



# **35TH ANNUAL REPORT 2018-19**

## **Sabrimala Industries India Limited**

**(Formerly Known as Sabrimala Leasing and Holdings Ltd.)**

**CIN: L74110DL1984PLC018467**

**Registered Office: Unit No.907, 9th Floor, Pearls Best Heights-I,  
Netaji Subhash Place, Pitampura, Delhi-110034**

## **COMPANY INFORMATION**

### **SABRIMALA INDUSTRIES INDIA LIMITED**

(Formerly Known as Sabrimala Leasing and  
Holdings Ltd.)

CIN: L74110DL1984PLC018467

(As on 26<sup>th</sup> August, 2019)

#### **Board of Directors**

**Mr. Shiv Kumar Garg**

*Chairman, Non-Executive Director*

**Mr. Sanjay Garg**

*Managing Director*

**Mr. Amit Kumar Saraogi**

*Executive Director*

**Mr. Sumit Jindal**

*Independent Non-Executive Director*

**Ms. Monika Gupta**

*Independent Non-Executive Director*

#### **Committees of the Board**

##### **Audit Committee**

**Ms. Monika Gupta**

*Chairman, Independent & Non-Executive Director*

**Mr. Amit Kumar Saraogi**

*Member, Executive Director*

**Mr. Sumit Jindal**

*Member, Independent & Non-Executive Director*

##### **Stakeholder Relationship Committee**

**Ms. Monika Gupta**

*Chairman, Independent & Non-Executive Director*

**Mr. Shiv Kumar Garg**

*Member, Non-Executive Director*

**Mr. Sumit Jindal**

*Member, Independent & Non-Executive Director*

#### **Nomination and Remuneration Committee**

**Mr. Sumit Jindal**

*Chairman, Independent & Non-Executive Director*

**Mr. Shiv Kumar Garg**

*Member, Non-Executive Director*

**Ms. Monika Gupta**

*Member, Independent & Non-Executive Director*

#### **Registered Office**

Unit No.907, 9th Floor, Pearls Best Heights-I,  
Netaji Subhash Place, Pitampura, Delhi-110034

#### **Auditors**

Khatter & Associates,  
Chartered Accountants  
4, Narender Bhawan, 448,  
Ring Road, Azadpur, Delhi-110033  
Head Office: 516B/24, DLF Colony,  
Rohtak, Haryana -124001, India  
Email: [khatterandassociates@gmail.com](mailto:khatterandassociates@gmail.com)  
Contact: 9810603740; 9958734344

#### **Listed at:**

- BSE Limited
- Calcutta Stock Exchange Limited

#### **Company Secretary & Compliance Officer**

Priyanshu Kumar

#### **Chief Financial Officer**

Mr. Amit Kumar Saraogi

#### **Registrar & Transfer Agents**

Skyline Financial Services Private Limited  
D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase – I,  
New Delhi-110020

#### **Website**

[www.sabrimala.co.in](http://www.sabrimala.co.in)

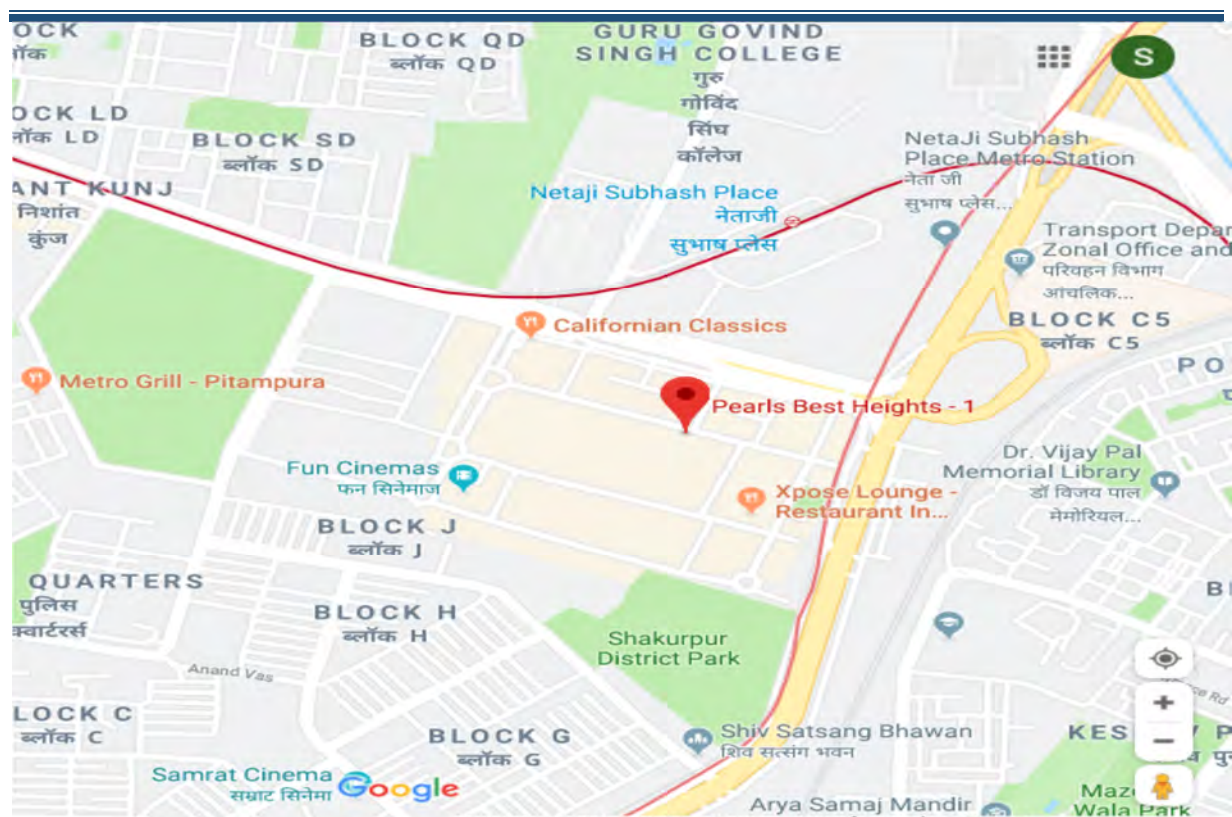
#### **Subsidiary**

Sabrimala Industries LLP

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## ROUTE MAP



## NOTICE OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that 35<sup>th</sup> Annual General Meeting of Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited) will be held on Monday, 30th September, 2019 at 11:00 A.M. at Unit No.907, 9th Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034 to transact the following Business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt:
  - a. the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.

**“RESOLVED THAT**, the Audited Standalone as well as Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the reports of Board and Auditors thereon be and hereby considered and adopted.”

2. To consider and appoint Directors in place of Mr. Shiv Kumar Garg (DIN: 01962720), who retires by rotation and being eligible offers himself for re-appointment.

**“RESOLVED THAT** Mr. Shiv Kumar Garg (DIN: 01962720), who retires by rotation and being eligible offers himself for re-appointment be and hereby re-appointed as Director of the Company liable to retire by rotation.”

3. To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, **M/s. S G J & CO.**, Chartered Accountant, (Firm Registration No.- 137904W) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office for five financial year from the conclusion of this 35<sup>th</sup> Annual General Meeting till the conclusion of 40<sup>th</sup> Annual General Meeting of the Company, at a remuneration to be decided by the Board of Directors in consultation with the Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

### SPECIAL BUSINESS

4. To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including

any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of central government or other concerned authority, if any, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Mr. Sanjay Garg as Managing Director of the Company for a period of one years with effect from 30th September, 2019 on such remuneration as set out in the Explanatory Statement annexed to the notice convening this meeting.”.

**RESOLVED FURTHER THAT** pursuant to the article of association of the company, Mr. Sanjay Garg shall not be liable to retire by rotation.”

**“RESOLVED FURTHER THAT** any of the Director(s) be and is hereby authorized jointly or severally to take such all necessary approvals, statutory or otherwise, in relation to the above matters arising out of and incidental thereto and sign and execute all applications, documents and file the requisite forms to ROC that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

**By Order of the Board of Directors  
For Sabrimala Industries India Limited**

Place: Delhi  
Date: 26.08.2019

Priyanshu Kumar  
Company Secretary

## NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 2 and 3 of the Notice, is annexed hereto. The additional and relevant details, pursuant to Regulations 36(3) and regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of auditors seeking appointment/re-appointment of auditors at this Annual General Meeting ("AGM") are also annexed. The Directors and Auditors have also furnished consent/declaration for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ATTACHED HERewith THE ANNUAL REPORT. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 AND HOLDING IN AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
5. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred Only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents for assistance in this regard.
6. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to RTA in case the shares are held in physical form.
7. The notice of AGM is being sent to those members/beneficial owners whose name will appear in the register of members/list of beneficiaries received from the depositories as on Friday, August 30, 2019.
8. The copy of Annual Report, notice of 35<sup>th</sup> Annual general Meeting, notice of e-voting etc. are being sent to the members through e-mail who have registered their e-mail ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA). Members are requested to update their preferred e-mail ids with the Company/ Depository Participant (DPs)/ Company's Registrar and Transfer Agent (RTA), which will be used for the purpose of future communications. Members whose e-mail id is not registered with the Company are being sent physical copies of the Notice at their registered address through permitted mode.
9. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the Annual Report may send their request to the Company for the same at its registered office before the annual general meeting.
10. All the documents referred in the Notice, Annual Report, as well as Annual Accounts of the Subsidiary and Register of Director's Shareholding are open for inspection, during the business hours, at the Registered office of the Company up to and including the date of Annual General Meeting.
11. **The register of Members and Share Transfer books of the Company shall remain closed during the Book Closure period i.e., Saturday, September 21, 2019 to Sunday, September 29, 2019, both days inclusive.**
12. 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 the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
13. The members holding shares in the same name of same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.
14. Shareholder seeking any information with regard to the accounts is requested to write to the Company at an early date but not later than 10 days before the scheduled date of holding of Annual General Meeting.
15. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

16. *To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.*

17. The notice of the Annual General Meeting and annual report for the financial year 2018-19 of the Company is also been uploaded on the website of the Company i.e., [www.sabrimala.co.in](http://www.sabrimala.co.in)

18. **E-voting**

In compliance with the provisions of section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be passed in the meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").

19. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM. The facility for ballot / polling paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot / polling paper.

20. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through physical ballot will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.

a. The instructions for members for voting electronically: -

i. Log onto e-voting website; [www.evotingindia.com](http://www.evotingindia.com).

ii. Click on the "Shareholders" tab to cast your votes.

iii. Now, select "Sabrimala Industries India Limited" from the drop-down menu and click on "SUBMIT".

iv. Now enter your User ID

1. For CDSL: 16 digits beneficiary ID

2. For NSDL: 8 Character DPID followed by 8 Digits Client ID,

3. Members holding shares in Physical Form should enter Folio Number registered with the Company.

v. Next enter the Captcha Code as displayed and Click on Login.

vi. If you are holding shares in Demat form and had logged onto [www.evotingindia.com](http://www.evotingindia.com) and casted your vote earlier for EVSN of any Company, then your existing password is to be used.

vii. If you are a first time user follow the steps given below and fill up the following details in the appropriate boxes:

Details	For Members holding shares in Demat Form and Physical Form
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (in Capital) (Applicable for both Demat shareholders as well as physical shareholders).</p> <p><b>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 last 8 digits of the demat account/folio number in the PAN field.</b></p> <p><b>In case the folio 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 folio number 100 then enter RA00000100 in the PAN field.</b></p>
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> <p>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 number of shares held by you as on the cut-off date in the Dividend Bank details field.</p>

viii. After entering these details appropriately, click on "SUBMIT" tab.

ix. Members holding shares in physical form will then reach directly to the company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be

used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and please take utmost care to keep your password confidential.

- x. For Members holding shares in physical form, the details can be used only for e-voting on their solutions contained in this Notice.
  - xi. Click on the EVSN No. **190827055** for **Sabrimala Industries India Ltd.**
  - xii. 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.
  - xiii. Click on the “Resolutions File Link” if you wish to view the entire Resolutions.
  - xiv. After selecting there solution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm our vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  - xv. Once you “CONFIRM” your vote on the solution, you will not be allowed to modify your vote.
  - xvi. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
  - xvii. If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code, then click on “Forgot Password” & enter the details as prompted by the system.
  - xviii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - xix. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - xx. After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - xxi. 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.
  - xxii. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, in PDF format in the system for the Scrutinizer to verify the same.
  - xxiii. **The voting period begins on Thursday September 26, 2019 (9.00a.m.) and ends on Sunday September 29, 2019 (5.00p.m.).** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday September 20, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - xxiv. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- b. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Friday September 20, 2019.
  - c. A copy of this notice has been placed on the website of the Company and the website of CDSL.
  - d. **Mr. Vijay Kumar Gupta, Chartered Accountant in Practice (COP No. - 501902)** of M/s GUPTA VIJAY K & CO has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
  - e. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer’s Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
  - f. The Results shall be declared on or after the Annual General Meeting of the Company. The Results declared along with the Scrutinizer’s Report shall be placed on the Company’s website [www.sabrimala.co.in](http://www.sabrimala.co.in) and on the website of CDSL within 48 hours of passing of the resolutions at the Annual General Meeting and will be communicated to Stock Exchanges wherein shares of the company are listed.
21. **THE COMPANY WHOLEHEARTEDLY WELCOMES MEMBERS/PROXIES AT THE ANNUAL GENERAL MEETING OF THE COMPANY. THE MEMBERS / PROXIES MAY PLEASE NOTE THAT NO GIFTS / GIFT COUPONS WILL BE DISTRIBUTED AT THE ANNUAL GENERAL MEETING.**

**Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Mr. Shiv Kumar Garg**, is the Chairman cum Non-Executive Director of the Company. He possess master's degree from Maharshi Dayanand University, Rohtak. He has vast experience in the field of Marketing. With his unmatched excellence in marketing strategies, he guides the Company on Sales and growth strategies. His contribution to the company is commendable.

<b>Name of Director</b>	<b>Mr.Shiv Kumar Garg</b>
<b>Age</b>	50
<b>Date of First Appointment</b>	07/12/2016
<b>Expertise in Specific FunctionalArea</b>	Marketing Operations
<b>Directorship/Partnership held in other Companiesas on 31.03.2019</b>	<ol style="list-style-type: none"> <li>1. KRONE PORTFOLIOS PRIVATE LIMITED</li> <li>2. SABRIMALA FINTECH PRIVATE LIMITED</li> <li>3. PANTOMATH SABRIMALA INVESTMENT MANAGERS LLP</li> <li>4. SABRIMALA CAPITAL ADVISORS PRIVATE LIMITED</li> <li>5. SABRIMALA FINANCIAL ADVISORS LLP</li> </ol>
<b>No. of equity shares held in the Company</b>	400000
<b>Director Identification No.</b>	01962720

**Additional Information on Auditors for appointment/re-appointment as required under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

On recommendation of audit committee of the company the board of directors in its meeting held on 26<sup>th</sup> August 2019 and has considered the appointment including the details in relation to and credentials of the **S G J & Co.** Chartered Accountants, as statutory auditor of the company. Since M/s. Khatter and Associates, shows his inability to be re-appointed or to continue due to pending peer review.

S G J & Co., is the team of versatile blend of experienced and young, passionate and dynamic professionals who are committed for delivering extraordinary client satisfaction, maintaining the highest global quality standards. With the combination of rich and varied experience of senior leaders combined with the energy, zeal and passion to excel young leaders. Established in 1994, S G J & Co. (SGJ) is a Chartered Accountants' Firm, headquartered in Mumbai, India, full-fledged Branch Offices in New Delhi and Pune and Associates in Bangalore, Chennai, Jamshedpur and Surat.

Further the directors in consultation with the auditor has decided to pay a fee of Rs. 1,50,000/- p.a for the purpose statutory audit of the company. His appointment is subject to the approval of shareholder in this ensuing annual general meeting to be held on Monday, 30th September, 2019. It is to be noted no material change in the fee payable to the new auditor from that paid to the outgoing auditor.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 110 OF COMPANIES ACT 2013**

### **Special Business: Item No.1**

The Board of Director, on recommendation of Nomination and Remuneration Committee, of the Company, at their meeting held on 26TH August, 2019 has considered the re-appointment of Mr. Sanjay Garg, as Managing Director, with effect from 30th September, 2019, for a period of five year. He shall look after overall affairs of the company.

Pursuant to Sections, 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, Consent of Shareholder is required for the reappointment of managing Director for tenure of one year with annual remuneration of Rs. 2,52,000/- and accordingly, the Board has put forward the aforesaid resolution for the approval of the Members of the Company by way of ordinary resolution. There is no other Terms and conditions pertaining to his appointment.

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.

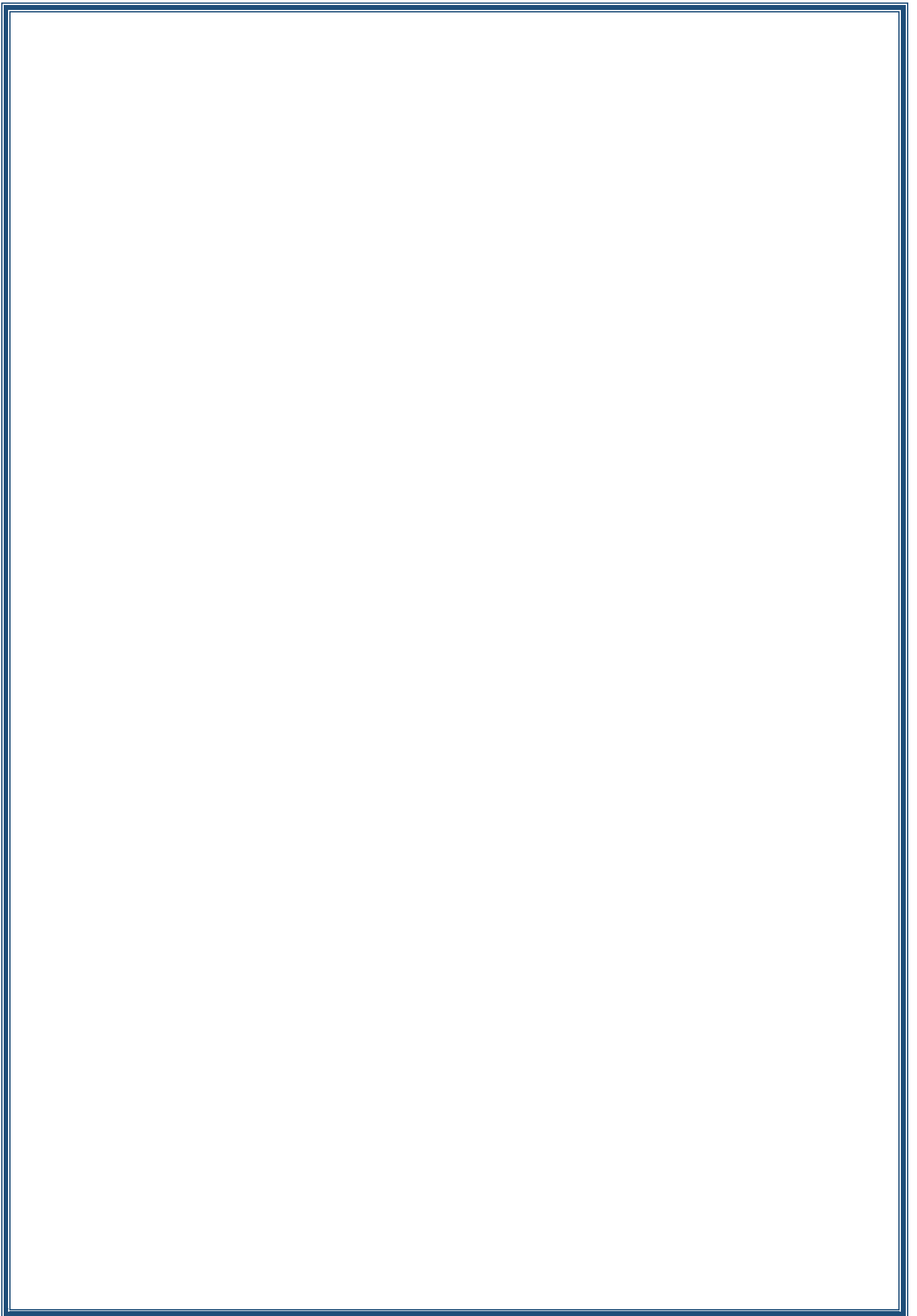
Any further increase or variation in future, in the remuneration payable to Mr. Sanjay Garg, shall be finalized by the Board of Directors and shall also be subject to the overall ceilings prescribed under the Companies Act. 2013

If at any time the appointee ceases to be Director of the company for any cause whatsoever, he shall cease to be Managing Director as the case may be.

None of the Directors key managerial personnel and their relatives except Mr. Sanjay Garg is concerned or interested in the proposed resolution except as the member of the company.

Other Entity in which Mr. Sanjay Garg is interested as on the date of 26<sup>th</sup> August 2019:

<b>CIN/LLPIN</b>	<b>Name of the Company/ LLP</b>	<b>Current designation</b>	<b>Original date of appointment</b>
AAH-3272	SABRIMALA INDUSTRIES LLP	Designated Partner	06/09/2016
AAI-6003	PANTOMATH SABRIMALA INVESTMENT MANAGERS LLP	Designated Partner	17/02/2017
AAM-4423	SABRIMALA FINANCIAL ADVISORS LLP	Designated Partner	17/04/2018
L74110DL1984PLC018467	SABRIMALA INDUSTRIES INDIA LIMITED	Managing Director and Shareholder	01/02/2015
U65929DL2017PTC313170	SABRIMALA FINTECH PRIVATE LIMITED	Director and Shareholder	20/02/2017
U65999DL2018PTC334082	SABRIMALA CAPITAL ADVISORS PRIVATE LIMITED	Director and Shareholder	17/05/2018
U74140DL2008PTC177827	KRONE PORTFOLIOS PRIVATE LIMITED	Director and Shareholder	08/05/2008
AAQ-3403	OSRIK FINANCIAL ADVISORS LLP	Designated Partner	22/08/2019



## PROXY FORM

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

### **SABRIMALA INDUSTRIES INDIA LIMITED**

*(Formerly Known as Sabrimala Leasing and Holdings Ltd.)*

**CIN- L74110DL1984PLC018467**

Regd. Office: - Unit No.907, 9th Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034,

Phone No- 011-45032203, Email - [cs@sabrimala.co.in](mailto:cs@sabrimala.co.in), Website- [www.sabrimala.co.in](http://www.sabrimala.co.in)

Name of the Member(s):	
Registered address:	
Folio No./Client Id:	DP ID:
E-mail Id:	

I/We, being the member(s) of..... Shares of the above named Company, hereby appoint:

Name:	Address:
E-mail Id:	Signature:
or failing him/her	
Name:	Address:
E-mail Id:	Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the 35<sup>th</sup> Annual General Meeting of the Company to be held on Monday, September 30, 2019 at 11:00 a.m. at the registered office at Unit No.907, 9th Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034 and at any adjournment thereof in respect of such resolutions as are indicated below:

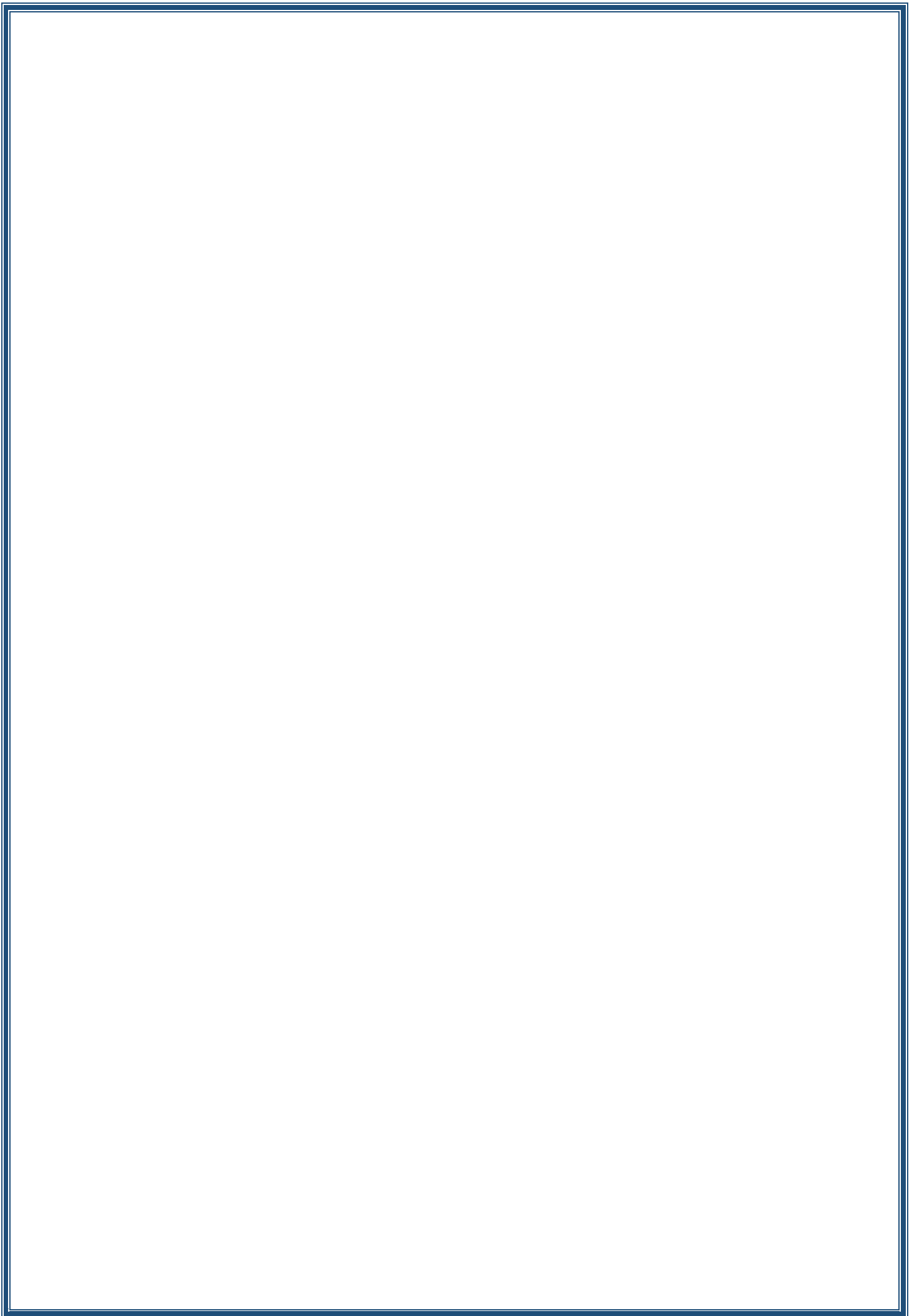
Resolution No. and Brief Description of Item	Type of Resolution	(For)	(Against)
1) To receive, consider and adopt: a. the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon	Ordinary		
2) To consider and appoint Directors in place of Mr. Shiv Kumar Garg(DIN: 01962720), who retires by rotation and being eligible offers himself for re-appointment.	Ordinary		
3) To appoint M/s. S G J & Co. as a statutory auditor of the company for five financial year from the conclusion of this 35 <sup>th</sup> Annual General Meeting till the conclusion of 40 <sup>th</sup> Annual General Meeting of the Company.	Ordinary		
4) Re-appointment of Sanjay Garg as Managing Directors of the company for one year w.e.f 30 <sup>th</sup> September 2019	Ordinary		

Signed this    day of \_\_\_\_\_ 2019

\*Applicable for investor holding shares in Physical form

Affix  
Revenue  
Stamp

**Signature of the Shareholder Note:** The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the company not less than 48 hours before the time for holding the aforesaid meeting. The Proxy need not be a member of the company.



## ATTENDANCE SLIP

### **SABRIMALA INDUSTRIES INDIA LIMITED**

*(Formerly Known as Sabrimala Leasing and Holdings Ltd.)*

CIN- L74110DL1984PLC018467

Regd. Office: - Unit No.907, 9th Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034,  
Phone No- 011-45032203, Email - cs@sabrimala.co.in, Website- www.sabrimala.co.in

Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder(s)	
Joint Holder 1/	
Joint Holder 2	

I hereby record my presence at the 35<sup>TH</sup> ANNUAL GENERAL MEETING of the Company being held on Monday, September 30, 2019 at 11:00 a.m. at the registered office at Unit No.907, 9th Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034.

Signature of the Shareholder/Proxy Present

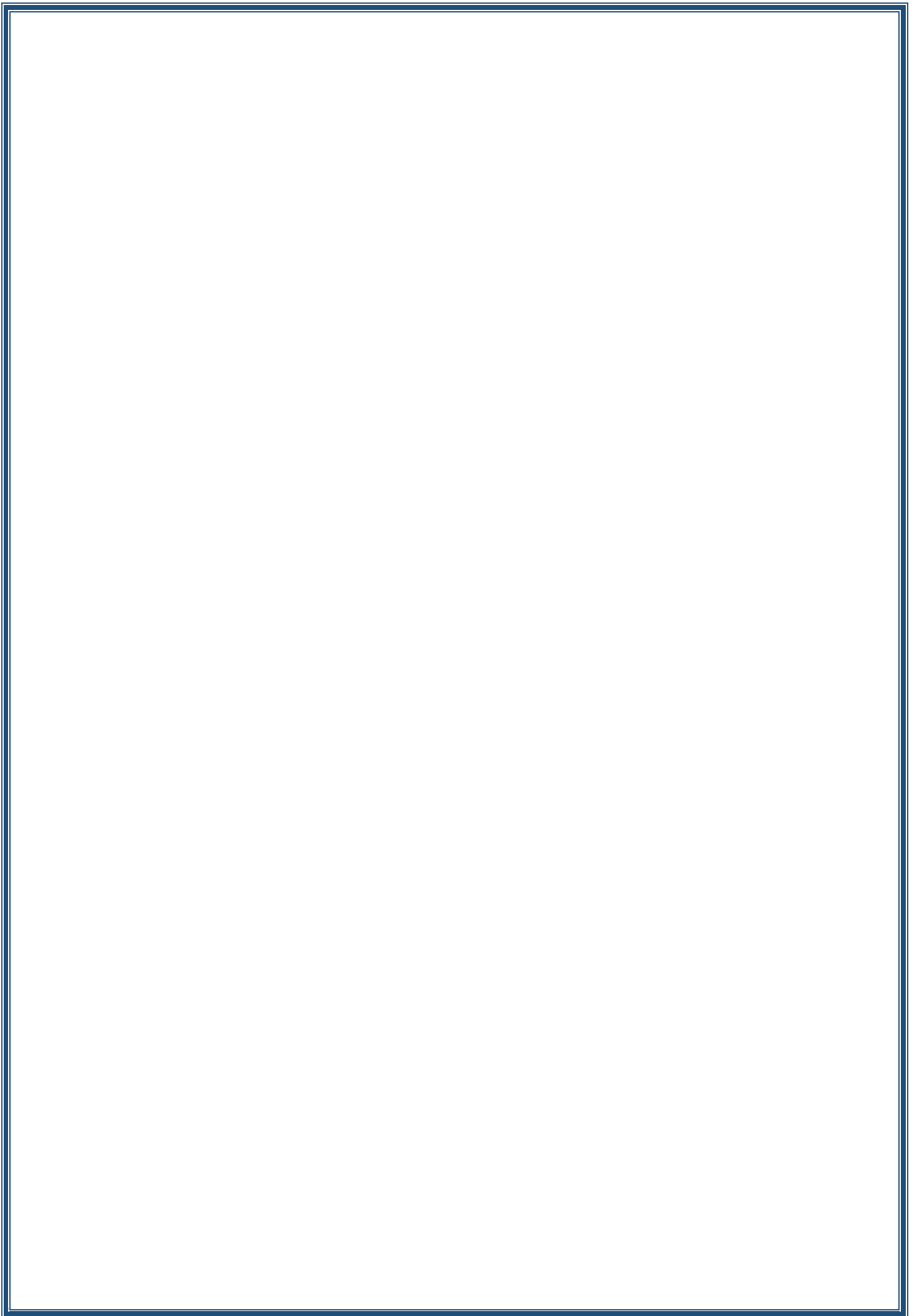
.....

Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

**Note: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING**

-----X-----X-----X-----



## BALLOT FORM

### **SABRIMALA INDUSTRIES INDIA LIMITED**

(Formerly Known as Sabrimala Leasing and Holdings Ltd.)

CIN- L74110DL1984PLC018467.

Regd. Office: - UNIT NO.907, 9th FLOOR, PEARLS BEST HEIGHTS-I, NETAJI SUBHASH PLACE,  
PITAM PURA, DELHI-110034,

Phone No- 011-45032203, Email - [cs@sabrimala.co.in](mailto:cs@sabrimala.co.in), Website- [www.sabrimala.co.in](http://www.sabrimala.co.in)


#### **FORM – MGT -12 BALLOT PAPER/POLLING PAPER**

Name(s) of Member(s) :  (In BLOCK/CAPITAL LETTERS)	
Registered Address :	
DP ID / Client ID* or Registered Folio No :	
No. of equity shares held :	

**\*Applicable in case of Share held in electronic form**

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 35<sup>th</sup> Annual General Meeting of Company scheduled to be held on Monday, 30<sup>th</sup> September, 2019 at 11:00 A.M. at the registered office at Unit No.907, 9<sup>th</sup> Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated herein below:

Resolution No.	Resolution	No. of Equity Share(s) held	I/We assent to the resolution (For)*	I/We dissent to the resolution (Against)*
<b>Ordinary Businesses</b>				
1.	To receive, consider and adopt: a. the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon			
2.	To consider and appoint Directors in place of Mr. Shiv Kumar Garg (DIN: 01962720), who retires by rotation and being eligible offers himself for re-appointment.			
3.	To appoint M/s. S G J & Co. as a statutory auditor of the company for five financial year from the conclusion of this 35 <sup>th</sup> Annual General Meeting till the conclusion of 40 <sup>th</sup> Annual General Meeting of the Company.			
4.	Re-appointment of Sanjay Garg as Managing Directors of the company for one year w.e.f 30 <sup>th</sup> September 2019			

 Signature of the Shareholder/Proxy Present

.....

\*Please put a tick mark (✓) in appropriate column against the resolution(s) indicated above. In case of member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

## **INSTRUCTIONS**

1. This Ballot Paper is provided, pursuant to Regulation 4(2) (a) (iii) read with regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 to enable the shareholder(s) or their proxy(ies) for voting by way of Ballot Paper(s), who does not have access to e-voting facility and /or who have not voted through e-voting, so that they can also participate in voting through this physical Ballot Paper.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot paper if a Member casts votes by both modes, then voting done through remote e-voting shall prevail and voting by Ballot paper shall be treated as invalid.
3. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through physical ballot paper from member(s) at the venue of AGM for declaring the final result for each of the resolutions forming part of 35<sup>th</sup>AGM notice of company.

### **Process and manner for Members opting to vote by using the Ballot Paper:**

1. Please complete and sign this Ballot Paper and drop in the locked ballot box placed in the meeting hall for voting purpose with respect to 35<sup>th</sup>AGM of the company as scheduled on **Monday 30 September, 2019 at 11:00 AM**
2. This ballot Paper should be signed by the Member (s) as per the specimen signature (s) registered with Registrar and Share Transfer Agent of the Company viz. M/s Skyline Financial Services Private Limited or by their proxy(ies)duly authorized by the member In case of joint holding, the ballot Paper should be completed and signed by the first name Member and in his/her absence, by the next name joint holder or by their proxy(ies) duly authorized by any one of the joint holders. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing and duly attested copy of the POA registered with the company or enclosing therewith duly attested/notarized copy of the POA.
3. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Paper should be accompanied by a certified true copy of the relevant Board Resolution/Authorization document(s) consisting therein the attested signature(s) of authorized person(s).
4. Votes should be cast in case of each resolution either in favour or against by putting the tick (✓) mark in the respective column(s) provided in the Ballot Paper.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the Paid-up Equity Share Capital of the Company as on cut-off day Friday 20<sup>th</sup> September, 2019 and each fully paid up equity shares carries one voting right.
6. A Member may request Ballot Paper from the Company or they can download the Paper from the website of the Company viz. [www.sabrimala.co.in](http://www.sabrimala.co.in), if so required.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Papers will be rejected. The Ballot Papers will also be rejected if it is received torned, defaced or mutilated to the extent which makes it difficult for the Scrutinizer to identify either the Member or when it is not ascertainable that vote(s) have been cast by member (s) in favour or against the resolution or when the signature(s) of member(s) cannot be verified with the available records of registrar & share transfer agent of company M/S Skyline Financial Services Private Limited.
8. The decision of the Scrutinizer on the validity of the Ballot Paper(s) and any other allied matter(s) thereto shall be final and binding the on member(s) of company.
9. The consolidated result for voting's done by the members of company through e-votings & ballot votings for all the resolution(s) placed in the 35<sup>th</sup>AGM of company and as declared by Chairman/duly authorized person along with respective scrutinizer's report shall be uploaded on the company's website i.e. [www.sabrimala.co.in](http://www.sabrimala.co.in) within 48 hours of conclusion of AGM and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) whenever they upload, and will simultaneously be also forwarded to the stock exchange(s) (viz. BSE &CSE) where the company's equity shares are listed, as per respective rules/regulations applicable thereto.

## DIRECTORS REPORT TO THE MEMBERS

To the Members,

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

### 1. Financial Results

(inRs.)

Title	Year ended 31.03.2019	Year ended 31.03.2018	Year ended 31.03.2019	Year ended 31.03.2018
Particulars	Standalone		Consolidated	
Revenue from Operations	191,10,296	3160,72,035	191,10,296	3160,72,035
Other Income / Loss	21,53,448	105,52,565	22,12,119	78,18,420
Total Expenditure	455,96,685	3258,45,898	411,23,537	3305,37,344
Interest	-	26,92,743	-	27,50,190
Depreciation and Amortization	12,86,594	15,32,748	22,81,210	25,01,306
Profit / Loss before Tax	-244,17,941	15,81,033	-19801122	-30,46,011
Profit / Loss for the year	-241,08,236	-12,44,375	-208,88,095	-19,53,688

### 2. Company's performance

On a consolidated basis, the revenue for FY 2019 is Rs. 191,10,296 , lower then compared to previous year's revenue of Rs. 316,72,035 crore. The profit after tax (PAT) attributable to shareholders and non-controlling interests for FY 2019 and FY 2018 was Rs. (208,88,095) and Rs. (1985992) respectively. The PAT attributable to shareholders for FY 2019 Rs. (208,88,095) registering a de-growth over the PAT of Rs. (19,85,992) for FY 2018.

### 3. Share Capital

The paid up equity capital of the company as on March 31, 2019 was Rs. 871.45 Lacs. During the year under review, the Company has not issued any equity share, preference share or any other security.

### 4. Reserves

The consolidated reserves and surplus of the Company stood at Rs. (19094139) against Rs 18,16,259 in the last Financial Year.

### 5. Dividend / Bonus / Buy Back

Your Directors had not recommended any dividend, not issued bonus shares and not recommended buy back of any shares for the financial year ended March 31, 2019.

### 6. Public Deposits

Our Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014. No deposits were unpaid or unclaimed at the end of the year.

### 7. Human resource development

Your Company continued to focus on attracting new talent while investing in organic talent development to help employees acquire new skills, explore new roles and realize their potential. However due to deterioration of business or financials during the couple of years the company is unable to retain its existing employees.

#### **8. Meetings of the Board of Directors**

During the Financial Year ended March 31, 2019 the meeting of Directors of your Company held seven times on 16.04.2018, 30.05.2018, 14.08.2018, 28.08.2018, 03.10.2018, 14.11.2018, 12.02.2019.

#### **9. Declaration by Independent Directors**

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) and Section 149(7) of the Act along with Rules framed thereunder and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). There has been no change in the circumstances affecting their status as independent directors of the Company.

#### **10. Change in Directors and KMP**

Mr. Shiv Kumar Garg was appointed as the Chairman of the company w.e.f 10<sup>th</sup> April, 2017.

As per the provisions of Articles of Association and the Company Act, 2013, Mr. Shiv Kumar Garg, Non-Executive Director of the Company is liable to retire by rotation and being eligible, offered himself to be appointed as Director of the Company. The Board of Directors have recommended his re appointment.

Ms.Chetna, the company secretary/Compliance Officer of the Company has resigned from the post with effect from 29<sup>th</sup> September, 2018. Mr. Priyanshu has been appointed as Company Secretary/Compliance Officer of the Company with effect from October 3, 2018.

#### **11. Nomination and Remuneration Policy**

Pursuant to the provision of section 178 of the Companies Act, 2013 and Regulation 16(b) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, the Board has on the recommendation of the Nomination and Remuneration committee framed a policy which sets out the criteria for determining qualifications, positive attributes and independence of a Director. The detailed policy is available on the website of the company at [www.sabrimala.co.in](http://www.sabrimala.co.in).

#### **12. Board Evaluation**

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

#### **13. Subsidiary(ies) and their performance**

As per the provisions of first proviso of sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014, statement containing salient features of the Financial Statement of Subsidiary are given along with consolidated accounts in Form AOC-1. The Annual Accounts of the Subsidiaries along with related detailed information will be made available to the members of the Company/Subsidiary seeking such information at such point of time. The Annual Accounts of the Company are also available for inspection for any member during the business hours at the registered office of the Company and subsidiary and the same can be accessed from the website of the Company at [www.sabrimala.co.in](http://www.sabrimala.co.in).

At present the Company has one subsidiary: **Sabrimala Industries LLP**

The Company does not have any material subsidiary as of now. None of the Subsidiary Company holds more than 20% of the income or networth of Consolidated income or networth respectively of the listed entity and its subsidiaries in the immediately preceding accounting year. None of the subsidiary holds any major loans or investment. Please refer **Annexure C** to this report.

#### 14. Board and Committees of the Board

##### a. Board of Directors

	Name of Committee Members	Status	Category Chairperson/Executive/ Non-Executive/independent/ Nominee
<b>Board of Directors</b>	Mr. Shiv Kumar Garg	Chairman	Non-Executive / Non- Independent
	Mr. Snajay Garg	Managing Director	Executive/ Non- Independent
	Mr. Amit Kumar Saraogi	Member	Executive/ Non- Independent
	Ms. Monika Gupta	Chairman	Non-Executive/ Independent
	Mr. Sumit Jindal	Member	Non-Executive/ Independent

##### b. Audit Committee

The Audit Committee functions according to requirement of section 177 of the Companies Act, 2013 that defines its composition, authority, responsibility and reporting functions as applicable to the Company and is reviewed from time to time. Company Secretary acts as a Secretary to the Committee. Statutory Auditors, Internal Auditors and Senior Management Personnel of the Company also attend the meetings by invitation.

The Audit Committee of the Company comprises of:

	Name of Committee Members	Status	Category Chairperson/Executive/ Non-Executive/independent/ Nominee
<b>Audit Committee</b>	Ms. Monika Gupta	Chairman	Non-Executive/ Independent
	Mr. Amit Kumar Saraogi	Member	Executive/ Non- Independent
	Mr. Sumit Jindal	Member	Non-Executive/ Independent

##### c. Nomination and Remuneration Committee

The Board of Directors of every Listed Company is required to have Nomination and Remuneration Committee. The Committee is constituted to identify persons who are qualified to become Directors and who may be appointed in Senior Management and to formulate the criteria for determining qualifications, positive attributes recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees and to carry out evaluation of every Director's performance and to lay the matters as enumerated under the Companies Act, 2013.

The Nomination and Remuneration Committee of the Company comprises of:

	Name of Committee Members	Status	Category Chairperson/Executive/ Non-Executive/independent/ Nominee
<b>Nomination and Remuneration Committee</b>	Mr. Sumit Jindal	Chairman	Non-Executive/ Independent
	Mr. Shiv Kumar Garg	Member	Non-Executive / Non- Independent
	Ms. Monika Gupta	Member	Non-Executive/ Independent

##### d. Stakeholder Relationship Committee

The Stakeholder Relationship Committee was constituted to ensure that all commitment to shareholders and investors are met and thus strengthen their relationship with the Company. The composition of the Stakeholders Relationship Committee is as below:

	Name of Committee Members	Status	Category Chairperson/Executive/ Non-Executive/independent/ Nominee
Stakeholder Relationship Committee	Ms. Monika Gupta	Chairman	Non-Executive/ Independent
	Mr. Shiv Kumar Garg	Member	Non-Executive / Non- Independent
	Mr. Sumit Jindal	Member	Non-Executive/ Independent

#### 15. Auditors and Auditor's Report

Khatter & Associates Chartered Accountants has successfully completed his term of 5 years as statutory auditors of the Company starting from financial year 01<sup>st</sup> April 2014 till 31<sup>st</sup> March 2019. However he has informed the company that due to some technical reason (peer review not done) it is not possible for him to continue as statutory auditor of the company for the next term of five year. The term of office of Khatter & Associates, Chartered Accountants was till the conclusion of the 35<sup>th</sup> Annual General Meeting.

On recommendation of audit committee of the company the board of directors in its meeting held on 26th August 2019 and has considered the appointment including the details in relation to and credentials of the S G J & Co. Chartered Accountants, (FRN- 137904W) as statutory auditor of the company.

S G J & Co., is the team of versatile blend of experienced and young, passionate and dynamic professionals who are committed for delivering extraordinary client satisfaction, maintaining the highest global quality standards. With the combination of rich and varied experience of senior leaders combined with the energy, zeal and passion to excel young leaders. Established in 1994, S G J & Co. (SGJ) is a Chartered Accountants' Firm, headquartered in Mumbai, India, full-fledged Branch Offices in New Delhi and Pune and Associates in Bangalore, Chennai, Jamshedpur and Surat.

Further the directors in consultation with the auditor has decided to pay a fee of Rs. 1,50,000/- p.a for the purpose statutory audit of the company. His appointment is subject to the approval of shareholder in this ensuing annual general meeting to be held on Monday, 30th September, 2019. It is to be noted no material change in the fee payable to the new auditor from that paid to the outgoing auditor.

#### 16. Secretarial Audit

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed Ms.Hema Kumari, Company Secretary in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure A**. Secretarial Auditors submitted their report on the compliances of the Company.

#### 17. Internal Control Systems and their Adequacy

The company has an internal control system, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board and to the Chairman and Managing Director.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the company. Based on the report of the internal audit function, process owners undertake corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

#### 18. Vigil Mechanism

Pursuant to the provisions to proviso to sub-section 10 of Section 177 of the Companies Act, 2013 and Regulation 22(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a Vigil Mechanism name Vigil Mechanism-Whistle Blower Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and Stakeholder responsibility. The policy can be accessed on the website of the company.

#### **19. Details of Material Orders passed by Regulators**

There are no significant material orders passed by the regulators/ courts which would impact the going concern status of the company and its future operations.

#### **20. Particulars of Loans, Guarantees or Investments**

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

#### **21. Related Party Transactions**

All Related Party Transactions that were entered into during the Financial Year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. The Related Party Transaction Policy pursuant to Regulation 23(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is available on the Company's website at [www.sabrimala.co.in](http://www.sabrimala.co.in) Form AOC-2 has been attached as Annexure D to Directors Report.

#### **22. Particulars of Employees**

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of section 136 of the Act, reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered Office of the Company during business hours on working days of the Company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the Company Secretary in advance.

#### **23. Code of Conduct**

As per Regulation 17(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down Code of Conduct for all Directors and Senior Management of the Company and the same has been posted on the website of the Company. Annual Compliance Report for the year ended March 31, 2019 has been received from all the Directors and Senior Management Personnel of the Company regarding compliance of all the provisions of Code of Conduct. Additionally, company has also adopted code of conduct for Independent Directors of the Company in accordance with The Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **24. Report on Corporate Governance**

As per Regulation 27(2) SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, read with, Clause 15 of Chapter IV SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

the Paid up capital of the Company was less than Rs. 10 crores and Net worth was less than Rs. 25 Crores as on the last day of the previous financial year i.e. 31<sup>st</sup> March, 2019. Therefore the Corporate Governance Report is not applicable to the company. During the year 2018-19 the paid up capital remained same and the Net Worth was also less than 25 Crore as on the last day of the previous Financial year i.e. 31<sup>st</sup> March, 2019. However, your Company has always adhered itself towards best governance practices. The Company has maintained high level of integrity and transparency towards compliance of all laws, regulations, rules and guidelines whether provided by any enactment or issued by SEBI.

## **25. Report on Management Discussion and Analysis**

The Management Discussion and Analysis Report for the financial year under review as stipulated under Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in the separate section forming part of this Annual Report. **Annexure E.**

## **26. Registrar and Share Transfer Agents**

Skyline Financial Services Private Limited, in the capacity of Registrar and Share Transfer Agents of your Company, is looking after all the matters relating to shares in transfer and dematerialization. Members are hereby requested to send their correspondence regarding transfer of shares, Demat of shares and other queries to Registrar and Share Transfer Agents i.e.,

### **Skyline Financial Services Private Limited**

D-153A, Ist Floor, Okhla Industrial Area,

Phase – I, New Delhi-110020

## **27. Statutory Disclosure**

None of the Directors of your Company are disqualified as per the provisions of section 164 of the Companies Act, 2013. The Directors of your Company has made necessary disclosure as required under various provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **28. Listing of Shares -The shares of the Company are listed at:**

<b>Name of the Exchange</b>	<b>Address</b>
BSE Limited	Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai-400001
The Calcutta Stock Exchange Limited	7, Lyons Range, Kolkata-700001

## **29. Disclosures relating to Schedule V Part F of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Schedule V Part F of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details in respect of the shares lying in the suspense account till March 31, 2019 is as under:

<b>Description</b>	<b>No. of cases/ No. of shares</b>
Aggregate Number of Shareholders and the outstanding shares in the initiation of suspense account.	Nil
Number of shareholders who approached the Company for transfer of	Nil

shares from suspense account during the year 2018-19	
Number of shareholders to whom shares were transferred from suspense account during the year 2018-19	Nil
Aggregate number of Shareholders and the outstanding shares in the Suspense Account lying as on March 31, 2019	Nil

### 30. Director's Responsibility Statement

As required under Section 134 of the Companies Act, 2013, the directors would like to state that:

- In the preparation of Annual Accounts for the period ended as on March 31, 2019 the applicable Accounting Standards have been followed and no material departure has been identified.
- Accounting policies have been consistently applied in a reasonable and prudent manner so as to give true and fair view of the state of affairs of the Company for the financial year ended March 31, 2019 and of the Statement of Profit and Loss ended that date for the financial year ended March 31, 2019.
- Proper and sufficient care has been taken for the maintenance of adequate records in accordance with the applicable provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- The Annual Accounts for the Financial Year ended March 31, 2019 have been prepared on a going concern basis.
- The directors have laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and were operating effectively.
- The directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and were operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2019.

### 31. Corporate Social Responsibility

Company do not fall under the mandatory limits set for mandatory corporate social responsibility committee formation and contribution, but company ensures that being part of the society, it is the duty to give back to the society and take such efforts to do it.

### 32. Material changes occurred in between the financial year up to ate of report

During the period 2017-18 the company had already discontinued the business of Mobile Phones and Apple which had major impact on the financial position of the company.

The Company has sold its commercial unit/space bearing no. 1452, Aggarwal Metro Heights Plot No. E-5 Netaji Subhash Place, Pitampura Delhi - 110034 through the resolution passed at the meeting of board of directors held on 30th May, 2019 at such consideration and terms and conditions as may be considered appropriate and in the best interest of the company.

During the period under review, the company has shut down its Manufacturing Unit located at F-23, Sec-2, DSIIDC, Bawana, New Delhi-110039 run in the name of M/s. Sabrimala Industries LLP (99% subsidiary of Sabrimala Industries India Limited) and disposed-off its plant and machinery. Consequently, Sabrimala Industries LLP is not a going concern now. The company in the December, 2018 quarter had reported losses

which includes Loss of Rs.80.91 Lacs against sale of plant and machinery. At present company has no manufacturing unit is only in trading activities.

### **33. Conservation of Energy**

- a) Company ensures that its operations are conducted in the manner whereby optimum utilization and maximum possible saving of energy is achieved.
- b) No specific investment has been made in reduction in energy consumption.
- c) As the impact of measures taken for conservation and optimum utilization of energy are not quantitative, its impact on cost cannot be stated accurately.

### **34. Technology Absorption**

In the present global scenario, the Company strives to maintain and improve quality of its services and takes appropriate measures to keep pace with fast changing technological innovation.

### **35. Foreign Exchange Earnings and Out-Go**

During the period under review, there was no foreign exchange earnings or out flow.

*Note: On 16<sup>th</sup> August 2019 the company has shifted its registered office at new address i.e. Unit No.907, 9<sup>th</sup> Floor, Pearls Best Heights-I, Netaji Subhash Place, Pitampura, Delhi-110034.*

### **36. Acknowledgement**

Your directors wish to place on record their gratitude in receipt of continued support and co-operation from various stakeholders including and not limiting to Shareholders, Customers, Institutions, Governmental and Semi-Governmental Agencies, Consultants, Business Associates and Employees of the Company.

**By Order of the Board of Directors  
For Sabrimala Industries India Limited**

**Place: Delhi  
Date: 26.08.2019**

<b>Amit Kumar Saraogi</b>	<b>Sanjay Garg</b>
<b>Director</b>	<b>Managing Director</b>
<b>DIN 00560131</b>	<b>DIN 01962743</b>

## ANNEXURE A TO DIRECTORS REPORT

### FORM NO. MR-3 SECRETARIAL AUDIT REPORT

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

**To,**

The Members,

**M/s Sabrimala Industries India Limited**

(Formerly known as Sabrimala Leasing & Holdings Limited)

1452, Aggarwal Metro Heights

Plot No. E-5, Netaji Subhash Place,

Pitampura, Delhi-110034

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

I report that-

- a) Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on audit basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I have followed provide a reasonable basis for my opinion.
- c) I have not verified the correctness and appropriateness of the financial statements of the company.
- d) Wherever required, I have obtained the Management representation about the compliance of law, rules, regularisations and happening of events etc.
- e) The compliance of the provisions of the corporate and other applicable laws, regulations, and standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
- f) 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.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on **31<sup>st</sup> March, 2019**, complied with the statutory provisions

listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **the Company** for the financial year ended on 31<sup>st</sup> March, 2019 and made available to me, 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (**Not Applicable to the Company during the Audit Period.**)
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999;
  - f. The Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Ltd and Calcutta Stock Exchange.

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

- i) Secretarial Standards issued by the Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Ltd. and the Calcutta Stock Exchange Ltd. (CSE).

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

I further report that based on the information received and records maintained 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.

**Hema Kumari**  
**Practicing Company Secretary**  
**FCS M. No.: 8634**  
**COP No.: 9914**

**Place: Delhi**  
**Date: 30.05.2019**

## ANNEXURE B TO DIRECTORS REPORT

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

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

### i. REGISTRATION AND OTHER DETAILS:

i.	CIN	L74110DL1984PLC018467
ii.	Registration Date	20.06.1984
iii.	Name of the Company	Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited)
iv.	Category/Sub-Category of the Company	Company Limited by Shares
v.	Address of the Registered Office and contact details	1452, Aggarwal Metro Heights Plot No. E-5 Netaji Subhash Place, Pitampura Delhi 110034
vi.	Whether Listed Company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Skyline Financial Services Private Limited D-153A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020

### ii. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Wholesale Trade	9961	89.5

### iii. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN/LLPIN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1	Sabrimala Industries LLP	AAH-3272	Subsidiary	99%	2(87)(ii)

### iv. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Shareholding

A) Category-wise Share Holding		Shares Held at beginning of the Year 31/03/2018				Shares Held at the End of the Year 31/03/2019				% Change During The Year
S.No.	Category of Shareholders	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A	Promoters									
1	Indian									
a)	Individual Huf	0	0	0	0.00	0	0	0	0.00	0.00
b)	Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c)	State Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
e)	Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total (A)(1)	0	0	0	0.00	0	0	0	0.00	0.00
2	Foreign									
a)	NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00

b)	Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d)	Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
e)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Total Shareholding of Promoters(A)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>B</b>	<b>Public Shareholding</b>									
<b>1</b>	<b>Institutions</b>									
a)	Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b)	Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c)	Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d)	State Government	0	0	0	0.00	0	0	0	0.00	0.00
e)	Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g)	FIs	0	0	0	0.00	0	0	0	0.00	0.00
h)	Foreign Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
i)	Any Other Foreign	0	0	0	0.00	0	0	0	0.00	0.00
j)	Any Other	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total (B)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>2</b>	<b>Non-Institutions</b>									
a)	<b>Bodies Corporate</b>									
1)	Indian	1050220	0	1050220	12.05	1282492	0	1282492	14.72	2.67
2)	Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b)	<b>Individuals</b>									
1)	Individual shares holders having nominal share capital upto Rs. 1,00,000	182859	75350	258209	2.96	167398	65100	232498	2.67	-0.29
2)	Individual shares holders having nominal share capital Excess of Rs. 1,00,000	6469000	137250	6606250	75.81	6419155	147500	6566655	75.35	-0.46
c)	<b>Others</b>									
a)	HUF	799421	400	799821	9.18	632455	400	632855	7.26	-1.92
b)	Non Resident Indian	0	0	0	0.00	0	0	0	0.00	0.00
c)	Foreign National	0	0	0	0.00	0	0	0	0.00	0.00
d)	Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
e)	Trust	0	0	0	0.00	0	0	0	0.00	0.00
f)	Foreing Bodies-DR	0	0	0	0.00	0	0	0	0.00	0.00
g)	NBFC Registered With RBI	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total (B)(2)</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>0.00</b>
	<b>Total Public Shareholding (B)</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>0.00</b>
<b>C)</b>	<b>Shares Held By Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>D)</b>	<b>IEPF</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
	<b>Grand Total</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>8501500</b>	<b>213000</b>	<b>8714500</b>	<b>100.00</b>	<b>0.00</b>

## ii.Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	% change in shareholding during the year
NOT APPLICABLE								

## iii.Change in Promoters' Shareholding

S.No.	Name of Promoter	Shareholding at the beginning of the year		Date	Increase/Decrease during the Year	Reasons	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
NOT APPLICABLE								

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

Sr.No	Name of Shareholder	Shareholding As on 31/03/2018				Cummulative Shareholding Holding as on 31/03/2019	
		No of Shares Held	% To the Total Shares	Transaction Date	Increase /Decrease		% of Total Shares of the Company
	ORANGE STOCK AND SECURITIES PRIVATE LIMITED	390702	4.48	27/04/2018	20000	410702	4.71
				03/08/2018	75000	485702	5.57
				17/08/2018	-75000	410702	4.71
						<b>410702</b>	
2	ACHINTYA SECURITIES PVT. LTD.- Proprietary Account	0	0.00	26/10/2018	50000	50000	0.57
				11/01/2019	166966	216966	2.49
						<b>216966</b>	
3	RESURGENT FINCORP PRIVATE LIMITED	396000	4.54				
						<b>396000</b>	
4	ATUL KUMAR GUPTA	150000	1.72				
						<b>150000</b>	
5	SHIV KUMAR GARG	400000	4.59				

						400000	
6	AMIT KUMAR SARAOGI	350000	4.02				
						350000	
7	SANJAY GARG	400000	4.59				
						400000	
8	VANDANA GARG	300000	3.44				
						300000	
9	KANCHAN SARAOGI	350000	4.02				
						350000	
10	RITU GARG	300000	3.44				
						300000	
11	HONEY SHARMA	220000	2.52				
						220000	

**v.Shareholding of Directors and Key Managerial Personnel**

S.No.	Name of Director / KMP	Shareholding at the beginning of the year		Date	Increase /Decrease during the Year	Reasons	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1	SANJAY GARG	4,00,000	4.59%	-	-	-	4,00,000	4.59%
2	AMIT KUMAR SARAOGI	3,50,000	4.02%	-	-	-	3,50,000	4.02%
3	SHIV KUMAR GARG	4,00,000	4.59%	-	-	-	4,00,000	4.59%
4	MONIKA GUPTA	-	-	-	-	-	-	-
5	SUMIT JINDAL	-	-	-	-	-	-	-

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

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

ii) Interest due but notpaid iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

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

**A. Remuneration to Managing Director, Whole – time Directors and / or Manager**

SN.	Particulars of Remuneration	Name of MD, WTD and/or Manager (2018-19)		Total Amount
		Sanjay Garg	Amit Kumar Saraogi	
	Gross salary	2,52,000	2,52,000	5,04,000
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	<b>Total (A)</b>	2,52,000	2,52,000	5,04,000

**B. Remuneration to other Directors:**

S.No.	Independent Directors	Fee for attending Board/Committee Meeting	Commission	Total
1	<b><u>Independent Directors</u></b> · Fee for attending board committee meetings · Commission · Others, please specify <b>Total (1)</b>	0	0	0
2	<b><u>Other Non-Executive Directors</u></b> SHIV KUMAR GARG Fee for attending board committee meetings · Commission · Others, please specify <b>Total (2)</b>	0  0	0  0	0  0
	<b>Total (B) = (1+2)</b>	0	0	0
	Total Managerial Remuneration	0	0	0
	<b>Overall Ceiling as per the Act</b>	<b>100000</b>		

**C. Remuneration to Key Managerial Personnel Other Than MD / Manager / WTD**

S.No.	Particulars of Remuneration	Key Managerial Personnel		
		CS Chetna Priyanshu	&	Total

1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income – tax Act, 1961 (b) Value of perquisites u/s 17(2) Income – Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income – Tax Act, 1961		2,26,818	2,26,818
2	Stock Option			
3	Sweat Equity			
-	Commission - as % of profit - others, specify			
5	Others, please specify			
6	Total (A) (approx..)		2,26,818	2,26,818

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

Type	Section of the Companies Act	Brief description	Details of Penalty / Punishment/Compounding fees imposed	Authority [RD / NCLT / Court]	Appeal made. If any (give details)
<b>A. Company</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. Directors</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. Other Officers In Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**By Order of the Board of Directors  
For Sabrimala Industries India Limited**

**Place: Delhi  
Date: 26.08.2019**

**Amit Kumar Saraogi     Sanjay Garg  
Director                     Managing Director  
DIN 00560131             DIN 01962743**

## ANNEXURE C TO DIRECTORS REPORT

### FORM AOC-1

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

#### Statement containing salient features of the financial statement of subsidiaries:

##### Part A: Subsidiaries

(in Rs.)

Name of the subsidiary	Sabrimala Industries LLP
The date since when subsidiary was acquired	6 <sup>th</sup> September, 2016
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	1 <sup>st</sup> April, 2018 to 31 <sup>st</sup> March, 2019
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not Applicable
Share capital (Contribution)	17500000
Reserves and surplus	(17417280)
Total assets	3535105
Total Liabilities	3535105
Investments	0
Turnover	2086616
Profit before taxation	(12790461)
Provision for taxation (Deferred Tax)	(1396678)
Profit after taxation	(14187139)
Proposed Dividend	0
Extent of shareholding (in percentage)	100%

##### Notes:

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

- Names of subsidiaries which are yet to commence operations – **Not Applicable**
- Names of subsidiaries which have been liquidated or sold during the year – **Not Applicable**

**By Order of the Board of Directors  
For Sabrimala Industries India Limited**

**Place: Delhi**  
**Date: 26.08.2019**

<b>Amit Kumar Saraogi</b>	<b>Sanjay Garg</b>
<b>Director</b>	<b>Managing Director</b>
<b>DIN 00560131</b>	<b>DIN 01962743</b>

## ANNEXURE D TO DIRECTORS REPORT

### FORM NO. AOC2

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 arm's length transactions under third proviso thereto

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

1. Details of contracts or arrangements or transactions not at arm's length basis
  - (a) Name(s) of the related party and nature of relationship: N. A.
  - (b) Nature of contracts/arrangements/transactions:
  - (c) Duration of the contracts/arrangements/transactions:
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
  - (e) Justification for entering into such contracts or arrangements or transactions:
  - (f) date(s) of approval by the Board :
  - (g) Amount paid as advances, if any:
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188:
2. Details of material contracts or arrangement or transactions at arm's length basis
  - (a) Name(s) of the related party and nature of relationship: **Sabrimala Industries LLP**  
**Sabrimala Industries**
  - (b) Nature of contracts/arrangements/transactions: **Purchase of Lunch boxes and other plastics products**
  - (c) Duration of the contracts/arrangements/transactions : **1st April, 2018 to 31st March, 2019**
  - (d) Salient terms of the contracts or arrangements or transactions including the value, if any: N.A.
  - (e) Date(s) of approval by the Board, if any: **03-04-2017**
  - (f) Amount paid as advances, if any: NIL

**By Order of the Board of Directors  
For Sabrimala Industries India Limited**

**Place: Delhi**  
**Date: 26.08.2019**

<b>Amit Kumar Saraogi</b>	<b>Sanjay Garg</b>
<b>Director</b>	<b>Managing Director</b>
<b>DIN 00560131</b>	<b>DIN 01962743</b>

## ANNEXURE E

### MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**CAUTIONARY STATEMENT:** Certain statements made in the management discussion and analysis report relating to Company's objectives, Projections, outlooks, expectations, estimates and others may constitute forward looking statements within the meaning of applicable laws and regulations. Actual results may differ from such expectations, projections and outlooks whether express or implied. However Company has also submitted various risks associated with the business.

**INDUSTRY OVERVIEW:** Global economic growth is generally interlinked to petrochemical consumption where plastic is an important partner. Indian plastics industry is set to defy the global trend of sluggish growth by emerging as one of the fastest growing markets. By 2020, plastics consumption of the country is expected to increase from the current 12 million metric tons per annum (MMTPA) to 20MMTPA. According to TATA Strategic Analysis, the plastics processing industry has grown at a CAGR of 10% in volume terms from 8.3 MMTPA in FY10 to 13.4 MMTPA in FY15 and is expected to grow at a CAGR of approximately 10.5% from FY15 to FY20 to reach 22 MMTPA. In value terms, the plastic processing industry has grown at a CAGR of 11% from INR 35,000 Cr. in FY05 to INR 100,000 Cr. in FY15.

We expect the plastic consumption of the country will continue to grow from current level. During the FY 2019-20, your Company has made a decent growth with introduction of new designs in the market. The impact of demonetization caused growth to dip in the FY 2017. However, household consumption is back on track as the impact of demonetization is waning off and a healthy monsoon is expected.

**OPPORTUNITIES:** The Government has taken certain initiatives to bring the economy back on track. The initial trends of those steps have sent a positive vibe in the business groups. First and the foremost step taken by the government is the implementation of GST (Goods and Services Tax), which will integrate the Country's economy as one. A number of indirect taxes will be covered in GST only. It will help the organized sector to narrow down the margin of price with the unorganized sector. The Honorable Prime Minister of India has announced to provide affordable homes to every citizen by 2022. The products offered by the Company are affordable, sturdy and trendy and are best suitable for household use. With the advent of better technology the designs have become more trendy and durable. The products have achieved mass appeal and its longevity showers it with the trust and confidence.

The steep increase in the income of middle class and rising level of education will make the customers to prefer quality and branded products. This will in turn help the Company, as its offerings have earned the trust and confidence of its customers.

**THREATS:** The Unorganized Sector which doesn't use quality material and fails to pay adequate taxes poses constant threat to the Company as they are involved in copying of designs and offering their sub-standard products at a lower rate due to which the Company's market share has affected.

**RESEARCH AND DEVELOPMENT:** Your Company puts a lot of effort in bringing such products which are aesthetically good and sturdy. For this, it continuously carries research and has regularly come out with innovative products that have exceeded the expectations. Our experienced team makes sure that every product you get is designed and tested with the best facilities. Every design that we use in our products is executed through an in-house designing software. The Company always strives to serve the customers with the best products, and this zest has made us to achieve international standards. The Company's expansion in the mould making sector has also opened new doors of innovation and research.

**RISK MANAGEMENT:** The Company evaluates potential risks and has evolved over the years a comprehensive risk-management strategy. It takes into account changing market trends, competition scenario, emerging customer preferences, potential disruptions in supplies and regulatory changes, among others.

**INTERNAL CONTROL:** The Company has an adequate system of internal controls in place. It has documented policies and procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintaining of proper accounting controls for ensuring the reliability of financial reporting, monitoring of operations, protecting assets from unauthorized use or losses, compliances with regulations. The Company has continued its efforts to align all its processes and controls with global best practices. Some significant features of the internal control of systems are:

- Documentation of major business processes and testing thereof including financial closing, computer controls and entity level controls
- Detailed business plans for each segment, investment strategies, year-on-year reviews, annual financial and operating plans and monthly monitoring are part of the established practices for all operating and service functions.
- A well-established, independent, multi-disciplinary Internal Audit team operates in line with governance best practices. It reviews and reports to management and the Audit Committee about compliance with internal controls and the efficiency and effectiveness of operations as well as the key process risks.

**HUMAN RESOURCE:** Over the years, the Company has built up a pool of excellent human resources with a variety of skill sets appropriate to its business requirements. Industrial Relations have been cordial and employee morale is high. The Company has always emphasized continuous training and up-gradation of technical and management skills. Employees are provided a regular up gradation of their knowledge areas through organizational training and educational programs with due diligence placed on occupational health and safety. The employees remain devoted to their work and the Company over the years.

**CAUTIONARY STATEMENT:** Statements in the Management Discussion and Analysis, describing the Company's objectives, projections and estimates, are forward-looking statements and progressive within the meaning of applicable security laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Policies and other incidental factors.



# Khatter & Associates

## CHARTERED ACCOUNTANTS

Head Office: 516B/24, DLF Colony, Rohtak, Haryana-124001, India  
Branch Office Address: 4, NarenderBhawan, 448, Ring Road, Azadpur, Delhi-110033  
Email: [khatterandassociates@gmail.com](mailto:khatterandassociates@gmail.com), Contact: 9810603740; 9958734344  
GSTIN/UIN: 07AAKFK1056E1ZK

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### Independent Auditors' Report

To The Members of  
**Sabrimala Industries India Limited**  
(formerly known as Sabrimala Leasing and Holdings Limited)

#### Report on the Ind AS financial statements

#### Opinion

1. We have audited the accompanying Ind AS financial statements of M/s **Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited)** (hereinafter referred to as "the company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("The Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2019, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

#### Basis of Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

4. 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. We have determined the matters described below in "Annexure-1" to this report to be the key audit matters to be communicated in our report.
5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the 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.

Our opinion on the standalone financial statements does not cover the other information and we do not

express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Management's Responsibility for the Ind AS financial statements**

6. 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 Ind AS 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the audit of the financial statements**

8. Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :
  - Identify and assess the risks of material misstatement of the 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 controls.
  - Obtain an understanding of internal financial controls 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. 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 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 financial statements.
  11. 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.
  12. 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.
  13. 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**

14. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
15. 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 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 accounts.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of written representations received from the directors as on March 31, 2019, taken

on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of Section 164(2) of the 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 Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The company does not have any pending litigations as on March 31, 2019 which have impact on its financial position in its Ind AS financial statements;
  - ii. The Company does not have any derivatives contract and in respect of others long term contracts there are no material foreseeable losses as on March 31, 2019.
  - iii. There were no amounts which were required to be transferred to the investor education and protection fund by the company during the year ended March 31, 2019.
  - iv. The reporting on disclosures relating to specified bank notes is not applicable to the company for year ended March 31, 2019

For Khatter& Associates  
Chartered Accountants  
FRN: 021979N

ASHOK KUMAR  
Partner  
M.No.-094263

Place : New Delhi  
Date : May 30, 2019

## **Annexure "A" to the “Independent Auditors report”**

[The annexure referred to in Paragraph 6 (i) under the heading of “Report on other Legal & Regulatory Requirements” of Independent Auditors’ Report to the members of the Company on the Ind AS financial statements for the year ended 31 March 2019, we report that :

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipments and intangible assets.
- (b) The property, plant and equipments have been physically verified by the Management according to the programme of periodical verification in phased manner which in our opinion is reasonable having regard to the size of the Company and the nature of its property, plant and equipments. The discrepancies noticed on such physical verification were not material.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, title deeds of the immovable properties are held in the name of the Company.
- (ii) Physical verification of inventory has been conducted at reasonable intervals by the management. Discrepancies noticed on physical verification of inventory as compare to records were not material.
- (iii) In our opinion and according to the information and explanation given to us, the Company has not granted any loan secured or unsecured to any companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 except advance amounting Rs. 33,57,888/- towards capital contribution to M/s Sabrimala Industries LLP which is wholly owned subsidiary of company. Accordingly, the provisions of Clause 3(iii) (a), (b) & (c) of the Order are not applicable to the Company.
- (iv) The Company has complied with the provisions of section 185 & 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public within the meaning of the Section 73 to 76 of the Act and rules framed there under and the directives issued by Reserve bank of India or any other relevant provisions of the Act. We have been informed that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or other tribunal in this regard.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities of the company. Therefore this clause is 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 of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including in provident fund, income-tax, service tax, value added tax, central excise duty other material statutory dues have been regularly deposited during the year by the company with the appropriate authorities.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, goods and service tax, value added tax, cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable. However, delay in the deposit of tax deducted at source was noticed.
- (c) According to the information and explanations given to us, there are no material dues of income tax and goods and service tax, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year nor has it issued any debenture as at balance sheet date, the provisions clause 3(viii) of the order are not applicable to the company.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) The Company has paid/provided for managerial remuneration in accordance with the requisite approval

mandated by the provisions of section 197 read with schedule v of 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 explanations given to us and based on our examination of the records of the Company, the transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in terms of the Indian Accounting Standard (Ind AS) 24 Related Party disclosures specified under section 133 of the Act.
- (xiv) According to the information and explanations give 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. Accordingly, paragraph 3 (xiv) of the Order is not applicable.
- (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 them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For Khatter& Associates**  
**Chartered Accountants**  
**FRN: 021979N**

**ASHOK KUMAR**  
**Partner**  
**M.No.-094263**  
**Place : New Delhi**  
**Date : May 30, 2019**



# **Khatter & Associates**

## **CHARTERED ACCOUNTANTS**

**Head Office: 516B/24, DLF Colony, Rohtak, Haryana-124001, India**  
**Branch Office Address: 4, NarenderBhawan, 448, Ring Road, Azadpur, Delhi-110033**  
**Email: [khatterandassociates@gmail.com](mailto:khatterandassociates@gmail.com), Contact: 9810603740; 9958734344**  
**GSTIN/UIN: 07AAKFK1056E1ZK**

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### **Annexure "B" to the "Independent 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 **Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited)** ("the Company") as of 31 March 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

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

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

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

The 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 Ind AS 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 Ind AS 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 Ind AS 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, to the best of our information and according to the explanations given to us, 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, 2019, 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 Khatter& Associates**  
**Chartered Accountants**  
**FRN: 021979N**

**ASHOK KUMAR**  
**Partner**  
**M.No.-094263**

**Place : New Delhi**  
**Date : May 30, 2019**

## **ANNEXURE-1**

### **Key audit matter description**

#### **Assessment of impairment of Property, Plant and Equipment** (Refer Note 6 to the Financial Statements)

Property, plant and equipment represent 27% of total assets on the balance sheet. If these were to be impaired, it would have a significant impact on reported loss and the balance sheet position of the Group.

Impairment assessment of property, plant and equipment was considered to be a key audit matter as the group has been incurring losses in the past few years and there is a risk that the recoverable amount could be less than the carrying value of assets.

The Management's assessment of impairment depends on the valuation approach followed to estimate the fair value of the assets and cost to sell and there is significant judgment in respect of:

- Estimated current replacement cost of the buildings taking in to consideration the specifications of the building such as (i) type of construction (ii) quality and quantity of materials (iii) area and (iv) height of the buildings etc.,
- Estimated current replacement costs for all other assets based on the price index; and
- Discounted rate and salvage value percentage estimated to arrive at fair value and cost to sell respectively.

The Management has concluded that the recoverable amount is higher than their carrying values and that no impairment provision is required.

### **How our audit addressed the key audit matter**

Our procedures in relation to management's impairment assessment of property, plant and equipment included:

- Understanding and evaluating the controls and testing the operating effectiveness of the controls related to estimating the fair value of the assets ;
- Understanding the methodologies used by the external valuer, if any, engaged by the Management to estimate resale values ;
- Evaluating the external valuer's competence, capabilities, independence and objectivity ;
- Testing the accuracy and appropriateness of the input data including the specifications, provided by the Management to the external valuer ;
- Together with the auditor's valuation experts, assessing the following –
  - a. Valuation methodology
  - b. Assumptions used in the estimation of the resale values, current replacement cost, discount rates and salvage value.
  - c. Performed sensitivity analysis of possible changes to the key assumptions.

Based on the above procedures, the results of the Management's assessment of impairment of Property, Plant and Equipment was considered to be appropriate.

**For Khatter& Associates**  
**Chartered Accountants**  
**FRN: 021979N**

**ASHOK KUMAR**  
**Partner**  
**M.No.-094263**

**Place : New Delhi**  
**Date : May 30, 2019**

**SABRIMALA INDUSTRIES INDIA LIMITED**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Balance Sheet as at March 31 ,2019**

(Amount in Rs.)

Particulars	Note No.	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	2	871,45,000	871,45,000
<b>Other Equity</b>			
Reserves and surplus	3	(190,94,141)	50,14,096
		<b>680,50,859</b>	<b>921,59,096</b>
<b>Non-current liabilities</b>			
(a) Deferred tax liabilities (Net)	25	-	3,13,419
(b) Long-term provisions	4	54,005	1,27,947
		<b>54,005</b>	<b>4,41,366</b>
<b>Current liabilities</b>			
(a) Trade payables	5	46,34,380	55,76,102
(b) Other current liabilities	5	5,37,826	42,68,583
(c) Short-term provisions	4	181	1,97,562
		<b>51,72,387</b>	<b>100,42,247</b>
		<b>732,77,252</b>	<b>1026,42,709</b>
<b>TOTAL</b>			
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets	6	194,66,728	207,53,322
Property, Plant and Equipment			
(b) Investments	7	35,40,608	49,76,125
(c) Long-term loans and advances	8	328,68,495	204,07,709
(d) Deposits	8	2,27,100	2,27,100
		<b>561,02,931</b>	<b>463,64,256</b>
<b>Current assets</b>			
(a) Investments	7	7,95,141	11,87,006
(b) Inventories	9	19,64,004	22,19,722
(c) Trade receivables	10	116,05,241	179,53,752
(d) Cash and cash equivalents	11	12,97,179	323,42,016
(e) Other Current assets	12	15,12,756	25,75,956
		<b>171,74,321</b>	<b>562,78,453</b>
		<b>732,77,252</b>	<b>1026,42,709</b>
<b>TOTAL</b>			

*Summary of significant accounting policies* 1

The accompanying notes are integral part of financial statements

As per our report on even date

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

For and on behalf of Board of Directors

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Ashok Kumar  
Partner  
M.No. 094263

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651

Place: New Delhi  
Date: May 30, 2019

**SABRIMALA INDUSTRIES INDIA LIMITED**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Profit and loss statement for the year ended on March 31, 2019**

(Amount in Rs. )

Particulars	Note No.	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>INCOME</b>			
Revenue from operations	13	190,25,296	3160,72,035
Other income	14	21,53,448	105,52,565
<b>Total Revenue (I)</b>		<b>211,78,744</b>	<b>3266,24,600</b>
<b>EXPENSES</b>			
Purchases of stock in trade	15	179,17,368	2881,93,678
Changes in inventories of Stock-in-Trade	16	2,55,718	192,71,492
Employee Benefits Expenses	17	20,62,128	44,54,252
Finance costs	18	-	26,92,743
Depreciation and amortization expense	6	12,86,594	15,32,748
Other expenses	19	240,74,878	97,00,985
<b>Total expenses</b>		<b>455,96,685</b>	<b>3258,45,898</b>
Profit before exceptional and extraordinary items and tax (III-IV)		<b>(244,17,941)</b>	<b>7,78,702</b>
Exceptional items/ Prior Period Income		-	(8,02,331)
Profit before tax (V - VI)		<b>(244,17,941)</b>	<b>15,81,033</b>
Tax expense:			
(1) Pertaining to profits of current year		-	3,20,980
(2) Tax relating to earlier periods		3,714	(1,27,796)
(3) Deferred tax	25	(3,13,419)	1,82,945
(4) MAT credit available		-	(39,470)
<b>Profit (Loss) for the period</b>		<b>(241,08,236)</b>	<b>12,44,375</b>
Earnings per equity share:			
(1) Basic		(2.77)	0.14
(2) Diluted		-	-

**Summary of significant accounting policies**

1

The accompanying notes are integral part of financial statements

As per our Attached report on even date

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651

Place: New Delhi  
Date: May 30, 2019

**SABRIMALA INDUSTRIES INDIA LIMITED**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Cash Flow Statement for the year ending on March 31,2019**

(Amount in Rs.)

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>A. Cash Flow From Operating Activities</b>		
Net Profit before tax and extraordinary items	(24,417,941)	1,581,033
Adjustment for :		
Depreciation	1,286,594	1,532,748
Dividend	(4,921)	-
Interest Income	(2,681,295)	(1,137,445)
Provision for Retirement benefits	(74,337)	97,115
<b>Operating profit before working capital changes</b>	(25,891,900)	2,073,452
Adjustment for :		
Trade payables	(941,722)	(7,901,203)
Other current liabilities	(3,730,757)	3,779,538
Short-term provisions	(196,986)	196,986
Long-term loans and advances	(12,460,786)	1,566,114
Inventories	255,718	19,271,492
Trade receivables	6,348,511	24,560,973
Short-term loans and advances	-	(14,734,704)
Other current assets	1,063,200	(2,161,978.00)
Cash generated from operations	(35,554,722)	26,650,670
Direct taxes paid (net of refunds)	3,714	153,714
Cash flow before extraordinary items	(35,558,436)	26,496,956
Extra ordinary /prior period items	-	-
<b>Net Cash generated from operating activities</b>	<b>(35,558,436)</b>	<b>26,496,956</b>
<b>B. Cash Flow From Investing Activities</b>		
Proceeds from issue of share capital	-	-
Purchase of fixed Assets	-	(370,581)
Sales of fixed Assets/investments	-	-
Purchase of Current Investment	391,865	-
Dividend Received	4,921	-
Interest Received	2,681,295	1,137,445
Purchase of Non-Current Investment	1,435,517	(100,000)
<b>Net Cash used in investing Activities</b>	<b>4,513,598</b>	<b>666,864</b>
<b>C. Cash Flow From Financing Activities</b>		
Liabilities/Provisions no longer required written back	-	-
Proceeds from new borrowings	-	-
Payment of Borrowings	-	-
<b>Net Cash used in Financing activities</b>	<b>-</b>	<b>-</b>
<b>Net cash flow during the year(A+B+C)</b>	<b>(31,044,838)</b>	<b>27,163,821</b>
Cash & Cash equivalents (Opening)	32,342,016	5,178,195
Cash & Cash equivalents (Closing)	1,297,179	32,342,016

**Note:**

- The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting standard (Ind As) 7 "Statement of Cash Flows".
- Figures in Bracket indicate cash outflow.
- Previous years comparatives have been reclassified to conform with current year's presentation, wherever applicable.

4. Cash and Cash equivalent comprises of:	<b>For the year ended 31- March- 2019</b>	<b>For the year ended 31- March- 2018</b>
(a) Balances with banks;		
In Current Account	23,088	3,292,082
In Term Deposits with bank	156,645	28,442,264
(b) Cash on hand;	1,117,445	607,670
	<b>1,297,179</b>	<b>32,342,016</b>

This is the Cash Flow Statement referred to in our report of even date.

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

0  
Priyanshu Kumar Kandhway  
M.No. - 45651

Place: New Delhi  
Date: May 30, 2019

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

**1 Corporate Information**

Sabrimala Industries India Limited (Formerly known as Sabrimala Leasing and Holding Limited) ('the Company') is a Public company domiciled in India. The Company is engaged in the business of trading of mobile phones and was incorporated on June 20, 1984.

**2 Basis of preparation of financial statements**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory Indian Accounting Standards (Ind AS) Rules, 2015, as amended and other relevant provisions of the act. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous period.

**2.1 Significant Accounting Policies**

**a. Use of estimates**

The preparation of financial statements are in conformity with generally accepted accounting principles (Indian GAAP) and requires the 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 results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**b. Property, Plant and Equipment**

Property, Plant and Equipment, are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Capital work-in-progress is stated at cost.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

**c. Depreciation on Property, Plant and Equipment**

Depreciation on property, plant and equipment assets is calculated on a straight line basis using rates arrived at based on the useful lives estimated by the management. The Company has used following estimated useful lives to provide depreciation on its property, plant and equipment:

Property, Plant and Equipment	Life as per Management	Life as per Schedule II
Building		
- Office Building	60 years	60 years
- Factory Building	-	-
Office Equipment	5 years	5 years
Computer		
- Servers and networks	-	-
- End user devices, such as, desktops, laptops, etc.	3 years	3 years

Residual value of property, plant and equipment is considered at 5%.

**d. Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed six years from the date when the asset is available for use. If the persuasive evidence exists to the affect that useful life of an intangible asset exceeds ten years, the company amortizes the intangible asset over the best estimate of its useful life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

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

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The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with Indian Accounting Standard (Ind AS) 5 "Accounting Policies, Changes in Accounting Estimates and Errors".

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### e. Leases

*Where the Company is lessee*

Finance leases, which effectively transfer to the Company substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalized.

A leased asset is depreciated on a straight-line basis over the useful life of asset. However, if there is no reasonable certainty that the Company will obtain the ownership by the end of the lease term, the capitalized leased asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

### f. Borrowing Costs

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

### g. Impairment

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

### h. Investments

Investments, which are readily realizable and 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.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

### i. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

#### (i) Interest income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable and on reasonable certainty of realisation thereof.

**(ii) Sale of goods**

Revenue from sale of Goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer usually on delivery of Goods to the customer. The Company collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue.

**(iii) Service Income**

Income from services are recognized on accrual basis as per the terms of agreement as and when such services are rendered. The Company collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

**(iv) Dividend received**

Dividend income is recognized when the Company's right to receive dividend is established by the reporting date.

**j Inventories (Valued at lower of cost and net realisable value)**

Inventory of Raw materials and components, Stores and spares (including packing materials) is valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a first in first out basis.

Inventory of Finished goods, Work-in-progress and Moulds, tools and dies in process is valued at Lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a first in first out basis.

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

**k. Retirement and other employee benefits**

The Company operate one defined benefit plan for its employees. The cost of providing benefits under Gratuity plan is determined on the basis of an actuarial valuation done using projected unit credit method at the end of each financial year. Actuarial gains and losses for defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

**l. Income taxes**

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current period and reversal of timing differences for the earlier periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities.

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

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Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

### **m. Foreign currency transactions and balances**

#### **(i) Initial Recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### **(ii) Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

#### **(iii) Exchange Differences**

Exchange differences arising on the settlement of monetary items or on reporting monetary items of the Company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.

#### **(iv) Forward exchange contracts entered into to hedge foreign currency risk of an existing asset**

The premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the period.

### **n. Earnings / (Loss) Per Share**

Basic earnings / (Loss) per share are 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.

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

### **o. Segmental Reporting**

The company's operating businesses are recognized and managed separately according to the nature of products and services with each segment representing a strategic business unit that offers different product and serves different markets. The analysis of business segments is based on the distinguishable component of the enterprise that is engaged in providing an individual product or service or a group of related product or services that is subject to risks and returns that are different from those of other business segment.

### **o. Provisions**

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

### **p. Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

### **q. Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**SABRIMALA INDUSTRIES INDIA LIMITED**  
(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)  
Notes forming part of Accounts as on March 31, 2019

(Amount in Rs.)

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 2. Equity SHARE CAPITAL</b>		
<b>Authorised Capital</b>	1000,00,000	1000,00,000
10,000,000( Previous Year 10,000,000) equity shares of Rs. 10 each		
<b>Issued &amp; Subscribed Fully Paid Share Capital</b>	871,45,000	871,45,000
8,714,500( Previous Year 8,714,500) equity shares of Rs. 10 each		
<b>Total Issued &amp; Subscribed Fully Paid Share Capital</b>	<b>871,45,000</b>	<b>871,45,000</b>

(a) **Reconciliation Statement of Shares outstanding at the beginning and at the end of the year**

Particulars	As at 31-March-2019		As at 31-March-2018	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	87,14,500	871,45,000	87,14,500	871,45,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	<b>87,14,500</b>	<b>871,45,000</b>	<b>87,14,500</b>	<b>871,45,000</b>

(b) **Rights, Preferences and restrictions to Equity Shares**

The Company has only one class of shares having a par value of Rs. 10/- each. Each holder of equity shares is eligible for one vote per share held. Dividend if declared, then paid in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the shareholders of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

(c) **Details of shares held by shareholders holding more than 5% of the aggregate**

Particulars	As at 31-March-2019		As at 31-March-2018	
	Number	Amount	Number	Amount
NIL	-	-	-	-

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 3. Other Equity</b>		
<b>Reserves and Surplus</b>		
Opening Balance	50,14,096	37,69,721
Profit/(Loss) for the year	(241,08,236)	12,44,375
Closing Balance	<b>(190,94,141)</b>	<b>50,14,096</b>

Particulars	Long Term		Short Term	
	As at 31-March-2019	As at 31-March-2018	As at 31-March-2019	As at 31-March-2018
<b>Note : 4. Provisions</b>				
Provisions for Gratuity	54,005	1,27,947	181	576
Income Tax Provision	-	-	-	1,96,986
	<b>54,005</b>	<b>1,27,947</b>	<b>181</b>	<b>1,97,562</b>

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 5. Trade Payables and other current liabilities</b>		
<b>Trade Payables</b>		
Total Outstanding dues of creditors micro and small enterprises	-	-
Total Outstanding dues of creditors other than micro, small enterprises	46,34,380	55,76,102
	<b>46,34,380</b>	<b>55,76,102</b>
<b>Other current liabilities</b>		
Advance received from Customers	-	30,45,661
Creditor For Expenses	5,35,826	10,72,639
Other payables		
Duties & Taxes	2,000	1,50,283
	5,37,826	42,68,583
Total other current Liabilities	<b>51,72,206</b>	<b>98,44,685</b>

#### **Additional Information**

The Company has not received any intimation from the "Suppliers" regarding their status under the "Macro, Small and Medium Enterprise Development Act, 2006" and hence discloser regarding amounts unpaid as at the balance sheet date cannot be given.

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 7. Investments</b>		
<b><u>Non-Current</u></b>		
Investment in Sabrimala Industries LLP (M/s Sabrimala Industries India Limited is owning 99% holding in M/s Sabrimala Industries LLP.)	174,90,000	48,76,125
Provision For Permanent Diminution in value of Investment	(174,07,280)	-
Advance to M/s Sabrimala Industries LLP against Capital Contribution	33,57,888	-
Investment in Pantomath Investment Sabrimala Managers LLP	1,00,000	1,00,000
	<b>35,40,608</b>	<b>49,76,125</b>
<b><u>Current</u></b>		
Investment in Shares		
- Amber Enterprises India Limited	-	48,436
- Apollo Micro Systems Limited	3,48,041	8,15,970
- Mohini Health & Hygiene Limited	1,02,000	2,06,100
- SKS Textile Limited	71,900	1,16,500
- Innovators Façade Systems Ltd.	1,85,600	-
- Softech Engineers Limited	87,600	-
	7,95,141	11,87,006
	<b>43,35,749</b>	<b>61,63,131</b>

Particulars	Non-Current		Current	
	As at 31-March-2019	As at 31-March-2018	As at 31-March-2019	As at 31-March-2018
<b>Note : 8. Loans &amp; Advances</b>				
Security Deposits:				
Unsecured, considered good	2,27,100	2,27,100	-	-
Inter Corporate Deposits				
Unsecured, considered good	328,68,495	40,782	-	-
Other Loans & Advances				
Advance Against Capital Contribution	-	203,66,927	-	-
	33095595	20634809	-	0

SABRIMALA INDUSTRIES INDIA LIMITED  
(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)

NOTE NO. 6 SCHEDULE FOR PROPERTY, PLANT AND EQUIPMENT AND DEPRECIATION AS PER COMPANIES ACT 2013

HEET FOR DEPRECIATION ON FIXED ASSETS

Particulars	Date of Put to Use	Cost	Dep. Upto	Opening WDV /	Residual Value	Remaining Life /	Method of	Rate (%)	Deduction	Depreciation	Depreciation	Depreciation of
<b>OFFICE PREMISE (Useful Life (Years): 0; Rate (SLM): 0%; Rate (WDV): 0%)</b>												
Opening												
OFFICE PREMISE	11/01/2016	2,14,37,084.00	14,54,849.00	19982235	10,71,854.00	60	WDV	4.87%		365 Days (01/04/18 -	9,73,135.00	-
<b>COMPUTER (Useful Life (Years): 3; Rate (SLM): 31.67%; Rate (WDV): 63.16%)</b>												
Opening												
COMPUTER	02/04/2015	51,500.00	48,925.00	2,575.00	2,575.00	3	WDV	63.16%		365 Days (01/04/18 -	0	-
COMPUTER	02/12/2015	5,300.00	5,035.00	265	265	3	WDV	63.16%		365 Days (01/04/18 -	0	-
COMPUTER	18/06/2015	26,800.00	24,971.00	1,829.00	1,340.00	3	WDV	63.16%		365 Days (01/04/18 -	489	-
COMPUTER	09/09/2015	21,289.00	19,422.00	1,867.00	1,064.00	3	WDV	63.16%		365 Days (01/04/18 -	803	-
LAPTOP	10/07/2015	40,680.00	36,845.00	3,835.00	2,034.00	3	WDV	63.16%		365 Days (01/04/18 -	1,801.00	-
COMPUTER	10/06/2017	70,499.00	21,593.00	48,906.00	3,525.00	3	WDV	63.16%		365 Days (01/04/18 -	30,889.00	-
		<b>2,16,068.00</b>	<b>1,56,791.00</b>								<b>33,982.00</b>	<b>0</b>
<b>FURNITURE (Useful Life (Years): 10; Rate (SLM): 9.5%; Rate (WDV): 25.89%)</b>												
Opening												
FURNITURE AND FIXTURE	13/04/2017	2,87,500.00	71,987.00	215513	14,375.00	10	WDV	25.89%		365 Days (01/04/18 -	55,796.00	-
<b>AIR CONDITIONER (Useful Life (Years): 5; Rate (SLM): 19%; Rate (WDV): 45.07%)</b>												
Opening												
AIR CONDITIONERS	11/01/2016	8,10,117.00	4,48,091.00	3,62,026.00	40,506.00	5	WDV	45.07%		365 Days (01/04/18 -	1,63,165.00	-
<b>OFFICE EQUIPMENT (Useful Life (Years): 5; Rate (SLM): 19%; Rate (WDV): 45.07%)</b>												
Opening												
TELEPHONE INSTRUMENT	12/03/2014	6,000.00	5,152.00	848	300	5	WDV	45.07%		365 Days (01/04/18 -	382	-
WATER COOLER	21/02/2015	8,000.00	6,738.00	1,262.00	400	5	WDV	45.07%		365 Days (01/04/18 -	569	-
CCTV	14/12/2015	31,000.00	22,902.00	8,098.00	1,550.00	5	WDV	45.07%		365 Days (01/04/18 -	3,650.00	-
LAMINATION MACHINE	23/05/2016	5,700.00	3,779.00	1,921.00	285	5	WDV	45.07%		365 Days (01/04/18 -	866	-
MOBILE EQUIPMENT	21/07/2016	4,000.00	2,492.00	1,508.00	200	5	WDV	45.07%		365 Days (01/04/18 -	680	-
EPABX	11/01/2016	48,300.00	26,716.00	21,584.00	2,415.00	5	WDV	45.07%		365 Days (01/04/18 -	9,728.00	-
RO MACHINE	11/01/2016	16,300.00	9,016.00	7,284.00	815	5	WDV	45.07%		365 Days (01/04/18 -	3,283.00	-
TELEVISION	11/01/2016	1,80,000.00	99,562.00	80,438.00	9,000.00	5	WDV	45.07%		365 Days (01/04/18 -	36,253.00	-
TELEPHONE INSTRUMENT	01/05/2018	8,175.00	868	7,307.00	409	5	WDV	45.07%		365 Days (01/04/18 -	3,293.00	-
TELEPHONE INSTRUMENT	20/01/2018	4,407.00	386	4,021.00	220	5	WDV	45.07%		365 Days (01/04/18 -	1,812.00	-
		<b>3,11,882.00</b>	<b>1,77,611.00</b>								<b>60,516.00</b>	<b>0</b>
<b>Grand Total</b>		<b>2,30,62,651.00</b>	<b>23,09,329.00</b>	<b>207,53,322.00</b>							<b>12,86,594</b>	<b>0</b>

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 9. Inventories</b> (At cost or net realisable value, which is lower) Stock -in trade	19,64,004	22,19,722
	<b>19,64,004</b>	<b>22,19,722</b>
<b>Note : 10. Trade Receivables</b> Debt outstanding for a period exceeding six months from the date they are due for payment Unsecured, Considered good  Others Unsecured, Considered good	115,34,441   70,800	119,44,118   60,09,634
	<b>116,05,241</b>	<b>179,53,752</b>
<b>Note : 11. Cash and cash equivalents</b>  Balances with banks; In Current Account Cheque in hand  Cash on hand  Other Bank Balance Deposit with original maturity of more than 3 months but less than 12 months	23,088 -  11,17,445  1,56,645	28,81,176 4,10,906  6,07,670  284,42,264
	<b>12,97,179</b>	<b>323,42,016</b>
<b>Note : 12. Other current Assets</b>  Receivable in cash or in kind MAT Receivable Tax Refundable AY 2017-18 Interest Accrued but not due Balance with Statutory/ government authorities Advance to Suppliers	- 29,220 63 4,781 14,78,692 -	1,17,719 29,220.00 3,98,610 - 3,65,895 16,64,512.04
	<b>15,12,756</b>	<b>25,75,956</b>

**SABRIMALA INDUSTRIES INDIA LIMITED**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**Notes forming part of Accounts as on March 31, 2019**

(Amount in Rs.)

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>Note : 13. Revenue from operations</b>		
<b>Sale of Products</b>		
Sale of traded item	190,25,296	3160,72,035
	<b>190,25,296</b>	<b>3160,72,035</b>
<b>Note : 14. Other Income</b>		
Incentive & Discount Received From Supplier	2,19,750	48,41,531
Interest Income	26,81,295	11,37,445
Profit/Loss on sale of Investment in Shares	(7,69,348)	42,90,585
Misc. Income	21,751	2,83,004
	<b>21,53,448</b>	<b>105,52,565</b>
<b>Note : 15. Purchase of stock-in-trade</b>		
Purchase of Stock	179,17,368	2881,93,678
Net Purchase of Stock in trade	<b>179,17,368</b>	<b>2881,93,678</b>
<b>Note : 16.Changes in Inventories of Stock- in- trade</b>		
Opening Stock- Traded Goods	22,19,722	214,91,214
Less: Closing Stock- Traded Goods	19,64,004	22,19,722
(Increase)/ Decrease in Stock	<b>2,55,718</b>	<b>192,71,492</b>
<b>Note : 17. Employee Benefits Expenses</b>		
Salaries and Wages including bonus & other Incentives	15,59,060	33,62,526
Staff Welfare	51,977	86,241
Gratuity Expense (Refer note 22)	(74,337)	97,115
E.S.I Employer Contribution	21,428	68,370
Director's Remuneration & Fees	5,04,000	8,40,000
	<b>20,62,128</b>	<b>44,54,252</b>
<b>Note : 18. Finance Costs</b>		
Interest on Loan	-	26,03,652
Interest on TDS & GST	-	6,147
Bank Charges	-	82,943
	<b>-</b>	<b>26,92,743</b>

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>Note : 19. OTHER EXPENSES</b>		
Bad debt & Balances Written off	29,15,288	16,66,114
Erosion in Value of Investments	174,07,280	-
Legal & Professional Fee	3,09,108	1,96,108
Miscellaneous Expenses	3,61,114	2,25,754
Office Expenses	3,78,822	8,08,417
Office Maintanance & Repair Expenses	2,80,512	2,86,890
Power and Water Expenses	2,91,787	2,47,608
Rent , Rates & Taxes	3,78,533	6,55,596
Marketing & Sales Promotion Expenses	16,62,434	55,24,498
	<b>239,84,878</b>	<b>96,10,985</b>
<b>Payment To Auditor</b>		
As auditor ( audit fees)	90,000	90,000
	<b>90,000</b>	<b>90,000</b>

**Note -20****DISCLOSURE IN ACCORDANCE WITH REVISED Ind AS-19 ON "EMPLOYEE BENEFITS"**

(ii) The Company operate one defined benefit plan for its employees. The cost of providing benefits under Gratuity plan is determined on the basis of an actuarial valuation done using projected unit credit method at the end of each financial year. Actuarial gains and losses for defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

A provision for retirement benefits amounting Rs. 74,337/- has been made as per the Certificate from Actuary.

**Note -21****SEGMENT REPORTING****(a) Primary Segment (by Business Segment):**

Disclosure regarding segment reporting as per Indian Accounting Standard (Ind AS) 108 "Operating Segment", have not been provided since the Group's business activity falls within single reportable business segment viz. "Trading of mobile phones, tablets and allied items".

**(b) Secondary Segment (by Geographical demarcation):**

There is no secondary segment to be reported under Geographical demarcation as Company has operated in India Only.

**Note-22****RELATED PARTY DISCLOSURES**

Details of disclosure as required by Indian Accounting Standard (Ind AS)24 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India are as under:

**i) Names of Related Parties and nature of relationship:**

Relationship	Name of Related Party
<b>Related Party where control exist</b>	
Wholly Owned Subsidiary	Sabrimala Industries LLP
Proprietary of Director(Control Exist)	Sabrimala Industries
<b>Related Parties with whom transactions have taken place during the year</b>	
Key Management Personnel and their relatives	Mr. Sanjay Garg (Managing Director) Mr. Amit Kumar Saraogi (Director-CFO) Ms. Vandana Garg (W/o Shiv Kr Garg) Mr. Priyanshu Kumar Kandhway(Company Secretary) Ms. Chetna (Company Secretary)

**ii) Description of transaction with Related Parties in normal course of business**

Particulars	Key Management Personnel	
	2018-19	2017-18
<b><u>Managerial Remuneration</u></b>		
- Mr. Sanjay Garg (Managing Director)	2,52,000	3,90,000
- Mr. Amit Kumar Saraogi (Director-CFO)	2,52,000	3,90,000
<b><u>Salary</u></b>		
- Ms. Vandana Garg	1,53,000	-
- Ms. Chetna (Company Secretary)	1,07,137	3,11,498
- Mr. Priyanshu Kumar Kandhway(Company Secretary)	1,49,681	-
<b><u>Sale of Goods</u></b>		
- Sabrimala Industries	70,800	-
<b><u>Investment Made</u></b>		
- Sabrimala Industries LLP	(43,95,164)	203,66,927
<b><u>Purchase</u></b>		
- Sabrimala Industries LLP	23,44,391	-
- Krone Corporation	-	43,00,469

iii) The amounts of outstanding items pertaining to related parties at the balance sheet date

Particulars	Key Management Personnel	
	2018-19	2017-18
<b>Managerial Remuneration</b>		
Mr. Sanjay Garg (Managing Director)	11,000	10,000
Mr. Amit Kumar Saraogi (Director-CFO)	9,000	48,455
Mr. Priyanshu Kumar Kandhway (Company Secretary)	25,161	-
Ms. Chetna (Company Secretary)	-	29,032
Sabrimala Industries LLP	208,47,888	252,43,052
Sabrimala Industries	70,800	-

#### Note-23

In the opinion of the Board, the current assets, loans & advances shown in the Balance Sheet have a value of realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet and provision for all known and determined liabilities is adequate.

#### Note-24

#### ADDITIONAL INFORMATION

a) Remuneration to Directors	: Rs. 5,04,000/- (Previous Year- 7,80,000/- )
b) Auditor's Remuneration:-	
As auditor	: Rs 90,000/- plus taxes (Previous Year Rs. 90,000/-)
c) C.I.F. Value of Imports	: NIL (Previous Year Rs. NIL)
d) Expenditure in Foreign Currency	: Foreign Travelling Rs. 0/- (Previous Year Rs. 79,000/-)
e) Earnings in Foreign Exchange	: NIL (Previous Year Rs. NIL)

#### Note No. 25

As required by Indian Accounting Standard (Ind AS)12 "Income Taxes", the Company has recognised deferred tax Liability, which result from timing differences between book profits and tax profits, the details of which are as under:

Particulars	Balance as at	Addition/Deletion During the Year	Balance as at
	01.04.2018		31.03.2019
<b>(i) Deferred Tax Liability</b>			
(a) Related to Depreciation	2,11,832	(2,11,832)	-
(b) Related to Losses	-	-	-
(c) Related to Other adjustments	1,27,682	(1,27,682)	-
<b>(ii) Deferred Tax Assets</b>			
(a) Related to Depreciation	-	-	-
(b) Related to Losses	-	-	-
(b) Arises due to Income Tax rate change from current year	26,095	(26,095)	-
Deferred Tax Assets	3,13,419	(3,13,419)	-

**Note-26****CONTINGENT LIABILITIES**

As certified by Management , Contingent Liabilities and commitments not provided for in the accounts : Nil (Previous Year : Nil)

**Note-27****EARNINGS PER SHARE**

The following reflects the profit and share data used in the basic and diluted EPS computation:

	2018-19	2017-18
(a) Net Profit after tax available for equity shareholders	(241,08,236)	12,44,375
(b) Weighted Average number of Basic/ Diluted Equity shares of Rs. 10.00 each outstanding during the year ( No. of Shares)	87,14,500	87,14,500
( c) Basic/ Diluted Earnings per share (a/b)	(2.77)	0.14

Note: The Company does not have any outstanding dilutive potential equity shares.

**Note-29****PREVIOUS YEAR FIGURES**

Previous Year's figures have been regrouped /rearranged, wherever necessary.

As per our report of Even Date

For Khatter & Associates  
Chartered Accountants  
Firm Registration No. 021979N

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651

Place: New Delhi  
Date: May 30, 2019



# Khatter & Associates

## CHARTERED ACCOUNTANTS

Head Office: 516B/24, DLF Colony, Rohtak, Haryana-124001, India  
Branch Office Address: 4, NarenderBhawan, 448, Ring Road, Azadpur, Delhi-110033  
Email: [khatterandassociates@gmail.com](mailto:khatterandassociates@gmail.com), Contact: 9810603740; 9958734344  
GSTIN/UIN: 07AAKFK1056E1ZK

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### Independent Auditors' Report

To The Members of

**Sabrimala Industries India Limited**

**(formerly known as Sabrimala Leasing and Holdings Limited)**

#### Report on the Ind AS financial statements

##### Opinion

1. We have audited the accompanying Ind AS financial statements of M/s **Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited)** (hereinafter referred to as “the holding company”) and its subsidiary (the holding company and its subsidiaries together referred to as “the group”), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“The Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Group as at March 31, 2019, and total comprehensive income (comprising of loss and other comprehensive income), changes in equity and its cash flows for the year then ended.

##### Basis of Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### Key Audit Matters

4. 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. We have determined the matters described below in “Annexure-1” to this report to be the key audit matters to be communicated in our report.
5. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the 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.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### **Management's Responsibility for the Ind AS financial statements**

6. 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 of these Ind AS financial statements that give a true and fair view of the financial position, financial performance and 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Group and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
7. In preparing the standalone financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the audit of the financial statements**

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

- Obtain an understanding of internal financial controls 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.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
10. 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 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 financial statements.
11. 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.
12. 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.
13. 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**

14. 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 Group so far as 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 accounts.

- d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors as on March 31, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in “Annexure A”;
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the 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 Group does not have any pending litigations as on March 31, 2019 which have impact on its financial position in its Ind AS financial statements;
  - ii. The Group does not have any derivatives contract and in respect of others long term contracts there are no material foreseeable losses as on March 31, 2019.
  - iii. There were no amounts which were required to be transferred to the investor education and protection fund by the Group during the year ended March 31, 2019.
  - iv. The reporting on disclosures relating to specified bank notes is not applicable to the Group for year ended March 31, 2019

For Khatter & Associates  
Chartered Accountants  
FRN: 021979N

ASHOK KUMAR  
Partner  
M.No.-094263

Place : New Delhi  
Date : May 30, 2019



# **Khatter & Associates**

## **CHARTERED ACCOUNTANTS**

**Head Office: 516B/24, DLF Colony, Rohtak, Haryana-124001, India**  
**Branch Office Address: 4, NarenderBhawan, 448, Ring Road, Azadpur, Delhi-110033**  
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**GSTIN/UIN: 07AAKFK1056E1ZK**

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### **Annexure "A" to the "Independent 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 **Sabrimala Industries India Limited (formerly known as Sabrimala Leasing and Holdings Limited)** (the holding company and its subsidiaries together referred to as "the group") as of 31 March 2019 in conjunction with our audit of the Ind AS financial statements of the Group for the year ended on that date.

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

The Group's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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 Group'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 Group'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 Ind AS financial statements, whether due to fraud or error.

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

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

The Group '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 Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Group '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 Group; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Group are being made only in accordance with authorizations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group 's assets that could have a material effect on the Ind AS 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, to the best of our information and according to the explanations given to us, the Group 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, 2019, based on the internal control over financial reporting criteria established by the Group 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 Khatter & Associates**

**Chartered Accountants**

**FRN: 021979N**

**ASHOK KUMAR**

**Partner**

**M.No.-094263**

**Place : New Delhi**

**Date : May 30, 2019**

## **ANNEXURE-1**

### **Key audit matter description**

#### **Assessment of impairment of Property, Plant and Equipment**

(Refer Note 6 to the Financial Statements)

Property, plant and equipment represent 27% of total assets on the balance sheet. If these were to be impaired, it would have a significant impact on reported loss and the balance sheet position of the Group.

Impairment assessment of property, plant and equipment was considered to be a key audit matter as the group has been incurring losses in the past few years and there is a risk that the recoverable amount could be less than the carrying value of assets.

The Management's assessment of impairment depends on the valuation approach followed to estimate the fair value of the assets and cost to sell and there is significant judgment in respect of:

- Estimated current replacement cost of the buildings taking in to consideration the specifications of the building such as (i) type of construction (ii) quality and quantity of materials (iii) area and (iv) height of the buildings etc.,
- Estimated current replacement costs for all other assets based on the price index; and
- Discounted rate and salvage value percentage estimated to arrive at fair value and cost to sell respectively.

The Management has concluded that the recoverable amount is higher than their carrying values and that no impairment provision is required.

### **How our audit addressed the key audit matter**

Our procedures in relation to management's impairment assessment of property, plant and equipment included:

- Understanding and evaluating the controls and testing the operating effectiveness of the controls related to estimating the fair value of the assets ;
- Understanding the methodologies used by the external valuer, if any, engaged by the Management to estimate resale values ;
- Evaluating the external valuer's competence, capabilities, independence and objectivity ;
- Testing the accuracy and appropriateness of the input data including the specifications, provided by the Management to the external valuer ;
- Together with the auditor's valuation experts, assessing the following –
  - a. Valuation methodology
  - b. Assumptions used in the estimation of the resale values, current replacement cost, discount rates and salvage value.
  - c. Performed sensitivity analysis of possible changes to the key assumptions.

Based on the above procedures, the results of the Management's assessment of impairment of Property, Plant and Equipment was considered to be appropriate.

**For Khatter & Associates**

**Chartered Accountants**

**FRN: 021979N**

**ASHOK KUMAR**

**Partner**

**M.No.-094263**

**Place : New Delhi**

**Date : May 30, 2019**

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Consolidated Balance Sheet as at March 31 ,2019**

(Amount in Rs.)

Particulars	Note No.	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	2	871,45,000	871,45,000
(b) Reserves and surplus	3	(190,94,139)	18,16,259
		<b>680,50,861</b>	<b>889,61,259</b>
Minority Interest		-	(22,304.00)
<b>Non-current liabilities</b>			
(a) Deferred tax liabilities (Net)	25	-	-
(b) Long-term borrowings	4	-	-
(c) Long-term provisions	4	54,005	1,77,135
		<b>54,005</b>	<b>1,54,831</b>
<b>Current liabilities</b>			
(a) Trade payables	5	46,72,340	56,76,104
(b) Other current liabilities	5	5,37,567	44,82,115
(c) Short-term provisions	4	181	1,97,649
		<b>52,10,088</b>	<b>103,55,868</b>
<b>TOTAL</b>		<b>733,14,954</b>	<b>994,71,958</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets			
Property, Plant and Equipment	6	196,59,865	362,07,758
(b) Investments	7	1,00,000	1,00,000
(c) Long-term loans and advances	8	328,68,495	40,782
(d) Deposits	8	2,27,100	2,27,100
		<b>528,55,460</b>	<b>365,75,640</b>
<b>Current assets</b>			
(a) Deferred tax Assets (Net)	25	-	10,83,259
(b) Investments	7	7,95,141	11,87,006
(c) Inventories	9	47,75,998	67,43,807
(d) Trade receivables	10	116,05,241	179,53,752
(e) Cash and cash equivalents	11	16,14,358	324,20,057
(f) Short-term loans and advances	8	1,56,000	2,06,000
(g) Other Current assets	12	15,12,756	33,02,437
		<b>204,59,494</b>	<b>628,96,319</b>
<b>TOTAL</b>		<b>733,14,954</b>	<b>994,71,958</b>
		<b>0</b>	<b>0</b>

*Summary of significant accounting policies* 1

The accompanying notes are integral part of financial statements

As per our report on even date

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

Ashok Kumar  
Partner  
M.No. 094263

For and on behalf of Board of Directors

Sanjay Garg  
DIN:01962743  
Managing Director

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Priyanshu Kumar Kandhway  
M.No. - 45651  
Company Secretary

Place: New Delhi  
Date: May 30, 2019

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Consolidated Profit and loss statement for the year ended on March 31, 2019**

(Amount in Rs. )

Particulars	Note No.	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>INCOME</b>			
Revenue from operations	13	191,10,296	3160,72,035
Other income	14	22,12,119	106,16,967
<b>Total Revenue (I)</b>		<b>213,22,415</b>	<b>3266,89,002</b>
<b>EXPENSES</b>			
Purchases of stock in trade	15	167,91,968	2917,15,981
Changes in inventories of Stock-in-Trade	16	19,67,809	147,47,407
Employee Benefits Expenses	17	30,21,391	65,33,780
Finance costs	18	-	27,50,190
Depreciation and amortization expense	6	22,81,210	25,01,306
Other expenses	19	170,61,160	122,88,681
<b>Total expenses</b>		<b>411,23,537</b>	<b>3305,37,344</b>
Profit before exceptional and extraordinary items and tax (III-IV)		<b>(198,01,122)</b>	<b>(38,48,342)</b>
Exceptional items/ Prior Period Income		-	(8,02,331)
Profit before tax (V - VI)		<b>(198,01,122)</b>	<b>(30,46,011)</b>
Tax expense:			
(1) Pertaining to profits of current year		-	3,20,980
(2) Tax relating to earlier periods		3,714	(1,27,796)
(3) Deferred tax		10,83,259	(12,13,733)
(4) MAT credit available		-	(39,470)
Profit (Loss) for the period		<b>(208,88,095)</b>	<b>(19,85,992)</b>
Minority Interest-Share of Profit		-	(32,304)
Share in profit(Loss) of associate		-	-
Profit for the year		<b>(208,88,095)</b>	<b>(19,53,688)</b>
Profit (Loss) for the period attributable to			
(a) Owners of the parent		(208,88,095)	(19,53,688)
(b) Non-controlling Interest		-	-
Earnings per equity share:			
(1) Basic		(2.397)	(0.228)
(2) Diluted		-	-

**Summary of significant accounting policies**

1

The accompanying notes are integral part of financial statements

As per our Attached report on even date

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651  
Company Secretary

Place: New Delhi  
Date: May 30, 2019

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**1452, Aggarwal Metro Heights, Plot No. E-5,**  
**Netaji Subhash Place, Pitampura, New Delhi-110034**  
**Consolidated Cash Flow Statement for the year ending on March 31,2019**

(Amount in Rs.)

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>A. Cash Flow From Operating Activities</b>		
Net Profit before tax and extraordinary items	(19,801,122)	(3,848,342)
Adjustment for :		
Depreciation	2,281,210	2,501,306
Interest Income	(2,681,295)	(1,137,445)
Provision for Retirement benefits	(94,512)	122,068
Provision for Lease Equilisation Reserve	(24,322)	24,322
Loss on sale of fixed Asset	8,091,369	-
<b>Operating profit before working capital changes</b>	<b>(12,228,672)</b>	<b>(2,338,091)</b>
Adjustment for :		
Trade payables	(1,003,763)	(8,184,777)
Other current liabilities	(3,949,326)	3,928,154
Short-term provisions	(196,986)	196,986
Long-term loans and advances	(32,827,713)	1,516,114
Inventories	1,967,809	14,747,407
Trade receivables	6,348,511	24,560,973
Short-term loans and advances	50,000	5,788,445
Other current assets	1,789,681	(2,362,378)
Cash generated from operations	(40,050,459)	37,852,834
Direct taxes paid (net of refunds)	3,714	153,714
Cash flow before extraordinary items	(40,054,173)	37,699,120
Extra ordinary /prior period items	-	807,331
<b>Net Cash generated from operating activities</b>	<b>(40,054,173)</b>	<b>38,506,451</b>
<b>B. Cash Flow From Investing Activities</b>		
Proceeds from issue of share capital	-	-
Purchase of fixed Assets	(40,500)	(7,188,039)
Sales of fixed Assets/investments	6,215,814	-
Purchase of Current Investment	391,865	-
Interest Received	2,681,295	1,137,445
Purchase of Non-Current Investment	-	(100,000)
<b>Net Cash used in investing Activities</b>	<b>9,248,474</b>	<b>(6,150,593)</b>
<b>C. Cash Flow From Financing Activities</b>		
Liabilities/Provisions no longer required written back	-	-
Proceeds from new borrowings	-	-
Payment of Borrowings	-	(6,994,556)
<b>Net Cash used in Financing activities</b>	<b>-</b>	<b>(6,994,556)</b>
<b>Net cash flow during the year(A+B+C)</b>	<b>(30,805,699)</b>	<b>25,361,302</b>
Cash & Cash equivalents (Opening)	32,420,057	7,058,755
Cash & Cash equivalents (Closing)	1,614,358	32,420,057

**Note:**

- The above cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting standard (Ind As) 7 "Statement of Cash Flows".
- Figures in Bracket indicate cash outflow.
- Previous years comparatives have been reclassified to conform with current year's presentation, wherever applicable.

4. Cash and Cash equivalent comprises of:

- (a) Balances with banks;  
In Current Account  
In Term Deposits with bank  
(b) Cash on hand;

	For the year ended 31- March- 2019	For the year ended 31- March- 2018
	202,443	3,367,301
	156,646	28,442,264
	1,255,269	610,492
	1,614,358	32,420,057

This is the Cash Flow Statement referred to in our report of even date.

For Khatter & Associates  
Firm Registration No. 021979N  
Chartered Accountants

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651  
Company Secretary

Place: New Delhi  
Date: May 30, 2019

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

**1 Corporate Information**

Sabrimala Industries India Limited (Formerly known as Sabrimala Leasing and Holding Limited) ('the Holding Group') is a Public Group domiciled in India. The Group is engaged in the business of trading of mobile phones and was incorporated on June 20, 1984. M/s Sabrimala Industries LLP ('the Subsidiary') is incorporated on 06/09/2016. The Holding Group and its subsidiaries together referred to as "the Group".

**2 Basis of preparation of financial statements**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory Indian Accounting Standards (Ind AS) Rules, 2015, as amended and other relevant provisions of the act. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous period.

The financial statements are prepared in accordance with the principles and procedures required for the preparation and presentation of consolidated financial statements as laid down under the Indian Accounting Standard (Ind AS) 110, "Consolidated Financial Statements". The consolidated financial statements comprise the financial statements of the Group, its controlled trusts and its subsidiaries as disclosed in Note 23, combined on a line-by-line basis by adding together book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances and transactions and resulting unrealised gain/ loss. The consolidated financial statements are prepared by applying uniform accounting policies in use at the Group. Minority interests have been excluded. Minority interests represent that part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Group.

**2.1 Significant Accounting Policies**

**a. Use of estimates**

The preparation of financial statements are in conformity with generally accepted accounting principles (Indian GAAP) and requires the 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 results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

**b. Property, Plant and Equipment**

Property, Plant and Equipment, are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Capital work-in-progress is stated at cost.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

**c. Depreciation on Property, Plant and Equipment**

Depreciation on property, plant and equipment assets is calculated on a straight line basis using rates arrived at based on the useful lives estimated by the management. The Group has used following estimated useful lives to provide depreciation on its property, plant and equipment:

Property, Plant and Equipment	Life as per Management	Life as per Schedule II
Plant & Machinery	20	20
Building		
- Office Building	60 years	60 years
- Factory Building	-	-
Office Equipment	5 years	5 years
Computer		
- Servers and networks	-	-
- End user devices, such as, desktops, laptops, etc.	3 years	3 years

Residual value of property, plant and equipment is considered at 5%.

**d. Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The Group uses a rebuttable presumption that the useful life of an intangible asset will not exceed six years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an intangible asset exceeds ten years, the Group amortizes the intangible asset over the best estimate of its useful life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. If there has been a significant change in the expected pattern of economic benefits from the asset, the amortization method is changed to reflect the changed pattern. Such changes are accounted for in accordance with Indian Accounting Standard (Ind AS) 5 "Accounting Policies, Changes in Accounting Estimates and Errors".

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

**e. Leases**

*Where the Group is lessee*

Finance leases, which effectively transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease term at the lower of the fair value of the leased property and present value of minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized as finance costs in the statement of profit and loss. Lease management fees, legal charges and other initial direct costs of lease are capitalized.

A leased asset is depreciated on a straight-line basis over the useful life of asset. However, if there is no reasonable certainty that the Group will obtain the ownership by the end of the lease term, the capitalized leased asset is depreciated on a straight-line basis over the shorter of the estimated useful life of the asset or the lease term.

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

**f. Borrowing Costs**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

**g. Impairment**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

**h. Investments**

Investments, which are readily realizable and 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.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**i. Revenue recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

**(i) Interest income**

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable and on reasonable certainty of realisation thereof.

**(ii) Sale of goods**

Revenue from sale of Goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer usually on delivery of Goods to the customer. The Group collects Goods and Service Tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Group. Hence, they are excluded from revenue.

**(iii) Service Income**

Income from services are recognized on accrual basis as per the terms of agreement as and when such services are rendered. The Group collects service tax on behalf of the government and, therefore, it is not an economic benefit flowing to the Group. Hence, it is excluded from revenue.

**(iv) Dividend received**

Dividend income is recognized when the Group's right to receive dividend is established by the reporting date.

**j Inventories (Valued at lower of cost and net realisable value)**

Inventory of Raw materials and components, Stores and spares (including packing materials) is valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost is determined on a first in first out basis.

Inventory of Finished goods, Work-in-progress and Moulds, tools and dies in process is valued at Lower of cost and net realizable value. Cost includes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. Cost of finished goods includes excise duty. Cost is determined on a first in first out basis.

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

**k. Retirement and other employee benefits**

The Group operate one defined benefit plan for its employees. The cost of providing benefits under Gratuity plan is determined on the basis of an actuarial valuation done using projected unit credit method at the end of each financial year. Actuarial gains and losses for defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

**l. Income taxes**

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current period and reversal of timing differences for the earlier periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Group re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Group writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities.

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

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Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

### **m. Foreign currency transactions and balances**

#### **(i) Initial Recognition**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

#### **(ii) Conversion**

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

#### **(iii) Exchange Differences**

Exchange differences arising on the settlement of monetary items or on reporting monetary items of the Group at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.

#### **(iv) Forward exchange contracts entered into to hedge foreign currency risk of an existing asset**

The premium or discount arising at the inception of forward exchange contracts is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognized in the statement of profit and loss in the year in which the exchange rates change. Any profit or loss arising on cancellation or renewal of forward exchange contract is recognized as income or as expense for the period.

### **n. Earnings / (Loss) Per Share**

Basic earnings / (Loss) per share are 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.

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

### **o. Segmental Reporting**

The Group's operating businesses are recognized and managed separately according to the nature of products and services with each segment representing a strategic business unit that offers different product and serves different markets. The analysis of business segments is based on the distinguishable component of the enterprise that is engaged in providing an individual product or service or a group of related product or services that is subject to risks and returns that are different from those of other business segment.

### **o. Provisions**

A provision is recognized when the Group has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

### **p. Contingent liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

### **q. Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**Consolidated Notes forming part of Accounts as on March 31, 2019**

(Amount in Rs.)

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 2. SHARE CAPITAL</b>		
<b>Authorised Capital</b>	100000000	100000000
10,000,000( Previous Year 10,000,000) equity shares of Rs. 10 each		
<b>Issued &amp; Subscribed Fully Paid Share Capital</b>	871,45,000	871,45,000
8,714,500( Previous Year 8,714,500) equity shares of Rs. 10 each		
<b>Total Issued &amp; Subscribed Fully Paid Share Capital</b>	<b>871,45,000</b>	<b>871,45,000</b>

(a) **Reconciliation Statement of Shares outstanding at the beginning and at the end of the year**

Particulars	As at 31-March-2019		As at 31-March-2018	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	87,14,500	871,45,000	87,14,500	871,45,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	<b>87,14,500</b>	<b>871,45,000</b>	<b>87,14,500</b>	<b>871,45,000</b>

(b) **Rights, Preferences and restrictions to Equity Shares**

The Company has only one class of shares having a par value of Rs. 10/- each. Each holder of equity shares is eligible for one vote per share held. Dividend if declared, then paid in Indian rupees. The dividend proposed by the Board of Directors, if any, is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the shareholders of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

(c) **Details of shares held by shareholders holding more than 5% of the aggregate**

Particulars	As at 31-March-2019		As at 31-March-2018	
	Number	Amount	Number	Amount
NIL	-	-	-	-

Particulars	As at 31-March-2019	As at 31-March-2018
<b>Note : 3. Reserves and Surplus</b>		
<b>Surplus in the Statement of Profit and Loss Account</b>		
Opening Balance	18,16,259	37,64,947
Profit/(Loss) for the year	(208,88,095)	(19,53,688)
Prior Period Adjustment	-	5,000
Adjustment in Minority Interest due to change in Partnership Ratio	(22,304)	-
Closing Balance	<b>(190,94,139)</b>	<b>18,16,259</b>

Particulars	Long Term		Short Term	
	As at 31-March-2019	As at 31-March-2018	As at 31-March-2019	As at 31-March-2018
<b>Note : 4. Long term Liabilities &amp; Provisions</b>				
Provisions for Gratuity	54,005	1,52,813	181	663
Provision for Lease Equilization	-	24,322	-	-
Income Tax Provision	-	-	-	1,96,986
	<b>54,005</b>	<b>1,77,135</b>	<b>181</b>	<b>1,97,649</b>

Particulars		As at 31- March-2019	As at 31- March-2018
<b>Note : 5. Trade Payables and other current liabilities</b>			
<b>Trade Payables</b>			
Total Outstanding dues of creditors micro and small enterprises		-	-
Total Outstanding dues of creditors other than micro, small enterprises		46,72,340	56,76,104
		<b>46,72,340</b>	<b>56,76,104</b>
<b>Other current liabilities</b>			
Advance received from Customers		-	30,45,661
Advance to Suppliers		(56,795)	-
Creditor For Expenses		5,82,174	12,49,767
Other payables			
- Duties & Taxes		12,188	1,86,687
		5,37,567	44,82,115
Total other current Liabilities		<b>52,09,907</b>	<b>101,58,219</b>

#### **Additional Information**

The Company has not received any intimation from the "Suppliers" regarding their status under the "Macro, Small and Medium Enterprise Development Act, 2006" and hence discloser regarding amounts unpaid as at the balance sheet date cannot be given.

Particulars		As at 31- March-2019	As at 31- March-2018
<b>Note : 7. Investments</b>			
<b><u>Non-Current</u></b>			
Investment in Pantomath Investment Sabrimala Managers LLP		1,00,000	1,00,000
		<b>1,00,000</b>	<b>1,00,000</b>
<b><u>Current</u></b>			
Investment in Shares			
- Amber Enterprises India Limited		-	48,436.00
- Apollo Micro Systems Limited		3,48,041	8,15,970.19
- Mohini Health & Hygiene Limited		1,02,000	2,06,100.00
- SKS Textile Limited		71,900	1,16,500.00
- Innovators Façade Systems Ltd.		1,85,600	-
- Softech Engineers Limited		87,600	-
		<b>7,95,141</b>	<b>11,87,006</b>
		<b>8,95,141</b>	<b>12,87,006</b>

Particulars	Non-Current		Current	
	As at 31- March-2019	As at 31- March-2018	As at 31- March-2019	As at 31- March-2018
<b>Note : 8. Loans &amp; Advances</b>				
Security Deposits:				
Unsecured, considered good	2,27,100	2,27,100	1,56,000	2,06,000
Inter Corporate Deposits				
Unsecured, considered good	328,68,495	40,782	-	-
	<b>33095595</b>	<b>267882</b>	<b>1,56,000</b>	<b>2,06,000</b>

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**

**SCHEDULE OF FIXED ASSETS AS PER COMPANIES ACT 2013**

**Note No. 6**

Following are the changes in the carrying cost of fixed assets for the year ended March 31, 2019:

Particulars	Tangible assets							Intangible assets			Total
	Building	Computer & Data Processing Units	Office Equipments	Furniture & Fittings	Plant & Machinery	Capital WIP	Total	Goodwill	Software	Total	
<b>Original Cost</b>											
As at April 1, 2018	214,37,084	9,43,257	11,21,999	2,87,500	156,95,804	-	394,85,644	-	-	-	394,85,644
Addition/adjustments during the year	-	-	-	-	40,500	-	40,500	-	-	-	40,500
Deduction/Retirement during the year	-	-	-	-	156,95,804	-	156,95,804	-	-	-	156,95,804
As at March 31, 2019	214,37,084	9,43,257	11,21,999	2,87,500	40,500	-	238,30,340	-	-	-	238,30,340
<b>Depreciation and amortisation</b>											
As at April 1, 2018	14,54,849	4,62,986	6,25,702	71,987	6,62,363	-	32,77,887	-	-	-	32,77,887
For the year	9,73,135	2,99,882	2,23,681	55,796	7,28,716	-	22,81,210	-	-	-	22,81,210
Addition/adjustments during the year	-	-	-	-	(13,88,622)	-	(13,88,622)	-	-	-	(13,88,622)
As at March 31, 2019	24,27,984	7,62,868	8,49,383	1,27,783	2,457	-	41,70,475	-	-	-	41,70,475
<b>Net Book Value</b>											
As at March 31, 2019	190,09,100	1,80,389	2,72,616	1,59,717	38,043	-	196,59,865	-	-	-	196,59,865

Following are the changes in the carrying cost of fixed assets for the year ended March 31, 2018:

Particulars	Tangible assets							Intangible assets			Total
	Building	Computer & Data Processing Units	Office Equipments	Furniture & Fittings	Plant & Machinery	Capital WIP	Total	Goodwill	Software	Total	
<b>Original Cost</b>											
As at April 1, 2017	214,37,084	6,15,023	11,09,417	-	88,67,058	2,69,025	322,97,607	-	-	-	322,97,607
Addition/adjustments during the year	-	3,28,234	12,582	2,87,500	68,28,746	-	74,57,062	-	-	-	74,57,062
Deduction/Retirement during the year	-	-	-	-	-	2,69,025	2,69,025	-	-	-	2,69,025
As at March 31, 2018	214,37,084	9,43,257	11,21,999	2,87,500	156,95,804	-	394,85,644	-	-	-	394,85,644
<b>Depreciation and amortisation</b>											
As at April 1, 2017	4,31,896	1,18,155	2,26,530	-	-	-	7,76,581	-	-	-	7,76,581
For the year	10,22,953	3,44,831	3,99,172	71,987	6,62,363	-	25,01,306	-	-	-	25,01,306
Addition/adjustments during the year	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2018	14,54,849	4,62,986	6,25,702	71,987	6,62,363	-	32,77,887	-	-	-	32,77,887
<b>Net Book Value</b>											
As at March 31, 2018	199,82,235	4,80,271	4,96,297	2,15,513	150,33,441	-	362,07,757	-	-	-	362,07,757

	Particulars	As at 31- March-2019	As at 31- March-2018
<b>Note :</b>	<b>9. Inventories</b> (At cost or net realisable value, which is lower)		
	Stock -in trade	47,75,998	67,43,807
		<b>47,75,998</b>	<b>67,43,807</b>

	Particulars	As at 31- March-2019	As at 31- March-2018
<b>Note :</b>	<b>10. Trade Receivables</b> Debt outstanding for a period exceeding six months from the date they are due for payment Unsecured, Considered good	115,34,441	119,44,118
	Others Unsecured, Considered good	70,800	60,09,634
		<b>116,05,241</b>	<b>179,53,752</b>
<b>Note :</b>	<b>11. Cash and cash equivalents</b>  Balances with banks; In Current Account Cheque in hand  Cash on hand  Other Bank Balance Deposit with original maturity of more than 3 months but less than 12 months	2,02,443 -  12,55,269  1,56,646 <b>16,14,358</b>	29,56,395 4,10,906  6,10,492  284,42,264 <b>324,20,057</b>
<b>Note :</b>	<b>12. Other current Assets</b>  Receivable in cash or in kind MAT Receivable Prepaid Expenses Tax Refundable AY 2017-18 Balance with Statutory/ government authorities Interest Accrued but not due Advance To Employees Advance to Suppliers	- 29,220 - 63 14,78,692 4,781 - - <b>15,12,756</b>	1,17,719 29,220.00 29,749 3,98,610 10,22,504 - 22,910.00 16,81,725.04 <b>33,02,437</b>

**SABRIMALA INDUSTRIES INDIA LIMITED & ITS SUBSIDIARIES**  
**(Formerly known as SABRIMALA LEASING AND HOLDINGS LIMITED)**  
**Consolidated Notes forming part of Accounts as on March 31, 2019**

(Amount in Rs.)

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>Note : 13. Revenue from operations</b>		
<b>Sale of Products</b>		
Sale of traded item	191,10,296	3160,72,035
	<b>191,10,296</b>	<b>3160,72,035</b>
<b>Note : 14. Other Income</b>		
Incentive & Discount Received From Supplier	2,25,007	48,41,531
Interest Income	26,81,295	11,37,445
Profit/Loss on sale of Investment in Shares	(7,69,348)	42,90,585
Miscellaneous Income	75,165	3,47,406
	<b>22,12,119</b>	<b>106,16,967</b>
<b>Note : 15. Purchase of stock-in-trade</b>		
Purchase of Stock	167,91,968	2917,15,981
Net Purchase of Stock in trade	<b>167,91,968</b>	<b>2917,15,981</b>
<b>Note : 16.Changes in Inventories of Stock- in- trade</b>		
Opening Stock- Traded Goods	67,43,807	214,91,214
Less: Closing Stock- Traded Goods	47,75,998	67,43,807
(Increase)/ Decrease in Stock	<b>19,67,809</b>	<b>147,47,407</b>
<b>Note : 17. Employee Benefits Expenses</b>		
Salaries and Wages including bonus & other Incentives	24,52,409	52,05,873
Staff Welfare	69,292	1,41,431
Gratuity Expense (Refer note 22)	(74,337)	1,22,068
Stipend Expenses		36,730
E.P.F Employer Contribution	29,201	60,068
E.S.I Employer Contribution	40,826	1,27,610
Director's Remuneration & Fees	5,04,000	8,40,000
	<b>30,21,391</b>	<b>65,33,780</b>
<b>Note : 18. Finance Costs</b>		
Interest on Loan	-	26,60,981
Interest on TDS & GST	-	6,147
Bank Charges	-	83,061
	<b>-</b>	<b>27,50,190</b>

Particulars	For the year ended 31- March- 2019	For the year ended 31- March- 2018
<b>Note : 19. OTHER EXPENSES</b>		
Bad debt & Balances Written off	29,15,288	1666114
Legal & Professional Fee	3,60,608	2,40,108
Miscellaneous Expenses	4,49,186	117398
Office Expenses	4,80,222	1084016.52
Office Maintanance & Repair Expenses	3,21,998	344262
Power, Fuel and Water Expenses	7,10,121	873017
Rent , rates & Taxes	9,01,899	10,67,891
Marketing & Sales Promotion Expenses	16,82,434	5527198
Consumables Expenses	7,49,634	7,35,480
Factory Expenses	2,88,402	5,23,196
Loss on Sale of Fixed Assets	80,91,368	-
	<b>169,51,160</b>	<b>121,78,681</b>
<b>Payment To Auditor</b>		
As auditor ( audit fees)	1,10,000	1,10,000
	<b>1,10,000</b>	<b>1,10,000</b>

**Note -20****DISCLOSURE IN ACCORDANCE WITH REVISED Ind AS-15 ON "EMPLOYEE BENEFITS"**

(ii) The Group operate one defined benefit plan for its employees. The cost of providing benefits under Gratuity plan is determined on the basis of an actuarial valuation done using projected unit credit method at the end of each financial year. Actuarial gains and losses for defined benefit plans are recognized in full in the period in which they occur in the statement of profit and loss.

A reversal of provision for retirement benefits amounting Rs. -94,512/- has been made as per the Certificate from Actuary.

**Note -21****SEGMENT REPORTING****(a) Primary Segment (by Business Segment):**

Disclosure regarding operating segments as per Indian Accounting Standard (Ind AS) 108 "Operating Segment", have not been provided since the Group's business activity falls within single reportable business segment.

**(b) Secondary Segment (by Geographical demarcation):**

There is no secondary segment to be reported under Geographical demarcation as Group has operated in India Only.

**Note-22****RELATED PARTY DISCLOSURES**

Details of disclosure as required by Indian Accounting Standard (Ind AS) 24 on "Related Party Disclosures" issued by the Institute of Chartered Accountants of India are as under:

**i) Names of Related Parties and nature of relationship:**

Relationship	Name of Related Party
<b>Related Party where control exist</b>	
Proprietary of Director(Control Exist)	Sabrimala Industries
<b>Related Parties with whom transactions have taken place during the year</b>	
Key Management Personnel and their relatives	Mr. Sanjay Garg (Managing Director) Mr. Amit Kumar Saraogi (Director-CFO) Ms. Vandana Garg (W/o Shiv Kr Garg) Mr. Priyanshu Kumar Kandhway(Company Sec Ms. Chetna (Company Secretary)

**ii) Description of transaction with Related Parties in normal course of business**

Particulars	Key Management Personnel	
	2018-19	2017-18
<b><u>Managerial Remuneration</u></b>		
- Mr. Sanjay Garg (Managing Director)	2,52,000	3,90,000
- Mr. Amit Kumar Saraogi (Director-CFO)	2,52,000	3,90,000
<b><u>Salary</u></b>		
- Ms. Vandana Garg	1,53,000	-
- Ms. Chetna (Company Secretary)	1,07,137	3,11,498
- Mr. Priyanshu Kumar Kandhway(Company Secretary)	1,49,681	-
<b><u>Sale of Goods</u></b>		
- Sabrimala Industries	70,800	-
<b><u>Purchase</u></b>		
- Krone Corporation	-	43,00,469

**Note-21A**

Additional information pursuant to para 2 of general instructions for the preparation of Consolidated Financial Statements

Name of the entity in the	Net Assets, i.e., total assets minus total		Share in profit or loss	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount
1	2	3	4	5
Sabrimala Industries India Limited	100%	680,50,861	32%	(67,00,956)
Subsidiaries				
Indian				
Sabrimala Industries LLP	5%	34,40,608	68%	(141,87,139)
<b>Subtotal</b>	105%	714,91,469	100%	(208,88,095)
Adjustment due to consolidation	-5%	(34,40,608)		
.				
Minority Interest in all subsidiaries		-		-
Associates		-		-
(Investment as per the equity method)				
Indian				
.				
<b>TOTAL</b>		680,50,861		(208,88,095)

## List of Subsidiaries &amp; Associates

Name of the Company	Relationship	Holding	Previous Year holding
Sabrimala Industries LLP	Subsidiary	100.00%	99.00%

iii) The amounts of outstanding items pertaining to related parties at the balance sheet date

Particulars	Key Management Personnel	
	2018-19	2017-18
<b>Managerial Remuneration</b>		
Mr. Sanjay Garg (Managing Director)	11,000	10,000
Mr. Amit Kumar Saraogi (Director-CFO)	9,000	48,455
Mr. Priyanshu Kumar Kandhway (Company Secretary)	25,161	-
Ms. Chetna (Company Secretary)	-	29,032
Sabrimala Industries	70,800	-

#### Note-23

In the opinion of the Board, the current assets, loans & advances shown in the Balance Sheet have a value of realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet and provision for all known and determined liabilities is adequate.

#### Note-24

#### ADDITIONAL INFORMATION

a) Remuneration to Directors	: Rs. 5,04,000/- (Previous Year- 7,80,000/- )
b) Auditor's Remuneration:-	
As auditor	: Rs 1,10,000/- plus taxes (Previous Year Rs. 1,10,000/-)
c) C.I.F. Value of Imports	: NIL (Previous Year Rs. NIL)
d) Expenditure in Foreign Currency	: Foreign Travelling Rs. 0/- (Previous Year Rs. 79,000/-)
e) Earnings in Foreign Exchange	: NIL (Previous Year Rs. NIL)

#### Note No. 25

As required by Indian Accounting Standard (Ind AS)12 "Income Taxes", the Company has recognised deferred tax Liability, which result from timing differences between book profits and tax profits, the details of which are as under:

Particulars	Balance as at	Addition/Deletion During the Year	Balance as at
	01.04.2018		31.03.2019
<b>(i) Deferred Tax Liability</b>			
(a) Related to Depreciation	2,13,789	(2,13,789)	-
(b) Related to Losses	-	-	-
(c) Related to Other adjustments	1,27,682	(1,27,682)	-
<b>(ii) Deferred Tax Assets</b>			
(a) Related to Depreciation	1,957	(1,957)	-
(b) Related to Losses	13,96,678	(13,96,678)	-
(b) Arises due to Income Tax rate change from current year	26,095	(26,095)	-
Deferred Tax Assets	(10,83,259)	10,83,259	-

#### Note-26

#### CONTINGENT LIABILITIES

As certified by Management , Contingent Liabilities and commitments not provided for in the accounts : Nil (Previous Year : Nil)

**Note-27****EARNINGS PER SHARE**

The following reflects the profit and share data used in the basic and diluted EPS computation:

	2018-19	2017-18
(a) Net Profit after tax available for equity shareholders	(208,88,095)	(19,85,992)
(b) Weighted Average number of Basic/ Diluted Equity shares of Rs. 10.00 each outstanding during the year ( No. of Shares)	87,14,500	87,14,500
( c) Basic/ Diluted Earnings per share (a/b)	(2.40)	(0.23)
Note: The Group does not have any outstanding dilutive potential equity shares.		

**Note-29****PREVIOUS YEAR FIGURES**

Previous Year's figures have been regrouped /rearranged, wherever necessary.

As per our report of Even Date

For Khatter & Associates  
Chartered Accountants  
Firm Registration No. 021979N

For and on behalf of Board of Directors

Ashok Kumar  
Partner  
M.No. 094263

Sanjay Garg  
DIN:01962743  
Managing Director

Shiv Kumar Garg  
DIN: 01962720  
Chairman

Amit Kumar Saraogi  
DIN:00560131  
CFO-Director

Priyanshu Kumar Kandhway  
M.No. - 45651  
Company Secretary

Place: New Delhi  
Date: May 30, 2019