



J. A. RAJANI & CO.
CHARTERED ACCOUNTANTS

PRITESH J. RAJANI
B. COM., F.C.A., D.I.S.A.

1/8, Ground Floor, Bhagwan Raja Nagar,
Patel Estate Rd, Jogeshwari (W), Mumbai - 102.
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Independent Auditor's Report

To the Members of Shree Ambika Naturals Private Limited.

Report on the Financial Statements

We have audited the accompanying financial statements of Shree Ambika Naturals Private Limited. ("the Company"), which comprise the Balance Sheet as at March 31, 2016 and Statement of Profit and Loss and Cash Flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016 and its profits and its cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by 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, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in the "Annexure A" a statement on the matters specified in Para 3 and 4 of the Order.

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

- (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) with respect to the adequacy of the internal controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements-refer note 31, to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For J. A. Rajani & Co.
Chartered Accountants
Firm Reg. No. 108331W



J. Rajani
J. Rajani
Proprietor
Membership No. 116740
Place: Mumbai
Date: 30th May, 2016.

**“Annexure A” to the Independent Auditors’ Report of even date on the Financial Statements of
Shree Ambika Naturals Private Limited**

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) The title deeds of immovable properties are held in the name of the company.

2) Inventories have been physically verified by the management at reasonable intervals during the year. The discrepancies notices on such verification were immaterial and have been properly dealt with in the books of accounts of the Company.

3) The Company has not granted unsecured loan to a company covered in the Register maintained under section 189 of the Act on terms . Accordingly clause 3 (iii) (b) & (c.) of the Order is not applicable to the Company.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, and rules framed thereunder In respect of loans, investments, guarantees, and security.

5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6) The Central Government has not prescribed the maintenance of Cost records under section 148(1) of the Companies Act 2013 for any of the products of the Company.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Income-Tax, Value added tax, Service tax, Custom Duty, Excise Duty and any other statutory dues with the appropriate authorities except for delays in depositing Professional tax , Service Tax and Tax deducted at source. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable except Professional tax amounting to Rs. 28.56('000)

b) According to the information and explanation given to us, there are no dues of income tax, Value added tax, service tax, custom duty, excise duty and any other statutory dues outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks & financial institution.

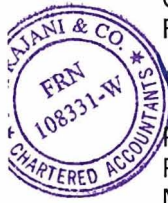
9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.



- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act,2013.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For J. A. Rajani & Co.
Chartered Accountants
Firm Reg. No. 108331W


P. J. Rajani
Proprietor
Membership No. 116740
Place: Mumbai
Date: 30th May, 2016.





J. A. RAJANI & CO.
CHARTERED ACCOUNTANTS

PRITESH J. RAJANI
B. COM., F.C.A., D.I.S.A.

1/8, Ground Floor, Bhagwan Raja Nagar,
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“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of Shree Ambika Naturals Private Limited

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

We have audited the internal financial controls over financial reporting of Shree Ambika Naturals Private Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;



(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India

For J. A. Rajani & Co.
Chartered Accountants
Firm Reg. No. 108331W


J. J. Rajani
Proprietor
Membership No. 116740
Place: Mumbai
Date: 30th May, 2016.



SHREE AMBIKA NATURALS PVT LTD

CASH FLOW STATEMENT FOR THE Year Ended 31st March,2016

	31st March, 2016 Rupees in thousand	31st March, 2015 Rupees in thousand
A. Cash Flow from Operating Activities:		
Profit Before Tax	741.19	(739.73)
Adjustments for:		
Depreciation and Amortisation	403.22	501.45
Interest Expenses (Net)	285.41	140.24
Other Income	45.14	2.83
	<u>733.76</u>	<u>644.52</u>
Operating Profit Before Working Capital Changes	1,474.96	(95.21)
(Increase) / Decrease in Long-term and Short term loans and advances	485.34	61.56
(Increase) / Decrease in Inventories	42.43	1,749.20
(Increase) / Decrease in Trade receivables	(6,001.69)	1,327.03
(Decrease) / Increase in Trade payables and liabilities	2,808.56	(860.57)
	<u>(2,665.36)</u>	<u>2,277.23</u>
Cash Generated from Operations	(1,190.41)	2,182.02
Direct Taxes Paid (including TDS) Net	-	(18.00)
Net Cash Flow from Operating Activities - A	<u>(1,190.41)</u>	<u>2,164.02</u>
B. Cash Flow from Investing Activities:		
Interest and Dividend Income	(15.14)	(2.83)
Net Cash used in Investing Activities - B	<u>(45.14)</u>	<u>(2.83)</u>
C. Cash Flow from Financing Activities:		
Increase in share Capital	11,000.00	-
(Decrease) / Increase in Borrowings (net)	(9,493.63)	(2,018.54)
Interest Paid and Finance Cost	(285.41)	(140.24)
Net Cash from Financing Activities - C	<u>1,220.97</u>	<u>(2,158.78)</u>
Net Increase / (Decrease) in Cash and Cash Equivalents - A+B+C	<u>(14.58)</u>	<u>2.42</u>
Cash and Cash Equivalents as at the end of the year:		
- Cash & Balances in Current Accounts with Banks	131.89	146.47
	131.89	146.47
Less: Cash and Cash Equivalents as at the beginning of the year	146.47	144.04
Net Increase / (Decrease) in Cash and Cash Equivalents	<u>(14.58)</u>	<u>2.42</u>

Note:

Figures in bracket denote outflow of cash.

In terms of our report attached.

For J.A.Rajani & Co.
Chartered Accountants
Firm Registration No.408331W

J.A.Rajani
Proprietor
Membership No.116740

For and on behalf of the Board of Directors

SHREE AMBIKA NATURALS PVT LTD

Director

Director

Mumbai

Dated : 30th May,2016



R. V. Kethad
Director

[Signature]
Director

SHREE AMBIKA NATURALS PVT LTD

BALANCE SHEET AS AT 31ST MARCH, 2016

	Note No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
		Rupees in thousand	Rupees in thousand
I. EQUITY AND LIABILITIES			
(1) SHAREHOLDERS' FUNDS			
(a) Share Capital	3	10,455.0000	455.00
(b) Reserves & surplus	4	(2,546.148)	(3,840.74)
		7,908.85	(3,385.74)
(2) NON-CURRENT LIABILITIES			
(a) Long-term borrowings	5	-	9,493.63
(b) Deferred tax liabilities (Net)	6	(1,252.197)	(1,681.79)
		(1,252.20)	7,811.84
(3) CURRENT LIABILITIES			
(a) Trade payables	7	2,748.054	294.68
(b) Other current liabilities	8	367.31	46.92
(d) Short-term provisions	9	238.19	-
		3,353.56	341.60
TOTAL		10,010.21	4,767.70
II. ASSETS			
NON-CURRENT ASSETS			
(1) (a) Fixed assets			
(i) Tangible assets	10	2,654.695	3,057.88
(b) Long-term loans and advances	11	42.683	42.68
		2,697.38	3,100.57
CURRENT ASSETS			
(2) (a) Inventories	12	67.999	110.43
(b) Trade receivables	13	6,883.693	882.00
(c) Cash and Cash equivalents	14	131.889	146.47
(d) Short-term loans and advances	15	229.256	528.23
		7,312.84	1,667.13
TOTAL		10,010.21	4,767.70

See accompanying notes to the financial statements

In terms of our report attached.

For J.A.Rajani & Co.
Chartered Accountants
Firm Registration No.108331W

J.A.Rajani
Proprietor
Membership No.116740

Mumbai
Dated : 30th May,2016

For and on behalf of the Board of Directors

Shree Ambika Naturals Pvt Ltd

* R.L. Rathod
Director


Director



SHREE AMBIKA NATURALS PVT LTD

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	Note No.	Figures for the current reporting period Rupees in thousand	Figures for the previous reporting period Rupees in thousand
I. Revenue from operations	16	9,149.400	3,335.98
II. Other income	17	45.137	2.83
III. Total Revenue (I + II)		<u>9,194.537</u>	<u>3,338.81</u>
IV. Expenses:			
Cost of materials consumed	18	1,650.000	1,175.72
Purchases of Stock-in-Trade	19	4,840.820	-
Changes in Inventories of Stock-in-Trade	20	-	1,092.30
Employee benefits expense	21	661.328	651.34
Finance costs	22	285.405	140.24
Depreciation and amortization expense	23	403.182	501.45
Operating , Administrative and General expenses	24	612.608	517.49
Total expenses		<u>8,453.342</u>	<u>4,078.53</u>
V. Profit before tax (III-IV)		741.195	(739.73)
VI. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		429.60	(228.58)
		<u>429.60</u>	<u>(228.58)</u>
VII. Profit for the period after tax (V-VI)		<u>311.598</u>	<u>(511.15)</u>
VIII. Earnings per equity share:	25		
(1) Basic		68.48	(181.78)
(2) Diluted		68.48	(181.78)

See accompanying notes to the financial statements

In terms of our report attached.

For J.A.Rajani & Co.
Chartered Accountants
Firm Registration No.108331W

J.A.Rajani
Proprietor
Membership No.116740

Mumbai
Dated : 30th May,2016

For and on behalf of the Board of Directors

Shree Ambika Naturals Pvt Ltd

Director

Director



R.L. Rathod

[Signature]

SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

1 Corporate Information

The Company is mainly in business of Herbal & Phytochemicals.

2 Significant Accounting Policies

a. System Of Accounting:

The Company follows mercantile system of accounting and recognises income and expenditure on an accrual basis except those with significant uncertainties.

The financial statement have been prepared on the basis of going concern, under historical cost convention, to comply in all material aspect with applicable accounting principles generally accepted in India(indian GAAP), including Accounting standards specified under section 133 of the CompaniesAct,2013 read with Rule 7 of the Companies (Accounts) Rules,2014.

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

All assets and liabilities have been classified as current or non-current as per the operating cycle criteria set out in the Revised Schedule III to the Companies Act, 2013.

b. Fixed Assets, Depreciation And Impairment Loss:

Fixed Assets are stated at cost net of accumulated depreciation. Cost includes expenses related to acquisition and financing cost on borrowing during construction period. Assets acquired on Hire purchase are capitalised to the extent of Principal Value.

Depreciation on Fixed Assets has been provided on written down value basis and Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. Additions during the Year are depreciated on pro-rata basis. Leasehold land is shown at cost and no write offs are made in respect thereof.

In case, the recoverable amount of fixed assets is lower than its carrying amount, a provision is made for the impairment loss.

c. Investments:

Long-term investments are stated at cost of acquisition less provision for diminution in value other than temporary, if any.

d. Prior Period Adjustments:

All items of Income/Expenditure pertaining to prior period (except those not exceeding Rupees One Thousand in each case which are accounted through respective revenue accounts) are accounted through Prior Period Adjustment account.

e. Inventories:

Raw Materials are valued at cost.

Finished Goods are valued at lower of cost or net realizable value.

Packing materials, stores and spares are charged to revenue account.

f. Revenue Recognition:

Export Sales are accounted on the date of Bill of Lading. Export benefits thereon are accounted on the basis of eligibility in the year of Export.

Sales includes Central Excise and other incidental charges.

Dividend from investments in the shares is accounted for on the basis of the date of declaration of dividend falling within the accounting year.

g. Deferred Revenue Expenditure:



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

Shares Issue Expenses are amortised over a period of 10 years.

h. Retirement Benefits:

i. Bonus:

No provision is made in accounts for bonus payable to employees. The payment is recorded when actual disbursement is made.

j. Borrowing Cost:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized till the month in which the asset is ready to use as part of the cost of that asset. Other borrowing costs are recognised as an expense.

k. Foreign Currency Transactions:

Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction. At the year-end monetary items denominated in foreign currencies are converted into rupee equivalent at the year-end exchange rate.

m. Accounting For Tax On Income:

The provision for current tax has been made in accordance with the Income Tax Law prevailing for the relevant assessment year after considering various admissible reliefs'.
Deferred tax for the year is recognized, on timing differences being the difference.

n. Research & Development:

Revenue expenditure is charged to revenue under the natural heads of account in the year in which it is incurred. Fixed assets purchased for research and development are treated in the same way as any other Fixed Assets.

o. Expenditure During Construction And On New Projects:

In case of new Industrial units and substantial expansion of existing units, all pre- operating expenditure specifically for the project, incurred up to the date of installation, is capitalised and added pro rata to the cost of fixed assets.

p. Provisions,Contigent Liabilities and Contingent Assets:

A provision is made based on reliable estimate when it is probable that an outflow of resources embodying economic benefits will be required to settle an obligation. Contingent Liabilities, if material, are disclosed by way of notes to accounts. Contingent



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
3 Share capital:		
3.1 Authorized :	Rupees in thousand	Rupees in thousand
5000 Equity Shares of Rs.100 each	500.00	500.00
125000 Non-Cumulative Optionally Convertible Preference Shares of Rs.100 each	12,500.00	0
TOTAL	13,000.00	500.00
3.2 Issued, Subscribed and Fully Paid-up Shares:		
4550 (P.Y.4550) Equity Shares of Rs.100 each fully paid up	455.00	455.00
100000 (P.Y.Nil) 1.5% Non-Cumulative Optionally Convertible Preference Shares of Rs.100 each fully paid up	10,000	-
TOTAL	10,455.00	455.00

3.3 Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Equity Shares	Number of shares (No.s)		Share Capital Rupees in thousand	
	Figures for the current reporting period	Figures for the previous reporting period	Figures for the current reporting period	Figures for the previous reporting period
Balance as at 1st April, 2015	4,550	4,550	455.00	455.00
Issued during the year	-	-	-	-
Balance as at 31st March, 2016	4,550	4,550	455.00	455.00

Non-Cumulative Optionally Convertible Preference Shares

	(No.s)		Rupees in thousand	
	Figures for the current reporting period	Figures for the previous reporting period	Figures for the current reporting period	Figures for the previous reporting period
Balance as at 1st April, 2015	-	-	-	-
Issued during the year	100,000	-	10,000.00	-
Balance as at 31st March, 2016	100,000	-	10,000.00	-

3.4 Terms / rights attached

Equity shares

- Fully paid equity shares, which have a par value of Rs. 100/-, carry one vote per share and carry a right to dividends.
- Dividends if recommend by the Board of Directors need approvals from the Shareholders at the Annual General Meeting. The Board of Directors may also declare interim dividends if in their judgement the position of the Company justifies.
- In the event of winding up / liquidation of the Company, the holder of equity shares will be entitled to receive a residual interest in proportion to the number of shares held by them at that time in the assets of the Company after deducting all of liabilities of the Company.

Non-Cumulative Optionally Convertible Preference Shares

- Fully paid 1.5% Non Cumulative optionally convertible Preference shares, which have a par value of Rs. 100/- which do not carry voting rights.
- In the event of winding up / liquidation of the Company, the holder of Preference shares will carry preferential right vis-a-vis equity shares of the Company in respect to dividend and repayment.

3.5 List of shareholders who holds more than 5% of equity shares in the company:

Equity Shares

Name of the shareholders	Figures as at the end of current reporting period		Figures as at the end of previous reporting period	
	(No.s)	%	(No.s)	%
Ramesh L Rathod	1,200	26.37%	1,200	26.37%
Vipul P Shah	400	8.79%	400	8.79%
Pravinchandra B Shah	400	8.79%	400	8.79%
Vipul Dyechem Ltd	2,550	56.04%	2,550	56.04%
	4,550	100.00%	4,550	100.00%

Non-Cumulative Optionally Convertible Preference Shares

Name of the shareholders	Figures as at the end of current reporting period		Figures as at the end of previous reporting period	
	(No.s)	%	(No.s)	%
Vipul Dyechem Ltd	100,000	100.00%	-	0.00%
	100,000	100.00%	-	0.00%



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period Rupees in thousand	<i>Figures as at the end of previous reporting period Rupees in thousand</i>
4 Reserves and surplus:		
Securities Premium Account	1,000.00	-
Profit and loss account	(3,546.15)	(3,840.74)
	-	-
Total	(2,546.15)	(3,840.74)

4.1 Securities Premium Account:

Balance at beginning of year	-	-
Add: Premium received on Issue of 1.5% Non-Cumulative Optionally Convertible Preference Shares	1,000.00	-
Balance at end of year	1,000.00	-

4.2 Profit and loss account

Balance at beginning of year	(3,840.74)	(3,329.58)
Add: Profit after Tax for the year	311.60	(511.15)
Less: Appropriations:		
Tax Adjustments	(17.01)	-
Depreciation on transition to schedule II of the Companies Act, 2013 on fixed assets with 'Nil' remaining useful life (net of deferred tax)(refer note 9)	-	(0.01)
Balance at end of year	(3,546.15)	(3,840.74)



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
	Rupees in thousand	Rupees in thousand
5 Long term borrowings:		
5.1 Unsecured Loans		
Loan from Holding Company	-	9,493.63
Sub Total (A)	-	9,493.63
Total (A) + (B)	-	9,493.63

6 Major components of deferred tax are:

Deferred Tax Liability / (Asset)

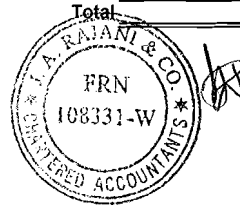
Related to Fixed Assets	170.37	186.56
Business Loss	(1,422.57)	(1,868.36)
Net Deferred Tax Liability	(1,252.20)	(1,681.79)



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
	Rupees in thousand	Rupees in thousand
7 Trade payables		
Other than micro and small enterprises **	2,748.05	294.68
Total	2,748.05	294.68
** The Company does not possess information as to which of its suppliers are Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes any amount.		
8 Other current liabilities:		
Duties & taxes	367.312	46.92
Total	367.31	46.92
9 Short-term provisions:		
Provision for Salary	34.8000	-
Provision for Tax	203.3940	-
Total	238.19	-



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
	Rupees in thousand	Rupees in thousand
7 Trade payables		
Other than micro and small enterprises **	2,748.05	294.68
Total	2,748.05	294.68
** The Company does not possess information as to which of its suppliers are Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes any amount.		
8 Other current liabilities:		
Duties & taxes	367.312	46.92
Total	367.31	46.92
9 Short-term provisions:		
Provision for Salary	34.8000	-
Provision for Tax	203.3940	-
Total	238.19	-



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

10 Tangible Assets

Rupees in thousand

	<u>Freehold Land</u>	<u>Buildings</u>	<u>Plant And Machinery</u>	<u>Furniture And Fixtures</u>	<u>Vehicles</u>	<u>Total</u>
Cost or valuation						
At 1st April, 2014	20.50	439.90	4423.44	0.15	0.04	4884.02
Additions		0.00	0.00	0.00	0.00	0.00
Disposals		0.00	0.00	0.00		0.00
At 31st March 2015	20.50	439.90	4423.44	0.15	0.04	4884.02
Additions		0.00	0.00	0.00	0.00	0.00
Disposals		0.00	0.00	0.00		0.00
At 31st March 2016	20.50	439.90	4423.44	0.15	0.04	4884.03
Depreciation						
At 1st April, 2014	0.00	108.96	1215.62	0.08	0.03	1324.67
Charge for the year	0.00	29.50	471.88	0.06	0.00	501.45
Transitional Adjustment (refer Note 2 below)					0.02	
Disposals	0.00	0.00	0.00	0.00	0.00	0.00
At 31st March 2015	0.00	138.46	1687.50	0.14	0.04	1826.14
Charge for the year	0.00	25.85	377.34	0.00	0.00	403.19
Disposals	0.00	0.00	0.00	0.00	0.00	0.00
At 31st March 2016	0.00	164.31	2064.84	0.14	0.04	2229.33
Net Block						
At 31st March 2015	20.50	301.44	2735.94	0.01	0.00	3057.88
At 31st March 2016	20.50	275.59	2358.60	0.01	0.00	2654.69

Notes:

(1) Gross Block is at cost.

(2) Pursuant to the enactment of Companies Act 2013, in the previous year, the Company had reworked depreciation with reference to the estimated useful lives of fixed assets prescribed under Schedule II to the Act. As a result, the charge for depreciation is higher by Rs.23.44 ('000) for the previous year ended 31st March, 2015. Based on transitional provision in note 4.1 Rs. 0.10('000) (net of deferred tax) is adjusted against retained earnings where the company has ascertained the remaining useful life of the assets as NIL as on 01.04.2014



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
	Rupees in thousand	Rupees in thousand
11 Long-term loans and advances: (Unsecured and considered good)		
Deposits with Government Authorities and Others	42.68	42.68
Total	42.68	42.68
12 Inventories (At cost or net realisable value whichever is lower)		
(a) Raw materials & Consumables	46.22	88.64
(b) Finished goods (other than those acquired for trading)	21.78	21.78
Total	68.00	110.43
13 Trade receivables (Unsecured) Considered Good Overdue Trade Receivables Trade Receivables	-	-
	6,883.69	882.00
Total	6,883.69	882.00
14 Cash and Cash equivalents:		
Balances with Scheduled Bank: In Current Account	98.050	112.18
Cash in Hand	33.839	34.29
Total	131.89	146.47
15 Short-term loans and advances: (Unsecured and considered good)		
Balance with Government Authorities-MVAT refund	-	448.62
Advances recoverable in cash or kind or for value to be received	21.45	12.50
Advance Tax	207.81	67.12
Total	229.26	528.23



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures for the current reporting period Rupees in thousand	Figures for the previous reporting period Rupees in thousand
16 Revenue from operations		
Local sales	9,149.40	2,435.98
Processing income	0.00	900.00
Total	9,149.40	3,335.98
17 Other income:		
Interest on loans and advances, deposit with banks etc.	45.14	2.83
Total	45.14	2.83
18 Cost of materials consumed		
Opening Stock	46.22	662
Add: Purchases	1,650.00	559.94
Less: Closing Stock	46.22	46.22
Total	1,650.00	1,175.72
19 Purchases of Stock-in-Trade		
Others	4,840.82	-
Total	4,840.82	-
20 Changes in Inventories of Stock-in-Trade		
Inventories at the end of the year		
Others	21.78	21.78
Sub-total (A)	21.78	21.78
Inventories at the beginning of the year		
Others	21.78	1,114.08
Sub-Total (B)	21.78	1,114.08
(A) -(B)	-	1,092.30
21 Employee benefits expense:		
Salaries, Wages, Bonus and Gratuity	648.96	632.91
Employees' Welfare Expenses	12.37	18.43
Total	661.33	651.34
22 Finance costs:		
Other Interest	285.41	140.24
Total	285.41	140.24
23 Depreciation and amortization expense		
Depreciation of Tangible Assets	403.19	501.45
Total	403.19	501.45



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures for the current reporting period Rupees in thousand	Figures for the previous reporting period Rupees in thousand
24 Operating Expenses		
Stores and Spare parts consumed	72.89	92.41
Power and Fuel	43.67	113.39
Labour & Transport	1.17	29.16
Repairs & Maintenance	7.84	9.70
Packing Material	-	15.77
Total	125.57	260.41
24 Administrative, Selling and General expenses		
Telephone Postage Telegram Expenses	6.54	6.21
Printing and Stationary	0.37	1.85
Professional & Legal Charges	182.00	97.00
Travelling Expenses	25.80	28.84
Insurance Charges	23.12	21.56
Rent ,Rates, Electricity & Warehouse	176.70	7.10
Bank Charges	1.89	2.47
Miscellaneous/ Office Expenses	70.62	36.38
Sales Promotion/ Exhibition Expenses	0.00	55.67
Total	487.04	257.08
25 Earnings per share:		
The Numerators and denominators used to calculate Earnings per Share:		
Particulars		
Nominal Value of Equity Share (Rs.)	Rs. 100/-	100/-
Net Profit available for equity shareholders(Rs. In lacs) = (A)	Rs. 311.60	(827.12)
Weighted Average number of shares outstanding during the year - (B)	Nos. 4,550	4,550
Basic and Diluted Earnings Per Share (Rs.) - (A) / (B)	Rs. 68.48	(181.78)



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures for the current reporting period	Figures for the previous reporting period
	Rupees in thousand	Rupees in thousand
26 Payments to Auditors for the year		
Auditors' Remuneration & Expenses (including Service Tax)		
(a) As Auditors	31.49	16.85
(b) Taxation Matters	59.22	58.43
Total	90.70	75.28

- 27 The Sales Tax & Income-Tax Assessments are pending for earlier years. Liabilities in respect of such taxes could not be ascertained.
- 28 Sundry Debtors, Creditors, Loan, Deposits and advances are subject to reconciliation and confirmation, necessary adjustment if required will be after reconciliation.
- 29 In the opinion of the Board of Directors to the best of Knowledge and belief all the current assets, loans and advances have been stated at realisable value at least of an amount equal to the amount at which they are stated in Balance Sheet.
- 30 The Company does not possess information as to which of its suppliers are Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006 to whom the Company owes any amount. However, the Company is regular.
- 31 The entire operations of the Company relate to only one segment viz. Herbal & Phytochemicals, there is no separate reportable segment under Accounting Standard – As 17 on Segment Reporting.
- 32 As stipulated in Accounting Standard 28 on Impairment of Assets issued by the Institute of Chartered Accountants of India, the company has assessed potential generation of economic benefits from its business units and is of the view that Assets employed i



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

33 Related Party Disclosures

As per the Accounting Standard 18, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with the related parties as defined in the Accounting Standard are given below:

I List of Related Parties

a) Entities Having Control

Vipul Dyechem Ltd

b) Key Management Personal (KMP)

Shri V. P. Shah
Shri R. L. Rathod

d) Other Related Parties (Entities in which (KMP) or their relatives have significant influence)

Jayshree Chemicals
Ganesh Tiles & Marble Industries
Standardcon Pvt.Ltd.
Amar Trading Corporation

II Transaction with Related Parties & Outstanding Balance as on 31st March, 2016

	(Rs. in '000)		
Nature of transaction	Entities having control	Key Management Personnel	Entities where Significant Influence of KMP
Purchase /Services/Interest Paid	1,018.77 (139.52)	- (-)	1,830.28 (-)
Sale/Services	7,880.48 (2,435.98)	- -	2,314.62 (900.00)
Investment In Preference Shares	11,000.00		
Advance /Loan Given (net)/(Received)	8,149.28 (277.92)	- -	- -
Mangerial Remuneration	- -	150.00 (150.00)	- -
Balance Receivable/(Payable)	5,517.35 (9,493.63)	(12.50) (-12.5)	1,366.34 (882.00)

Note : Figures in brackets represent previous year's amount



SHREE AMBIKA NATURALS PVT LTD

Notes to the financial statements for the year ended 31st March, 2016

	Figures for the current reporting period		Figures for the previous reporting period	
	Rupees in thousand	%	Rupees in thousand	%
34 Imported and Indigenous Raw material Consumed				
Imported	-	-	-	-
Indigenous	1,650.00	-	1,175.72	100.00
	<u>1,650.00</u>	<u>-</u>	<u>1,175.72</u>	<u>100</u>

35 Disclosure of Loan from Parent.	Figures for the current reporting period		Figures for the previous reporting period	
	Rupees in thousand		Rupees in thousand	
	Amount	Maximum	Amount	Maximum
Parent Company				
Vipul Dychem Limited	-	10,404.75	9,493.63	13,053.52
(The above amount was given for capital expenditure)				
35 Previous year figures are regrouped / re classified wherever necessary to correspond with current year classification /disclosure.				

For J.A.Rajani & Co.
Chartered Accountants
Firm Registration No.108331W



J.A.Rajani
Proprietor
Membership No.116740

Mumbai
Dated : 30th May,2016

For and on behalf of the Board of Directors

Shree Ambika Naturals Pvt Ltd

R.L.Rathod
Director

Director