equity shares of ₹10/- each. The Issued, Subscribed and Paid Up capital stood at ₹5,36,67,750 divided into 53,66,775 Equity Shares of ₹10/- each.

Other than that, of the Equity, the Company possesses with certain reserves added back to the Equity shown as Reserve and Surplus as of March 31, 2020 and the amount in reserve account is ₹2,118.31 Lakhs.

**Investments**

Your company has not made any new investment during the period under review, Further, the investments made by the Company in its following wholly owned subsidiaries continue to remain as such during the year under review:

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

**Outlook**

Currently the Company has the manufacturing facility of producing near 35,000 to 100,000 thousand pieces of product(s) every day. However, with a view to ease-out the complex process of manufacturing and to enhance the production capacities, we are bringing-up a new Manufacturing facility near to the Vijayawada within a space of 55,000 square feet area with the required Food Safety standards that will boost our production facilities to almost 3 times to the existing capacities.

**HUMAN RESOURCES / INDUSTRIAL RELATIONS**

Our Company, being a man-power intensive unit, employs skilled as well as unskilled employees. The employees are trained in order to deliver the appropriate mix and taste while making corn samosas and other eatables and placed high important to employees.

Currently the company is providing the Provident Fund, ESI benefits to all the eligible employees and providing Health Insurance facility for all the senior employee(s). The Staff vintage with our organization is High.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor, including:

During the year under review, there was no significant changes in the financial ratios which are more than 25% as compared to previous year.

**Key Financial Indicators:**

Sl. No.	Particulars	Standalone		Consolidated		Explanation
		FY 2019-20	FY 2018-19	FY 2019-20	FY 2018-19	
1	Debtors Turnover Ratio (Times)	8.90	8.32	7.13	8.62	Not Applicable
2	Inventory Turnover	3.04	2.99	2.86	3.00	Not Applicable
3	Interest Coverage	1.8	1.7	2.19	2.21	Not Applicable
4	Current Ratio	1.36	1.47	1.36	1.47	Not Applicable
5	Debt Equity Ratio	0.48	0.41	0.52	0.47	Not Applicable
6	Operating Profit Margin	5.88%	6.20%	5.69%	6.16%	Not Applicable
7	Net Profit Margin	2.07%	2.24%	1.84%	1.95%	Not Applicable
8	Return on Net worth	6.36%	6.56%	5.84%	5.98%	Not Applicable

During this year FY20, the company's return on Networth slightly impacted and reduced to an extent of -0.20%. This is mainly due to the operational impact in last quarter of FY20 due to initial fears of the coVID19.

**Number of People Employed:**

As on 31st March 2020, the employee strength was 61 staff members.

**Disclosure of Accounting Treatment**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7(1) of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. There has been no deviation in the accounting treatment from that prescribed in the Accounting Standards.

**Awards : Nil**

**Certifications:**

- ISO 22000: 2018 - Food Safety Management System
- ISO 9001 : 2015 - Quality Management System

**Cautionary Statement**

This report contains forward-looking statements extracted from reports of Government Authorities / Bodies, Industry Associations etc. available on the public domain which may involve risks and uncertainties including, but not limited to, economic conditions, government policies, dependence on certain businesses and other factors. Actual results, performance or achievements could differ materially from those expressed or implied in such forward-looking statements. This report should be read in conjunction with the financial statements included herein and the notes thereto. We assume no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

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

Sd/-	Sd/-
A Sarat Chandra Babu	A Vasavi
Chairman	Managing Director
DIN:02589830	DIN 02589803

Place: Hyderabad  
Date: 02/12/2020



**Vigil Mechanism and Whistle Blower Policy**

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

**Scope and purpose:**

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

**Report at the earliest - Nip at the bud**

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

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

**How & Where to Report**

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

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

Chairman, Audit Committee, Tanvi Foods (India) Limited, Sanathnagar, Industrial Estate, Opp: SBH, Sanathnagar, Hyderabad - 500018.

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

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

#### Post reporting Investigation

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

#### Zero - Retaliation policy

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

#### Modification

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

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

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

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

**Sd/-  
A Vasavi  
Managing Director  
DIN 02589803**

**Place: Hyderabad**

**Date: 02<sup>nd</sup> December, 2020**

## **Independent Auditor's Report**

To the Members of **M/s. Tanvi Foods (India) Limited**

### **Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of **M/s. Tanvi Foods (India) Limited ("the Company")** which comprise the Balance Sheet as at 31<sup>st</sup> March, 2020, the Statement of Profit and Loss, and the Statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

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 Standards prescribed under Section 133 of the Act ("AS") and other accounting principles generally accepted in India, of the State of affairs of the Company as at March 31, 2020, and its Profit 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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 on the Standalone Financial Statements.

#### **Emphasis of Matter**

We draw your attention to Note No. 47 of the Standalone Financial Statements which describes Management's assessment of the impact of the Covid - 19 pandemic on the operations and Financial results of the company. Our opinion is not modified in respect of the above matter.

#### **Key Audit Matters**

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

Key Audit Matter	How the matter was addressed in the Audit
<p>The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p> <p>Refer Note 40 to the Financial Statements</p>	<p>Obtained details of completed tax assessments and demands upto the Financial year ended March 31, 2020 from management along with the further course of action adopted by the management.</p> <p>We read and analysed various submissions to the Statutory Authorities in respect of the assessments mentioned above and considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions;</p> <p>We advised the management to disclose the comprehensive summary of the cases pending along with the outstanding amount in Financial Statements and accordingly the same was disclosed under "Contingent Liabilities" in Note number 40 which has been duly verified by us.</p>

#### Other Information :

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, for example, Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. The other information as stated above is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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.

When we read the other information as stated above, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with Governance.

#### 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating

effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors / Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the Going concern basis of accounting unless the Board of Directors / Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

**Auditor's Responsibility for the Audit of the Financial Statements;**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the SAs, we exercise Professional Judgement and maintain Professional Skepticism throughout the audit.

**We also;**

1. 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.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. 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.
5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (i) planning the scope of our audit work and in evaluating the results of our work; and
- (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.
  - b) In our opinion, proper books of account as required by Law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2020 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 the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the company to its directors during the year is in accordance with the provisions of the section 197 of the Act.

h) 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 has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 40 to the financial statements;

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

(iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

Sd/-  
**Grandhi Vittal**  
Proprietor  
M.No 206462  
FRN. 012875S

**Place :** Hyderabad  
**Date :** 30<sup>th</sup> July, 2020  
**UDIN :** 20206462AAAAAJ8196



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

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Standalone Financial Statements as at March 31<sup>st</sup>, 2020, we report that:

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

(vii)

- a) According to the information and explanations given to us and on the basis of our examination of the records, Undisputed statutory dues including Provident fund, Employee State Insurance, Income-tax, Sales tax, Value Added Tax, Duty of Customs, Goods and Service tax, Cess have generally been deposited with the appropriate authorities and there have been delays in some cases.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employee State Insurance, Income-tax, Sales tax, Value Added Tax, Duty of Customs, Goods and Service tax, Cess and other material statutory dues were in arrears as at March 31<sup>st</sup>, 2020 for a period of more than six months from the date they became payable except as mentioned in the following Statement of Arrears;

**Statement of Arrears of Outstanding Statutory Dues for more than Six months :**

SI No.	Name of the Statute	Nature of Dues	Amount (Rs.)	Period to which the amount relates	Due date	Date of Payment
1	Employees Provident Fund and Miscellaneous Provisions Act, 1952	Provident Fund	82,898	Aug-19	15-Sep-19	Not paid
2	Income Tax Act, 1961	TDS	1,35,778	Jul-19	07-Aug-19	Not paid
3	Income Tax Act, 1961	TDS	3,47,462	Aug-19	07-Sep-19	Not paid

- c) According to the information and explanations given to us, there are no material statutory dues including Sales tax, Value Added Tax, Duty of Customs, Goods and Service Tax, Cess and any other material statutory dues pending for deposit with the appropriate authorities on account of any dispute, except as mentioned in Note No. 40 of the Standalone Financial Statements;
- (viii) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks and debenture holders except in case of Adhoc sanction of Andhra Bank amounting to Rs.1.80 Crores which is pending for renewal as on 31-Mar-2020;
- (ix) The Company did not raise any money by way of Initial Public Offer or Further Public Offer (including debt instruments). The Company has raised new term loans during the year. The term loans outstanding at the beginning of the year and those raised during the year have been applied for the purposes for which they were raised.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the company, the Company has Paid / Provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

- (xiii) According to the information and explanation given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any Preferential allotment or Private Placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 As a Non-Banking Financial Company.

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

**Sd/-**  
**Grandhi Vittal**  
Proprietor  
M.No. 206462  
Firm Regn No. 012875S

Place : Hyderabad  
Date : 30<sup>th</sup> July, 2020  
UDIN : 20206462AAAAAJ8196

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

We have audited the internal financial controls over financial reporting of **M/s Tanvi Foods (India) Limited** ("the Company") as of March 31, 2020 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

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

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

**Auditors' Responsibility**

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

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

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

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

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

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

**Sd/-**  
**Grandhi Vittal**  
Proprietor  
M.No. 206462  
Firm Regn No. 012875S

Place : Hyderabad  
Date : 30<sup>th</sup> July, 2020  
UDIN : 20206462AAAAAJ8196

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2020

Amount in Rs

Particulars	Note No	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders 'funds</b>			
(a) Share capital	3	5,36,67,750	5,36,67,750
(b) Reserves and surplus	4	21,18,31,386	19,49,35,152
(c) Money received against share warrants		-	-
Share application money pending allotment	5	-	-
<b>Non-current liabilities</b>			
(a) Long-term borrowings	6	10,72,71,864	7,79,94,777
(b) Deferred tax liabilities (net)		28,62,172	28,37,298
(c) Other long-term liabilities	7	60,000	60,000
(d) Long-term provisions	8	25,19,718	16,94,114
<b>Current liabilities</b>			
(a) Short-term borrowings	9	14,24,56,658	12,68,14,842
(b) Trade payables	10		
- Total Outstanding dues of Micro Enterprises and Small Enterprises		-	-
- Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		2,66,70,387	1,38,97,273
(c) Other current liabilities	11	5,35,97,363	4,24,08,681
(d) Short-term provisions	12	45,81,109	39,63,565
<b>TOTAL</b>		<b>60,55,18,408</b>	<b>51,82,73,452</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment			
(i) Tangible assets	13	6,55,72,277	7,07,74,248
(ii) Intangible assets			-
(iii) Capital work-in-progress		14,98,14,074	7,41,62,387
(iv) Intangible assets under development			-
(b) Non-current investments	14	1,19,41,190	1,18,11,190
(c) Long-term loans and advances	15	6,93,25,217	8,72,64,595
(d) Other Non-Current Assets	16	-	-
<b>Current Assets</b>			
(a) Current investments	17	-	-
(b) Inventories	18	26,87,18,475	24,36,86,625
(c) Trade receivables	19	2,80,57,765	1,84,21,866
(d) Cash and bank balances	20	37,03,778	11,74,979
(e) Short-Term loans and advances	21	58,30,386	77,06,209
(f) Other Current Assets	22	25,55,248	32,71,353
<b>TOTAL</b>		<b>60,55,18,408</b>	<b>51,82,73,452</b>

III. Company Information	1
Summary of Significant Accounting Policies	2
The accompanying notes are an integral part of the financial statements.	3 to 48

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

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

**For GV & Co.,**

**Chartered Accountants**

Sd/-  
**Grandhi Vittal**  
**Proprietor**  
Member Ship No.206462  
Firm Regn No. 012875S

Sd/-  
**A. Sri Nagaveer**  
Chief Executive Officer

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

Sd/-  
**Adusumilli Vasavi**  
**Managing Director**  
DIN : 02589803

Place : Hyderabad  
Date : 30<sup>th</sup> July, 2020

Sd/-  
**Avneet Singh Kohli**  
Company Secretary

Sd/-  
**Srinivas Reddy M**  
Chief Financial Officer

## Standalone Statement of Profit and Loss for the Year ended 31st March, 2020

Particulars	Note No	For the year ended 31st March, 2020	For the year ended 31st March, 2019
I. Revenue from operations	23	81,71,26,362	72,79,04,408
II. Other income	24	69,53,056	1,56,18,237
<b>III. TOTAL REVENUE ( I + II)</b>		<b>82,40,79,418</b>	<b>74,35,22,645</b>
<b>IV. Expenses:</b>			
(a) Cost of Materials Consumed	25	73,71,15,184	65,99,41,575
(b) Purchases of Stock-in-Trade	26	1,08,68,047	2,44,84,609
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(2,49,29,326)	(4,68,47,377)
(d) Employee benefit expenses	28	1,73,90,184	2,02,68,792
(e) Finance costs	29	2,66,77,937	2,65,84,980
(f) Depreciation and amortization expenses	13	80,05,352	91,25,395
(g) Other Expenses	30	2,75,99,496	3,13,99,551
<b>TOTAL EXPENSES</b>		<b>80,27,26,874</b>	<b>72,49,57,524</b>
<b>V. Profit before exceptional &amp; extraordinary items and tax (III - IV)</b>		<b>2,13,52,545</b>	<b>1,85,65,120</b>
VI. Exceptional items		-	-
VII. Profit before extraordinary items and tax (V-VI)		<b>2,13,52,545</b>	<b>1,85,65,120</b>
VIII. Extraordinary items		-	-
<b>IX. Profit before tax (VII - VIII)</b>		<b>2,13,52,545</b>	<b>1,85,65,120</b>
<b>X. Tax expense:</b>		<b>44,56,310</b>	<b>22,62,245</b>
Current Tax		44,29,690	38,50,760
Previous Year		1,746	66,840
Deferred Tax	32	24,874	(16,55,355)
MAT Credit Entitlement		-	-
<b>XI. Profit for the period from continuing operations (IX - X)</b>		<b>1,68,96,234</b>	<b>1,63,02,876</b>
<b>Discontinuing Operations</b>			
XII. Profit / (Loss) from discontinuing operations (before tax)		-	-
XIII. Tax expense of discontinuing operations		-	-
XIV. Profit / (Loss) from discontinuing operations (after tax)		-	-
<b>XV. Profit for the Year (XI + XIV)</b>		<b>1,68,96,234</b>	<b>1,63,02,876</b>
<b>XVI. Earnings per equity share:</b>			
(Nominal Value Per Share : Rs. 10)			
Basic (Including Extraordinary Items)		3.15	3.32
Diluted (Including Extraordinary Items)		3.15	3.32
Basic (Excluding Extraordinary Items)		3.15	3.32
Diluted (Excluding Extraordinary Items)		3.15	3.32



XVII. Company Information	1
Summary of Significant Accounting Policies	2
The accompanying notes are an integral part of the financial statements.	3 to 48

**As per my report of even date.****For and on behalf of the Board of Directors****For GV & Co.,  
Chartered Accountants**

Sd/-  
Officer  
**Grandhi Vittal**  
Proprietor  
Member Ship No.206462  
Firm Regn No. 012875S

Place : Hyderabad

Date : 30th July, 2020

Sd/-  
**A. Sri Nagaveer**  
Chief Executive

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

Sd/-  
**Adusumilli Vasavi**  
Managing Director  
DIN : 02589803

Sd/-  
**Avneet Singh Kohli**  
Company Secretary

Sd/-  
**Srinivas Reddy M**  
Chief Financial  
Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2020

Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>A. Cash flow from Operating activities</b>		
Profit before exceptional items and tax	2,13,52,545	1,85,65,120
Adjustments for :		
Depreciation and Amortisation Expense	80,05,352	91,25,395
(Profit) / Loss on sale of fixed assets (net)	-	(21,49,186)
(Profit) / Loss on sale of investments (net)	-	(3,22,835)
Miscellaneous Expenditure Written Off	8,68,852	10,49,452
Other Income	(69,53,056)	(1,31,46,215)
Effect of Exchange Rate change	-	-
Finance Costs	2,66,77,937	2,65,84,980
Cash generated from operations before working capital changes	4,99,51,630	3,97,06,710
Adjustments for working capital changes		
(Increase)/Decrease in Inventories	(2,50,31,850)	(4,86,81,307)
(Increase)/Decrease in Trade Receivables	(96,35,899)	(51,19,620)
(Increase)/Decrease in Short term Loans & Advances	20,32,805	2,08,36,605
(Increase)/Decrease in Long term Loans & Advances	2,06,49,378	(7,86,48,859)
Increase/(Decrease) in Trade Payables	1,27,73,114	60,15,573
Increase/(Decrease) in Long term/Short term provisions	6,11,579	7,45,402
Increase/(Decrease) in Other current liabilities	1,11,88,682	93,17,809
(Increase)/Decrease in Other Current Assets	(1,52,747)	13,98,499
Cash generated from Operations	6,23,86,692	(5,44,29,189)
Direct Taxes paid	(64,66,849)	(20,77,057)
Net Cash from Operating activities	5,59,19,843	(5,65,06,246)
<b>B. Cash flow from Investing Activities</b>		
Purchase of tangible/intangible assets	(28,03,380)	(26,05,323)
Sale proceeds of tangible assets	-	1,08,00,000
Other Adjustments to Fixed Assets (Subsidy)	-	57,40,000
Other Income	69,53,056	1,31,46,215
Capital Work-in-progress	(7,56,51,687)	(7,18,54,953)
(Purchase) / Sale of Investments (Net)	(1,30,000)	1,35,70,835
Cash flow before exceptional items	(7,16,32,012)	(3,12,03,226)
Exceptional Items	-	-
Net Cash generated from Investment Activities	(7,16,32,012)	(3,12,03,226)
<b>C. Cash Flow from Financing Activities</b>		
Proceeds from issue of Share Capital/ Share Application Money	-	37,50,000
Securities Premium on Equity Share Capital	-	2,62,50,000
Proceeds / (Repayment) from Long Term Borrowings	2,92,77,088	5,64,29,333
Proceeds / (Repayment) from Short Term Borrowings	1,56,41,816	76,09,969
Finance Costs	(2,66,77,937)	(2,65,84,980)
Dividends Paid	-	-
Dividend tax paid	-	-
Effect of Exchange Rate change	-	-
Net cash used in financing activities	1,82,40,966	6,74,54,323
<b>Net (Decrease) / Increase in cash and cash equivalents</b>	<b>25,28,798</b>	<b>(2,02,55,149)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>11,74,979</b>	<b>2,14,30,128</b>
<b>Cash and Cash equivalents at the end of the year</b>	<b>37,03,777</b>	<b>11,74,979</b>

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

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

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

**For GV & Co.,**

**Chartered Accountants**

Sd/-

**Grandhi Vittal**

**Proprietor**

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30th July, 2020

Sd/-

**A. Sri Nagaveer**

Chief Executive

Officer

Sd/-

**A. Sarat Chandra**

**Babu**

Chairman and WTD

DIN : 02589830

Sd/-

**Adusumilli Vasavi**

Managing Director

DIN : 02589803

Sd/-

**Avneet Singh Kohli**

Company Secretary

Sd/-

**Srinivas Reddy M**

Chief Financial

Officer

**Notes to the Standalone Financial Statements for the year ended 31st March, 2020****Note Nos.****1 General Information:**

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

**2 Summary of Significant Accounting Policies****2.1 Basis of Accounting ;**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7(1) of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013. All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III (Division I) to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current, non-current classification of assets and liabilities.

**2.2 Use of Estimates ;**

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

**2.3 Tangible Assets and Intangible Assets ;**

Tangible Assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price including import duties and non-refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management. Subsequent costs related to an item of Property, Plant and Equipment are recognised in the carrying amount of the item if the recognition criteria are met.

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head 'Other current assets'. Any write-down in this regard is recognised immediately in the Statement of Profit and Loss.

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the statement of Profit and Loss.

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated Impairment losses, if any.

**2.4 Capital Work-In-Progress**

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

**2.5 Depreciation and Amortisation ;**

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

**2.6 Borrowing Costs ;**

Borrowing costs include interest and other costs incurred in connection with borrowing. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred. The same is in compliance with AS-16 to the extent applicable.

**2.7 Impairment of Assets ;**

An Asset is impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss is charged when an asset identified as impaired. The impairment loss recognized in prior accounting year is reversed if there has been a change in the estimate of recoverable amount.

**2.8 Investments ;**

Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of long-term investments, such reduction being determined and made for each investment individually.

**2.9 Inventories ;**

- i) Inventories are valued at lower of cost or Net Realisable Value.
- ii) Cost of inventories have been computed to include all cost of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition
- iii) The basis of determining cost for various categories of inventories is as follows:
  - a) Stores, Spare parts, Packing material : At Cost
  - b) Raw material : At Cost
  - c) Finished Goods : At lower of cost or net realizable value

**2.10 Transactions in Foreign Currency ;**

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

**2.11 Revenue Recognition ;****i) Sale of Goods:**

Sales are recognised when the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods and are recognised net of trade discounts, rebates, sales taxes and excise duties.

**ii) Other Income:**

**Interest:** Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**Dividend:** Dividend income is recognised when the right to receive dividend is established.

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

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

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

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

**2.13 Current and Deferred Tax ;**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing taxation laws.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. In situations, where the Company has unabsorbed depreciation or carry forward losses under tax laws, all deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each Balance Sheet date, the Company re-assesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**2.14 Provisions and Contingent Liabilities ;**

**Provisions:** Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

**Contingent Liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets are neither recognized nor disclosed in the financial statements. The same is in compliance with AS-29 to the extent applicable.

**2.15 Leases ;**

Operating Lease payments are recognized as an expense in the statement of profit and loss as per the terms of the agreements which are representative of the time pattern of the user's benefits.

**2.16 Cash flow Statement ;**

The Cash Flow Statement is prepared by indirect method set in Accounting Standard 3 on Cash flow Statement and presents the cash flows by operating, investing and finance activities of the company. Cash and Cash equivalents presented in cash flow statement consist of cash in hand, cheques on hand and bank balances.

**2.17 Earnings per share ;**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to Equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

**2.18 Contingencies and events occurring after the balance sheet date ;**

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

**2.19 Government Grants ;**

iv) The grants or subsidies received in the nature of promoters contributions are treated as capital receipts and credited to capital reserves.

v) The grants or subsidies received relating to specific fixed assets are shown as deduction from the cost of the respective assets concerned in arriving at its book value.

vi) The grant in the form of revenue subsidy is treated as revenue receipt and credited to "Other Income" in statement of Profit and Loss.

**2.20 Extra-ordinary and Exceptional items & Changes in Policies ;**

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

## Notes forming part of financial statements As At 31.03.2020

## Note No : 3 Share Capital

S. No.	Particulars	As at 31.03.2020 Amount In Rs.		As at 31.03.2019 Amount In Rs.	
		Number	Amount	Number	Amount
(i)	<b>Authorised</b> Equity Shares of Rs. 10/- each with Voting Rights	65,00,000	6,50,00,000	65,00,000	6,50,00,000
(i)	<b>Issued, Subscribed and Paid up</b> Equity Shares of Rs. 10/- each fully paid up with Voting Rights	53,66,775	5,36,67,750	53,66,775	5,36,67,750
	<b>Total</b>	<b>53,66,775</b>	<b>5,36,67,750</b>	<b>53,66,775</b>	<b>5,36,67,750</b>

## (a) Reconciliation of number of shares:

S.No.	Particulars	As at 31.03.2020 Amount In Rs.		As at 31.03.2019 Amount In Rs.	
		Number	Amount	Number	Amount
1	Equity Shares outstanding at the beginning of the year	53,66,775	5,36,67,750	48,66,775	4,86,67,750
2	Equity Shares Issued during the year #	-	-	500,000	50,00,000
3	Equity Shares bought back during the year	-	-	-	-
4	Equity Shares outstanding at the end of the year	<b>53,66,775</b>	<b>5,36,67,750</b>	<b>53,66,775</b>	<b>5,36,67,750</b>

# During the year 2018-19, allottees of 5,00,000 Warrants have exercised their right to convert the warrants into Equity shares by paying balance 75% of the Consideration aggregating to Rs. 3 Crores and Consequently 5,00,000 Equity Shares of Face value of Rs. 10/- each were allotted @ Rs. 80 per share consisting of Rs. 70 for Security premium on 28-02-2019.

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

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

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

S.No.	Class of shares / Name of shareholder	As at 31.03.2020		As at 31.03.2019	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	<u>Equity Shares with Voting Rights</u> Adusumilli Sri Nagaveer	24,38,701	45.44%	24,38,701	45.44%
2	Adusumilli Vasavi	3,38,038	6.30%	3,38,038	6.30%



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

S.No.	Particulars	As at 31.03.2020		As at 31.03.2019	
		No. of Shares issued	Amount	No. of Shares issued	Amount
1	Paturi Sarada*	2,20,013	22,00,130	2,20,013	22,00,130
2	Mikkilineni Sravanthi*	2,20,013	22,00,130	2,20,013	22,00,130
3	Adusumilli Sri Nagaveer**	2,52,711	25,27,110	2,52,711	25,27,110
4	Adusumilli Vasavi**	2,038	20,380	2,038	20,380

\* 4,40,026/- Equity Shares issued on account of Acquisition of Polar cube Cold Storage Solutions Pvt. Ltd. In 2015-16

\*\* 2,54,749/- Equity Shares issued on account of Acquisition of Squarepeg Distribution Services Pvt. Ltd. In 2015-16

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

#### 4 Note: Reserves & Surplus

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
4	<b>Note: Reserves &amp; Surplus</b>		
	<b>Securities Premium Account</b>		
	Opening Balance	12,59,63,440	9,09,63,440
	Add: Premium on shares issued during the year #	-	3,50,00,000
	Less : Utilised during the year	-	-
	Closing Balance	<b>12,59,63,440</b>	<b>12,59,63,440</b>
	<b>Surplus in the statement of Profit and Loss</b>		
	Balance as at the beginning of the year	6,89,71,712	5,26,68,836
	(+) Net Profit for the current year	1,68,96,234	1,63,02,876
	(+) Transfer from Reserves*	-	-
(-) Net Loss for the current year	-	-	
(-) Proposed Dividends	-	-	
(-) Interim Dividends	-	-	
Closing Balance	<b>8,58,67,946</b>	<b>6,89,71,712</b>	
<b>Total</b>	<b>21,18,31,386</b>	<b>19,49,35,152</b>	

# During the year 2018-19, allottees of 5,00,000 Warrants have exercised their right to convert the warrants into Equity shares by paying balance 75% of the Consideration aggregating to Rs. 3 Crores and Consequently 5,00,000 Equity Shares of Face value of Rs. 10/- each were allotted @ Rs. 80 per share consisting of Rs. 70 for Security premium on 28-02-2019.

#### 5 Note: Share Application money pending allotment

-	-
-	-

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
6	<b>Note: Long Term Borrowings</b>		
	<b>Secured</b>		
	a) Term Loans *		
	i) From Banks	10,53,68,582	7,19,91,597
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	10,69,643	25,90,356
		10,42,98,939	6,94,01,241
	ii) From NBFC's	-	-
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	-
		-	-
	b) Vehicle Loans **		
	i) From Banks	34,80,250	82,01,387
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	32,60,747	59,63,606
		2,19,503	22,37,781
	ii) From NBFC's	14,71,723	18,82,114
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	5,26,198	4,49,241
	9,45,525	14,32,873	
<b>Total Secured Loans</b>	<b>10,54,63,967</b>	<b>7,30,71,895</b>	
<b>Unsecured</b>			
Business Loans ***			
i) From Banks	-	9,54,516	
The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	9,54,516	
	-	-	
ii) From NBFC's	1,59,56,280	1,97,51,590	
The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	1,41,48,383	1,48,28,708	
	18,07,897	49,22,882	
Loans from Others	-	-	
<b>Total Un-Secured Loans</b>	<b>18,07,897</b>	<b>49,22,882</b>	
	<b>10,72,71,864</b>	<b>7,79,94,777</b>	

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

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

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

## 7 Note: Other Long Term Liabilities

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
7	Other Liabilities	60,000	60,000
		<b>60,000</b>	<b>60,000</b>

**8 Note: Long Term Provisions**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
8	Provision for Gratuity	25,19,718	16,94,114
	Provision for Taxes	-	-
	Provisions - Others	-	-
		<b>25,19,718</b>	<b>16,94,114</b>

**9 Note: Short Term Borrowings**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
9	Secured		
	Loans repayable on demand from Banks *	11,19,99,017	11,19,98,285
	Loans repayable on demand from NBFC's	-	-
	Loans repayable on demand from Others	-	-
	Unsecured		
	Loans and Advances from Related Parties **	1,20,01,572	8,94,143
	Other Loans and Advances***	1,84,56,069	1,39,22,415
		<b>14,24,56,658</b>	<b>12,68,14,842</b>

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

\*\* Loans from Related parties carry "Nil" rate of Interest and are repayable on demand

\*\*\* The Company has borrowed Un-secured loans from others that carry interest at 18% p.a and are repayable on mutually agreed terms and conditions. The loan has been guaranteed by Key Managerial Person of the company.

**10 Note: Trade Payables**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
10	- Total Outstanding dues of Micro Enterprises and Small Enterprises	-	-
	- Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	2,66,70,387	1,38,97,273
		<b>2,66,70,387</b>	<b>1,38,97,273</b>

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

- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
- Interest due to suppliers registered under the MSMED Act and remaining unpaid as the year end	-	-
- Principal amounts paid to Suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest paid under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
- Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
- Further Interest remaining due and payable for earlier years	-	-

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

**11 Note: Other Current Liabilities**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
11	Current Maturities of Long Term Debt (Secured) (Refer Note No.6)		-
	a) Term Loans		
	From Banks	10,69,643	25,90,356
	From NBFC's		-
	b) Business Loans		
	From Banks	-	9,54,516
	From NBFC's	1,41,48,383	1,48,28,708
	c) Vehicle Loans		
	From Banks	32,60,747	59,63,606
	From NBFC's	5,26,198	4,49,241
	Interest Accrued and Due on Borrowings **	26,05,533	11,74,567
	Interest Accrued But not Due on Borrowings ***	1,46,080	2,67,373
	Advances received from Customers	12,54,493	15,31,367
Other Payables****	3,05,86,287	1,46,48,946	
	<b>5,35,97,363</b>	<b>4,24,08,681</b>	

Term Loans are secured against Fixed Assets of the Company, both present and future (for details Refer Not No 39)

Vehicles loans are secured by hypothecation of vehicles financed by respective Financial Institutions. (For details Refer Note No.39)

The Company availed unsecured Business loans from Banking & Non-Banking financial Institutions (for Details Refer Note No.39)

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

On Working Capital Loan	26,05,533	11,74,567
On Business Loans	-	-

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

On Term Loans	-	4250
On Business Loans	1,30,202	2,11,816
On Vehicle Loans	15,877	51,307

\*\*\*\* Other Payables include

Statutory Liabilities	39,47,784	1,11,151
Rent Creditors	5,22,951	6,27,278
Expenses Payable	1,89,80,154	96,00,115
Creditors for Capital Works	71,35,398	43,10,402

**12 Note: Short Term Provisions**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
12	Provisions for Employee Benefits		
	Provision for Gratuity	1,51,419	1,12,805
	Provisions - Others:		
	Provision for Taxes - Current Year	44,29,690	38,50,760
Provision for Taxes - Previous Year	-	-	
		<b>45,81,109</b>	<b>39,63,565</b>

## 13 Property, Plant &amp; Equipment

S. No.	Particulars	Gross Block									
		Balance As At 01.04.2019	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign exchange differences	Borrowing cost capitalised	Other Adj.	Balance As At 31.03.2020
		1	2	3	4	5	6	7	8	9	10= 1+2-3+4-5+6-7+8-9
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	24,01,259	16,56,74	-	-	-	-	-	-	-	25,66,933
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	29,98,857	3,70,648	-	-	-	-	-	-	-	33,69,505
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	4,21,69,953	20,59,120	-	-	-	-	-	-	-	4,42,29,074
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	13,29,424	86,074	-	-	-	-	-	-	-	14,15,499
	Taken under	-	-	-	-	-	-	-	-	-	-

	finance lease										
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	2,37,15,769	1,21,864	-	-	-	-	-	-	-	2,38,37,633
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	1,21,74,524	-	-	-	-	-	-	-	-	1,21,74,524
(f)	Civil Structures										
	Owned	1,03,27,910	-	-	-	-	-	-	-	-	1,03,27,910
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(g)	Land										
	Owned	93,57,712	-	-	-	-	-	-	-	-	93,57,712
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>10,44,75,409</b>	<b>28,03,380</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,72,78,790</b>
	<b>Previous Year</b>	<b>(13,02,35,666)</b>	<b>(26,05,323)</b>	<b>(2,26,25,580)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(57,40,000)</b>	<b>(10,44,75,409)</b>
<b>B</b>	<b>Intangible</b>										
	<b>assets</b>	-	-	-	-	-	-	-	-	-	-
	<b>Total (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Previous Year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Grand Total (A + B)</b>	<b>10,44,75,409</b>	<b>28,03,380</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>10,72,78,790</b>

S. No	Particulars	Accumulated depreciation and impairment						Net block			
		Balance As At 01.04.2019	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Adj. due to Change of Accounting policy (i.e from WDV to SLM)	Impairment losses recognised in statement of profit and loss	Reversal of impairment losses recognised in Statement of Profit and Loss	Other adjustments	Balance As At 31.03.2020	Balance As At 31.03.2020	Balance As At 31.03.2019
		11	12	13	14	15	16	17	18=sum(11:17)	19= (10-18)	20= (1 - 11)
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	19,96,719	2,29,643	-	-	-	-	-	22,26,362	3,40,571	4,04,540
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	15,23,530	2,85,808	-	-	-	-	-	18,09,338	15,60,168	14,75,327
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	1,37,27,397	29,36,002	-	-	-	-	-	1,66,63,399	2,75,65,675	2,84,42,556
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	7,14,842	3,24,077	-	-	-	-	-	10,38,919	3,76,580	6,14,583
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-



(e) Vehicles											
Owned	83,32,207	21,87,523	-	-	-	-	-	1,05,69,730	1,32,67,903	1,53,33,562	
Taken under finance lease	-	-	-	-	-	-	-	-	-	-	
Given under operating lease	68,07,094	17,14,534	-	-	-	-	-	85,21,628	36,52,896	53,67,430	
(f) Civil Structures											
Owned	5,49,372	3,27,766	-	-	-	-	-	8,77,138	94,50,772	97,78,538	
Taken under finance lease	-	-	-	-	-	-	-	-	-	-	
Given under operating lease	-	-	-	-	-	-	-	-	-	-	
(g) Land											
Owned	-	-	-	-	-	-	-	-	93,57,712	93,57,712	
Taken under finance lease	-	-	-	-	-	-	-	-	-	-	
Given under operating lease	-	-	-	-	-	-	-	-	-	-	
<b>Total (A)</b>	<b>3,37,01,160</b>	<b>80,05,352</b>	-	-	-	-	-	<b>4,17,06,513</b>	<b>6,55,72,277</b>	<b>7,07,74,248</b>	
<b>Previous Year</b>	<b>(3,85,50,532)</b>	<b>(91,25,395)</b>	<b>(1,39,74,766)</b>	-	-	-	-	<b>(3,37,01,160)</b>	<b>(7,07,74,248)</b>	<b>(9,16,85,134)</b>	
<b>B Intangible assets</b>	-	-	-	-	-	-	-	-	-	-	
<b>Total (B)</b>	-	-	-	-	-	-	-	-	-	-	
<b>Previous Year</b>	-	-	-	-	-	-	-	-	-	-	
<b>C Capital Work in Progress</b>	23,07,434	-	-	-	-	-	-	-	14,98,14,074		
<b>Total (C)</b>	<b>23,07,434</b>	-	-	-	-	-	-	-	<b>14,98,14,074</b>	<b>7,41,62,387</b>	
<b>Previous Year</b>	<b>(23,07,434)</b>	-	-	-	-	-	-	-	<b>(7,41,62,387)</b>		
<b>Grand Total (A + B + C)</b>	<b>3,60,08,594</b>	<b>80,05,352</b>	-	-	-	-	-	<b>4,17,06,513</b>	<b>21,53,86,351</b>	<b>14,49,36,635</b>	

**14 Note : Non-current investments**

Not e No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>14</b>	Long Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments		
	Quoted	-	-
	Unquoted		
	Investments in equity instruments of subsidiaries		
	4,45,000 Equity Shares of Polar Cube Cold Storage Solutions (P) Ltd. of Rs.10/- each fully paid up	74,80,450	74,80,450
	2,67,000 Equity Shares of Squarepeg Distribution Services (P) Ltd. of Rs.10/- each fully paid up	43,30,740	43,30,740
	Government and Trust Securities:		
	2.75% Sovereign Gold Bonds Feb 2024 (TR-II)	1,30,000	-
	(50 Grams at a Face Value of Rs.2,600 per gram)		
		<b>1,19,41,190</b>	<b>1,18,11,190</b>

Aggregate Amount of quoted Investments	1,30,000	-
Market Value of Quoted Investments	2,00,129	-
Aggregate Amount of Unquoted Investments	1,18,11,190	1,18,11,190
Aggregate provision for diminution in value of Investments.	-	-

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

Not e No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>15</b>	(a) Capital Advances		
	Secured, considered good	-	-
	Unsecured, considered good	5,89,69,180	7,95,37,459
	Doubtful	-	-
	(b) Security Deposits		
	Rent Deposit	6,92,100	7,22,100
	Other Deposits	2,04,450	2,25,000
	(c) Loans & Advances to related parties	-	-
	(d) Loans & Advances to Employees	-	-
	(e) Prepaid Expenses	-	-
	(f) Advance Income Tax (Unsecured, Considered good)	65,75,701	38,65,701
	(g) MAT Credit Entitlement	28,83,786	29,14,335
	(h) Balances with Government Authorities	-	-
	(i) Other Loans & Advances		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	Doubtful	-	-
		<b>6,93,25,217</b>	<b>8,72,64,585</b>
	Less: Provision for other doubtful loans & advances	-	-
		<b>6,93,25,217</b>	<b>8,72,64,585</b>
	<b>Note: Long Term Loans &amp; Advances include amounts due from</b>		
	Directors - (Rent Deposit)	30,000	30,000
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-

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

Not e No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	(a) Long-term trade receivables	-	-
	(b) Unamortised expenses ( to the extent not written off or not adj.)	-	-
	(c) Accruals	-	-
	(d) Other Non-current Assets	-	-
		-	-

**17 Note : Current investments**

Not e No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	Short Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments (Investment in Equity Shares)		
	Quoted	-	-
	Unquoted	-	-
		-	-

**18 Note: Inventories**

Not e No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	(a) Raw materials	65,98,362	64,95,838
	Goods-in-transit	-	-
	(b) Work-in-progress	4,80,893	6,27,299
	Goods-in-transit	-	-
	(c) Finished goods / Stock in Trade	26,16,39,220	23,65,63,488
	Goods-in-transit	-	-
	(d) Stores and spares	-	-
	Goods-in-transit	-	-
	(e) Loose tools	-	-
	Goods-in-transit	-	-
	(f) Others (Specify nature)	-	-
	Goods-in-transit	-	-
		<b>26,87,18,475</b>	<b>24,36,86,625</b>

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

**19 Note: Trade Receivables**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
19	Secured, considered good		
	- Outstanding for a period exceeding six months from the date they were due for payment	-	-
	- Others	-	-
	Unsecured, considered good		
	- Outstanding for a period exceeding six months from the date they were due for payment	-	19,55,525
	- Others	2,80,57,765	1,64,66,341
	Unsecured Considered Doubtful	-	-
	- Outstanding for a period exceeding six months from the date they were due for payment	-	-
	- Others	-	-
		<b>2,80,57,765</b>	<b>1,84,21,866</b>
Less: Provision for doubtful trade receivables	-	-	
	<b>2,80,57,765</b>	<b>1,84,21,866</b>	
Trade receivables include debts due from:			
Directors	-	-	
Firms in which any director is interested (M/s Sri Sai Agencies, Proprietorship)	29,14,691	31,85,577	
Other officers of the Company	-	-	
Private companies in which any director is a director or member (give details per company)	-	-	
Wholly Owned Subsidiaries	18,47,246	28,68,513	

**20 Note: Cash and Bank Balances**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
20	(a) Cash and Cash Equivalents		
	(i) Balances with banks;		
	- In Current Accounts	5,58,517	7,61,450
	(ii) Cheques, drafts on hand	-	-
	(iii) Cash on hand	31,45,261	4,13,529
(b) Other Bank balances			
- In Deposit Accounts	-	-	
	<b>37,03,778</b>	<b>11,74,979</b>	

**21 Note: Short Term Loans & Advances**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
21	(a) Loans & Advances to related parties	-	-
	(b) Security deposits	-	-
	(c) Loans and advances to employees		
	Secured, considered good	-	-
	Unsecured, considered good	31,69,383	1,00,507
	Doubtful	-	-
	(d) Prepaid expenses - Unsecured, considered good *	10,57,197	10,62,982
	(e) Balances with government authorities		
	Unsecured, considered good		
	Advance Tax and TDS	1,83,246	2,22,415
	(f) Inter-corporate deposits	-	-
	(g) MAT Credit entitlement - Unsecured, considered good	-	-
	(h) Other Loans & Advances **		
	Secured, considered good	-	-
Unsecured, considered good	14,20,560	63,20,305	
	-	-	
	58,30,386	77,06,209	
Less: Provision for other doubtful loans and advances	-	-	
	<b>58,30,386</b>	<b>77,06,209</b>	
* "Prepaid Expenses" pertains to Insurance, Annual Maintenance Contracts.			
<b>** Other Loans &amp; Advances includes</b>			
	Advances to Suppliers	4,76,952	18,36,191
	Advance for Expenses	8,22,882	44,41,978
	Other Advances	1,20,726	42,136
<b>Note: Short Term Loans &amp; Advances include amounts due from Directors</b>			
	Other Officers of company	6,278	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-
	Note: Short Term Loans & Advances include amounts due from Directors	-	-

**22 Note: Other Current Assets**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
22	(a) Unbilled revenue	-	-
	(b) Unamortized expenses	18,90,595	27,59,447
	(c) Accruals	-	-
	(d) Other Current Assets	6,64,653	5,11,906
		<b>25,55,248</b>	<b>32,71,353</b>
<b>Note: Other Current Assets include amounts due from Directors</b>			
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-
	Wholly Owned Subsidiaries	-	-

**23 Note: Revenue from operations**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
	Sales - Manufacturing and Processing	79,31,91,891	70,22,95,797
	Sales - Trading	2,39,34,472	2,56,08,611
		<b>81,71,26,362</b>	<b>72,79,04,408</b>
	<b>Sale of Goods under broad heads;</b>		
	- Frozen Products	67,55,63,003	57,21,59,479
	- Dairy and Other Misc.	2,39,34,472	2,56,08,611
	- Corn Samosa	4,25,37,198	4,12,34,937
	- Corn Spring Roll	2,89,05,611	2,25,95,262
	- Corn Kernels and Other Misc.	4,61,86,078	6,63,06,119
		<b>81,71,26,362</b>	<b>72,79,04,408</b>

**24 Note: Other income**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
24	Corp. Office Sub-Let Income	1,20,000	1,20,000
	Income through hiring of Vehicles	36,20,910	82,07,428
	Other Income	32,12,146	48,18,787
	Profit on sale of Asset / Investment	-	24,72,021
		<b>69,53,056</b>	<b>1,56,18,237</b>

**25 Note: Cost of Materials consumed**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
25	<b>Raw Material Consumed</b>		
	Opening Inventory	64,95,838	46,61,909
	Add: Purchases (Net)	72,23,87,491	64,89,67,212
	Less: Inventory at the end of the year	65,98,362	64,95,838
	Cost of Raw Materials Consumed during the year	<b>72,22,84,967</b>	<b>64,71,33,283</b>
	Add : Direct Expenses	1,48,30,217	1,28,08,294
	<b>Total</b>	<b>73,71,15,184</b>	<b>65,99,41,575</b>

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

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
	Purchase - Stock In Trade	1,08,68,047	2,44,84,609
		<b>1,08,68,047</b>	<b>2,44,84,609</b>

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

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
27	<u>Inventories at the end of the year:</u>		
	Finished Goods / Stock In Trade	26,16,39,220	23,65,63,488
	Work In Progress	4,80,893	6,27,299
		<b>26,21,20,113</b>	<b>23,71,90,787</b>
	<u>Inventories at the beginning of the year:</u>		
	Finished Goods / Stock In Trade	23,65,63,488	19,01,11,882
	Work In Progress	6,27,299	2,31,528
		<b>23,71,90,787</b>	<b>19,03,43,410</b>
	Net increase / (decrease)	<b>2,49,29,326</b>	<b>4,68,47,377</b>

**28 Note: Employee benefit expenses**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
28	Salaries and Wages	1,20,91,837	1,46,03,597
	Directors Remuneration	22,40,000	22,40,000
	Contribution / Provision to provident and other funds *	21,86,588	23,51,107
	Staff Welfare Expenses	8,71,759	10,74,088
		<b>1,73,90,184</b>	<b>2,02,68,792</b>

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity. For details on Gratuity refer Note 41.

**29 Note: Finance costs**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
29	Interest Expense		
	Interest	2,46,98,424	2,39,32,812
	Interest on others *	5,68,642	12,08,306
	Other Borrowing Costs:		
	Loan Processing Charges	8,71,047	11,90,751
Other Finance Expenses:			
Bank charges	5,39,824	2,53,110	
		<b>2,66,77,937</b>	<b>2,65,84,980</b>

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

**30 Note: Other Expenses**

Note No.	Particulars	For the year ended 31.03.2020 Amount in Rs.	For the year ended 31.03.2019 Amount in Rs.
<b>30</b>	<b>Administrative Expenses:</b>		
	Administrative Expenses	20,97,450	16,52,140
	Audit Fee	4,00,000	3,50,000
	Consultancy Fee	5,44,343	8,10,473
	Donations	29,150	68,000
	Electricity Charges	30,39,940	28,51,278
	Fuel Expenses	43,32,395	26,49,802
	Insurance on Fixed Assets	70,809	97,665
	Miscellaneous Expenses	2,64,685	4,65,068
	Net, Cable & News Paper Bill	26,997	40,917
	Office Maintenance	6,33,004	2,33,858
	Postage & Telegrams	11,937	16,040
	Printing & Stationery	2,68,929	4,86,772
	Rent Expenses	18,82,747	22,19,997
	Repairs & Maintenance	7,13,869	9,06,999
	Royalty Expenses	2,40,000	2,40,000
	Stock Insurance	1,46,174	1,64,369
	Taxes & Licenses	31,38,495	18,60,973
	Telephone & Internet Charges	1,97,401	2,59,862
	Travelling, Boarding & Conveyance	1,42,612	1,33,046
	Vehicle Insurance	5,30,409	9,71,523
	Vehicle Maintenance	10,68,067	24,09,768
	Website Design Charges	-	21,849
	Miscellaneous Expenses Written off	8,68,852	10,49,452
	<b>Selling &amp; Distribution Expenses</b>		
	Advertising & Marketing Expenses	2,41,890	5,36,158
	Business Promotion	8,00,449	11,99,610
	Counter Expenses	5,26,098	5,47,137
	Discount Allowed	-	1,26,803
	Transportation Charges	53,82,795	90,29,992
		<b>2,75,99,496</b>	<b>3,13,99,551</b>

**31 Note: Auditors Remuneration**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>31</b>	Payments to Auditors Comprises:		
	As Auditors - Statutory Audit	3,00,000	3,00,000
	For taxation matters	1,00,000	50,000
	For company law matters	-	-
	For management services	-	-
	For other services	-	-
	Reimbursement of Expenses	-	-



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

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>32</b>	Deferred Tax Liability on account of		
	i) Depreciation and Amortisation	2,65,167	1,46,133
	ii) Miscellaneous expenditure written off	132	147
	<b>Total</b>	<b>2,65,300</b>	<b>1,46,280</b>
	Deferred Tax Assets on account of		
	i) Gratuity	2,40,425	58,424
	ii) Professional Tax	2,40,425	58,424
	<b>Total</b>		
	Net Deferred Tax Liability	<b>24,874</b>	<b>87,856</b>

**33 Note: Related Party Disclosures**

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

## Transactions with Related Parties:

S.No.	Nature of Transaction	FY 2019-20				FY 2018-19			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Remuneration	22,40,000	-	-	22,40,000	22,40,000	-	-	22,40,000
2	Salary	56,25,819	-	-	56,25,819	55,78,198	-	-	55,78,198
3	Rent (Expenses)	3,24,720	-	-	3,24,720	3,16,800	-	-	3,16,800
4	Royalty (Expenses)	-	2,40,000	-	2,40,000	-	2,40,000	-	2,40,000
5	Freezer Placing Expenses	-	-	6,00,000	6,00,000	-	-	6,00,00	6,00,000
6	Vehicle Hire Charges (Income)	-	-	36,20,910	36,20,910	-	-	82,07,428	82,07,428
7	Purchases	-	-	-	-	-	-	-	-
8	Sales	-	12,21,473	-	12,21,473	-	15,07,266	-	15,07,266
9	Transport Charges	-	-	38,81,000	38,81,000	-	-	76,14,040	76,14,040
10	Unsecured Loans (Recd. & Repaid)	1,11,07,430	-	-	1,11,07,430	8,94,143	-	-	8,94,143
11	Sale of Vehicles	-	-	-	-	-	-	1,08,00,000	1,08,00,000

## Balances with Related Parties As At 31.03.2020 :

S.No.	Nature of Transaction	FY 2019-20				FY 2018-19			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Rent Deposit	30,000	-	-	30,000	30,000	-	-	30,000
2	Remuneration / Salary Payable	15,83,295	-	-	15,38,295	7,33,231	-	-	7,33,231
3	Rent Payable	-	-	-	-	55,040	-	-	55,040
4	Advance to Suppliers	6,278	-	-	6,278	-	-	-	-
5	Trade Receivables	-	29,14,691	18,47,246	47,61,938	-	31,85,577	28,68,513	60,54,090
6	Trade Payables	-	-	-	-	-	-	-	-
7	Expenses Payable	-	-	31,12,630	31,12,630	-	-	20,02,210	20,02,210
8	Investments	-	-	1,18,11,190	1,18,11,190	-	-	1,18,11,190	1,18,11,190
9	Loans and Advances	-	-	-	-	-	-	-	-
10	Unsecured Loans	1,20,01,572	-	-	1,20,01,572	8,94,143	-	-	8,94,143

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

<b>S. No.</b>	<b>Particulars</b>	<b>FY 2019-20</b>	<b>FY 2018-19</b>
<b>1</b>	<b><u>Directors Remuneration</u></b>		
	Smt. A. Vasavi	18,00,000	18,00,000
	Sri. A. Sarat Chandra Babu	3,60,000	3,60,000
<b>2</b>	<b><u>Directors Sitting Fee</u></b>		
	Sri. N Naveen	40,000	40,000
	Sri. R V Radha krishna	40,000	40,000
<b>3</b>	<b><u>Salary</u></b>		
	Sri. A. Sri Nagaveer	42,00,000	42,00,000
	Mr. M Srinivasa Reddy	9,72,486	9,58,198
	Mrs. Shilpa Kotagiri	-	4,20,000
	Mr. Avneeth Singh Kohli	4,53,333	-
<b>4</b>	<b><u>Rent (Expenses)</u></b>		
	Smt. A. Vasavi	3,24,720	3,16,800
<b>5</b>	<b><u>Freezer Placing Expenses</u></b>		
	M/s. Polar Cube Cold Storage Solutions Private Limited	6,00,000	6,00,000
<b>6</b>	<b><u>Transport Charges</u></b>		
	M/s. Squarepeg Distribution Services Private Limited	38,81,000	76,14,040
<b>7</b>	<b><u>Royalty (Expenses)</u></b>		
	M/s. Sri Sai Agencies (Prop. A. Sri Nagaveer)	2,40,000	2,40,000
<b>8</b>	<b><u>Rent (Income)</u></b>		
	M/s. Squarepeg Distribution Services Private Limited	36,20,910	82,07,428
<b>9</b>	<b><u>Sales</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	12,21,473	15,07,266

**34 Note: Earnings Per Share**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (INR)	1,68,96,234	1,63,02,876
	<b>Profit before Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,68,96,234	1,63,02,876
	<b>Profit before Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,68,96,234	1,63,02,876
	No of Equity shares	53,66,775	53,66,775
	Face value per share (INR)	10.00	10.00
	Weighted average No of Equity shares (For Basic Earnings)	53,66,775	49,10,611
	Weighted average No of Equity shares (For Diluted Earnings)	53,66,775	49,10,611
	<b>EPS before Exceptional, Extraordinary Items ;</b>		
	Basic Earnings per share (INR)	3.15	3.32
	Diluted Earnings per share (INR)	3.15	3.32
	<b>EPS after Exceptional, Extraordinary Items ;</b>		
	Basic Earnings per share (INR)	3.15	3.32
	Diluted Earnings per share (INR)	3.15	3.32

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

**35 Note: Earnings in foreign currency**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	Export of Goods calculated on FOB basis	-	-

**36 Note: Expenditure in foreign currency**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	CIF Value of import of Capital Goods	1,46,06,168	-

**37 Note: Tax Expense**

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	The Tax Expenses for the year comprises of;		
	Income Tax	44,31,436	39,17,600
	Current Year	44,29,690	38,50,760
	Less : MAT Credit	-	-
	Previous Year	1,746	66,840
	Deferred Tax	24,874	(16,55,355)

**38 Note: Obligations towards operating leases**

The Company has Significant Operating lease arrangements for premises. These lease arrangements range for a period between 11 Months and 15 Years which include both cancellable and non-cancellable leases. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The company has entered into some sub-leases and all such sub-leases are cancellable and are for a period of 11 months, with an option of renewal on mutually agreeable terms..

Note No.	Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
	Lease payments recognized in the Statement of Profit and Loss	18,82,747	22,19,997
	Sublease payments received / receivable recognized in the Statement of Profit and Loss	1,20,000	1,20,000
	With respect to Non-cancellable operating leases, the future minimum lease payments are as follows.		
	Future minimum lease payments		
	not later than one year	15,32,049	16,27,212
	later than one year and not later than five years	53,03,191	55,24,435
	later than five years	23,01,427	37,52,558
	The future minimum lease rental obligation under non-cancellable operating leases in respect of these assets is on account of lock-in period and notice period in some of the lease agreements entered by the company for operating of offices:		
	On account of Lock-in Period	-	81,906
	On account of Notice Period	-	-

## Note No. 39

## 1.0 Nature of Security and terms of repayment for term loans from banks:

SI No.	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Indian Bank (Term Loan)	1. EM of Ac 3.50 of land in Survey No Sy No. 37-4, 37-5, 41-1, 41-2, Seetaramapuram Village, Nuzvid mandal, Krishna District. 2. EM of Factory Buildings to be constructed there on 3. Hypothecation of Plant and Machinery to be purchased by the company.	1. Equitable Mortgage of property belonging to Promoter as specified in the below schedule.	Repayable in 32 Quarterly installments Starting from April 2021;	MCLR (1Y-8.70%) + 3% Presently 11.70%
2	Andhra Bank (Term Loan)	1. EM of Plot No.151 & 152, L.P No.33/2013/VJS, R.S No. 262/1, 263, 273/3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram(M), Krishna Dist. Admeasuring 721 Sq. Yards		Repayable in 24 Quarterly installments of Rs.5,12,500 commencing from September 2014	Interest at 3% above Base rate which is presently 9.50% p.a - Present effective rate - 12.50% p.a

## 2.0 Nature of Security and terms of repayment for working capital limits from banks:

Sl.No	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Andhra Bank (CC)	1. Hypothecation of stock in trade and receivables	1. Equitable Mortgage of properties belonging to Promoters & their friends and family members as specified in the below schedule in the name of the persons as detailed below 2. Hypothecation of plant and machinery and other fixed assets after excluding the value of vehicles from WDV of Fixed Assets since the company has taken vehicle loans from other Banks	On demand  Margins : Stock in trade - 25% Receivables -30% - Receivables not older than 90 days which are not financed by way of purchase / discount of bills	1 Year MCLR (8.75%) + Spread (3.80%)= 12.55% p.a at present with monthly interests
2	Andhra Bank (CC-Adhoc)	1. Hypothecation of stocks of Raw Materials, Consumables, Work in Progress & Finished Goods and Assignment of Receivables	1. Equitable Mortgage of properties belonging to Promoters & their friends and family members as specified in the below schedule in the name of the persons as detailed below 2. Hypothecation of plant and machinery and other fixed assets after excluding the value of vehicles from WDV of Fixed Assets since the company has taken vehicle loans from other Banks	Tenor : 90 Days  Adhoc sanction is pending for renewal as on 31.03.2020 Margins : Stock in trade - 25% Receivables -30% - Receivables not older than 90 days which are not financed by way of purchase / discount of bills	1 Year MCLR (8.75%) + 3.80% + 2% = 14.55% p.a



**1.3 Schedule of Collateral property**

SI no	Type	Belonging To	Address	Offered to	Others
1	Residential Flat (UDS 45 Sq.Yds)	Adusumilli Sri Nagaveer	Flat No. FF2 in First floor, Sai Ganesh Apartment situated at D.No 59A-7-28 & 29, RS No. 134/2, Municipal Ward No. 32/5, State Bank of Hyderabad Staff Colony, Patamata, Vijayawada Municipal Corporation	Indian Bank	
2	Residential Vacant Site (721 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	Plot No.151 & 152, L.P No.33/2013/VJS, R.S No. 262/1, 263, 273/3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram(M), Krishna Dist.	Andhra Bank	1. The Property is offered as Prime Security at 125% of Outstanding amount of TL with Andhra Bank. 2. Residual Value available for Collateral Security
3	Vacant House Plot (209 Sq.Yds)	Tammareddy Venkataratnam S/o Seetharamaiah	Plot No.980, Near Door No. 2-94, Tadigadapa Donka Road, LRS No.3571/2008, R.S No.95/1, Poranki Village and GP, Janachaitanya Layout, Penamaluru Mandal, Vijayawada, Krishna Dist.	Andhra Bank	
4	Vacant House Plot (331.89 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	R.S No. 302 to 310, 320, 321, 322, 324, 361, 363 to 365, 384, 385, 387 to 391, 399, Plot no. 295, LIG, Nallagandla HUDA Residential Complex, Nallagandla (V), Serilingampally, GHMC & Mandal, Hyderabad, Rangareddy Dist.	Andhra Bank	
5	Residential Flat (UDS 61.04 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	Flat No.PH-5, Fourth floor at D. No. 59-1-15/1, Sai Kakatiya Apartments, Ramanchandra Nagar, Old 5th No. Route, near Stella College, Vijayawada	Andhra Bank	
6	Residential Flat (UDS 61.04 Sq.Yds)	Adusumilli Sarat chandra Babu	Flat No. S-4 Second floor, Sai Kakatiya Apartments, R S No 8, D No 59-1-15/1, No 5 Bus route, Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada	Andhra Bank	
7	Residential House Plot (200 Sq.Yds)	Adusumilli Sri Nagaveer	R.s No. 278/3, plot No.171, RS No. 278/3, Kesarapalli Village, Gannavaram mandal, Krishna Dist.	Andhra Bank	
8	Residential Flat (61.04 Sq.Yds)	Adusumilli Sarat chandra Babu	Flat No. F-4 First floor, Sai Kakatiya Apartments, R S No 8, D No 59-1-15/1, No 5 Bus route, Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada	Andhra Bank	
9	Hypothecation of Plant & Machinery and other Fixed Assets	Tanvi Foods (India) Limited	Computers and Software, Furniture and Fixtures, Plant and Machinery, Office Equipment	Andhra Bank	

## 1.4 Personal Guarantees of the following persons:

SI No.	Particulars	Offered to
1	A. Vasavi	Andhra Bank, Indian Bank
2	A. Sarat Chandra Babu	Andhra Bank, Indian Bank
3	A. Sarada	Andhra Bank, Indian Bank
4	Sri Naga Veer	Andhra Bank, Indian Bank
5	T. Venkata Ratnam	Andhra Bank

**Note 39A**  
**No.****Vehicle Loans**

Vehicle Loans are secured by Hypothecation of Vehicles financed by respective banks

SI.No	Lender	Category	Terms of Payment	ROI
1	Axis Bank Vehicle Loan - 720107 - ISUZU DMAAX 3	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
2	Axis Bank Vehicle Loan - 720113 - ISUZU DMAAX 4	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
3	Axis Bank Vehicle Loan - 720117 - ISUZU DMAAX 5	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
4	Axis Bank Vehicle Loan - 720372 - ISUZU DMAAX 6	Bank	Repayable in 47 Monthly Installments of Rs. 29995/- each commencing from 10-Mar-2016	13.01%
5	Axis Bank Vehicle Loan - 752057 - Honda Jazz	Bank	Repayable in 60 Monthly Installments of Rs. 17128/- each commencing from 15-Mar-2016	9.90%
6	Axis Bank Vehicle Loan - 037079 - Eicher Pro 1	Bank	Repayable in 47 Monthly Installments of Rs. 86770/- each commencing from 15-Oct-2016	11.02%
7	Axis Bank Vehicle Loan - 037080 - Eicher Pro 2	Bank	Repayable in 47 Monthly Installments of Rs. 86770/- each commencing from 15-Oct-2016	11.02%
8	Axis Bank Vehicle Loan - 037094 - Eicher Pro 3	Bank	Repayable in 47 Monthly Installments of Rs. 84140/- each commencing from 15-Oct-2016	11.02%
9	Axis Bank Vehicle Loan - 037098 - Eicher Pro 4	Bank	Repayable in 47 Monthly Installments of Rs. 84140/- each commencing from 15-Oct-2016	11.02%
10	Toyoto Vehicle Loan - 124839 - Innova Crysta	Financial Institution	Repayable in 60 Monthly Installments of Rs. 48870/- each commencing from 20-Jan-2018	8.17%
11	Axis Bank Vehicle Loan - 172759 - Eicher Pro 5	Bank	Repayable in 47 Monthly Installments of Rs. 18039/- each commencing from 20-Jun-2018	11.50%

## Unsecured Business Loans

SI.No	Lender	Category	Terms of Payment	ROI
1	Edelweiss Retail Finance Limited - Business Loan	Financial Institution	Repayable in 61 Monthly Installments of Rs. 78508/- each commencing from 05-Oct-2015	19.00%
2	Aditya Birla Finance Limited - Business Loan	Financial Institution	Repayable in 36 Monthly Installments of Rs. 183281/- each commencing from 06-Mar-2017	19.00%
3	Capital First Limited - Business Loan	Financial Institution	Repayable in 36 Monthly Installments of Rs. 179468/- each commencing from 02-Sep-2018	19.00%
4	Magma Financial Corporation Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 321356/- each commencing from 07-Sep-2018	18.50%
5	Neo Growth Credit Private Limited - Business Loan	Financial Institution	Repayable in 36 Biweekly Installments of Rs. 129445/- each commencing from 20-Aug-2018	20.68%
6	Oxyzo Financial Services Private Limited - Business Loan	Financial Institution	Repayable in 12 Quarterly Installments of Rs. 250000/- each commencing from 19-Mar-2019	19.00%
7	Clix Capital Services Private Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 258623/- each commencing from 07-May-2019	18.50%
8	Incred Financial Services Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 162921/- each commencing from 07-May-2019	19.50%
9	Intellectcash Microfinance Network company (Aarohan) Business Loan	Financial Institution	Repayable in 40 Biweekly Installments of Rs. 143077/- each commencing from 08-May-2019	29.00%
10	TATA Capital Financial Services Private Limited - Business Loan	Financial Institution	Repayable in 24 Monthly Installments of Rs. 204689/- each commencing from 05-May-2019	18.00%

**40 Note: Contingent Liabilities:**

Following are the claims against the Company that are not acknowledged as debts.

Sl. No.	Name of the Statute	Nature of Dues	Disputed Amount	Period	Forum, where the dispute is pending	Amount deposited towards disputed demand amount	Remarks
1	Income Tax Act, 1961	Income Tax	95,10,208	2012-13	Income Tax Appellate Tribunal (ITAT)	31,45,000	1. Rs.5 lakhs paid on 17.06.2016 2. Rs.5 lakhs paid on 02.08.2016
2	Income Tax Act, 1961	Interest on Income Tax	45,09,652	2012-13			3. Rs.10 lakhs paid on 05.02.2020 4. Rs.3 lakhs paid on 07.02.2020 5. Rs.2 lakhs paid on 10.02.2020 6. Rs.3.50 lakhs paid on 13.02.2020 7. Rs.2.95 lakhs paid on 13.02.2020
3	Income Tax Act, 1961	Income Tax	55,59,345	2013-14	Income Tax Appellate Tribunal (ITAT)	13,73,115	1. Rs.11.78 lakhs paid on 08.03.2017 2. Rs. 0.70 Lakhs paid on 14.02.2020 3. Rs.1.25 lakhs paid on 17.02.2020
4	Income Tax Act, 1961	Interest on Income Tax	22,94,758	2013-14			
5	Income Tax Act, 1961	Income Tax	86,98,400	2014-15	Income Tax Appellate Tribunal (ITAT)	20,47,586	1. Rs.2 lakhs paid on 05.06.2017 2. Rs.5 lakhs paid on 14.06.2017
6	Income Tax Act, 1961	Interest on Income Tax	25,70,160	2014-15			3. Rs.9.88 lakhs paid on 16.06.2017 4. Rs.1.60 lakhs paid on 14.02.2020 5. Rs. 2 lakhs paid on 15.02.2020
7	Income Tax Act, 1961	Income Tax	25,56,094	2015-16	Income Tax Appellate Tribunal (ITAT)	10,000	1. Rs. 0.10 lakhs paid on 22.10.2019
8	Income Tax Act, 1961	Income Tax	-	2016-17	ITO, Ward 2(4), Hyderabad	-	Assessment proceedings are opened under Section 148 of the Income Tax Act and notice is issued to the company to file the return of Income under Section 148
9	Income Tax Act, 1961	Income Tax	3,94,460	2017-18	CPC, Bangalore	-	Notice of Demand issued by CPC
10	Income Tax Act, 1961	Income Tax	1,80,060	2018-19	CPC, Bangalore	-	Notice of Demand issued by CPC

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

**41 Note: Retirement Benefits :**

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

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

Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>Changes in Present value of Obligation :</b>		
Opening defined benefit obligation	18,06,919	10,61,517
Interest cost	1,38,229	84,921
Current services cost	6,79,562	5,75,115
Benefits paid	-	-
Actuarial (gains)/losses on obligation	46,427	85,366
Defined Benefit Obligation at the end	<b>26,71,137</b>	<b>18,06,919</b>
<b>Asset and Liability (Balance Sheet) Position</b>		
Present Value of Defined benefit obligations at the end	26,71,137	18,06,919
Fair Value of Plan assets at the end	-	-
Funded Status - Deficit / (Surplus)	<b>26,71,137</b>	<b>18,06,919</b>
Unrecognised past service cost	-	-
Effects of Asset Ceiling	-	-
Net Liability / (Asset) at the end of the period	<b>26,71,137</b>	<b>18,06,919</b>
<b>Expenses recognised in the statement of Profit and Loss</b>		
Current service cost	6,79,562	5,75,115
Interest cost on Obligation	1,38,229	84,921
Past Service cost	-	-
Expected return on Plan Assets	-	-
Amortization of Prior Service costs	-	-
Net Actuarial Gain / (Loss) to be recognised	46,427	85,366
Transfer In / (Out)	-	-
- Curtailment (Gain) / Loss recognised	-	-
Settlement (Gain) / Loss recognised	-	-
Expense recognised in Statement of Profit and Loss	<b>8,64,218</b>	<b>7,45,402</b>
<b>Assumptions :</b>		
Date of Valuation	<b>31.03.2020</b>	<b>31.03.2019</b>
Retirement age	60 years	60 years
Salary Growth rate (Per Annum)	7.50%	7.50%
Discount Rate (Per Annum)	6.79%	7.65%
Mortality Table	IALM (2012-14)	IALM (2012-14)
Average Future Service	22.66 Years	23.93 Years
<b>GRATUITY LIABILITY</b>		
Short Term Liability	1,51,419	1,12,805
Long Term Liability	25,19,718	16,94,114
<b>TOTAL NET LIABILITY</b>	<b>26,71,137</b>	<b>18,06,919</b>

42 Note: Capital Commitments	As at 31.03.2020 Amount in Rs.	As at 31.03.2019 Amount in Rs.
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)	26,121,959	153,025,570
(b) Uncalled liability on shares and other investments partly paid	-	-
(c) Other commitments (specify nature)	-	-

- 43** a) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Polarcube Cold Storage Solutions (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.  
b) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Squarepeg Distribution Services (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.

- 44** In the opinion of the Board, current assets, loans and advances are stated at a value, which could be realized in the ordinary course of business. The provision for all known liabilities made is adequate and not in excess of the amount reasonably necessary.

- 45** Some of the balances in Sundry Debtors, Sundry Creditors, Advances and Deposits are subject to confirmation, reconciliations and adjustments, if any, which in the opinion of the management will not be significant.

- 46** The company has filed Revised Income Tax Returns pertaining to FY 2013-14 and FY 2014-15 claiming Exemption 80IB (11A) of Income Tax Act, 1961 and for FY 2012-13, submitted during the Assessment. During the Assessment for FY 2012-13, AO did not consider the 80IB (11A) claim, Consequently company filed Appeal before CIT (Appeals) which is now pending before ITAT; The details of MAT Credit Entitlement for the relevant years are as follows;

<u>Financial Year</u>	<u>MAT Credit Entitlement</u>	<u>Credit Entitlement</u>
FY 2012-13	11,52,164	11,52,164
FY 2013-14	5,03,719	5,03,719
FY 2014-15	19,88,858	19,88,858
	<b>36,44,741</b>	<b>36,44,751</b>

However, these were not credited to profit & Loss statement on prudent basis

- 47** The retail industry as a whole has been adversely impacted by the spread of CoVID-19. The operations of the company have been impacted to some extent owing to the Lock Down imposed from 22-03-2020 to control the spread of Covid - 19. In this crisis, our priorities are to protect the employees, their families and the society associated with it from COVID-19. The company has begun restoration of operations from first week of June as permitted by the Government and Local/Regulatory authorities, with controlled movement, maintaining social distancing, taking appropriate hygiene measures and following the directions of Regulatory Authorities. The Company believes that the pandemic is not likely to impact the recoverability of the carrying value of its assets. The Company is closely monitoring the developments and possible effects that may result from the current pandemic on its financial condition, liquidity and operations and is actively working to minimize the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these Results.

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

As per my report of even date.

**For GV & Co.,**

**Chartered Accountants**

Sd/-

**Grandhi Vittal**

**Proprietor**

**Member Ship No.206462**

**Firm Regn No. 012875S**

Place : Hyderabad

Date : 30th July, 2020

For and on behalf of the Board of Directors

Sd/-

**A. Sri Nagaveer**

Chief Executive Officer

Sd/-

**A. Sarat  
chandra Babu**

Chairman and WTD

DIN : 02589830

Sd/-

**Adusumilli Vasavi**

Managing Director

DIN : 02589803

Sd/-

**Avneet Singh Kohli**

Company Secretary

Sd/-

**Srinivas Reddy M**

Chief Financial Officer

**Independent Auditor's Report**

To the Members of **M/s. Tanvi Foods (India) Limited**

**Report on the Audit of the Consolidated Financial Statements****Opinion**

We have audited the accompanying Consolidated Financial Statements of **M/s. Tanvi Foods (India) Limited** ("hereinafter referred to as the Holding Company") and its subsidiaries **M/s. Squarepeg Distribution Services Private Limited**, Vijayawada and **M/s. Polar Cube Cold Storage Solutions Private Limited**, Hyderabad (Holding Company and its Subsidiaries together referred to as the 'Group') which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2020, the Consolidated Statement of Profit and Loss, and the Consolidated Statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements")

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 Consolidated State of affairs of the Group as at March 31, 2020, and its Consolidated Profit and their Consolidated 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 Group in accordance with the ethical requirements that are relevant to our audit of the Consolidated financial statements in India in terms of Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter**

We draw your attention to Note No. 33 of the Consolidated Financial Statements which describes Management's assessment of the impact of the Covid - 19 pandemic on the operations and financial results of the Group. Our opinion is not modified in respect of the above matter.

**Key Audit Matters**

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



Key Audit Matter	How the matter was addressed in the Audit
<p>The Holding Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes.</p> <p>Refer Note 41 to the Consolidated Financial Statements</p>	<p>Obtained details of completed tax assessments and demands upto the Financial year ended March 31, 2020 from management along with the further course of action adopted by the management.</p> <p>We read and analysed various submissions to the Statutory Authorities in respect of the assessments mentioned above and considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions;</p> <p>We advised the management to disclose the comprehensive summary of the cases pending along with the outstanding amount in Consolidated Financial Statements and accordingly the same was disclosed under "Contingent Liabilities" in Note number 41 which has been duly verified by us.</p>

#### Other Information :

The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, for example, Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon. The other information as stated above is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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.

When we read the other information as stated above, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with Governance

#### Responsibilities of Management and Those charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Consolidated Financial statements that give a true and fair view of the Consolidated Financial position, Consolidated Financial performance and Consolidated Cash flows of the Group 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 Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of Consolidated financial Statements of the Holding Company, as aforesaid.

In preparing the Consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the Financial reporting process of the Group.

**Auditor's Responsibility 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 financial statements.

As part of an audit in accordance with the SAs, we exercise Professional Judgment and maintain Professional Skepticism throughout the audit.

**We also;**

6. 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.
7. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
8. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
9. 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 Consolidated 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 Group to cease to continue as a going concern.

10. Evaluate the overall presentation, structure and content of the Consolidated Financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
11. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the Financial statements of such entities or business activities included in the Consolidated Financial statements of which we are the Independent auditors. For the other entities or business activities included in the Consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- (iii) planning the scope of our audit work and in evaluating the results of our work; and
- (iv) to evaluate the effect of any identified misstatements in the Consolidated financial statements.

We communicate with those charged with governance of the Holding Company 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 Consolidated 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.

### Other Matters

We did not audit the Financial Information of the two Subsidiaries whose financial statements reflect total Assets of Rs. 292.77 Lakhs as at 31-03-2020, total revenues of Rs. 292.64 Lakhs and Net Cash flows amounting to Rs. -2.52 lakhs for the year ended on that date, as considered in the Consolidated Financial statements. These Financial information have been audited by N S V R & Associates LLP, Chartered Accountants, Hyderabad, whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respective of these subsidiaries and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Statements certified by the Management.

**Report on Other Legal and Regulatory Requirements**

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

- i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- j) In our opinion, proper books of account as required by Law relating to preparation of the Consolidated Financial Statements have been kept by the Company so far as it appears from our examination of those books and the reports of the other auditors.
- k) 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 relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- l) 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.
- m) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2020 taken on record by the Board of Directors of the Holding Company and the reports of the Statutory Auditors of its Subsidiary Companies, none of the directors of the Group Companies is disqualified as on 31<sup>st</sup> March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- n) With respect to the adequacy of the Internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A"
- o) 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:
  - (iv) The Consolidated financial Statements disclose the impact of pending litigations on the consolidated financial positions of the Group - Refer Note 41 to the Consolidated Financial statements;
  - (v) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (vi) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

Sd/-  
**Grandhi Vittal**  
Proprietor  
M.No 206462  
FRN. 012875S

**Place :** Hyderabad  
**Date :** July 30, 2020  
**UDIN :** 20206462AAAAAK2985

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

We have audited the internal financial controls over financial reporting of **M/s Tanvi Foods (India) Limited** ("the Company") as of March 31, 2020 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 financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

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

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

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

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

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

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

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

**Sd/-**  
**Grandhi Vittal**  
Proprietor  
M.No. 206462  
Firm Regn No. 012875S

Place : Hyderabad  
Date : 30<sup>th</sup> July, 2020  
UDIN : 20206462AAAAAK2985

CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2020

Amount in Rs.

Particulars	Note No	As at 31.03.2020 Consolidated	As at 31.03.2019 Consolidated
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders 'funds</b>			
(a) Share capital	3	5,36,67,750	5,36,67,750
(b) Reserves and surplus	4	21,10,87,232	19,56,19,770
(c) Money received against share warrants		-	-
Share application money pending allotment	5	-	-
<b>Minority interest</b>			
<b>Non-current liabilities</b>			
(a) Long-term borrowings	6	11,02,63,859	8,65,05,980
(b) Deferred tax liabilities (net)		19,52,211	34,77,095
(c) Other long-term liabilities	7	60,000	60,000
(d) Long-term provisions	8	25,19,718	16,94,114
<b>Current liabilities</b>			
(a) Short-term borrowings	9	14,33,56,749	13,00,40,315
(b) Trade payables	10		
- Total Outstanding dues of Micro Enterprises and Small Enterprises		-	-
- Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		3,15,16,120	1,67,57,114
(c) Other current liabilities	11	5,95,21,245	4,68,24,874
(d) Short-term provisions	12	55,20,166	46,88,238
<b>TOTAL</b>		<b>61,94,65,049</b>	<b>53,93,35,250</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	13		
(i) Tangible assets		7,00,26,581	7,97,41,210
(ii) Intangible assets (Good Will)		28,31,648	28,31,648
(iii) Capital work-in-progress		14,98,14,074	7,41,62,387
(iv) Intangible assets under development			
(b) Non-current investments	14	1,30,000	-
(c) Long-term loans and advances	15	6,93,25,217	8,72,64,595
(d) Other Non-Current Assets	16		
<b>Current Assets</b>			
(a) Current investments	17	-	-
(b) Inventories	18	26,87,18,475	24,36,86,625
(c) Trade receivables	19	3,69,83,811	2,42,46,192
(d) Cash and bank balances	20	41,03,063	18,26,637
(e) Short-Term loans and advances	21	1,49,02,121	2,21,90,731
(f) Other Current Assets	22	26,30,058	33,85,226
<b>TOTAL</b>		<b>61,94,65,049</b>	<b>53,93,35,250</b>

III. Company Information	1
Summary of Significant Accounting Policies	2
The accompanying notes are an integral part of the financial statements.	3 to 50

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

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

**For GV & Co.,**

Chartered Accountants

Sd/-

Sd/-

Sd/-

**A. Sri Nagaveer**

**A. Sarat Chandra Babu**

**Adusumilli Vasavi**

Sd/-

Chief Executive Officer

Chairman and WTD

Managing Director

**Grandhi Vittal**

DIN : 02589830

DIN : 02589803

Proprietor

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30th July,2020

Sd/-

**Avneet Singh Kohli**

Company Secretary

Sd/-

**Srinivas Reddy M**

Chief Financial Officer



CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2020

Particulars	Note No	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
I. Revenue from operations	23	83,99,32,555	76,35,12,812
II. Other income	24	53,39,393	75,84,301
<b>III. TOTAL REVENUE ( I + II)</b>		<b>84,52,71,948</b>	<b>77,10,97,113</b>
<b>IV. Expenses:</b>			
(a) Cost of Materials Consumed	25	73,65,15,184	65,93,41,575
(a) Purchase of Stock -in- Trade	26	1,08,68,047	2,44,84,609
(a1) Direct Expenses	26A	1,13,64,514	2,08,80,569
(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	27	(2,49,29,326)	(4,68,47,377)
(c) Employee benefit expenses	28	2,37,37,325	2,57,84,698
(d) Finance costs	29	2,92,41,534	2,87,98,937
(e) Depreciation and amortization expenses	13	1,25,18,009	1,24,55,259
(f) Other Expenses	30	2,73,66,875	2,79,83,299
<b>TOTAL EXPENSES</b>		<b>82,66,82,161</b>	<b>75,28,81,569</b>
<b>V. Profit before exceptional &amp; extraordinary items and tax (III - IV)</b>		<b>1,85,89,787</b>	<b>1,82,15,544</b>
VI. Exceptional items			
VII. Profit before extraordinary items and tax (V-VI)		<b>1,85,89,787</b>	<b>1,82,15,544</b>
VIII. Extraordinary items		-	-
<b>IX. Profit before tax (VII - VIII)</b>		<b>1,85,89,787</b>	<b>1,82,15,544</b>
<b>X. Tax expense:</b>		<b>31,22,325</b>	<b>33,13,270</b>
Current Tax		46,45,463	43,46,008
Previous Year		1,746	66,840
Deferred Tax		(15,24,884)	(10,99,578)
MAT Credit Entitlement		-	-
<b>XI. Profit for the period from continuing operations (IX - X)</b>		<b>1,54,67,462</b>	<b>1,49,02,274</b>
<b>Discontinuing Operations</b>			
XII. Profit / (Loss) from discontinuing operations (before tax)		-	-
XIII. Tax expense of discontinuing operations			
XIV. Profit / (Loss) from discontinuing operations (after tax)		-	-
<b>XV. Profit for the Year (XI + XIV)</b>		<b>1,54,67,462</b>	<b>1,49,02,274</b>
<b>Minority Interest</b>		-	-
		<b>1,54,67,462</b>	<b>1,49,02,274</b>

**XVI. Earnings per equity share:**

(Nominal Value Per Share : Rs. 10)

Basic (Including Extraordinary Items)	2.88	3.03
Diluted (Including Extraordinary Items)	2.88	3.03
Basic (Excluding Extraordinary Items)	2.88	3.03
Diluted (Excluding Extraordinary Items)	2.88	3.03

XVII. Company Information	1
Summary of Significant Accounting Policies	2
The accompanying notes are an integral part of the financial statements.	3 to 50

**As per my report of even date.**
**For and on behalf of the Board of Directors**
**For GV & Co.,**
**Chartered Accountants**
**Sd/-**
**A. Sri Nagaveer**

Chief Executive Officer

**Grandhi Vittal**

Proprietor

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30th July,2020

**Sd/-**
**A. Sarat Chandra Babu**

Chairman and WTD

DIN : 02589830

**Sd/-**
**Adusumilli Vasavi**

Managing Director

DIN : 02589803

**Sd/-**
**Avneet Singh Kohli**

Company Secretary

**Sd/-**
**Srinivas Reddy M**

Chief Financial Officer

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 <sup>ST</sup> MARCH, 2020		Amount in Rs	
Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.	
<b>A. Cash flow from Operating activities</b>			
Profit before exceptional items and tax	1,85,89,787	1,82,15,544	
Adjustments for :			
Depreciation and Amortisation Expense	1,25,18,009	1,24,55,259	
(Profit) / Loss on sale of fixed assets (net)	-	-	
(Profit) / Loss on sale of investments (net)	-	(3,22,835)	
Miscellaneous Expenditure Written Off	8,68,852	10,49,452	
Other Income	(53,39,393)	(75,84,301)	
Effect of Exchange Rate change	-	-	
Finance Costs	2,92,41,534	2,87,98,937	
Cash generated from operations before working capital changes	5,58,78,789	5,26,12,057	
Adjustments for working capital changes			
(Increase)/Decrease in Inventories	(2,50,31,850)	(4,86,81,307)	
(Increase)/Decrease in Trade Receivables	(1,27,37,618)	(6,74,391)	
(Increase)/Decrease in Short term Loans & Advances	78,75,416	1,78,32,610	
(Increase)/Decrease in Long term Loans & Advances	2,06,49,378	(8,11,80,215)	
Increase/(Decrease) in Trade Payables	1,47,59,005	28,26,728	
(Increase)/Decrease in Long term/Short term Provisions	6,12,340	(14,22,339)	
(Increase)/Decrease in Other current liabilities	1,26,96,371	1,29,66,626	
(Increase)/Decrease in Other Current Assets	(1,13,684)	13,72,588	
Cash generated from Operations	7,45,88,147	(4,43,47,642)	
Direct Taxes paid	(68,98,824)	(27,26,676)	
Net Cash from Operating activities	6,76,89,323	(4,70,74,318)	
<b>B. Cash flow from Investing Activities</b>			
Purchase of Tangible/intangible assets	(28,03,308)	(26,68,323)	
Sale proceeds of tangible assets	-	-	
Other Adjustments to Fixed Assets (Subsidy)	-	57,40,000	
Other Income	53,39,393	75,84,301	
Capital Work-in-progress	(7,56,51,688)	(7,18,54,953)	
(Purchase) / Sale of Investments (Net)	(1,30,000)	1,35,70,835	
Cash flow before exceptional items	(7,32,45,676)	(4,76,28,141)	
Exceptional Items	-	-	
Net Cash generated from Investment Activities	(7,32,45,676)	(4,76,28,141)	
<b>C. Cash Flow from Financing Activities</b>			
Proceeds from issue of Sh Capital/ Sh Appln Money/ Sh Warrants	-	3,750,000	
Securities Premium on Equity Share Capital	-	26,250,000	
Proceeds / (Repayment) from Long Term Borrowings	2,37,57,880	6,49,40,536	
Proceeds / (Repayment) from Short Term Borrowings	1,33,16,433	69,82,213	
Finance Costs	(2,92,41,534)	(2,87,98,937)	
Dividends Paid	-	-	
Dividend tax paid	-	-	
Effect of Exchange Rate change	-	-	
Net cash used in financing activities	78,32,779	7,31,23,812	

Net (Decrease) / Increase in cash and cash equivalents	22,76,426	(2,15,78,647)
Cash and cash equivalents at the beginning of the year	18,26,637	2,34,05,284
Cash and Cash equivalents at the end of the year	41,03,063	18,26,637

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

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

As per my report of even date.

For and on behalf of the Board of Directors

For GV & Co.,

Chartered Accountants

Sd/-

**Grandhi Vittal**

Member Ship No.206462

Firm Regn No. 012875S

Place : Hyderabad

Date : 30<sup>th</sup> July,2020

Sd/-

**A. Sri Nagaveer**

Chief Executive

Officer

Sd/-

**A. Sarat Chandra Babu**

Chairman and WTD

DIN : 02589830

Sd/-

**Adusumilli Vasavi**

Managing Director

DIN : 02589803

Sd/-

**Avneet Singh Kohli**

Company Secretary

Sd/-

**Srinivas Reddy M**

Chief Financial Officer

**Notes forming part of Consolidated Financial Statements As At 31.03.2020****A.****A1 Accounting policies adopted in the preparation of Consolidated Financial Statements**

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

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

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

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

Name of the subsidiary	Country of Incorporation	Shareholding as on	Extent of Holding (%) Direct
Squarepeg Distribution Services Pvt. Ltd.	India	31.03.2020	100.00%
Polar Cube Cold Storage Solutions Pvt. Ltd.	India	31.03.2020	100.00%

**Disclosure Relating to Uniform Accounting Policies:**

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

Due to the above reason, While preparing the Consolidated Financial Statements of M/s. Tanvi Foods (India) Limited (Holding Company), we have made the appropriate adjustments to the Accumulated Depreciation of Consolidated Assets, Deferred Tax liability and also to the Consolidated Profit of the Holding company to nullify the Impact of variation in following the method of depreciation by the Holding company and its Subsidiary companies.

That is as follows :

Name of the Company	Impact on Accumulated Depn. Relating to Prev Years	Relating to Current Year	Impact on Deferred Tax Liability
1. Squarepeg Distribution Services Private Limited	-	3,38,604	13,39,683
2. Polar Cube Cold Storage Solutions Private Limited	-	5,72,352	1,71,743

**A3 Other significant accounting policies:**

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

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

Name of the entity in the Group	Net assets, i.e., total assets minus total liabilities		Share in Profit/ (Loss)	
	As a % of consolidated net assets	Amount (INR)	As a % of consolidated profit or (loss)	Amount (INR)
<b>Parent</b>				
M/s Tanvi Foods (India) Limited	100.28%	26,54,99,138	109.40%	1,68,96,235
<b>Subsidiaries in India</b>				
Squarepeg Distribution Services Pvt. Ltd.	1.39%	36,83,977	-16.96%	(26,23,802)
Polar Cube Cold Storage Solutions Pvt. Ltd.	2.33%	61,56,328	4.04%	6,24,560
Sub-total	104%	27,53,39,443	96.31%	1,48,96,993
Less:				
<b>Minority Interest</b>				
<b>In Indian Subsidiaries</b>				
Squarepeg Distribution Services Pvt. Ltd.	0.00%	-	0.00%	-
Polar Cube Cold Storage Solutions Pvt. Ltd.	0.00%	-	0.00%	-
Sub-total	0.00%	-	0.00%	-
Less:				
Adjustments arising out of Consolidation	(4.00%)	(1,05,84,461)	-3.69%	5,70,469
<b>Total</b>	<b>100.00%</b>	<b>26,47,54,982</b>	<b>100.00%</b>	<b>1,54,67,462</b>

**Notes forming part of Consolidated Financial Statements As At 31.03.2020****Note Nos.****1 General Information:**

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

**2 Summary of Significant Accounting Policies****2.1 Basis of Accounting ;**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7(1) of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013. All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III (Division I) to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current - non-current classification of assets and liabilities.

**2.2 Use of Estimates ;**

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

**2.3 Tangible Assets and Intangible Assets ;**

Tangible Assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price including import duties and non-refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management. Subsequent costs related to an item of Property, Plant and Equipment are recognised in the carrying amount of the item if the recognition criteria are met.

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements under the head 'Other current assets'. Any write-down in this regard is recognised immediately in the Statement of Profit and Loss.

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the Statement of Profit and Loss.

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any.

**2.4 Capital Work-In-Progress**

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

**2.5 Depreciation and Amortisation ;**

Depreciation on fixed assets is being provided on straight line method at the rates in the manner

specified in Schedule II of the Companies Act, 2013. Depreciation on assets sold, scrapped or demolished during the year is being provided at their respective rates up to the date in which such assets are sold, scrapped. Depreciation / Amortisation of Intangibles is in compliance with AS 26 to the extent applicable. The expenditure incurred on Lease Hold premises is depreciated over the Lease period.

**2.6 Borrowing Costs ;**

Borrowing costs include interest and other costs incurred in connection with borrowing. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred. The same is in compliance with AS-16 to the extent applicable.

**2.7 Impairment of Assets ;**

An Asset is impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss is charged when an asset identified as impaired. The impairment loss recognized in prior accounting year is reversed if there has been a change in the estimate of recoverable amount.

**2.8 Investments ;**

Investments that are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognise a decline, other than temporary, in the value of long-term investments, such reduction being determined and made for each investment individually.

**2.9 Inventories ;**

i) Inventories are valued at lower of cost or Net Realisable Value.

ii) Cost of inventories have been computed to include all cost of purchases, cost of conversion and other costs incurred in bringing the inventories to their present location and condition

iii) The basis of determining cost for various categories of inventories is as follows:

a) Stores, Spare parts, Packing material : At Cost

b) Raw material : At Cost

c) Finished Goods : At lower of cost or net realizable value

**2.10 Transactions in Foreign Currency ;**

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

**2.11 Revenue Recognition ;**

**i) Sale of Goods:**

Sales are recognised when the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which coincides with the delivery of goods and are recognised net of trade discounts, rebates, sales taxes and excise duties.

**ii) Other Income:**

**Interest:** Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**Dividend:** Dividend income is recognised when the right to receive dividend is established.

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



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

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

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

**2.13 Current and Deferred Tax ;**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the prevailing taxation laws.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. In situations, where the Company has unabsorbed depreciation or carry forward losses under tax laws, all deferred tax assets are recognised only to the extent that there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each Balance Sheet date, the Company re-assesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

**2.14 Provisions and Contingent Liabilities ;**

**Provisions:** Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

**Contingent Liabilities:** Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets are neither recognized nor disclosed in the financial statements. The same is in compliance with AS-29 to the extent applicable.

**2.15 Leases ;**

Operating Lease payments are recognized as an expense in the statement of profit and loss as per the terms of the agreements which are representative of the time pattern of the user's benefits.

**2.16 Cash flow Statement ;**

The Cash Flow Statement is prepared by indirect method set in Accounting Standard 3 on Cash flow statement and presents the cash flows by operating, investing and finance activities of the company. Cash and Cash equivalents presented in cash flow statement consist of cash in hand, cheques on hand and bank balances.

**2.17 Earnings per share ;**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

**2.18 Contingencies and events occurring after the balance sheet date ;**

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

**2.19 Government Grants ;**

i) The grants or subsidies received in the nature of promoters contributions are treated as capital receipts and credited to capital reserves.

ii) The grants or subsidies received relating to specific fixed assets are shown as deduction from the cost of the respective assets concerned in arriving at its book value.

iii) The grant in the form of revenue subsidy is treated as revenue receipt and credited to "Other Income" in statement of Profit and Loss.

**2.20 Extra-ordinary and Exceptional items & Changes in Policies ;**

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

**Note No: 3 Share Capital**

S. No.	Particulars	As at 31.03.2020 Consolidated		As at 31.03.2019 Consolidated	
		Number	Amount	Number	Amount
(i)	<b>Authorised</b> Equity Shares of Rs. 10/- each with Voting Rights	65,00,000	6,50,00,000	65,00,000	6,50,00,000
(i)	<b>Issued, Subscribed and Paid up</b> Equity Shares of Rs. 10/- each fully paid up with Voting Rights	53,66,775	5,36,67,750	53,66,775	5,36,57,750
	<b>Total</b>	<b>53,66,775</b>	<b>5,36,67,750</b>	<b>53,66,775</b>	<b>5,36,67,750</b>

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

S.No.	Particulars	As at 31.03.2020 Consolidated		As at 31.03.2019 Consolidated	
		Number	Amount	Number	Amount
1	Equity Shares outstanding at the beginning of the year	53,66,775	5,36,67,750	48,66,775	4,86,67,750
2	Equity Shares Issued during the year	-	-	5,00,000	50,00,000
3	Equity Shares bought back during the year #	-	-	-	-
4	Equity Shares outstanding at the end of the year	<b>53,66,775</b>	<b>5,36,67,750</b>	<b>53,66,775</b>	<b>5,36,67,750</b>

# During the year 2018-19, allottees of 5,00,000 Warrants have exercised their right to convert the warrants into Equity shares by paying balance 75% of the Consideration aggregating to Rs. 3 Crores and Consequently 5,00,000 Equity Shares of Face value of Rs. 10/- each were allotted @ Rs. 80 per share consisting of Rs. 70 for Security premium on 28-02-2019.

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

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

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

S.No.	Particulars	As at 31.03.2020		As at 31.03.2019	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	<u>Equity Shares with Voting Rights</u> Adusumilli Sri Nagaveer	24,38,701	45.44%	24,38,701	45.44%
2	Adusumilli Vasavi	3,38,038	6.30%	3,38,038	6.30%

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

S.No.	Particulars	As at 31.03.2020		As at 31.03.2019	
		No. of Shares issued	Amount	No. of Shares issued	Amount
1	Paturi Sarada*	2,20,013	22,00,130	2,20,013	22,00,130
2	M Sravanthi*	2,20,013	22,00,130	2,20,013	22,00,130
3	Adusumilli Sri Nagaveer**	2,52,711	25,27,110	2,52,711	25,27,110
4	Adusumilli Vasavi**	2,038	20,380	2,038	20,380

\* 4,40,026/- Equity Shares issued on account of Acquisition of Polar cube Cold Storage Solutions Pvt. Ltd in 2015-16

\*\* 2,54,749/- Equity Shares issued on account of Acquisition of Squarepeg Distribution Services Pvt. Ltd. in 2015-16

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

#### 4 Note: Reserves & Surplus

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
4	<b>Note: Reserves &amp; Surplus</b>		
	<b>Securities Premium Account</b>		
	Opening Balance	12,59,63,440	9,09,63,440
	Add: Premium on shares issued during the year #	-	3,50,00,000
	Less : Utilised during the year	-	-
	Balance as at the end of the year	<b>12,59,63,440</b>	<b>12,59,63,440</b>
	<b>Profit and Loss Account</b>		
	As per last Balance Sheet	6,96,56,330	5,47,54,056
	(+) Net Profit for the current year	1,54,67,462	1,49,02,274
	(+) Transfer from Reserves*	-	-
	(-) Net Loss for the current year	-	-
	(-) Proposed Dividends	-	-
	(-) Interim Dividends	-	-
	Balance as at the end of the year	<b>8,51,23,792</b>	<b>6,96,56,330</b>
<b>Total</b>	<b>21,10,87,232</b>	<b>19,56,19,770</b>	

# During the year 2018-19, allottees of 5,00,000 Warrants have exercised their right to convert the warrants into Equity shares by paying balance 75% of the Consideration aggregating to Rs. 3 Crores and Consequently 5,00,000 Equity Shares of Face value of Rs. 10/- each were allotted @ Rs. 80 per share consisting of Rs. 70 for Security premium on 28-02-2019.

#### 5 Note: Share Application money pending allotment

- -

- -

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
<b>6</b>	<b>Note: Long Term Borrowings</b>		
	<b>Secured</b>		
	a) Term Loans *		
	i) From Banks	10,53,68,582	7,19,91,597
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	10,69,643	25,90,356
		10,42,98,939	6,94,01,241
	ii) From NBFC's	-	-
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	-
		-	-
	b) Vehicle Loans **		
	i) From Banks	1,02,96,528	1,73,86,325
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	81,33,107	97,81,910
		21,63,421	76,04,415
	ii) From NBFC's	14,71,723	18,82,114
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	5,26,198	4,49,241
		9,45,525	14,32,873
	<b>Total Secured Loans</b>	<b>10,74,07,885</b>	<b>7,84,38,529</b>
	<b>Unsecured</b>		
	Business Loans ***		
	i) From Banks	-	9,54,516
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	-	9,54,516
		-	-
	ii) From NBFC's	1,97,02,482	2,49,09,385
	The amount represents repayment due in next 12 months classified under head "Other Current Liabilities"	1,68,46,508	1,68,41,934
		28,55,974	80,67,451
	Loans from Related Parties	-	-
	<b>Total Un-Secured Loans</b>	<b>28,55,974</b>	<b>80,67,451</b>
		<b>11,02,63,859</b>	<b>8,65,05,980</b>

\*Term Loans are secured against Fixed Assets of the company, both present and future. (For details Refer Note No 40).

\*\* Vehicles loans are secured by hypothecation of vehicles financed by respective banks. (For details Refer Note No. 40)

\*\*\* The Company availed Unsecured Business Loans from Banking & Non-Banking Financial Institutions (for Details Refer Note No. 40)

**7. Note : Other Long Term Liabilities**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
7	Other Liabilities	60,000	60,000
		<b>60,000</b>	<b>60,000</b>

**8 Note: Long Term Provisions**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
8	Provision for Gratuity	25,19,718	16,94,114
	Provision for Taxes	-	-
	Provisions - Others	-	-
		<b>25,19,718</b>	<b>16,94,114</b>

\*Provision made as per the actuarial valuation dt.28.05.2020 (For details Refer Note No.42)

**9 Note: Short Term Borrowings**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
9	Secured		
	Loans repayable on demand from Banks *	11,19,99,107	11,43,23,758
	Loans repayable on demand from NBFC's	-	-
	Loans repayable on demand from Others	-	-
	Unsecured		
	Loans from Related Parties**	1,29,01,572	17,94,143
Other Loans and Advances***	1,84,56,069	1,39,22,415	
		<b>14,33,56,749</b>	<b>13,00,40,315</b>

\* Working Capital loans are secured by hypothecation of Stocks & Receivables (present & future) of the Company (For details Refer Note No. 40)

\*\* Loans from Related parties carry "Nil" rate of Interest and are repayable on demand

\*\*\* The Company has borrowed Un-secured loans from others that carry interest at 18% p.a and are repayable on mutually agreed terms and conditions. The loan has been guaranteed by Key Managerial Person of the company.

**10 Note: Trade Payables**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
10	- Total Outstanding dues of Micro Enterprises and Small Enterprises	-	-
	- Total Outstanding dues of Creditors other than Micro Enterprises and Small Enterprises	3,24,93,450	2,15,33,761
	Balances between Holding & Subsidiaries	(9,77,330)	(47,76,647)
		<b>3,15,16,120</b>	<b>1,67,57,114</b>

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

- Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end

- -

- Interest due to suppliers registered under the MSMED Act and remaining unpaid as the year end

- -

- Principal amounts paid to Suppliers registered under the MSMED Act, beyond the appointed day during the year

- -

- Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year

- -

- Interest paid under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year

- -

- Interest due and payable towards suppliers registered under MSMED Act, for payments already made

- -

- Further Interest remaining due and payable for earlier years

- -

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

**11 Note: Other Current Liabilities**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
11	Current Maturities of Long Term Debt (Secured) (Refer Note No.6)		
	a) Term Loans		
	From Banks	10,69,643	25,90,356
	From NBFC's	-	-
	b) Business Loans		
	From Banks	-	9,54,516
	From NBFC's	1,68,46,508	1,68,41,934
	c) Vehicle Loans		
	From Banks	81,33,107	97,81,910
	From NBFC's	5,26,198	4,49,241
	Interest Accrued and Due on Borrowings **	26,05,533	11,74,567
Interest Accrued But not Due on Borrowings ***	1,46,080	3,65,630	
Advances received from Customers	13,65,493	15,31,367	
Other Payables****	2,88,28,684	1,31,35,352	
	<b>5,95,21,245</b>	<b>4,68,24,874</b>	

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

On Working Capital Loan	26,05,533	11,74,567
On Business Loans	-	-

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

On Term Loans	-	4,250
On Business Loans	1,30,202	2,11,816
On Vehicle Loans	15,877	1,49,564

\*\*\*\* Other Payables include

Statutory Liabilities	42,59,158	3,16,278
Rent Creditors	5,47,951	6,52,278
Expenses Payable	1,99,98,808	98,58,604
Creditors for Capital Works	71,35,398	43,10,402
Expenses payable to subsidiaries / Holding companies	(31,12,630)	(20,02,210)

**12 Note: Short Term Provisions**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
12	Provisions for Employee Benefits		
	Provision for Gratuity	1,51,419	1,12,805
	Provisions - Others:		
	Provision for Taxes - Current Year	47,71,927	45,75,433
Provision for Taxes - Previous Year	5,96,820	-	
	<b>55,20,166</b>	<b>46,88,238</b>	



13 Property, Plant & Equipment

S. No.	Particulars	Gross Block									Balance As At 31.03.2020
		Balance As At 01.04.2019	Additions	Disposals	Acquisitions through business combinations	Reclassified as held for sale	Revaluation increase	Effect of foreign exchange differences	Borrowing cost capitalised	Other Adj.	
		1	2	3	4	5	6	7	8	9	
<b>A Tangible assets :</b>											
(a)	Computers & Software										
	Owned	24,29,459	1,65,674	-	-	-	-	-	-	-	25,95,133
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	32,45,311	3,70,648	-	-	-	-	-	-	-	36,15,959
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	4,90,83,078	20,59,120	-	-	-	-	-	-	-	5,11,42,199
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	13,81,236	86,074	-	-	-	-	-	-	-	14,67,311
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under	-	-	-	-	-	-	-	-	-	-

	operating lease										
(e)	Vehicles										
	Owned	2,60,21,477	1,21,864	-	-	-	-	--	-	-	2,61,43,341
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	3,25,51,896	-	-	-	-	-	-	-	-	3,25,51,896
(f)	Civil Structures										
	Owned	1,03,27,910	-	-	-	-	-	-	-	-	1,03,27,910
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(g)	Land										
	Owned	93,57,712	-	-	-	-	-	-	-	-	93,57,712
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>13,43,98,080</b>	<b>28,03,380</b>	-	-	-	-	-	-	-	<b>13,72,01,461</b>
	<b>Previous Year</b>	<b>(13,74,69,757)</b>	<b>(26,68,323)</b>	-	-	-	-	-	-	<b>(57,40,000)</b>	<b>(13,43,98,080)</b>
<b>B</b>	<b>Intangible assets</b>										
		28,31,648	-	-	-	-	-	-	-	-	28,31,648
	<b>Total (B)</b>	<b>28,31,648</b>	-	-	-	-	-	-	-	-	<b>28,31,648</b>
	<b>Previous Year</b>	<b>(28,31,648)</b>	-	-	-	-	-	-	-	-	<b>(28,31,648)</b>
	<b>Grand Total (A + B)</b>	<b>13,72,29,728</b>	<b>28,03,380</b>	-	-	-	-	-	-	-	<b>14,00,33,108</b>

S. No	Particulars	Accumulated depreciation and impairment							Net block		
		Balance As At 01.04.2019	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Adj. due to Change of Accounting policy (i.e from WDV to SLM)	Impairment losses recognised in statement of profit and loss	Adjustment Due to Difference in method of Depn. of Subsidiary Companies (i.e WDV) & Holding Companies Method of Depn. (i.e SLM)	Other adjustments	Balance As At 31.03.2020	Balance As At 31.03.2020	Balance As At 31.03.2019
		11	12	13	14	15	16	17	18=sum(11:17)	19= (10-18)	20= (1 - 11)
<b>A</b>	<b>Tangible assets :</b>										
(a)	Computers & Software										
	Owned	20,23,508	2,29,643	-	-	-	-	-	22,53,151	3,41,982	4,05,951
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(b)	Furniture and Fixtures										
	Owned	15,92,857	3,13,071	-	-	-	(3,782)	-	19,02,147	17,13,812	16,52,454
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(c)	Plant & Machinery										
	Owned	1,82,37,941	33,25,943	-	-	-	5,68,745	-	2,21,32,628	2,90,09,570	3,08,45,137
	Taken under finance lease	-	-	-	-	-	-	-	-	-	-
	Given under operating lease	-	-	-	-	-	-	-	-	-	-
(d)	Office Equipment										
	Owned	7,48,925	3,27,535	-	-	-	2,286	-	10,78,746	3,88,564	6,32,311
	Taken under	-	-	-	-	-	-	-	-	-	-

	finance lease										
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(e)	Vehicles										
	Owned	1,17,71,660	53,38,561	-	-	-	3,73,707	-	1,74,83,928	86,59,413	1,42,49,817
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	1,97,32,606	17,14,534	-	-	-	-	-	2,14,47,140	1,11,04,756	1,28,19,290
(f)	Civil Structures										
	Owned	5,49,372	3,27,766	-	-	-	-	-	8,77,138	94,50,772	97,78,538
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
(f)	Land										
	Owned	-	-	-	-	-	-	-	-	93,57,712	93,57,712
	Taken under										
	finance lease	-	-	-	-	-	-	-	-	-	-
	Given under										
	operating lease	-	-	-	-	-	-	-	-	-	-
	<b>Total (A)</b>	<b>5,46,56,870</b>	<b>1,15,77,052</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,40,957</b>	<b>-</b>	<b>6,71,74,879</b>	<b>7,00,26,581</b>	<b>7,97,41,210</b>
	<b>Previous Year</b>	<b>(4,22,01,611)</b>	<b>(1,24,74,676)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>19,417</b>	<b>-</b>	<b>(5,46,56,870)</b>	<b>(7,97,41,210)</b>	<b>(9,52,68,146)</b>
<b>B</b>	<b>Intangible assets</b>	-	-	-	-	-	-	-	-	28,31,648	28,31,648
	<b>Total (B)</b>	-	-	-	-	-	-	-	-	<b>28,31,648</b>	<b>28,31,648</b>
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	(28,31,648)	(28,31,648)
<b>C</b>	<b>Capital Work in Progress</b>	-	-	-	-	-	-	-	-	14,98,14,074	7,41,62,387
	<b>Total (C)</b>	-	-	-	-	-	-	-	-	<b>14,98,14,074</b>	<b>7,41,62,387</b>
	<b>Previous Year</b>	-	-	-	-	-	-	-	-	-	-
	<b>Grand Total (A + B + C)</b>	<b>5,46,56,870</b>	<b>1,15,77,052</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>9,40,957</b>	<b>6,71,74,879</b>	<b>22,26,72,303</b>	<b>15,67,35,245</b>	

**14 Note : Non-current investments**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
14	Long Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments		
	Quoted	-	-
	Unquoted		
	Government and Trust Securities:		
	2.75% Sovereign Gold Bonds Feb 2024 (TR-II)(50 Grams at a Face Value of Rs.2,600 per gram)	1,30,000	-
		<b>1,30,000</b>	-

Aggregate Amount of quoted Investments	1,30,000	-
Market Value of Quoted Investments	2,00,129	-
Aggregate Amount of Unquoted Investments	-	-
Aggregate provision for diminution in value of Investments	-	-

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

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
15	(a) Capital Advances		
	Secured, considered good	-	-
	Unsecured, considered good	5,89,69,180	7,95,37,459
	Doubtful	-	-
	(b) Security Deposits		
	Rent Deposit	6,92,100	7,22,100
	Other Deposits	2,04,450	2,25,000
	(c) Loans & Advances to related parties	-	-
	(d) Loans & Advances to Employees	-	-
	(e) Prepaid Expenses	-	-
	(f) Advance Income Tax (Unsecured, Considered good)	65,75,701	38,65,701
	(g) MAT Credit Entitlement	28,83,786	29,14,335
	(h) Balances with Government Authorities	-	-
	(i) Other Loans & Advances		
	Secured, considered good	-	-
	Unsecured, considered good	-	-
	(j) Doubtful	-	-
		<b>6,93,25,217</b>	<b>8,72,64,595</b>
	Less: Provision for other doubtful loans & advances	-	-
		<b>6,93,25,217</b>	<b>8,72,64,595</b>
	<b>Note: Long Term Loans &amp; Advances include amounts due from</b>		
	Directors - (Rent Deposit)	30,000	30,000
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-

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

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
	(a) Long-term trade receivables	-	-
	(b) Unamortised expenses ( to the extent not written off or not adj.)	-	-
	(c) Accruals	-	-
	(d) Other Non-current Assets	-	-
		-	-

**17 Note : Current investments**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
	Short Term Investments - at cost		
	(a) Trade Investments	-	-
	(b) Other Investments (Investment in Shares)	-	-
		-	-

**18 Note: Inventories**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
	(a) Raw materials	65,98,362	64,95,838
	Goods-in-transit	-	-
	(b) Work-in-progress	4,80,893	6,27,299
	Goods-in-transit	-	-
	(c) Finished goods / Stock in Trade	26,16,39,220	23,65,63,488
	Goods-in-transit	-	-
	(d) Stores and spares	-	-
	Goods-in-transit	-	-
	(e) Loose tools	-	-
	Goods-in-transit	-	-
	(f) Others (Specify nature)	-	-
	Goods-in-transit	-	-
		<b>26,87,18,475</b>	<b>24,36,86,625</b>

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

**19 Note: Trade Receivables**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount Rs.
19	Secured, considered good		
	- Outstanding for a period exceeding six months from the date they were due for payment	-	-
	- Others	-	-
	Unsecured, considered good		
	- Outstanding for a period exceeding six months from the date they were due for payment	-	19,55,525
	- Others	4,10,73,771	2,90,69,524
	Unsecured Considered Doubtful	-	-
	- Outstanding for a period exceeding six months from the date they were due for payment	-	-
	- Others	-	-
	Balances between Holding & subsidiaries	<b>(40,89,960)</b>	<b>(67,78,857)</b>
		<b>3,69,83,811</b>	<b>2,42,46,192</b>
	Less: Provision for doubtful trade receivables	-	-
	<b>3,69,83,811</b>	<b>2,42,46,192</b>	
Trade receivables include debts due from:			
Directors	-	-	
Firms in which any director is interested (M/s Sri Sai Agencies, Proprietorship)	29,14,691	31,85,577	
Other officers of the Company	-	-	
Private companies in which any director is a director or member (give details per company)	-	-	

**20 Note: Cash and Bank Balances**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
20	(a) Cash and Cash Equivalents		
	(i) Balances with banks;		
	- In Current Accounts	7,04,902	9,42,950
	(ii) Cheques, drafts on hand	-	-
	(iii) Cash on hand	33,98,160	8,83,685
	(b) Other Bank balances		
- In Deposit Accounts	-	-	
	<b>41,03,062</b>	<b>18,26,635</b>	

## 21 Note: Short Term Loans &amp; Advances

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
21	(a) Loans & Advances to related parties	-	-
	(b) Security deposits	-	-
	(c) Loans and advances to employees		
	Secured, considered good	-	-
	Unsecured, considered good	31,69,383	1,00,507
	Doubtful	-	-
	(d) Prepaid expenses - Unsecured, considered good *	10,57,197	10,62,982
	(e) Balances with government authorities		
	Unsecured, considered good		
	Advance Tax and TDS **	16,92,410	13,90,485
	VAT / EPF	-	-
	IT Refund Due	-	-
	Others	-	-
	(f) Inter-corporate deposits	-	-
	(g) MAT Credit entitlement - Unsecured, considered good ***	-	-
	(h) Other Loans & Advances ****		
	Secured, considered good	-	-
	Unsecured, considered good	89,83,131	1,96,36,757
	Doubtful	-	-
		1,49,02,121	2,21,90,731
	Less: Provision for other doubtful loans and advances	-	-
		<b>1,49,02,121</b>	<b>2,21,90,731</b>
	* "Prepaid Expenses" pertains to Insurance, Annual Maintenance Contracts.		
	** includes Refunds pertaining to earlier years.		
	*** MAT Credit entitlement has been brought in to books and it represents current year.		
	**** <b>Other Loans &amp; Advances includes</b>		
	Advances to Suppliers	4,76,952	18,36,191
	Advance for Expenses	8,22,882	44,41,978
	Other Advances	76,83,297	1,33,58,588
	Note: Short Term Loans & Advances include amounts due from Directors	-	-
	Other Officers of company	6,278	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-



**22 Note: Other Current Assets**

Note No.	Particulars	As at 31.03.2020 Consolidated Amount in Rs.	As at 31.03.2019 Consolidated Amount in Rs.
22	(a) Unbilled revenue	-	-
	(b) Unamortized expenses	18,90,595	27,59,447
	(c) Accruals	-	-
	(d) Other Current Assets	7,39,463	6,25,779
		<b>26,30,058</b>	<b>33,85,226</b>
	<b>Note: Other Current Assets include amounts due from</b>		
	Directors	-	-
	Other Officers of company	-	-
	Firms in which any director is a partner	-	-
	Private companies in which any director is a director or member	-	-

**23 Note: Revenue from operations**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	Sales - Manufacturing and Processing	79,31,91,891	70,22,95,797
	Sales - Trading	2,39,34,472	2,56,08,611
		<b>81,71,26,362</b>	<b>72,79,04,408</b>
	<b>Operating Revenues of Subsidiaries :</b>		
	Squarepeg Distribution Services Pvt. Ltd.	1,92,20,169	3,69,61,661
	Polar Cube Cold Storage Solutions Pvt. Ltd.	80,37,024	68,60,783
	Revenues generated between Holding & Subsidiaries	(44,51,000)	(82,14,040)
		<b>83,99,32,555</b>	<b>76,35,12,812</b>
	<b>Sale of Goods under broad heads;</b>		
	- Frozen Products	67,55,63,003	57,21,59,479
	- Dairy and Other Misc.	2,39,34,472	2,56,08,611
	- Corn Samosa	4,25,37,198	4,12,34,937
	- Corn Spring Roll	2,89,05,611	2,25,95,262
	- Corn Kernels and Other Misc.	4,61,86,078	6,63,06,119
		<b>81,71,26,362</b>	<b>72,79,04,408</b>

**24 Note: Other income**

Not e No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
24	Sub-Let Income	14,28,600	9,79,600
	Income through hiring of Vehicles	36,20,910	82,07,428
	Profit on Sale of Asset / Investment	-	24,72,021
	Other Income	39,10,793	62,81,861
	Revenues generated from among Holding & Subsidiaries	(36,20,910)	(1,03,56,609)
		<b>53,39,393</b>	<b>75,84,301</b>

**25 Note: Cost of Materials consumed**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
25	<b>Raw Material Consumed</b>		
	Opening Inventory	64,95,838	46,61,908
	Add: Purchases (Net)	72,23,87,491	64,89,67,212
	Less: Inventory at the end of the year	65,98,362	64,95,838
	Cost of Raw Materials Consumed during the year	<b>72,22,84,967</b>	<b>64,71,33,282</b>
	Add : Direct Expenses	1,48,30,217	1,28,08,294
Freezer placing expenses paid to subsidiaries	(6,00,000)	(6,00,000)	
	<b>Total</b>	<b>73,65,15,184</b>	<b>65,93,41,575</b>

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

Not e No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	Purchase - Stock In Trade	1,08,68,047	2,44,84,609
		<b>1,08,68,047</b>	<b>2,44,84,609</b>

**26A Note: Direct Expenses of subsidiaries (Squarepeg & Polar Cube) :**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
24	Petrol & Diesel	60,50,497	1,13,52,792
	Repairs & Maintenance	12,18,360	7,93,871
	Toll Fees	12,46,596	22,15,393
	Transport Expenses	9,27,328	45,00,446
	Vehicle Hire Expenses	36,20,910	82,07,428
	Electricity Expenditure	16,24,208	16,51,527
	Loading & Unloading Charges & Maintenance Charges	2,67,526	3,66,540
	Less: Expenditure incurred in Intercompany Transactions	(35,90,910)	(82,07,428)
		<b>1,13,64,514</b>	<b>2,08,80,569</b>

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

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
26	<u>Inventories at the end of the year:</u>		
	Finished Goods / Stock In Trade	26,16,39,220	23,65,63,488
	Work In Progress	4,80,893	6,27,299
		<b>26,21,20,113</b>	<b>23,71,90,787</b>
	<u>Inventories at the beginning of the year:</u>		
	Finished Goods / Stock In Trade	23,65,63,488	19,01,11,882
Work In Progress	6,27,299	2,31,528	
	<b>23,71,90,787</b>	<b>19,03,43,410</b>	
	Net increase / (decrease)	<b>2,49,29,326</b>	<b>4,68,47,377</b>

**28 Note: Employee benefit expenses**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
27	Salaries and Wages	1,82,01,467	1,96,94,022
	Directors Remuneration	22,40,000	22,40,000
	Contribution / Provision to provident and other funds *	24,15,480	27,39,791
	Staff Welfare Expenses	8,80,378	11,10,885
		<b>2,37,37,325</b>	<b>2,57,84,698</b>

\* Includes contribution to Employee Provident fund, Employee State Insurance Scheme and Gratuity. For Details on Gratuity refer Note 41.

## 29 Note: Finance costs

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
28	Interest Expense		
	Interest	2,69,58,424	2,54,61,947
	Interest on others *	5,68,642	14,00,053
	Other Borrowing Costs:		
	Loan Processing Charges	8,91,817	15,04,418
	Other Finance Expenses:		
Bank charges	8,22,651	4,32,518	
		<b>2,92,41,534</b>	<b>2,87,98,937</b>

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

## 30 Note: Other Expenses

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.	
29	<b>Administrative Expenses:</b>			
	Administrative Expenses	20,97,450	16,52,140	
	Audit Fee	5,10,000	4,60,000	
	Consultancy Fee	5,60,614	8,21,973	
	Donations	29,150	68,000	
	Electricity Charges	30,69,615	29,87,778	
	Fuel Expenses	43,57,671	26,67,850	
	Insurance Expenses	3,97,275	1,09,921	
	Miscellaneous Expenses	3,65,811	5,27,221	
	Net, Cable & News Paper Bill	26,997	40,917	
	Office Maintenance	8,23,283	4,04,808	
	Postage & Telegrams	19,651	27,672	
	Printing & Stationery	2,69,884	4,93,132	
	Rent Expenses	44,04,642	46,99,379	
	Repairs & Maintenance	7,13,869	9,16,499	
	Royalty Expenses	2,40,000	2,40,000	
	Stock Insurance	1,46,174	1,64,369	
	Taxes & Licenses	33,86,338	23,33,322	
	Telephone & Internet Charges	2,37,699	3,20,621	
	Travelling, Boarding & Conveyance	1,73,192	7,14,678	
	Vehicle Insurance	5,30,409	9,79,990	
	Vehicle Maintenance	10,68,067	24,09,768	
	Website Design Charges	-	68,149	
	Miscellaneous Expenses Written off	8,68,852	10,49,452	
	<b>Selling &amp; Distribution Expenses</b>			
	Advertising & Marketing Expenses	2,41,890	5,36,158	
	Business Promotion	8,00,449	11,99,610	
	Counter Expenses	5,26,098	5,47,137	
	Discount Allowed	-	1,26,803	
Transportation Charges	53,82,795	90,29,992		
Transportation charges paid to Subsidiaries	(38,81,000)	(76,14,040)		
	<b>2,73,66,875</b>	<b>2,79,83,299</b>		

## 31 Note: Auditors Remuneration

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
31	Payments to Auditors Comprises:		
	As Auditors - Statutory Audit	3,90,000	3,90,000
	For taxation matters	1,20,000	70,000
	For company law matters	-	-
	For management services	-	-
	For other services	-	-
Reimbursement of Expenses	-	-	

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

Note No.	Particulars	As at 31.03.2020 Consolidated Amount In Rs.	As at 31.03.2019 Consolidated Amount In Rs.
32	Deferred Tax Liability on account of		
	i) Depreciation and Amortisation	2,26,834	(15,22,409)
	ii) Adjustment due to difference in method of depreciation of subsidiary companies (i.e.WDV) & Holding companies Method of depreciation (i.e.SLM)	(15,11,425)	6,30,070
	ii) Miscellaneous expenditure written off	132	132
	<b>Total</b>	<b>(12,84,458)</b>	<b>(8,92,207)</b>
	Deferred Tax Assets on account of		
	i) Gratuity	2,40,425	2,07,371
	ii) <b>Professional Tax</b>	-	-
	<b>Total</b>	<b>2,40,425</b>	<b>2,07,371</b>
	Net Deferred Tax Liability	<b>(15,24,884)</b>	<b>(10,99,578)</b>

**33** The retail industry as a whole has been adversely impacted by the spread of CoVID-19. The operations of the Group Companies have been impacted to some extent owing to the Lock Down imposed from 22-03-2020 to control the spread of Covid - 19. In this crisis, our priorities are to protect the employees, their families and the society associated with it from COVID-19. The Group Companies have begun restoration of operations from first week of June as permitted by the Government and Local/Regulatory authorities, with controlled movement, maintaining social distancing, taking appropriate hygiene measures and following the directions of Regulatory Authorities. The Management believes that the pandemic is not likely to impact the recoverability of the carrying value of its assets. The Management is closely monitoring the developments and possible effects that may result from the current pandemic on its financial condition, liquidity and operations and is actively working to minimize the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these Results.

**34 Note: Related Party Disclosures**

S.No.	Name of the Related Party	Nature of Relationship
1	Sri. A. Sri Nagaveer	Key Managerial Personnel
2	Smt. A. Vasavi	Key Managerial Personnel
3	Sri. A. Sarat Chandra Babu	Key Managerial Personnel
4	Smt. A. Sarada	Key Managerial Personnel
5	Ms. B. Mahalakshmi	Key Managerial Personnel
6	Mr. Marredupally Srinivasa Reddy	Key Managerial Personnel
7	Mrs. Shilpa Kotagiri	Key Managerial Personnel
8	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	Enterprise over which Directors having Significant Influence (EDS)

**Transactions with Related Parties:**

S.No.	Nature of Transaction	FY 2019-20				FY 2018-19			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Remuneration	22,40,000	-	-	22,40,000	22,40,000	-	-	22,40,000
2	Salary	56,25,819	-	-	56,25,819	55,78,198	-	-	55,78,198
3	Rent (Expenses)	3,24,720	-	-	3,24,720	3,16,800	-	-	3,16,800
4	Royalty (Expenses)	-	2,40,000	-	2,40,000	-	2,40,000	-	2,40,000
5	Purchases	-	-	-	-	-	-	-	-
6	Sales	-	12,21,473	-	12,21,473	-	15,07,266	-	15,07,266
7	Unsecured Loans (Recd)	1,11,07,430	-	-	1,11,07,430	8,94,143	-	-	8,94,143

**Balances with Related Parties As At 31.03.2020 :**

S.No.	Nature of Transaction	FY 2019-20				FY 2018-19			
		KMP	EDS	Subsidiary	Total	KMP	EDS	Subsidiary	Total
1	Rent Deposit	30,000	-	-	30,000	30,000	-	-	30,000
2	Remuneration / Salary Payable	15,83,295	-	-	15,83,295	7,33,231	-	-	7,33,231
3	Rent Payable	-	-	-	-	55,040	-	-	55,040
4	Unsecured Loans	1,20,01,572	-	-	1,20,01,572	8,94,143	-	-	8,94,143
5	Advance to suppliers	6,278	-	-	6,278	-	-	-	-
6	Trade Receivables	-	29,14,691	-	29,14,691	-	31,85,577	-	31,85,577
7	Trade Payables	-	-	-	-	-	-	-	-
8	Other Current Liabilities	-	-	-	-	-	-	-	-
9	Investments	-	-	-	-	-	-	-	-

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

S. No.	Particulars	FY 2019-20	FY 2018-19
<b>1</b>	<b><u>Directors Remuneration</u></b>		
	Smt. A. Vasavi	18,00,000	18,00,000
	Sri. A. Sarat Chandra Babu	3,60,000	3,60,000
<b>2</b>	<b><u>Directors Sitting Fee</u></b>		
	Sri. N Naveen	40,000	40,000
	Sri. R V Radhakrishna	40,000	40,000
<b>3</b>	<b><u>Salary</u></b>		
	Sri. A. Sri Nagaveer	42,00,000	42,00,000
	Mr. M Srinivasa Reddy	9,72,486	9,58,198
	Mrs. Shilpa Kotagiri	-	4,20,000
	Mr. Avneeth Singh Kohli	4,53,333	-
<b>4</b>	<b><u>Rent (Expenses)</u></b>		
	Smt. A. Vasavi	3,24,720	3,16,800
<b>5</b>	<b><u>Royalty (Expenses)</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	2,40,000	2,40,000
<b>6</b>	<b><u>Sales</u></b>		
	M/s. Sri Sai Agencies (Prop. A Sri Nagaveer)	12,21,473	15,07,266



**34 Note: Earnings Per Share**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (INR)	1,54,67,462	1,49,02,274
	<b>Profit before Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,54,67,462	1,49,02,274
	<b>Profit after Exceptional, Extraordinary Items &amp; Prior-period;</b>	1,54,67,462	1,49,02,274
	No of Equity shares	53,66,775	53,66,775
	Face value per share (INR)	10.00	10.00
	Weighted average No of Equity shares (For Basic Earnings)	53,66,775	49,10,611
	Weighted average No of Equity shares (For Diluted Earnings)	53,66,775	49,10,611
	<b>EPS before Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.88	3.03
	Diluted Earnings per share (INR)	2.88	3.03
	<b>EPS after Exceptional, Extraordinary Items &amp; Prior-period;</b>		
	Basic Earnings per share (INR)	2.88	3.03
	Diluted Earnings per share (INR)	2.88	3.03

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

**35 Note: Earnings in foreign currency**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	Export of Goods calculated on FOB basis	-	-

**36 Note: Expenditure in foreign currency**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	CIF Value of Import of Capital goods	1,46,06,168	-

**37 Note: Tax Expense**

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	The Tax Expenses for the year comprises of;		
	Income Tax	31,22,325	33,13,270
	Current Year	46,45,463	43,46,008
	Less : MAT Credit	-	-
	Previous Year	1,746	66,840
	Deferred Tax	(15,24,884)	(10,99,578)

**38 Note: Obligations towards operating leases**

The Company has Significant Operating lease arrangements for premises. These lease arrangements range for a period between 11 Months and 15 Years which include both cancellable and non-cancellable leases. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. The company has entered into some sub-leases and all such sub-leases are cancellable and are for a period of 11 months, with an option of renewal on mutually agreeable terms.

Note No.	Particulars	For the year ended 31.03.2020 Consolidated Amount in Rs.	For the year ended 31.03.2019 Consolidated Amount in Rs.
	Lease payments recognized in the Statement of Profit and Loss	44,04,642	46,99,379
	Sublease payments received / receivable recognized in the Statement of Profit and Loss	14,28,600	9,79,600
	With respect to Non-cancellable operating leases, the future minimum lease payments are as follows.		
	Future minimum lease payments		
	not later than one year	26,51,140	41,80,475
	later than one year and not later than five years	53,03,191	70,02,615
	later than five years	23,01,427	37,52,558
	The future minimum lease rental obligation under non-cancellable operating leases in respect of these assets is on account of lock-in period and notice period in some of the lease agreements entered by the company for operating of offices:		
	On account of Lock-in Period	-	81,906
	On account of Notice Period	-	-

## Note No. 39

## 1.0 Nature of Security and terms of repayment for term loans from banks:

SI No.	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Indian Bank (Term Loan)	1. EM of Ac 3.50 of land in Survey No Sy No. 37-4, 37-5, 41-1, 41-2, Seetaramapuram Village, Nuzvid mandal, Krishna District. 2. EM of Factory Buildings to be constructed there on 3. Hypothecation of Plant and Machinery to be purchased by the company.	1. Equitable Mortgage of property belonging to Promoter as specified in the below schedule.	Repayable in 32 Quarterly installments Starting from April 2021	MCLR (1Y-8.70%) + 3% Presently 11.70%
2	Andhra Bank (Term Loan)	1. EM of Plot No.151 & 152, L.P No.33/2013/VJS, R.S No. 262/1, 263, 273/3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram(M), Krishna Dist. Admeasuring 721 Sq. Yards		Repayable in 24 Quarterly installments of Rs.5,12,500 commencing from September 2014	Interest at 3% above Base rate which is presently 9.50% p.a - Present effective rate - 12.50% p.a

## 2.0 Nature of Security and terms of repayment for working capital limits from banks:

Sl.No	Lender	Primary Security	Collateral Security	Terms of Payment	Int. Rate
1	Andhra Bank (CC)	1. Hypothecation of stock in trade and receivables	1. Equitable Mortgage of properties belonging to Promoters & their friends and family members as specified in the below schedule in the name of the persons as detailed below 2. Hypothecation of plant and machinery and other fixed assets after excluding the value of vehicles from WDV of Fixed Assets since the company has taken vehicle loans from other Banks	On demand  Margins : Stock in trade - 25% Receivables -30% - Receivables not older than 90 days which are not financed by way of purchase / discount of bills	1 Year MCLR (8.75%) + Spread (3.80%)= 12.55% p.a at present with monthly interests
2	Andhra Bank (CC-Adhoc)	1. Hypothecation of stocks of Raw Materials, Consumables, Work in Progress & Finished Goods and Assignment of Receivables	1. Equitable Mortgage of properties belonging to Promoters & their friends and family members as specified in the below schedule in the name of the persons as detailed below 2. Hypothecation of plant and machinery and other fixed assets after excluding the value of vehicles from WDV of Fixed Assets since the company has taken vehicle loans from other Banks	Tenor : 90 Days  Adhoc Sanction is pending for renewal as on 31.03.2020 Margins : Stock in trade - 25% Receivables -30% - Receivables not older than 90 days which are not financed by way of purchase / discount of bills	1 Year MCLR (8.75%) + 3.80% + 2% = 14.55% p.a

**1.3 Schedule of Collateral property**

SI no	Type	Belonging To	Address	Offered to	Others
1	Residential Flat (UDS 45 Sq.Yds)	Adusumilli Sri Nagaveer	Flat No. FF2 in First floor, Sai Ganesh Apartment situated at D.No 59A-7-28 & 29, RS No. 134/2, Municipal Ward No. 32/5, State Bank of Hyderabad Staff Colony, Patamata, Vijayawada Municipal Corporation	Indian Bank	
2	Residential Vacant Site (721 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	Plot No.151 & 152, L.P No.33/2013/VJS, R.S No. 262/1, 263, 273/3B, beside Airport Area, Kesarapalli (V) and GP, Gannavaram(M), Krishna Dist.	Andhra Bank	1. The Property is offered as Prime Security at 125% of Outstanding amount of TL with Andhra Bank. 2. Residual Value available for Collateral Security
3	Vacant House Plot (209 Sq.Yds)	Tammareddy Venkataratnam S/o Seetharamaiah	Plot No.980, Near Door No. 2-94, Tadigadapa Donka Road, LRS No.3571/2008, R.S No.95/1, Poranki Village and GP, Janachaitanya Layout, Penamaluru Mandal, Vijayawada, Krishna Dist.	Andhra Bank	
4	Vacant House Plot (331.89 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	R.S No. 302 to 310, 320, 321, 322, 324, 361, 363 to 365, 384, 385, 387 to 391, 399, Plot no. 295, LIG, Nallagandla HUDA Residential Complex, Nallagandla (V), Serilingampally, GHMC & Mandal, Hyderabad, Rangareddy Dist.	Andhra Bank	
5	Residential Flat (UDS 61.04 Sq.Yds)	Adusumilli Vasavi W/o Nagaveer	Flat No.PH-5, Fourth floor at D. No. 59-1-15/1, Sai Kakatiya Apartments, Ramanchandra Nagar, Old 5th No. Route, near Stella College, Vijayawada	Andhra Bank	
6	Residential Flat (UDS 61.04 Sq.Yds)	Adusumilli Saratchandra Babu	Flat No. S-4 Second floor, Sai Kakatiya Apartments, R S No 8, D No 59-1-15/1, No 5 Bus route, Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada	Andhra Bank	
7	Residential House Plot (200 Sq.Yds)	Adusumilli Sri Nagaveer	R.s No. 278/3, plot No.171, RS No. 278/3, Kesarapalli Village, Gannavaram mandal, Krishna Dist.	Andhra Bank	
8	Residential Flat (61.04 Sq.Yds)	Adusumilli Saratchandra Babu	Flat No. F-4 First floor, Sai Kakatiya Apartments, R S No 8, D No 59-1-15/1, No 5 Bus route, Ashok Nagar, Ramachandra Nagar, Patamata, Vijayawada	Andhra Bank	
9	Hypothecation of Plant & Machinery and other Fixed Assets	Tanvi Foods (India) Limited	Computers and Software, Furniture and Fixtures, Plant and Machinery, Office Equipment	Andhra Bank	

## 1.4 Personal Guarantees of the following persons:

SI No.	Particulars	Offered to
1	A. Vasavi	Andhra Bank, Indian Bank
2	A. Sarat Chandra Babu	Andhra Bank, Indian Bank
3	A. Sarada	Andhra Bank, Indian Bank
4	A. Sri Nagaveer	Andhra Bank, Indian Bank
5	T. Venkata Ratnam	Andhra Bank

**Note No. 40****Vehicle Loans**

Vehicle Loans are secured by Hypothecation of Vehicles financed by respective banks

SI.No	Lender	Category	Terms of Payment	ROI
1	Axis Bank Vehicle Loan - 720107 - ISUZU DMAAX 3	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
2	Axis Bank Vehicle Loan - 720113 - ISUZU DMAAX 4	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
3	Axis Bank Vehicle Loan - 720117 - ISUZU DMAAX 5	Bank	Repayable in 47 Monthly Installments of Rs. 31086/- each commencing from 10-Mar-2016	13.01%
4	Axis Bank Vehicle Loan - 720372 - ISUZU DMAAX 6	Bank	Repayable in 47 Monthly Installments of Rs. 29995/- each commencing from 10-Mar-2016	13.01%
5	Axis Bank Vehicle Loan - 752057 - Honda Jazz	Bank	Repayable in 60 Monthly Installments of Rs. 17128/- each commencing from 15-Mar-2016	9.90%
6	Axis Bank Vehicle Loan - 037079 - Eicher Pro 1	Bank	Repayable in 47 Monthly Installments of Rs. 86770/- each commencing from 15-Oct-2016	11.02%
7	Axis Bank Vehicle Loan - 037080 - Eicher Pro 2	Bank	Repayable in 47 Monthly Installments of Rs. 86770/- each commencing from 15-Oct-2016	11.02%
8	Axis Bank Vehicle Loan - 037094 - Eicher Pro 3	Bank	Repayable in 47 Monthly Installments of Rs. 84140/- each commencing from 15-Oct-2016	11.02%
9	Axis Bank Vehicle Loan - 037098 - Eicher Pro 4	Bank	Repayable in 47 Monthly Installments of Rs. 84140/- each commencing from 15-Oct-2016	11.02%
10	Toyoto Vehicle Loan - 124839 - Innova Crysta	Financial Institution	Repayable in 60 Monthly Installments of Rs. 48870/- each commencing from 20-Jan-2018	8.17%
11	Axis Bank Vehicle Loan - 172759 - Eicher Pro 5	Bank	Repayable in 47 Monthly Installments of Rs. 18039/- each commencing from 20-Jun-2018	11.50%

## Unsecured Business Loans

Sl.No	Lender	Category	Terms of Payment	ROI
1	Edelweiss Retail Finance Limited - Business Loan	Financial Institution	Repayable in 61 Monthly Installments of Rs. 78508/- each commencing from 05-Oct-2015	19.00%
2	Aditya Birla Finance Limited - Business Loan	Financial Institution	Repayable in 36 Monthly Installments of Rs. 183281/- each commencing from 06-Mar-2017	19.00%
3	Capital First Limited - Business Loan	Financial Institution	Repayable in 36 Monthly Installments of Rs. 179468/- each commencing from 02-Sep-2018	19.00%
4	Magma Financial Corporation Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 321356/- each commencing from 07-Sep-2018	18.50%
5	Neo Growth Credit Private Limited - Business Loan	Financial Institution	Repayable in 36 Biweekly Installments of Rs. 129445/- each commencing from 20-Aug-2018	20.68%
6	Oxyzo Financial Services Private Limited - Business Loan	Financial Institution	Repayable in 12 Quarterly Installments of Rs. 250000/- each commencing from 19-Mar-2019	19.00%
7	Clix Capital Services Private Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 258623/- each commencing from 07-May-2019	18.50%
8	Incred Financial Services Limited - Business Loan	Financial Institution	Repayable in 18 Monthly Installments of Rs. 162921/- each commencing from 07-May-2019	19.50%
9	Intellectash Microfinance Network Company (Aarohan) - Business Loan	Financial Institution	Repayable in 40 Biweekly Installments of Rs. 143077/- each commencing from 08-May-2019	29.00%
10	TATA Capital Financial Services Private Limited - Business Loan	Financial Institution	Repayable in 24 Monthly Installments of Rs. 204689/- each commencing from 05-May-2019	18.00%

**Disclosures relating to Borrowings of Subsidiary companies****Vehicle Loans**

Vehicle Loans are secured by Hypothecation of Vehicles financed by respective banks

SI.No	Lender	Category	Terms of Payment	ROI (p.a)
1	Axis Bank Vehicle Loan-TATA 2518_1	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%
2	Axis Bank Vehicle Loan-TATA 2518_2	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%
3	Axis Bank Vehicle Loan-TATA 2518_3	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%
4	Axis Bank Vehicle Loan-TATA 2518_4	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%
5	Axis Bank Vehicle Loan-TATA 2518_5	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%
6	Axis Bank Vehicle Loan-TATA 2518_6	Bank	Repayable in 35 Monthly Installments of Rs. 60362/- each commencing from Sep-2018	11.00%

**Unsecured Business Loans**

SI.No	Lender	Category	Terms of Payment	ROI (p.a)
1	Shriram City Union Finance Limited	Financial Institution	Repayable in 36 Monthly Installments of Rs. 109969/- each commencing from Sep-2018	19.10%
2	TATA Capital Finance Limited	Financial Institution	Repayable in 36 Monthly Installments of Rs. 51417/- each commencing from Oct-2018	19.00%
3	Dewan Housing Finance Limited	Financial Institution	Repayable in 36 Monthly Installments of Rs. 73032/- each commencing from Oct-2018	18.00%



**41 Note: Contingent Liabilities:**

Following are the claims against the Company that are not acknowledged as debts.

Sl. No.	Name of the Statute	Nature of Dues	Disputed Amount	Period	Forum, where the dispute is pending	Amount deposited towards disputed demand amount	Remarks
1	Income Tax Act, 1961	Income Tax	95,10,208	2012-13	Income Tax Appellate Tribunal (ITAT)	31,45,000	1. Rs.5 lakhs paid on 17.06.2016 2. Rs.5 lakhs paid on 02.08.2016
2	Income Tax Act, 1961	Interest on Income Tax	45,09,652	2012-13			3. Rs.10 lakhs paid on 05.02.2020 4. Rs.3 lakhs paid on 07.02.2020 5. Rs.2 lakhs paid on 10.02.2020 6. Rs.3.50 lakhs paid on 13.02.2020 7. Rs.2.95 lakhs paid on 13.02.2020
3	Income Tax Act, 1961	Income Tax	55,59,345	2013-14	Income Tax Appellate Tribunal (ITAT)	13,73,115	1. Rs.11.78 lakhs paid on 08.03.2017 2. Rs. 0.70 Lakhs paid on 14.02.2020
4	Income Tax Act, 1961	Interest on Income Tax	22,94,758	2013-14			3. Rs.1.25 lakhs paid on 17.02.2020
5	Income Tax Act, 1961	Income Tax	86,98,400	2014-15	Income Tax Appellate Tribunal (ITAT)	20,47,586	1. Rs.2 lakhs paid on 05.06.2017 2. Rs.5 lakhs paid on 14.06.2017
6	Income Tax Act, 1961	Interest on Income Tax	25,70,160	2014-15			3. Rs.9.88 lakhs paid on 16.06.2017 4. Rs.1.60 lakhs paid on 14.02.2020 5. Rs. 2 lakhs paid on 15.02.2020
7	Income Tax Act, 1961	Income Tax	25,56,094	2015-16	Income Tax Appellate Tribunal (ITAT)	10,000	1. Rs. 0.10 lakhs paid on 22.10.2019
8	Income Tax Act, 1961	Income Tax	-	2016-17	ITO, Ward 2(4), Hyderabad	-	Assessment proceedings are opened under Section 148 of the Income Tax Act and notice is issued to the company to file the return of Income under Section 148
9	Income Tax Act, 1961	Income Tax	3,94,460	2017-18	CPC, Bangalore	-	Notice of Demand issued by CPC
10	Income Tax Act, 1961	Income Tax	1,80,060	2018-19	CPC, Bangalore	-	Notice of Demand issued by CPC

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

**42 Note: Retirement Benefits :**

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

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

Particulars	As at 31.03.2020 Amount In Rs.	As at 31.03.2019 Amount In Rs.
<b>Changes in Present value of Obligation :</b>		
Opening defined benefit obligation	18,06,919	10,61,517
Interest cost	1,38,229	84,921
Current services cost	6,79,562	5,75,115
Benefits paid	-	-
Actuarial (gains)/losses on obligation	46,427	85,366
Defined Benefit Obligation at the end	<b>26,71,137</b>	<b>18,06,919</b>
<b>Asset and Liability (Balance Sheet) Position</b>		
Present Value of Defined benefit obligations at the end	26,71,137	18,06,919
Fair Value of Plan assets at the end	-	-
Funded Status - Deficit / (Surplus)	<b>26,71,137</b>	<b>18,06,919</b>
Unrecognised past service cost	-	-
Effects of Asset Ceiling	-	-
Net Liability / (Asset) at the end of the period	<b>26,71,137</b>	<b>18,06,919</b>
<b>Expenses recognised in the statement of Profit and Loss</b>		
Current service cost	6,79,562	5,75,115
Interest cost on Obligation	1,38,229	84,921
Past Service cost	-	-
Expected return on Plan Assets	-	-
Amortization of Prior Service costs	-	-
Net Actuarial Gain / (Loss) to be recognised	46,427	85,366
Transfer In / (Out)	-	-
- Curtailment (Gain) / Loss recognized	-	-
Settlement (Gain) / Loss recognized	-	-
Expense recognised in Statement of Profit and Loss	<b>8,64,218</b>	<b>7,45,402</b>
<b>Assumptions :</b>		
Date of Valuation	<b>31.03.2020</b>	<b>31.03.2019</b>
Retirement age	60 years	60 years
Salary Growth rate (Per Annum)	7.50%	7.50%
Discount Rate (Per Annum)	6.79%	7.65%
Mortality Table	IALM (2012-14)	IALM (2012-14)
Average Future Service	22.66 Years	23.93 Years
<b>GRATUITY LIABILITY</b>		
Short Term Liability	1,51,419	1,12,805
Long Term Liability	25,19,718	16,94,114
<b>TOTAL NET LIABILITY</b>	<b>26,71,137</b>	<b>18,06,919</b>

- | <b>43 Note: Capital Commitments</b>  | <b>As at 31.03.2020<br/>Amount in Rs.</b> | <b>As at 31.03.2019<br/>Amount in Rs.</b> |
|--|---|---|
| (a) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances) | 2,61,21,959                               | 15,30,25,570                              |
| (b) Uncalled liability on shares and other investments partly paid   | -   | -   |
| (c) Other commitments (specify nature)   | -   | -   |
- 44** a) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Polar cube Cold Storage Solutions (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.  
b) Sri Nagaveer Adusumilli, holds 5 Equity Shares in Squarepeg Distribution Services (P) Ltd., Wholly Owned Subsidiary, in compliance of Sec.3 of Companies Act, 2013 and the beneficial ownership lies with the company.
- 45** In the opinion of the Board, current assets, loans and advances are stated at a value, which could be realized in the ordinary course of business. The provision for all known liabilities made is adequate and not in excess of the amount reasonably necessary.
- 46** Some of the balances in Sundry Debtors, Sundry Creditors, Advances and Deposits are subject to confirmation, reconciliations and adjustments, if any, which in the opinion of the management will not be significant.
- 47** The company has filed Revised Income Tax Returns pertaining to FY 2013-14 and FY 2014-15 claiming Exemption 80IB (11A) of Income Tax Act, 1961 and for FY 2012-13, submitted during the Assessment. During the Assessment for FY 2012-13, AO did not consider the 80IB (11A) claim, Consequently company filed Appeal before CIT (Appeals) which is now pending before ITAT; The details of MAT Credit Entitlement for the relevant years are as follows;

<u>Financial Year</u>	<u>MAT Credit Entitlement</u>	<u>Credit Entitlement</u>
FY 2012-13	11,52,164	11,52,164
FY 2013-14	5,03,719	5,03,719
FY 2014-15	19,88,858	19,88,858
	<b>36,44,741</b>	<b>36,44,751</b>

- However, these were not credited to profit & Loss statement on prudent basis
- 48** These financial statements have been prepared in the format prescribed by the Schedule III to the Companies Act, 2013.
- 49** The figures of the previous year are re-grouped / re-classified wherever necessary to make them comparable with that of the current year .
- 50** The figures pertaining to Subsidiary company have been re-grouped / re-classified in consolidated financial statements wherever necessary to make them in line with the holding company's financial statements.

As per my report of even date.

For and on behalf of the Board of Directors

**For GV & Co.,**

**Chartered Accountants**

Sd/-  
**A. Sri Nagaveer**  
Chief Executive Officer

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

Sd/-  
**Adusumilli Vasavi**  
Managing Director  
DIN : 02589803

Sd/-  
**Grandhi Vittal**  
Proprietor  
Member Ship No.206462  
Firm Regn No. 012875S  
Place : Hyderabad  
Date : 30th July, 2020

Sd/-  
**Avneet Singh Kohli**  
Company Secretary

Sd/-  
**Srinivas Reddy M**  
Chief Financial Officer

**TANVI FOODS (INDIA) LIMITED**

(CIN: L15433TG2007PLC053406)

Registered Office: Door No.7-2-4/D, Old Canteen Building Sanathnagar Industrial Estate,  
Opp: SBH, Sanathnagar Hyderabad -500018**ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING**

(to be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Tanvi Foods (INDIA) Limited.

I hereby record my presence at the thirteenth Annual General Meeting of the shareholders of Tanvi Foods (INDIA) Limited held on Wednesday, 30<sup>th</sup>December, 2020 at 11.30 A.M. at H.No.110/GTE/31 & 32/AH, Flot No 101 Alekhya Homes, Golden Tulip Estates, Road No-3,Kondapur, Hyderabad - 84.

Reg. Folio No. / Client ID	
DP ID	
No. of Shares	

Name &amp; Address of Member

--

\_\_\_\_\_  
Signature of Shareholder/Proxy/Representative  
(Please Specify)

**TANVI FOODS (INDIA) LIMITED**  
(CIN: L15433TG2007PLC053406)

Registered Office: Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP: SBH, Sanathnagar, Hyderabad -500018

**Form No. MGT-11**

**PROXY FORM**

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

CIN	L15433TG2007PLC053406
Name of the company	<b>TANVI FOODS (INDIA) LIMITED</b>
Registered office	Door No.7-2-4/D, Old Canteen Building, Sanathnagar Industrial Estate, OPP:SBH, Sanathnagar, Hyderabad -500018
Name of the member(s)	
Registered Address	
Email Id	
Folio No / Client ID	DP ID :

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

1.	Name		
	Address		Signature
	E-mail Id		
	or failing him		
2.	Name		
	Address		Signature
	E-mail Id		
	or failing him		

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 13<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday, 30<sup>th</sup> December, 2020 at 11.30 A.M.at

H.No.110/GTE/31 & 32/AH, Flot No 101 Alekhya Homes, Golden Tulip Estates, Road No-3,Kondapur, Hyderabad - 84 and at any adjournment thereof in respect of such resolutions as are indicated below:

	<b>For</b>	<b>Against</b>
<b>Ordinary Business</b>		
1. To receive, consider and adopt the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon.		
2. To receive, consider and adopt the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2020 and the Report of Auditors thereon.		
3. To appoint a Director in place of Mrs. A. Sarada, who retires by rotation and being eligible offers herself for re-appointment.		
4. Appointment of Statutory Auditor		

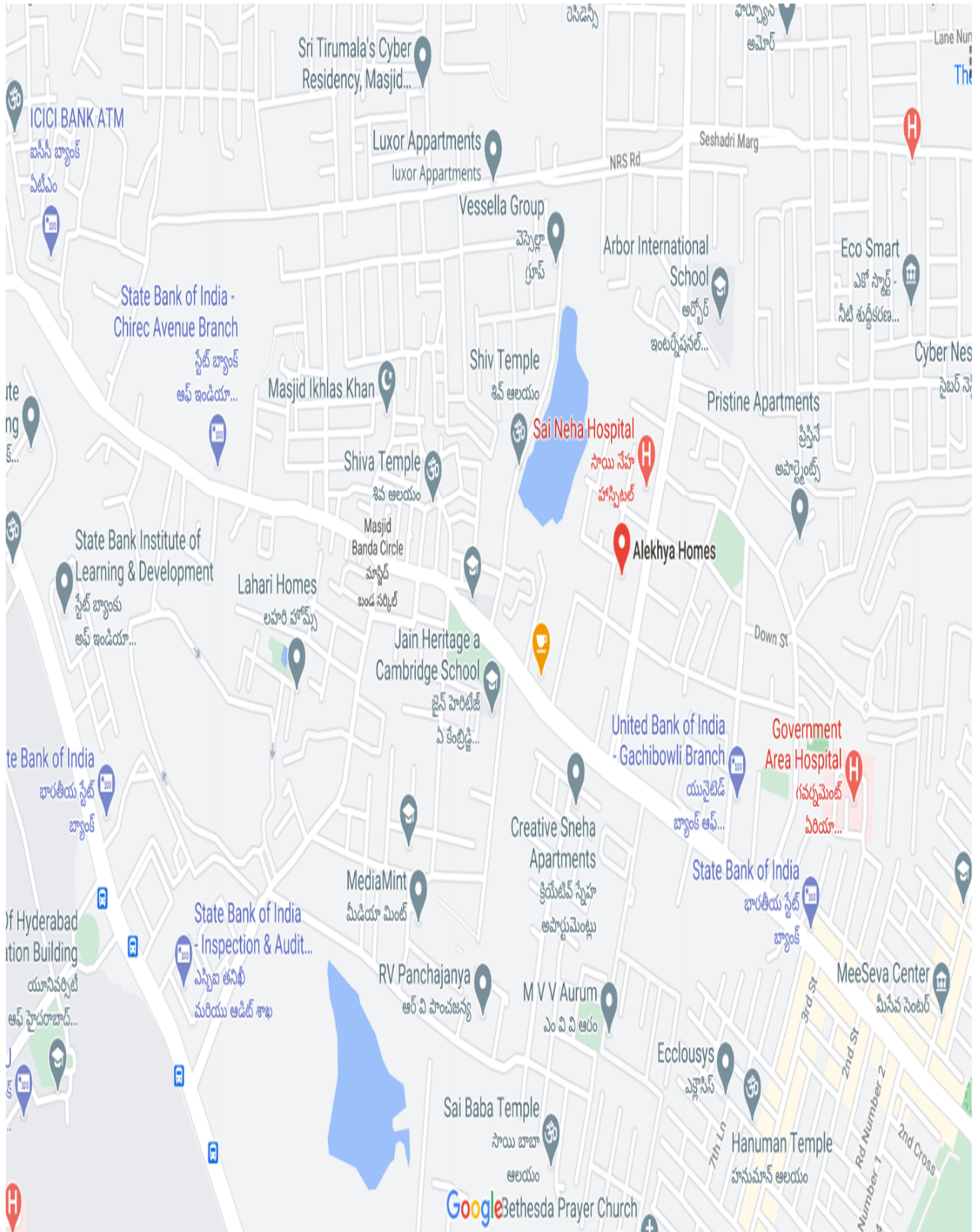
Signed this ..... day of ..... 2020.

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.**

**ROUTEMAP**





**Frozen King's™**  
*Hold the Freshness....*



# FROZEN FOR LIFE



**TANVI FOODS (INDIA) LTD.**

[www.tanvifoods.com](http://www.tanvifoods.com)  
[Info@tanvifoods.com](mailto:Info@tanvifoods.com)