

Date: 16.10.18

To
The Corporate Relationship Department
BSE Limited
P J Towers, Dalal Street Fort,
MUMBAI.

Dear Sir,

Sub: Submission of Annual Report for the Financial Year 2017-18 - Reg

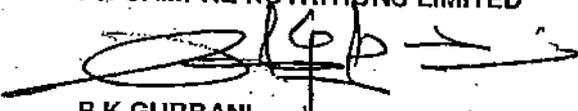
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With reference to above cited subject, we are herewith enclosing Annual Report of the Company for the Financial Year 2017-18 pursuant to Regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

This is for you kind information and necessary records.

Thanking you,

Yours Truly,
For **SAMPRE NUTRITIONS LIMITED**


B K GURBANI
Managing Director



Encl: As Above

BOARD OF DIRECTORS

SRI BRAHMA GURBANI	:	Managing Director
SMT MEERA BRAHMA GURBANI	:	Non-Executive Director
SRI BANALA JAYAPRAKASH REDDY	:	Independent Director
SMT UMRA SINGH SIROHI	:	Independent Director
SRI VISHAL RATAN GURBANI	:	Vice - President & Whole time Director
SRI VAMSHI SRINIVAS VEMPATI	:	Chief Financial Officer

<u>AUDITORS</u>	:	M/s. RRK & Associates Chartered Accountants #A04, IFF The Annexe, Near Hitech City Rly Station 13th Phase, KPHB Hyderabad – 500 085
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<u>BANKERS</u>	:	The Cosmos Co-Op Bank Ltd Secunderabad
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<u>REGISTERED OFFICE</u>	:	Plot No. 133, Industrial Estate, Medchal – 501 401, Telangana, India Phone: 08418 - 222427/28 Fax: 08418 - 222429 E-Mail: gurbani@gurbanigroup.in Website: www.sampreltd.com
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<u>REGISTRAR & SHARE TRANSFER AGENTS</u>	:	M/s. Big Share Services Pvt. Ltd. 306, 3rd Floor, Right Wing, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Road Somajiguda, Hyderabad – 82. Ph : 040-40144582 Email: bsshyd1@bigshareonline.com
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<u>LISTED AT</u>	:	The BSE Limited
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BOARD COMMITTEES:

Audit Committee:	:	Mrs. Umra Singh Sirohi (Chairman) Mrs. Meera Gurbani Mr. Banala Jayaprakash Reddy
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Nomination and Remuneration Committee	:	Mrs. Umra Singh Sirohi (Chairman) Mrs. Meera Gurbani Mr. Banala Jayaprakash Reddy
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Stakeholders Relationship Committee:	:	Mrs. Meera Gurbani (Chairman) Mr. Banala Jayaprakash Reddy
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NOTICE

Notice is hereby given that the **Twenty Seventh Annual General Meeting** of the Members of the Company will be held on **SATURDAY** at **29TH SEPTEMBER, 2018** at **10.30 AM** at Lions Club Conference Hall, LIC Building, 03rd Floor, Paradise Circle, Secunderabad – 500 003 to transact the following items of business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 along with the Reports of the Board of Directors' and Auditors' thereon.

- 2.** To consider non filing of vacancy caused by retirement of Mrs. Meera Gurbani who retires by rotation and express her unwillingness for re-appointment.
- 3.** To consider and fix Auditors' remuneration for financial year 2018-19.

By Order of the Board
For **SAMPRE NUTRITIONS LIMITED**

Place : Medchal
Date : 30.08.2018

Sd/-
B K GURBANI
Managing Director

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50 members and holding in aggregate not more than 10% of the total Share Capital of the Company. Members holding more than 10% ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member.
Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A proxy form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
3. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
4. The Register of Members and Share Transfer Books of the Company will be remain closed from **Tuesday, 25th September, 2018** to **Saturday, 29th September, 2018** (both days inclusive).
5. Members are requested to quote ledger folio number in all their correspondence to avoid delay in communication. Members are advised to consolidate their ledger folios where they are holding shares in different folios in the same name.
6. In terms of Sections 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may send the notice of annual general meeting and the annual report, including Financial statements, Board Report, etc by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company.
7. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for receiving the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
8. The members are requested to address all their communications to M/s. Big Share Services Pvt Ltd, Hyderabad, the common agency to handle electronic connectivity and the shares in physical mode or at the Corporate Office of the Company for prompt redressal.

9. Members who are still holding shares in physical form are advised to dematerialize their shareholding to avail of the benefits of dematerialization which include easy liquidity since trading is permitted only in dematerialized form, electronic transfer, savings in stamp duty, prevention of forgery, etc.
10. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9:00 A.M. to 5:00 P.M.) on all working days except Saturdays and Sundays, up to and including the date of the Annual General Meeting of the Company.
11. Members/Proxies should bring the duly filled Attendance slip enclosed herewith to attend the Meeting.
12. **Voting through electronic means:**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and 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 the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting platform provided by Central Depository Services (India) Limited (CDSL). The facility of voting through ballot paper will also be made available at the AGM and member attending the AGM, who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper. Member who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The Instructions for e-voting are annexed to the Notice.

The instructions for e-voting are as under:

- a. Use the following URL for e-voting: CDSL website: <https://www.evotingindia.com>.
- b. Shareholders of the Company holding shares either in physical form or in dematerialized form, as on **15th September, 2018** may cast their vote electronically.
- c. Click on Shareholders.
- d. The shareholders can login to the e-Voting system using their user-id (i.e. demat account number), PAN and Date of Birth (DOB) or Bank account number mentioned for the said demat account or folio.
- e. Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- f. Next enter the Image Verification as displayed and Click on Login.
- g. Follow the steps given below:

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

- h. After entering these details appropriately, click on "SUBMIT" tab.
- i. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- j. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- k. Click on the EVSN for **Sampre Nutritions Limited** on which you choose to vote.
- l. 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.
- m. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- n. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- o. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- p. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- q. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

- r. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- s. **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- t. The Portal will be open for voting from 9 A.M. on **Wednesday, 26th September, 2018 to 5 P.M. on Friday 28th September, 2018.**
- u. 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.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- II. The Company has appointed Mr. Vasanth Kumar Bajaj, Practicing Company Secretary, as the Scrutinizer who will collate the electronic voting process in a fair and transparent manner.
- III. The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than forty eight hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company and on the website of CDSL. The results shall simultaneously be communicated to the Stock Exchanges.
- IV. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 29, 2018.

DIRECTORS' REPORT

To

The Members

Your Directors have pleasure in presenting the Twenty Seventh Annual Report together with the Audited financial statements for the year ended 31st March, 2018.

The Statement of Accounts have been prepared in accordance with Indian Accounting Standards (IND AS) which have been made applicable to the Company w.e.f. 1st April, 2017 as per the Rules laid down in this regard. Accordingly, accounts of the Company have been restated w.e.f. 1st April, 2016 (being comparative year for the current financial year) as per the INDAS requirements.

1. REVIEW OF PERFORMANCE:

(Amount in Lakhs)

Particulars	Current Year 31.03.2018	Previous Year 31.03.2017
Income (Including Other Income)	3275.34	3366.36
Expenses (Including exceptional items)	2962.89	3060.59
Profit/(Loss) before Interest, Depreciation & Tax (PBIDTA)	312.45	305.77
Finance Charges	115.60	110.81
Depreciation & amortization	148.43	128.70
Net Profit/(Loss) Before Tax	48.42	66.26
Provision for tax including Deferred Tax	24.20	21.09
Net Profit/(Loss) after tax	24.22	45.17
Add / (Less): Share of Profit / (Loss) on Associate Companies	-	-
Add / (Less): Minority Interest - Share of Profit / (Loss)	-	-
Net Profit / (Loss)	24.22	45.17
Basic	0.50	0.94
Diluted	0.50	0.94

2. OPERATIONAL REVIEW:

During the year under review the company has achieved turnover of Rs. 32.75 Crores as compared to Turnover of Rs. 33.67 Crores during the last financial year, decline in turnover is mainly due to decrease in volume of orders from customers and correspondingly decline in profits of the company.

Your company has been working as contract manufactures for multi-national companies and leading FMCG Companies for more than 2 decades and has been continuously striving to maintain world class manufacturing standards and recognized by customers for high quality standards. Further considering vast experience of the company in confectionery industry, company has launched its own products in the market to encash the deep knowledge of company in various candy flavors'. In the first phase company has launched 6 flavors of Hard Boiled Candy under "Sampre" Brand, In the second phase , Company is planning to launch Complete Range of Confectionary for which the company is undergoing expansion & renovation activities for increasing its Production Capacities.

During the financial year company continued the contract manufacturing of “Chocolairs” for M/s. Mondelez Foods International and “Pulse” for Dharampal Satyapal (DS) Group. Candy sales are on the fast track but the chocolate éclair and soft toffee category is struggling because margins are low due to the premium nature of the product which is main cause for decline in turnover of the company.

Further your company has entered into Manufacturing Agreements with M/s. Bestie Universal Foods LLP, M/s. De Diet Chef India Private Limited and M/s. Future Consumer Limited. Orders from above excuted agreements being received from April 2018 and expect to clock good turnover.

3. DIVIDENDS:

Your directors do not recommend any dividends for the financial year 2017-18, as profits are planned to be ploughed back into the business operations of the Company.

4. DEPOSITS:

Your Company has not accepted any deposits during the year falling under Section 73 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014.

5. SUBSIDIARY/ASSOCIATE COMPANIES:

Your Company do not have any subsidiary or Associate Company during the financial year ended on 31st March, 2018.

In accordance with the provisions of Section 136 of the Companies Act 2013, the audited financial Statements and related information of the Company are available on our website. The said information is also available for inspection at the Registered Office of the company during business hours and separate copy of such statements will be provided at the request of the members.

6. PARTICULARS OF EMPLOYEES:

The information as required under the provisions of Section 197(12) of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time is attached herewith as **Annexure 1**.

7. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013 the Directors of your Company hereby confirm that:

- a) In the preparation of Annual Accounts for the year ended 31st March, 2018, the applicable accounting standards have been followed along with the proper explanation relating to material departures, if any, there from;
- b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2018 and of the profit and loss of the Company for that period;
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

- d) The Directors have prepared the annual accounts on a going concern basis.
- e) The directors had laid down internal financial controls by the Company and that such internal financial controls are adequate and operating effectively; and
- f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

7. BOARD MEETINGS, BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES OF DIRECTORS:

i) Board Meetings:

The Board of Directors of the Company met 07 times during the year 2017-18. The gap intervening between two meetings of the board is as prescribed in the Companies Act, 2013. The detail of number of meetings attended by each director is as follows:

S. No.	Names of Directors	Board Meetings						
		29.05.2017	07.06.2017	29.07.2017	21.08.2017	13.11.2017	05.02.2018	20.03.2018
1.	B K Gurbani	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2.	Meera B Gurbani	Yes	Yes	No	Yes	Yes	Yes	No
3.	Banala Jayaprakash Reddy	Yes	No	Yes	Yes	Yes	Yes	No
4.	Umra Singh Sirohi	Yes	No	Yes	Yes	Yes	Yes	No
5.	Vishal Ratan Gurbani**	-	-	-	-	Yes	Yes	Yes

**Appointed w.e.f 21.08.2017

ii) Changes in Directors & Key Managerial Personnel:

Mr. Vishal Ratan Gurbani was appointed as Additional Director on the Board w.e.f 21st August, 2017 and his appointment was regularized in the AGM held on 26.09.2017. Further there were no other changes in the constitution of Board during period under review.

iii) Re-Appointment/Appointment:

Mrs. Meera Gurbani, Director of the company retire by rotation at the ensuing Annual General Meeting and express her unwillingness for re-appointment. Members are requested to consider and approve resolution for not filling of casual vacancy caused by retirement of Ms. Meera Gurbani.

iv) Independent Directors:

The following Independent Directors who were appointed at the 23rd Annual General Meeting held on 27th September 2014 for a period of Five (5) years, will continue to be on the Board till the conclusion of Annual General Meeting to be held in the calendar year 2019.

1. Mr. Banala Jayaprakash Reddy
2. Mrs. Umra Singh Sirohi

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Act, that they meet the criteria of independence as laid down in Section 149(6) of the Act.

v) EXTRA ORDINARY MEETING HELD ON 18TH DECEMBER, 2017

During the year Company has called for and convened Extra Ordinary General Meeting on 18th December, 2017 and obtained approval of Members for enhancing borrowing powers of the Company against mortgage / charge.

vi) Board Committees:

The Company has the following Committees of the Board:

(a) Audit Committee:

The primary objective of Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and transparency in financial reporting. The Company has a qualified and independent Audit Committee comprising of Independent & Promoter Directors. The Chairman of the Committee is an Independent Director.

Composition:

Audit Committee of your Company as on date consists of following Non-executive Independent Directors:

1. Mrs. Umra Singh Sirohi - Chairman
2. Mr. Banala Jayaprakash Reddy - Member
3. Mrs. Meera Gurbani - Member

The committee met Four times during the financial year 29.05.2017, 29.07.2017, 13.11.2017 and 05.02.2018 attendance of each Member of Committee is as follows.

S. No.	Names of the Member	Designation	No. of Meetings held	No. of Meetings attended
1	Umra Singh Sirohi	Chairman	4	4
2	Meera Gurbani	Member	4	3
3	Banala Jayaprakash Reddy	Member	4	4

Terms of Reference:

- The recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Review and monitor the auditor's independence, performance and effectiveness of audit process.
- Examination of the financial statement and auditor's report thereon.
- Approval or any subsequent modification of transaction of the company with related parties.
- Scrutiny of intercorporate loans and investments.
- Valuation of undertakings or assets of the company, wherever it is necessary.

- Evaluation of internal financial control and risk management systems.
- Monitoring the end use of funds and related matters.
- Others task as may be assigned by the board.

Review of information:

- a) Management discussion and analysis of financial condition and results of operations;
- b) Statement of significant related party transactions, as defined by the Committee, submitted by the management;
- c) Management letters/letters of internal control weaknesses issued by the statutory auditors;
- d) Internal audit reports relating to internal control weaknesses; and
- e) The appointment, removal and terms of remuneration of the Chief Internal Auditor.

Audit Committee Recommendation:

During the year, all the recommendations of the Audit Committee were accepted by the Board.

(b) Nomination and Remuneration Committee:

Brief description of terms of reference:

The Nomination and Remuneration Committee is vested with the powers relating to formulating the criteria for determining qualifications, positive attributes, independence of directors and recommend to the board a policy relating to the remuneration of the directors, Key Managerial Employees and other employees.

The Committee shall also identify & screen candidates who qualify to become directors and may be appointed in senior management with the criteria laid down, evaluation of director's performance, approving and evaluating the compensation plans, policies and programs for executive directors and senior managements.

Composition:

The Nomination & Remuneration Committee constitutes of following directors:

1. Mrs. Umra Singh Sirohi - Chairman
2. Mr. Banala Jayaprakash Reddy - Member
3. Mrs. Meera Gurbani - Member

Remuneration Policy and details of remuneration paid to the Directors:

The policy framed by the Nomination and Remuneration Committee under the provisions of Section 178(4) of the Act, is as below:

The remuneration policy of the Company has been so structured in order to match the market trends of the confectionery industry. The Board in consultation with the Nomination and Remuneration Committee decides the remuneration policy for Directors. The Company has made adequate disclosures to the members on the remuneration paid to Directors from time to time. Remuneration/ Commission payable to Directors is determined by the contributions made by the respective Directors for the growth of the Company.

- 1 (One) meeting of Nomination and Remuneration Committee was held on 21.08.2017. Presently, the Non-Executive Directors do not receive any remuneration from the Company except sitting fees.
- The aggregate value of salary and perquisites for the year ended 31.03.2018 to Executive Directors are as under:

Name	Designation	Remuneration paid/to be paid for Financial year 2017-18 (in ₹.)		
		Salary & Perks	Commission	Total
B K Gurbani	Chairman & Managing Director	15.00 Lakhs	--	15.00 Lakhs
Vishal Ratan Gurbani	Vice-President & Whole Time Director	5.25 Lakhs	--	5.25 Lakhs

(c) Stakeholders Relationship Committee:

Composition of Stakeholders Relationship Committee is as follows:

- Meera B Gurbani - Chairman
 Banala Jayaprakash Reddy - Member

The role of Stakeholders' Relationship Committee is as follows:

1. Considering and resolving the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of declared dividend, etc;
2. Ensuring expeditious share transfer process in line with the proceedings of the Share Transfer Committee;
3. Evaluating performance and service standards of the Registrar and Share Transfer Agent of the Company;

vii) Vigil Mechanism:

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour the company has established a whistle-blower policy and also established a mechanism for Directors and employees to report their concerns.

Whistle Blower Policy:

The Company has established a mechanism for employees to report concerns about unethical behaviors, actual or suspected fraud, and violation of Code of Conduct of the Company etc. The mechanism also provides for adequate safeguards against victimization of employees who avail the mechanism and also provides for direct access to the Chairman of the Audit Committee. We affirm that during the Financial Year 2017-18, no employee has been denied access to the Audit Committee.

viii) Related Party Transactions:

The related party transactions that were entered into during the financial year were on an arm's length basis and there no material related party transactions made by the Company with Directors and other related parties which may have potential conflict with the interest of the company.

Details of the related party transactions as required pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 is attached herewith as **Annexure - 2**.

9. AUDITORS:

M/s. R R K & Associates., Chartered Accountants (FRN: 009785S), Statutory Auditors were appointed at the Twenty Third AGM of the Company to hold the office for a period of five years until the conclusion of the Annual General Meeting of the Company to be held in the financial year 2019. The Company has obtained consent from the Auditors expressing their willingness to continue as statutory Auditors for financial year 2018-19 and that they are eligible for such continuation of their appointment.

Further pursuant to section 142 of the Companies Act, 2013 payment of remuneration to Auditors requires approval of members in general meeting, hence resolution commended for the approval of Shareholders to authorize the board to negotiate and fix their remuneration for FY 2018-19.

10. AUDITORS REPORT:

The Auditors' Report for fiscal 2018 does not contain any qualification, reservation or adverse remark. The *Auditors' Report* is enclosed with the financial statements in this annual report.

11. SECRETARIAL AUDITOR:

In accordance with the provisions of Section 204 of the Companies Act, 2013 and as a measure of good corporate governance practice, the Board of Directors of the Company appointed M/s. V. K. Bajaj & Associates, Practicing Company Secretaries, to conduct Secretarial Audit of the Company for the Financial Year 2017-18. The Secretarial Audit Report for Financial year 2017-18 is herewith appended as **Annexure 3** to the Board's report.

With reference to remarks of secretarial auditors regarding appointment of Company Secretary as Key Managerial Person, your Board of Directors would like to bring to your kind notice that Company is putting all efforts to recruit a Company Secretary at the earliest.

With regards to advances to sister concerns, Board would like to inform you that those advances are given in the ordinary course of business.

12. SIGNIFICANT AND MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in the future.

13. EXTRACT OF ANNUAL RETURN:

In accordance with Section 134(3)(a) of the Companies Act, 2013, and extract of Annual Return in Form MGT 9 is annexed herewith as **Annexure 4** to the Boards' Report.

14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS U/S 186:

Company has neither made any investments nor given any guarantees during the financial year except outstanding advances to the Associate Companies.

15. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as prescribed under Section 134(3)(m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, are set out in the **Annexure 5** to this Report.

16. PERFORMANCE OF THE BOARD OF DIRECTORS, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

In accordance with Section 134(3)(p) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014, your Directors have reviewed and evaluated the performance of the Board of Directors and their committees, along with performance of individual Director in the light of Company's performance. The performance of the Directors individually and collectively and performance of committees are found satisfactory.

With the spirit of wealth creation for the shareholders of the Company, your Directors are committed to give their best efforts towards the development of the Company.

17. MANAGEMENT DISCUSSION & ANALYSIS REPORT :

As per Regulation 34 (2) and para B of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis report is attached and forms part of this report, as **Annexure 6**.

18. RISK MANAGEMENT:

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework.

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

The company has in place an Anti Sexual Harassment policy in line with the requirement of the Sexual Harassment women at work place (Prevention Prohibition and Redressal) Act, 2013. The internal complaints committee ("ICC") has been setup to redress the complaints received regarding sexual harassment. All employees are covered under this policy.

During the year there were no complaints referred to the ICC.

20. ACKNOWLEDGEMENTS:

Your Directors have pleasure in recording their appreciation for the assistance extended to the Company by various officials of the Central and State Governments and Commercial Banks.

Your Directors would also like to place on record their sincere appreciation and gratitude to the Shareholders, Investors, Suppliers, Bankers for their support and co-operation. Your Directors express their heartfelt gratitude to the employees for their exceptional commitment and loyalty to the Company.

By Order of the Board
For **SAMPRE NUTRITIONS LIMITED**

Place : Medchal
Date : 30.08.2018

Sd/-
B K GURBANI
Managing Director
DIN: 00318180

Sd/-
(VISHAL RATAN GURBANI)
Whole-Time Director
DIN: 07738685

Annexure - 1

Statement under section 197(12) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

I. Remuneration details of Directors and Key Managerial Personnel (KMPs)

Name of the Director	Designation	% increase in remuneration over last year	Ratio of Remuneration of Directors with Median Remuneration of employees
a) Executive Director			
Brahma Kishanchand Gurbani	Managing Director	Nil	5.94
Vishal Ratan Gurbani	Whole-Time Director - VP	NA	2.08
b) KMP			
Vamshi Srinivas Vempati	CFO	Nil	3.38

- II. Total employees on the payroll of the Company : 187
- III. Percentage increase in the median remuneration of employees during FY 2017-18 and Remuneration of Managerial Personnel Vis a Vis other employees: **The average increase every year is an outcome of the Company's market competitiveness, salary benchmark survey, inflation and talent retention.**
- IV. Pursuant to Rule 5(1)(xii) of the companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, it is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- V. Details of top ten employees of the companies in terms of remuneration drawn during the year including the details of remuneration of employees who, if employed throughout the year, were in receipt of remuneration at the rate of not less than Rs. 1,02,00,000/- per annum or if employed for part of the year, were in receipt of remuneration at the rate of not less than Rs. 8,50,000/- per month - **NIL**

FORM NO. AOC -2

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

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

Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a.	Name (s) of the related party & nature of relationship	Nil
b.	Nature of contracts/arrangements/transaction	Nil
c.	Duration of the contracts/arrangements/transaction	Nil
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
e.	Justification for entering into such contracts or arrangements or transactions'	Nil
f.	Date of approval by the Board	Nil
g.	Amount paid as advances, if any	Nil
h.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Nil

Details of contracts or arrangements or transactions at Arm's length basis.

S. No.	Particulars	Details
a.	Name (s) of the related party & Nature of relationship	M/s. Royes Industries Limited Enterprise in which Directors have significant influence
b.	Nature of contracts / arrangements / transaction	Lease Agreement dated 24.04.2015 & Addendum to Lease Agreement dated 08.11.2016
c.	Duration of the contracts/ arrangements/ transaction	8 years commencing from 21 st April, 2015
d.	Salient terms of the contracts or arrangements or transaction including the value, if any	Lease Rental of Rs. 5,00,000/- p.m towards factory premises alongwith Plant and Machinery
e.	Date of approval by the Board	27.03.2015
f.	Amount paid as advances, if any	Advance of Rs. 53,82,353/- paid as Security Deposit

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2018

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

To,
The Members,
SAMPRE NUTRITIONS LIMITED
Plot No. 133, Industrial Estate
Medchal – 501 401

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. SAMPRE NUTRITIONS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **M/s. SAMPRE NUTRITIONS LIMITED** 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 covering the financial year ended on 31.03.2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- I.. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 amended to Securities And Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 w.e.f. 16th May 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 amended to Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 herein referred as Listing Regulations.

- (d) SEBI (Share Based Employee Benefits) Regulations, 2014. **Not Applicable**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable** and
- (l) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable**

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

- a) Company has not yet appointed Company Secretary one of the Key Managerial Person.
 - b) Company has given advances to sister concerns in non-compliance with the provisions of the Act.
- v. **We further report that**, after considering the compliance system prevailing in the Company, and after carrying out test checks of the relevant records and documents maintained by the Company, it has complied with the following laws that are applicable specifically to the Company:
- (a) Food Safety and Standards Act, 2006.
 - (b) Water (Prevention & Control of Pollution) Act, 1961
 - (c) Drugs and Cosmetics Rules, 1945
 - (d) The Andhra Pradesh Commodities Dealers (Licensing & Distribution) Order 1982
 - (e) Standards of Weights & Measures (ENF) Act, 1985

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

- l) Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.

MANAGEMENT RESPONSIBILITY:

1. Maintenance of secretarial records, and to devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively is the responsibility of Management. Our responsibility as the Secretarial Auditor is to express an opinion on these secretarial records, systems, standards and procedures based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.

The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company;
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc;
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis;
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

For **V K Bajaj & Associates**
Company Secretaries

Sd/-
Vasanth Kumar Bajaj
Company Secretary
FCS 6868 C P No. 5827

Place : Hyderabad
Date : 30.08.2018

ANNEXURE - 4

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2018

[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:

1. CIN	L15499TG1991PLC013515
2. Registration Date	03.12.1991
3. Name of the Company	SAMPRE NUTRITIONS LIMITED
4. Category / Sub-Category of the Company	Company Limited By Shares / Indian Non-Government Company
5. Address of the Registered office and contact details	Plot No. 133, Industrial Estate, Medchal – 501 401 Telephone: 08418 - 222427/28 Fax: 08418 - 222429 E-mail: gurbani@gurbanigroup.in
6. Whether listed company Yes / No	YES
7. Name, Address and Contact details of Registrar and Transfer Agent	M/s. Big Share Services Private Limited 306, 3 rd Floor, Right Wing, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Road, Somajiguda, Hyderabad – 500 082 Phone: 040 – 40144582 e-mail: bsshyd1@bigshareonline.com

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:-

S No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Manufacture of sugar confectionery	15432	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING / SUBSIDIARY ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01/04/2017				No. of Shares held at the end of the year i.e. 31/03/2018				% Changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	2572563	0	2572563	53.37	2544463	0	2544463	52.79	-0.58
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Bank/Fl	0	0	0	0	0	0	0	0	0
f) Any Other...	0	0	0	0	0	0	0	0	0
Sub - Total (A) (1):-	2572563	0	2572563	53.37	2544463	0	2544463	52.79	-0.58
(2) Foreign									
a) NRIs -Individual	0	0	0	0	0	0	0	0	0
b) Other- Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/Fl	0	0	0	0	0	0	0	0	0
e) Any Other...	0	0	0	0	0	0	0	0	0
Sub - Total (A) (2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	2572563	0	2572563	53.37	2544463	0	2544463	52.79	-0.58
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/Fl	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) Sate Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others(NBFC)	0	0	0	0	0	0	0	0	0
(i-a) Foreign Portfolio Investor -II	0	0	0	0	0	0	0	0	0
Sub-total (B) (1):-	0	0	0	0	0	0	0	0	0
2.Non- Institutions									
a) Bodies Corp.									
i) Indian	55475	2600	58075	1.20	59033	2600	61633	1.28	+0.07
ii) Overseas	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Individual									
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	1029931	425572	1455503	30.20	1261369	399122	1660491	34.45	+4.25
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakhs	430543	10600	441143	8.93	247581	10800	258381	5.14	-3.79
c) Other (specify)									
(c-i) NBFC	3900	0	3900	0.08	3900	0	3900	0.08	0
(c-ii) Clearing Members	44504	0	44504	0.92	22435	0	22435	0.47	-0.46
(c-iii) Non-Resident Indians	49412	194900	244312	5.07	77297	191400	268697	5.57	+0.51
Sub - Total (B) (2):-	1613765	633672	2247437	46.41	1671615	603922	2275537	46.99	0.58
Total Public Shareholding (B) = (B)(1)+(B)(2)	1613765	633672	2247437	46.41	1671615	603922	2275537	46.99	0.58
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	4186328	633672	4820000	100	4216078	603922	4820000	100	0

ii) Shareholding of Promoters:

S. No.	Names of the Shareholders'	Share Holding at the beginning of the year			Share Holding at the end of the Year			% change In share Holding during 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	
1.	Brahma K Gurbani	9,16,016	19.00	0	8,87,916	18.42	0	-0.58
2.	Saritha B Gurbani	7,61,762	15.80	0	7,61,762	15.80	0	0
3.	Meera B Gurbani	5,30,762	11.01	0	5,30,762	11.01	0	0
4.	Saraswathi Gurbani	2,22,023	4.61	0	2,22,023	4.61	0	0
5.	Deepa Gurbani	1,42,000	2.95	0	1,42,000	2.95	0	0
Total		25,72,563	53.37	0	25,44,463	52.79	0	-0.58

iii) Change in Promoters' Shareholding:

S. No	Names of the Shareholders'	Shareholding at the beginning of the year		Reason for Increase / Decrease	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company		No. of shares	% of total shares of the company
1.	Promoter Group	25,72,563	53.37	Transfer	25,44,463	52.79

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

S. No	Names of the Shareholders	Particulars	Shareholding at the beginning of the year		Date	Cumulative Shareholding during the year	
			No. of shares	% of total shares		No. of shares	% of total shares
1.	Dheeraj Kumar Lohia	At the beginning of the year	74774	1.55	31.03.2018	0	0
		At the end of the year	0	0			
2.	Niranjan S Shetty	At the beginning of the year	---	0.00	31.03.2018	60785	1.26
		At the end of the year	60785	1.26			
3.	TanviJignesh Mehta	At the beginning of the year	55907	1.15	31.03.2018	0	0
		At the end of the year	0	0			
4.	Anil MadanlalRaika	At the beginning of the year	54000	1.12	31.03.2018	0	0
		At the end of the year	0	0			
5.	RamitRajinder Bhardwaj	At the beginning of the year	33309	0.69	31.03.2018	59308	1.22
		At the end of the year	59308	1.22			
6.	Subhadra Ramesh Shah	At the beginning of the year	38700	0.80	31.03.2018	0	0
		At the end of the year	0	0			
7.	Joydeep Roy	At the beginning of the year	13375	0.28	31.03.2018	35963	0.75
		At the end of the year	35963	0.75			
8.	KailashbenAshokkumar Patel	At the beginning of the year	25000	0.51	31.03.2018	0	0
		At the end of the year	0	0			
9.	Daksha Vishanji Kotak	At the beginning of the year	13550	0.28	31.03.2018	27950	0.58
		At the end of the year	27950	0.58			
10.	Ashish Kukreja	At the beginning of the year	--	0.00	31.03.2018	23260	0.48
		At the end of the year	23260	0.48			
11.	PCS Securities Limited	At the beginning of the year	22206	0.46	31.03.2018	97	0.00
		At the end of the year	97	0.00			
12.	Raj Kumar Agarwal	At the beginning of the year	20000	0.41	31.03.2018	0	0
		At the end of the year	0	0			
13.	LekhyaKantheti	At the beginning of the year	20000	0.41	31.03.2018	0	0
		At the end of the year	0	0			
14.	SmitaDivesh Shah	At the beginning of the year	--	0.00	31.03.2018	18950	0.39
		At the end of the year	18950	0.39			
15.	Sunitha Reddy Kyatham	At the beginning of the year	18000	0.37	31.03.2018	18000	0.37
		At the end of the year	18000	0.37			
16.	Raj Kumar Dwarkadas Gurbaxani	At the beginning of the year	15000	0.31	31.03.2018	15000	0.31
		At the end of the year	15000	0.31			
17.	R Varadarajan	At the beginning of the year	200	0.04	31.03.2018	14541	0.30
		At the end of the year	14541	0.30			
18.	Viral Ashok Mehta	At the beginning of the year	--	0.00	31.03.2018	13856	0.28
		At the end of the year	13856	0.28			

v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and KMP	Shareholding		Date	Increase / Decrease in Share Holding	Reason	Cumulative Shareholding during the year	
		No. of shares at the beginning / end of the year	% of total shares of the company				No. of shares at the beginning/ end of the year	% of total shares of the company
1.	Brahma K Gurbani	916016	19.00	01.04.2017	-	-	916016	19.00
		887916	18.42	31.03.2018			887916	18.42
2.	Meera B Gurbani	5,30,762	11.01	01.04.2017	-	-	5,30,762	11.01
		5,30,762	11.01	31.03.2018			5,30,762	11.01
3.	Banala Jayaprakash Reddy	-	-	01.04.2017	-	-	-	-
		-	-	31.03.2018			-	-
4.	Umra Singh Sirohi	-	-	01.04.2017	-	-	-	-
		-	-	31.03.2018			-	-
5.	Vamshi Srinivas Vempati	-	-	01.04.2017	-	-	-	-
		-	-	31.03.2018			-	-

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment (In ₹)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	10,65,72,880	2,46,11,650	-	13,11,84,530
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	10,65,72,880	2,46,11,650	-	13,11,84,530
Change in Indebtedness during the financial year				
Addition / (Reduction)	1,45,32,092	(49,08,119)	-	96,23,973
Net Change	1,45,32,092	(49,08,119)	-	96,23,973
Indebtedness at the end of the financial year				
i) Principal Amount	12,11,04,972	1,97,03,531	-	14,08,08,503
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	12,11,04,972	1,97,03,531	-	14,08,08,503

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

S. No.	Particulars of Remuneration	B K Gurbani Managing Director	Vishal Ratan Gurbani Vice - President & Whole time Director	Total Amount
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.	15,00,000	5,25,000	20,25,000
2.	Stock Option		--	--
3.	Sweat Equity		--	--
4.	Commission - as % of profit - others, specify...		--	--
5.	Others, please specify		--	--
Total (A)		15,00,000	5,25,000	20,25,000
Ceiling as per the Act – Schedule V of the Act			--	84,00,000

B. Remuneration to other directors:**(In ₹)**

Sl. No.	Particulars of Remuneration	Meera B Gurbani	Banala Jayaprakash Reddy	Umra Singh Sirohi	Total
1.	Independent Directors				
	• Fee for attending board / committee meetings	-	40,000	40,000	80,000
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
Total (1)		-	40,000	40,000	80,000
2.	Other Non-Executive Directors				
	• Fee for attending board / committee meetings	40,000	-	-	40,000
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
Total (2)		40,000	-	-	40,000
Total (B)=(1+2)		40,000	40,000	40,000	1,20,000
Total Managerial Remuneration					21,45,000
Overall Ceiling as per the Act*					84,00,000

C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD:**(In ₹)**

S. No.	Particulars of Remuneration	Vamshi Srinivas Vempati Chief Financial Officer	Total
1.	Gross salary (a+b+c)	8,52,000	8,52,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,52,000	8,52,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, please specify	-	-
Total		8,52,000	8,52,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties or punishments levied on the company during the year. Also, there was no necessity for the company to compound any offence.

**Details of Conservation of Energy, Technology Absorption,
Foreign Exchange Earnings and Outflow**

[Clause (m) of sub-section (3) of Section 134 of the Act,
r/w Rule 8 of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY:

(i) The steps taken or impact on conservation of energy:

Company is taking steps to conserve energy to the extent possible, one of them being Using Briquettes in Boiler.

(ii) The steps taken by the Company for utilizing alternate source of energy:

Company is looking to install solar panels for its lighting requirement where ever it is feasible.

(iii) The Capital Investment on energy conservation equipments:

Amount spent on conservation of energy is not significant, when compared to size of the balance sheet.

B. TECHNOLOGY ABSORPTION:

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

FOREIGN EXCHANGE EARNINGS AND OUTGO :

(Amount in ₹)

Particulars	March 31, 2018
Foreign exchange earnings	Nil
Foreign exchange outgo	Nil

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**INDIAN ECONOMY**

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's GDP is estimated to have increased 6.6 per cent in 2017-18 and is expected to grow 7.3 per cent in 2018-19.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

Sales of chocolate confectionery in retail markets grew by 13% between 2016 and 2017 in India, Other countries, which saw sales growth of 2%, Mintel data showed. Data from Mintel also revealed that India's chocolate confectionery market has had a strong CAGR of 19.9%, in retail market value, between 2011 and 2015, and is expected to grow at a CAGR of 20.6% from 2016 to 2020.

Chocolates, one of the mouthwatering foods, are relished by kids, young and middle-aged people in India. That's why chocolate industry is growing day-by-day in India. Nowadays chocolates honour the most auspicious festivals in India like Diwali and Raksha Bandhan and occasions such as birthdays, weddings and engagements. Chocolates enter the market with different sizes, shapes and designs according to the occasion and are priced correspondingly. People are now slowly shifting from traditional Indian sweetmeats to the well-wrapped chocolates.

Sugar confectionery, such as boiled sweets, mints and toffees, caramels and nougat, were used in monetary transactions as substitutes for lower denominations of currency in many places. This has contributed to the growth in sales of sugar confectionery in India. Retail outlets have started to issue sugar confectionery priced at INR 1.00-5.00 during transactions, in lieu of change for example, to cover for the dearth of lower denominations of currency.

OUTLOOK OF THE HARD BOILED CANDY MARKET:

The HBC segment has strong sub-categories such as lacto candies, cough lozenges and digestive candies and most major players are present in that category. It has grown so big that when a new player comes in and studies the market, it decides to launch in that particular segment instead of innovating in others.

The confectionery space in India is known by certain distinct characteristics - highly pricesensitive, extremely low value, and a distribution driven market. With major players such as Cadbury, Nestle and Gujarat Co-operative Milk Marketing Federation along with other big distribution companies entered in this segment & eyeing this space for a bigger bite of the pie, competition is expected to heat up. Since the pocket money of children accounts for a bulk of confectionery purchases, pricing is low and generally under Re. 1. Prices of key brands have been more or less constant over the past five years, leading to a massive pressure on margins.

The latest trend that has fixed its foot in the Indian market is the increasing demand for dark and sugar-free chocolates. Therefore, manufacturers are introducing new products with antioxidant claims, low/no/reduced trans fat & calorie, diabetic claims and so on suggesting that the potential for market growth in this segment is very positive. Market also has calorie-conscious customised handmade chocolates, which are guaranteed high on taste, flavour and low on calories for the people who are calorie-conscious. Less cholesterol and calories than traditional Indian sweets is the major reason behind consumer's attraction towards such types of chocolates as more and more people are turning health-conscious in the country.

OPPORTUNITIES, THREATS, RISKS AND CONCERNS:

Innovations, new launches of brands and variants are driving candies segment growth to a 15% level, almost double the rate at which confectionery category is growing, product innovation in terms of formulations, processing, and packaging is the major factor that drives the growth of the confectionery industry.

The Indian confectionery market is very different from the global market. The trade is significantly different with the global market relying heavily on organised trade. In India, unorganised mom and pop retail outlets such as paan shops and kirana outlets result in the bulk of sales. Organised trade is still insignificant in terms of sales. Functional products and sugar free confectionery dominate the world-wide market, while that trend is yet to pick up in India. The GST in India was implemented w.e.f 1st July 2017, thereby pushing forward this biggest tax reform to the next level.

PERFORMANCE:

At the instance, during the year 2017-18, our total turnover is INR 3264.72 Lakhs from INR 3358.16 Lakhs in the previous year and total Profit earned INR 24.22 Lakhs from INR 45.17 Lakhs in the previous year.

As you know that company has been working as contract manufactures for multi-national companies and leading FMCG Companies for more than 2 decades and has been continuously striving to maintain world class manufacturing standards and recognized by customers for high quality standards, your Company has launched 6 new flavors of Hard Boiled Candies during the year.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:

The Company has adequate systems of internal Controls commensurate with its size and operations to ensure orderly and efficient conduct of business. These controls ensure safeguarding of assets, reduction and detection of fraud and error, adequacy and completeness of the accounting records and timely preparation of reliable financial information.

An Internal Auditor carries out the internal audit of the Company operations and reports its findings to the Audit Committee on a regular basis. Internal Audit also evaluates the functioning and quality of internal controls, and provides assurance of its adequacy and effectiveness through periodic reporting.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT:

Your Company has undertaken certain employees' Development initiatives which have very positive impact on the moral and team spirit of the employees. The Company has continued to give special attention to Human Resources / Industrial Relations development. Industrial relations remained cordial throughout the year and there was no incidence of strike, lock-out etc. Your Company's human resource management systems and processes are designed to enhance employee engagement, organizational capability and vitality so as to ensure that competitive superiority and capable of achieving your Company's ambitious plans for growth.

CAUTIONARY STATEMENT:

Statements made in this report describing the company's projections, estimates, expectations or predictions may be "forward looking" within meaning of applicable securities laws and regulations. Actual results may differ from such estimates whether expressed or implied. Factors which would make a significant difference to the company's operations include availability of quality raw material, market prices of other important raw materials like milk powder, vegetable fat etc., changes in Government regulations and tax laws economic conditions affecting demand/supplies and other environmental factors over which the company does not have control.

INDEPENDENT AUDITORS' REPORT

To

The Members of

SAMPRE NUTRITIONS LIMITED

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS Financial Statements of **SAMPRE NUTRITIONS LIMITED** ("the company"), which comprise the Balance Sheet as at 31 March 2018, the Statement of Profit and Loss (Including Other Comprehensive Income), Statement of Cash Flows and the Statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone Ind AS financial statement").

Management's Responsibility for the Standalone Financial Statements

The company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the state of affairs, profit/loss (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

This responsibility 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 effectively design, implementation and maintenance of adequate internal financial controls, that were operating for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS 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 there under.

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 Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS Financial Statements. 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. In making those risk assessments, the

auditor considers internal financial control relevant to the Company's preparation of the Ind AS Financial Statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the Ind AS 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 Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone Ind AS 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 including the Ind AS of the state of affairs of the Company as at 31st March, 2018, its Profit (including other comprehensive income), its cash flows and its changes in equity for the year ended on that date.

Report on other Legal and Regulatory Requirements

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 given in the 'Annexure A' statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.

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 Cash Flow Statement and statement of changes in equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Ind AS Financial Statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, 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', and
- g) With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, to our best of our information and according to the explanations given to us :

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Ind AS financial statements – Refer to Note No. 27 to the Standalone Ind AS financial statements;
- ii. Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
- iii. During the year the Company has not required to transfer any Investor Education and Protection Fund.

For R R K & Associates
Chartered Accountants
FRN No. 09785S

Sd/-
R. Radha Krishna
Partner
M.No.210777

Date : 29-05-2018
Place : Hyderabad

Annexure 'A'
To The Independent Auditor's Report
(This is the Annexure referred to in our Report of even date)

- i.
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. All fixed assets have been physically verified by the Management during the year, in our opinion, is reasonable having regard to the size of the Company and the nature of its Assets. No material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us all the title deeds of immovable properties are held in the name of the company.
- ii.
 - a. The Management has conducted physical verification of inventory at reasonable intervals during the year.
 - b. The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification.
- iii.
 - a. The Company has granted unsecured Advances to the parties covered in the register maintained under section 189 of the Companies Act, 2013.
 - b. The terms of the loans granted above are not prejudicial to the interest of the company and repayments including interest thereon have been regular according to the schedule as stipulated there under.
 - iv. The Company has been complied with provisions of section 185 and 186 of the Companies Act, 2013 wherever applicable in respect of loans, investments, guarantees, and security.
 - v. The Company has not accepted any deposits from the public.
 - vi. We have broadly reviewed the cost records maintained by the Company pursuant to the rules made by the Central Government under section 148(1) of the companies Act, 2013 and are of the opinion that *prima facie*, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of these records with a view to determine whether they are accurate or complete.
- vii.
 - a. According to the records provided to us, the Company is regular in depositing undisputed statutory dues including Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and any other statutory dues applicable to it with appropriate authorities and according to the information and explanations given to us, no undisputed amounts payable in respect of Income- tax, Sales-tax, Wealth-tax, Service Tax, Customs Duty, Excise Duty and Cess were in arrears as at 31st March, 2018 for a period of more than six months from the date they became payable.

- b. According to the records of the Company and on the basis of the information and explanations given to us, except for below mentioned, there are no dues in respect of VAT, Service Tax, Duty of Excise, Income Tax, customs duty, wealth tax that have not been deposited with the appropriate authorities on account of any dispute.

Name of the Statute	Nature of the Dues	Amount Rs.	Period to relates	Forum where pending
Central Excise Act, 1944	Excise Duty	Excise Duty Rs.74, 45,614/-, & Penalty of Rs.74, 45,614/-.	From April-2007 To March-2011	CESTAT, Bangalore, Final Order no: 20533-20535/2014, dated: 7/4/2014. Remand back to Commissioner (Appeals)- Attended PH during June - 2015.
Central Excise Act, 1944	Excise Duty	Excise Duty Rs.20, 03,700/-, & Penalty of Rs.60, 00,000/-.	From April-2011 To January-2012.	CESTAT, Bangalore, OIA 42/2013 submitted on 31-01-2014, Remand back to Commissioner of Central Excise Appeals .
Central Excise Act, 1944	Excise Duty	Excise Duty of Rs.21, 83,993/- and Penalty of Rs.2, 00,000/-.	From February-2012 To September-2012.	Remand back to Commissioner of Central Excise Appeals O.R.No.34/2013. Attended PH during June -2015.
Central Excise Act, 1944	Excise Duty	Excise Duty of Rs.10, 05,000/- .	From September-2012-March 2013.	Remand back to Commissioner of Central Excise Appeals. Attended PH during June -2015.
Central Excise Act, 1944	Excise Duty	Excise Duty on Freebies Paid Rs. 63, 49,974/-.	From June-2008 To January-2013	Commissioner of Central Excise O.R.No.127/2013.Dated:02.07.2013 appeal filed on 22.12.2014.
Central Excise Act, 1944	Excise Duty	Excise Duty on Freebies Paid Rs. 11, 54,946/-.	From January-2013- Dec 2013	CESTAT, Bangalore, SCN:40/2014 issued 03-03-2014.Appeal filed on 24.07.2015
Central Excise Act, 1944	Excise Duty	Excise Duty on Freebies Payable Rs.95,96,005/-.	From Apr-2014- Dec 2014	O.R.No.101/2015-Adjn (Commr.) (C.E.), O.I.O No.HYD-EXCUS-004-COM-041-15-16 Dated: 15.10.2015.Appeal Filed on 11.02.2016.
Central Excise Act, 1944	Excise Duty	Excise Duty on Freebies Payable Rs.2,51,86,222/-	From Apr-2014- Dec 2014	O.I.O No.HYD-EXCUS-0004-COM-017-15-16 Dated: 24.06.2015. Appeal Filed on 08.10.2015
Central Excise Act, 1944	Excise Duty	Excise Duty on PME Case Rs.212,09,684/-	From Jan- 2015 – Oct 2015	CESTAT
Central Excise Act, 1944	Excise Duty	Excise Duty on PME Case Rs.7,50,000/-	From Nov- 2015 – Jun 2017	CCE(Appeals), Hyderabad
Central Excise Act, 1944	Excise Duty	Excise Duty on Valuation for Rs.86,23,672/-	F.Y.2010-11	DGCEI
Income Tax Act, 1961	Income Tax	Rs.42 Lakhs	A.Y.2005-06	CIT (A), Circle 3(1), Hyderabad

- viii. The Company has not defaulted in repayment of loans or borrowings to the financial institutions or banks or government or dues to debenture holders.
- ix. In our opinion, Term Loans were applied for the purpose for which the said loans were obtained.
- x. As per the checks carried out by us, no fraud on or by the company has been noticed or reported during the year under report.
- xi. According to the records of the Company and on the basis of the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V of the Companies Act, 2013.
- xii. The Company is not a Nidhi Company.
- xiii. In our opinion, and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;
- xiv. In our opinion, and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. In our opinion, and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For RRK & Associates

Chartered Accountants
FRN No.09785S

Sd/-

R.Radha Krishna

Partner

M.No.210777

Date : 29-05-2018

Place : Hyderabad

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **SAMPRE NUTRITIONS LIMITED** ("the Company") as of 31 March 2018 in conjunction with our audit of the IndAS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 31 March 2018, 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 RRK & Associates

Chartered Accountants

Firm Registration No. 09785S

Sd/-

R.Radha Krishna

Partner

M.No.210777

Date : 29-05-2018

Place : Hyderabad

SAMPRE NUTRITIONS LIMITED
BALANCE SHEET AS ON 31.03.2018

(All amounts are in Indian rupees except as otherwise stated)

Particulars	Notes	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	3	128,806,552	90,843,242	90,133,980
(b) Capital work-in-progress	4	23,932,300	55,764,332	38,600,483
(c) Financial Assets				
- Investments in Subsidiaries & Others	5	100,000	100,000	100,000
- Other Financials Assets	6	14,952,762	14,068,019	13,483,700
d) Other non-current assets	7	700,244	700,264	787,797
		168,491,858	161,475,857	143,105,960
Current assets				
(a) Inventories	8	49,263,572	35,912,764	24,901,948
(b) Financial Assets				
- Trade receivables	9	45,252,543	48,436,323	60,508,820
- Cash and cash equivalents	10	2,369,626	2,741,310	2,331,067
- Others Financial Asset	6	7,268,847	12,969,825	7,306,970
c) Other Current Assets		49,071	-	-
		104,203,658	100,060,222	95,048,805
		272,695,516	261,536,079	238,154,765
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	11	48,200,000	48,200,000	48,200,000
(b) Other Equity	12	53,200,960	50,779,043	46,261,750
Total Equity		101,400,960	98,979,043	94,461,750
Liabilities				
Deferred tax liability (net)	13	5,331,870	4,050,552	4,606,789
Non-current liabilities				
Financial Liabilities				
Long term borrowings	14	91,571,855	67,758,270	38,941,099
		96,903,725	71,808,822	43,547,888
Current liabilities				
(a) Financial Liabilities				
Short-term Borrowings	15	40,306,648	58,776,260	35,103,939
Trade payables	16	15,895,392	21,560,356	39,096,570
Other current liabilities	17	17,050,658	8,537,645	24,222,207
Short-term provisions	18	1,138,133	1,873,953	1,722,411
		74,390,831	90,748,214	100,145,127
		272,695,516	261,536,079	238,154,765

Summary of significant accounting policies 1-44

The accompanying notes referred above form an integral part of the financial statements.

As per our report of even date attached

For RRK & Associates

Chartered Accountants

Firm No. : 009785S

Sd/-

R.Radha Krishna

Partner

M.No.210777

Place : Medchal

Date : 29-05-2018

for and on behalf of the Board

Sampre Nutritions Limited

Sd/-

(B K GURBANI)

Managing Director

DIN: 00318180

Sd/-

(VISHAL RATAN GURBANI)

Whole-Time Director

DIN: 07738685

Sd/-

(V. VAMSHI SRINIVAS)

Chief Financial Officer

SAMPRE NUTRITIONS LIMITED

Statement of profit and loss for the year ended March 31, 2018

(All amounts are in Indian rupees except as otherwise stated)

Particulars	Notes	For the Year Ended 31st March 2018	For the Year Ended 31st March 2017
Revenue			
Revenue from operations	19	326,472,899	335,816,823
Other income	20	1,061,338	818,696
		327,534,237	336,635,519
Expenses			
Cost of materials consumed	21	199,633,780	213,692,782
Manufacturing expenditure	22	69,983,443	70,968,644
Employee benefits expense	23	8,019,116	5,873,812
Other expenses	24	18,653,611	15,523,376
Depreciation	25	14,842,605	12,869,980
Finance costs	26	11,560,313	11,080,622
		322,692,868	330,009,215
Profit/ (loss) before tax		4,841,369	6,626,304
Tax expense		-	-
Current tax		1,138,133	2,665,248
Deferred tax (credit)/charge		1,281,318	(556,237)
Total tax expense		2,419,451	2,109,011
Profit/ (loss) for the period/year		2,421,917	4,517,293
Other Comprehensive Income		-	-
Total Comprehensive Income for the Year		2,421,917	4,517,293
Earnings per equity share			
[Nominal value of equity share Rs.10 (March 31, 2016: Rs.10)]			
Basic and Diluted (Rs.)		0.50	0.94
Weighted average no. of equity shares		4,820,000	4,820,000

The accompanying notes referred above form an integral part of the financial statements. 1-44

As per our report of even date attached

For RRK & Associates

Chartered Accountants

Firm No. : 009785S

Sd/-

R.Radha Krishna

Partner

M.No.210777

Place : Medchal

Date : 29-05-2018

for and on behalf of the Board

Sampre Nutritions Limited

Sd/-

(B K GURBANI)

Managing Director

DIN: 00318180

Sd/-

(VISHAL RATAN GURBANI)

Whole-Time Director

DIN: 07738685

Sd/-

(V. VAMSHI SRINIVAS)

Chief Financial Officer

SAMPRE NUTRITIONS LIMITED

Cash flow statement for the year ended 31 March 2018
(All amounts are in Indian rupees except as otherwise stated)

(Rs.)

Particulars	For the Year Ended 31st March 2018	For the Year Ended 31st March 2017
a. Cash Flow From Operating Activities:		
Net Profit before tax	4,841,369	6,626,304
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation expense	14,842,605	12,869,980
Interest income accrued	(984,862)	(192,125)
Interest Expense	4,995,540	11,080,622
Operating profit before working capital changes	23,694,651	30,384,781
Movements in Working Capital :		
(Increase)/ Decrease in inventories	(13,350,808)	(11,010,816)
(Increase)/ Decrease in Financials Assets	8,412,951	5,825,323
(Increase)/ Decrease in other non-current assets	20	87,533
(Increase)/ Decrease in Other Current Non Financial Assets	(49,071)	-
Increase / (Decrease) in Trade payables	(5,664,964)	(17,536,214)
Increase/ (decrease) in other current Financial Liabilities	4,233,013	(15,684,562)
Increase / (Decrease) in Other Non-Financial Liabilities	-	151,541
Cash generated / used in operations	17,275,793	(7,782,414)
Direct taxes (paid)/Refund (net)	(2,286,889)	(2,665,248)
Net cash generated/ (used) from operating activities (A)	14,988,904	(10,447,662)
B. Cash flow from investing activities		
Proceeds of fixed assets including Capital work - in - progress	(21,375,631)	(32,091,690)
Proceeds from sale of fixed assets	401,748	1,348,600
Interest received	984,862	192,125
Net cash generated/ (used) in investing activities (B)	(19,989,021)	(30,550,965)
C. Cash flow from financing activities		
Proceeds from long term borrowings (Net of repayment)	28,093,585	28,817,171
Proceeds from short term borrowings	(18,469,612)	23,672,321
Interest expense paid	(4,995,540)	(11,080,622)
Net cash flow generated/ (used) in financing activities ©)	4,628,433	41,408,870
Net increase/ (decrease) in cash and cash equivalents (A + B+ C)	(371,684)	410,243
Cash and cash equivalents at the beginning of the year	2,741,310	2,331,067
Cash and cash equivalents at the end of the year	2,369,626	2,741,310
Components of cash and cash equivalents:		
Cash on hand	99,296	571,068
Deposits with banks	2,170,242	2,170,242
With banks - on current accounts	100,087	-
Cash and cash equivalents	2,369,626	2,741,310

The accompanying notes referred above form an integral part of the financial statements.

As per our report of even date attached

For RRK & Associates

Chartered Accountants

Firm No. : 009785S

Sd/-

R.Radha Krishna

Partner

M.No.210777

Place : Medchal

Date : 29-05-2018

for and on behalf of the Board

Sampre Nutritions Limited

Sd/-

(B K GURBANI)

Managing Director

DIN: 00318180

Sd/-

(VISHAL RATAN GURBANI)

Whole-Time Director

DIN: 07738685

Sd/-

(V. VAMSHI SRINIVAS)

Chief Financial Officer

SAMPRE NUTRITIONS LIMITED

Notes to financial statements for the year ended March 31, 2018

1. Basis of accounting and preparation of Financial Statements

a) Company Overview

The Company is into the activity of manufacturing of Sugar Candies. The principal place of business is situated at 133, TSIC Industrial Estate, Medchal - 500401, Medchal Malkajgiri Dist, Telangana.

b) Basis of accounting and preparation of Financial Statements Recent accounting pronouncement

In March 2018, the Ministry of Corporate (MCA) has notified the Ind AS 115, Revenue from contract with Customers. The Ind AS 115 requires the entities should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further the new standard requires enhanced disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The standard permits two possible methods of transition;

Retrospective approach: Under this standard will apply retrospectively to each prior period reporting period presented in accordance with Ind AS-8, *Accounting Policies, Changes in Accounting Estimates and Errors*.

Retrospectively with cumulative effect of initially applying the standard recognised at the date of initial application. (Cumulative catch up approach)

The effective date for adoption of Ind AS 115 is financial period beginning on after 1st April, 2018.

c) Basis of preparation of Financials Statements

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS"), and presentation requirements of Division II to Schedule III to the Act under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair value. The financial statements up to the financial year ended March 31, 2017 were prepared in accordance with generally accepted accounting principles in the India, including accounting standards read with Section 133 of the Companies Act, 2013 notified under Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2017. Refer Note 2 (n) for the details of first time adoption exemptions availed by the Company.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

d) Critical accounting judgements and key sources of estimation uncertainty

The preparation of the financial statements in conformity with the Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures as at date of the financial statements and the reported amounts of the revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Although these estimates are based upon management's best knowledge of current events, actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical Judgements In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements:

Key sources of estimation uncertainty : The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Income taxes: The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid / recovered for uncertain tax positions.

e) Operating Cycle and Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification in accordance with Part-I of Division- II of Schedule III of the Companies Act, 2013.

An asset is treated as current when (a) It is expected to be realised or intended to be sold or consumed in normal operating cycle; (b) It is held primarily for the purpose of trading; or (c) It is expected to be realised within twelve months after the reporting period, or (d) The asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current.

A liability is current when (a) It is expected to be settled in normal operating cycle; or (b) It is held primarily for the purpose of trading; or (c) It is due to be settled within twelve months after the reporting period, or (d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counter party, results in its settlement by the issue of equity instruments do not affect its classification. The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its normal operating cycle.

2 Significant Accounting Policies

a) Property, Plant and Equipment & Depreciation

i) Recognition and Measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. The cost of an item of property, plant and equipment comprises:

Its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

Any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

If significant part of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are de-recognised from financial statement, either on disposal or when no economic benefits are expected from its use or disposal. The gain or loss arising from disposal of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment recognised in the statement of profit and loss account in the year of occurrence.

ii) Subsequent expenditure

Subsequent expenditure is capitalised only if its is probable that the future economic benefits associated with the expenditure will flow to the company.

iii) Depreciation

Depreciation amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on assets has been provided on Straight line basis at the useful lives specified in the Schedule II of the Companies Act, 2013. Depreciation on additions / deductions is calculated pro-rata from / to the month of additions / deductions.

Assets costing less than INR 5,000/- are depreciated at 100% in the year of acquisition.

1) Revenue recognition

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.

Interest income: Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

g) Inventories

Raw materials and stores, work-in-progress, traded and finished goods are stated at the lower of cost, calculated on weighted average basis, and net realizable value. Cost of raw materials and stores comprise of cost of purchase. Cost of work-in-progress and finished goods comprises

direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other cost incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Items held for use in the production of inventory are not written below cost if the finished product in which these will be incorporated are expected to be sold at or above cost.

h) Foreign Currencies

Functional currency: The functional currency of the Company is the Indian rupee.

Transactions and translations: Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign-currency-denominated monetary assets and liabilities are translated into the relevant functional currency at exchange rates in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

i) Income tax

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax: Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of a deferred tax asset is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

j) Impairment of Assets

Non Financial Assets :The carrying value of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve for that asset.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets, such reversal is not recognised.

Financial assets: The Company assesses on a forward-looking basis the expected credit losses associated with its financial assets. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

k) Provisions and Contingent Liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

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

Contingent assets are not recognised in the Financial Statements.

I) Non-derivative financial instruments

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

(a) Financial assets

Cash and cash equivalents For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade Receivables and Loans: Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Debt Instruments: Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

Equity Instruments: All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis.

(b) Financial assets– Subsequent measurement

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

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

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

(c) Financial liabilities

Loans and borrowings: After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost on accrual basis.

Financial guarantee contracts: Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

(d) Financial liabilities - Subsequent measurement

Financial liabilities are measured at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, carrying amounts approximate the fair value due to the short maturity of these instruments.

(e) De-recognition

The Company de-recognizes a financial assets when the contractual rights to the cash flows from the financial asset expires or it transfers the financial assets and the transfer qualifies for de-recognition under Indian Accounting Standard 109 "Financial Instruments". A financial liability (or a part of financial liability) is de-recognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

(f) Offsetting of financial instruments

Financial assets and financial liabilities are offsetted and the net amount is reported in financial statements if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

m) Earnings Per Share

Basic EPS is computed by dividing the profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year. Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares.

n) Transition to Ind AS

As stated in Note a, the Company's financial statements for the year ended March 31, 2018 are the first annual financial statements prepared in compliance with Ind AS.

The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 1, 2016 as the transition date. Ind AS 101 requires that all Ind AS standards that are effective for the first Ind AS Financial Statements for the year ended March 31, 2018, be applied consistently and retrospectively for II fiscal years presented.

In preparing these financial statements, the company has availed certain exemptions and exceptions in accordance with Ind AS 101 as explained below.

(a) Exemptions from retrospective application :

- i) Fair value measurement of financial assets or liabilities at initial recognition: The Company has not applied the provision of Ind AS 109, Financial Instruments, upon the initial recognition of the financial instruments where there is no active market.
- ii) Recognition of financial instruments: The Company does not have any financial assets or liabilities as of the transition dates which were required to be designated, and which met the required criteria given in Ind AS 101, as a financial asset or financial liability at FVTPL.

SAMPRE NUTRITIONS LIMITED

Notes to financial statements

(All amounts are in Indian rupees except as otherwise stated)

3 Property Plant and Equipment

	Freehold Land	Misc Fixed Assets	Electrical Equipment	Factory Buildings	Plant and machinery	Office Buildings	Office Equipment	Computer equipment	Furniture and fixtures	Vehicles	Total fixed assets
Cost											
As at April 1, 2016	2,124,163	601,196	16,451,510	58,714,743	107,528,438	4,317,873	4,072,751	408,857	5,016,092	22,484,336	221,719,959
Additions	-	-	2,054,633	-	2,464,713	1,236,407	115,439	88,250	6,851,244	2,117,155	14,927,841
Deletions	-	-	-	-	-	-	-	-	-	(1,867,597)	(1,867,597)
As at March 31, 2017	2,124,163	601,196	18,506,143	58,714,743	109,993,151	5,554,280	4,188,190	497,107	11,867,336	22,733,894	234,780,203
Additions	-	37,605	3,747,544	1,040,889	40,557,045	-	269,104	-	3,117,627	4,437,849	53,207,663
Deletions	-	-	-	-	-	-	-	-	-	(401,748)	(401,748)
As at March 31, 2018	2,124,163	638,801	22,253,687	59,755,632	150,550,196	5,554,280	4,457,294	497,107	14,984,963	26,769,995	287,586,118
As at April 1, 2016	-	545,680	14,144,382	22,404,687	69,656,395	842,183	3,421,582	368,742	4,350,769	15,851,559	131,585,979
Adjustment to opening Reserve	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	41,316	335,284	2,805,224	7,235,795	99,777	103,943	50,301	579,311	1,619,028	12,869,979
Deletions	-	-	-	-	-	-	-	-	-	(518,997)	(518,997)
As at March 31, 2017	-	586,996	14,479,666	25,209,911	76,892,190	941,960	3,525,525	419,043	4,930,080	16,951,590	143,936,961
Adjustment to opening Reserve	-	-	-	-	-	-	-	-	-	-	-
Charge for the year	-	12,941	608,918	2,838,220	8,582,677	119,312	123,938	38,355	874,429	1,643,813	14,842,605
Deletions	-	-	-	-	-	-	-	-	-	-	-
As at March 31, 2018	-	599,937	15,088,584	28,048,131	85,474,867	1,061,272	3,649,463	457,398	5,804,509	18,595,403	158,779,566
Net Block											
As at April 1, 2016	2,124,163	55,516	2,307,128	36,310,056	37,872,043	3,475,690	651,169	40,115	665,323	6,632,777	90,133,980
As at March 31, 2017	2,124,163	14,200	4,026,477	33,504,832	33,100,961	4,612,320	662,665	78,064	6,937,256	5,782,304	90,843,242
As at March 31, 2018	2,124,163	38,864	7,165,103	31,707,501	65,075,328	4,493,008	807,831	39,709	9,180,454	8,174,592	128,806,552

Capital work - in - progress (Refer note 26)

As at April 1, 2016 38,600,483

As at March 31, 2017 55,764,332

As at March 31, 2018 23,932,300

SAMPRE NUTRITIONS LIMITED
Notes to financial statements
(All amounts are in Indian rupees except as otherwise stated)

Notes	Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
8	Inventories (valued at lower of cost and net realisable value)			
	Raw Materials	29,558,143	24,429,472	16,126,186
	Packing Materials	19,705,429	11,483,292	8,775,762
		49,263,572	35,912,764	24,901,948
9	Trade receivables			
	Trade Receivables (Outstanding for a period of more than six months)	-	-	-
	Unsecured, considered good	45,252,543	48,436,323	60,508,820
		45,252,543	48,436,323	60,508,820
10	Cash and Cash Equivalents			
	Cash and Cash equivalents			
	Balance with banks	100,087	-	-
	- On current accounts			
	Margin money deposit	2,170,242	2,170,242	2,170,242
	Cash on hand	99,296	571,068	160,825
		2,369,626	2,741,310	2,331,067
11	Share Capital			
	Authorised Shares			
	6,000,000 (March 31, 2015: 6,000,000) equity shares of Rs. 10 each	60,000,000	60,000,000	60,000,000
	Issued and subscribed shares			
	48,20,000 (March 31, 2015: 48,20,000) equity shares of Rs. 10 each	48,200,000	48,200,000	48,200,000
		48,200,000	48,200,000	48,200,000

a) Reconciliation of the equity shares outstanding at the beginning and at the end of the year

	As at 31 March 2018		As at 31 March 2017		As at 1 April 2016	
	Number	Amount in Rs.	Number	Amount in Rs.	Number	Amount in Rs.
At the beginning of the year	48,20,000	48,200,000	48,20,000	48,200,000	48,20,000	48,200,000
Outstanding at the end of the year	48,20,000	48,200,000	48,20,000	48,200,000	48,20,000	48,200,000

b) Terms/right attached to equity shares

The Company has issued only one class of equity shares having par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Name of the shareholder	As at March 31, 2018		As at March 31, 2017		March 31, 2016	
	Number	% holding in the class	Number	% holding in the class	Number	% holding in the class
Equity shares of Rs. 10 each fully paid						
Brahma K Gurbani	887916	18.42	916,016	19.00	916,016	19.00
Saritha. B. Gurbani	761,762	15.80	761,762	15.80	761,762	15.80
Meera B. Gurbani	530,762	11.01	530,762	11.01	530,762	11.01

As per the records of the Company, including its register of shareholders/members, the above shareholding represents

Notes	Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
12	Other Equity			
	Securities premium account	3,700,000	3,700,000	3,700,000
	Surplus in the statement of profit and loss			
	Balance as per last financial statements	47,079,043	42,561,750	32,394,251
	Profit / (loss) for the period/year	2,421,917	4,517,293	8,587,499
	Add/Less: Transfer of Balances	-	-	15,80,000
	Net surplus/(deficit) in the statement of profit and loss	49,500,960	47,079,043	42,561,750
		53,200,960	50,779,043	46,261,750
13	Deferred Tax (Net)			
	Deferred Tax Liability			
	Depreciation	-	-	-
	Deferred Tax Asset			
	Depreciation	5,331,870	4,050,552	4,606,789
		5,331,870	4,050,552	4,606,789
	Net Deferred Tax Assets/(Liabilities)	5,331,870	4,050,552	4,606,789
14	Long-term borrowings			
	Term Loans (Secured) (Refer Note No.28)			
	- Term loans From Banks	73,664,652	44,928,152	41,504,755
	- Vehicle Loans From Banks	3,721,525	2,868,468	2,398,232
	- Other Vehicle Loan	3,412,147	-	-
	Loans & Advances from related persons	19,703,531	24,611,650	-
		100,501,855	72,408,270	43,902,987
	Less: Current Maturities of long term borrowings	8,930,000	4,650,000	4,961,888
		91,571,855	67,758,270	38,941,099

Term loan from Banks

- 1). Term Loan taken from The Cosmos Co-Op Bank Ltd has been secured by hypothecation of Industrial Land & Factory building along with Plant & Machinery
- 2). The loan is repayable in 60 Months from date of sanction and rate of interest is prescribed time to time as per banker policy.
- 3) There has no default in repayment of loan and interest as at Balance Sheet.

Vehicle loan from Banks & others

Vehicle loans are secured by Hypothecation of vehicles purchased out of amount financed and personal guarantees of Directors and others.

Notes	Particulars	As at 31 March 2018	As at 31 March 2017	As at 1 April 2016
15	Short term borrowings			
	The Cosmos Co-Op Bank Ltd-Cc	20,516,105	58,776,260	35,103,939
	The Cosmos Bank Bill Discounting	19,790,543	-	-
		40,306,648	58,776,260	35,103,939
	Note:			
	Working capital limits are secured by Hypothecation of all Current Assets, construction/allied equipments and machinery and personal guarantees of Directors and others			
16	Trade payables			
	Dues to Related parties	-	-	-
	Dues to others	15,895,392	21,560,356	39,096,570
		15,895,392	21,560,356	39,096,570
	Note:			
	Details of dues to micro and small enterprises as defined under the MSMED ACT, 2006			
	Based on information available with the Company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2018			
17	Other current liabilities			
	Current maturities of long term debt	8,930,000	4,650,000	4,961,888
	Advances from customers	-	-	6,599,997
	Dues to employees	145,393	1,235,323	5,308,921
	Other statutory liabilities	7,172,459	2,471,197	2,554,030
	Provision for expenses	802,807	181,125	4,797,371
		17,050,658	8,537,645	24,222,207
18	Short term provisions			
	Provision for income tax	1,138,133	1,873,953	1,722,411
		1,138,133	1,873,953	1,722,411

Notes	Particulars	Year ended 31 March 2018	Year ended 31 March 2017
19	Revenue from operations		
	Sale of goods	279,311,306	275,652,456
	Processing Charges	471,61,593	60,164,367
		326,472,899	335,816,823
20	Other income		
	Interest on Deposits	496,112	257,171
	Dividend Received	488,750	369,400
	Other non operating income	76,476	192,125
		1,061,338	818,696
21	Cost of Materials Consumed		
	Opening Stock	35,912,764	24,901,948
	Add: Purchases	212,984,588	224,703,598
	Less: Closing stock	49,263,572	35,912,764
		199,633,780	213,692,782
22	Manufacturing expenditure		
	Fuel & Power consumption	11,424,591	12,945,236
	Factory salaries and Wages	46,936,577	36,276,007
	Factory Expenses	4,086,873	3,737,076
	Transport & Hamali Charges	3,136,647	12,263,684
	Repairs & Maintenance	4,398,756	5,746,641
	Subcontracting Expenses	-	-
		69,983,443	70,968,644
23	Employee benefits expense		
	Salaries, bonus and allowances	5,449,916	4,355,962
	Bonus	-	17,850
	Directors Remuneration	2,569,200	1,500,000
		8,019,116	5,873,812

Notes	Particulars	Year ended 31 March 2018	Year ended 31 March 2017
24	Other expenses		
	Advertisement Expenses	10,830	35,394
	AGM Expenses	74,690	33,200
	Building Maintenance	587,241	1,049,847
	Business Promotion Expenses	627,217	392,146
	Computer Maintenance	90,368	52,162
	Communication Expenses	71,151	124,455
	Donations	84,211	115,011
	Electricity Charges	251,518	304,612
	General Expenses	2,116,369	1,598,372
	Insurance	542,832	832,503
	Key Man Insurance Exp	2,006,794	1,391,832
	Legal and professional	216,050	855,776
	Loan Processing Fee	222,275	-
	Medical Expenses	38,647	34,264
	Membership and Subscription Fee	17,460	75,475
	Office Expenses	34,478	66,284
	Payments to auditors	172,500	172,500
	Preliminary Expenses written off	87,533	87,533
	Printing and stationery	296,762	421,324
	Professional Tax	62,450	67,500
	Rates and taxes	126,265	517,923
	Rental Charges	5,500,000	2,333,333
	Repairs and maintenance	21,790	21,452
	Security Services	1,747,182	1,399,037
	Sitting Fee	120,000	120,000
	Staff Welfare Expenses	1,612,344	1,362,980
	Telephone Expenses	267,802	583,267
	Travelling and conveyance	1,238,091	1,093,762
	Vehicle Maintenance	408,761	381,434
		18,653,611	15,523,376
25	Depreciation expense		
	Depreciation of tangible assets	14,842,605	12,869,980
	Less: Transferred to capital work-in-progress	14,842,605	12,869,980
26	Finance costs		
	Interest on Term Loans	4,995,540	10,932,229
	Interest - Others	6,401,693	51,233
	Bank charges	163,080	97,159
		11,560,313	11,080,622

SAMPRE NUTRITIONS LIMITED

Statement of Changes in Equity for the year ended March 31, 2018

a) Equity Share Capital

Particulars	As at 31/03/2018	As at 31/03/2017
Balance at the beginning of the reporting year	4,820,000	4,820,000
Changes in equity share capital during the year	-	-
Balance at the end of the reporting year	4,820,000	4,820,000

b) Other Equity

Particulars	Reserves & Surplus		
	Securities premium	Retained Earnings	Total
Balance as at April 1, 2016	3,700,000	42,561,750	46,261,750
Total Comprehensive Income for the Year			-
i) Additions during the year	-	-	-
ii) Utilisation during the year	-	-	-
iii) Profit / (Loss) for the year	-	4,517,293	4,517,293
iv) Other Comprehensive Income	-	-	-
Balance as at March 31, 2017	3,700,000	47,079,043	50,779,043
Total Comprehensive Income for the Year	-	-	-
i) Additions during the year	-	-	-
ii) Utilisation during the year	-	-	-
iii) Profit / (Loss) for the year	-	2,421,917	2,421,917
iv) Other Comprehensive Income	-	-	-
Balance as at March 31, 2018	3,700,000	49,500,960	53,200,960

The accompanying notes referred above form an integral part of the financial statements.

For RRK & Associates

Chartered Accountants
Firm No. : 009785S

for and on behalf of the Board
Sampre Nutritions Limited

Sd/-
R.Radha Krishna
Partner
M.No.210777

Sd/-
(B K GURBANI)
Managing Director
DIN: 00318180

Sd/-
(VISHAL RATAN GURBANI)
Whole-Time Director
DIN: 07738685

Place : Medchal
Date : 29-05-2018

SAMPRE NUTRITIONS LIMITED

Notes to financial statements for the year ended March 31, 2018

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from Previous GAAP to Ind AS in accordance with Ind AS 101:

Reconciliation of equity:

	As at March 31, 2017	As at April 1, 2016
Other equity as per Previous GAAP	50,779,043	46,261,750
Adjustment as per IND AS	-	-
Other equity as per IND AS	50,779,043	46,261,750
Share Capital as per Previous GAAP	48,200,000	48,200,000
Adjustment as per IND AS	-	-
Share Capital as per IND AS	48,200,000	48,200,000
Total Equity as per IND AS	98,979,043	94,461,750

Reconciliation of Balance Sheet

	Notes	As at March 31, 2017			As at April 1, 2016		
		Previous GAAP	Ind AS adjustments	Ind AS	Previous GAAP	Ind AS adjustments	Ind AS
I. ASSETS							
1. Non-Current Assets							
a) Property, Plant & Equipment	3	90,843,242	-	90,843,242	90,133,980		90,133,980
b) Capital work-in-progress	4	55,764,332	-	55,764,332	38,600,483		38,600,483
c) Financial assets				-	-		-
Investments in Subsidiaries & Other	5	100,000		100,000	100,000		100,000
Loans		-		-	-		-
Other Financials Assets	6	14,068,019		14,068,019	13,483,700		13,483,700
d) Other non-current assets	7	700,264		700,264	787,797		787,797
Total Non-Current Assets		161,475,857	-	161,475,857	143,105,960	-	143,105,960
2. Current Assets							
a) Inventories	8	35,912,764		35,912,764	24,901,948		24,901,948
b) Financial Assets							
Trade Receivables	9	48,436,323		48,436,323	60,508,820		60,508,820
Cash and Cash Equivalents	10	2,741,310		2,741,310	2,331,067		2,331,067
Loans		-		-	-		-
Others Financial Assets	6	12,969,825		12,969,825	7,306,970		7,306,970
c) Other Current Assets		-		-	-		-
Total Current Assets		100,060,222	-	100,060,222	95,048,805	-	95,048,805
TOTAL ASSETS		261,536,079	-	261,536,079	238,154,765	-	238,154,765
I. EQUITY AND LIABILITIES							
1. EQUITY							
a) Equity Share Capital	11	48,200,000		48,200,000	48,200,000		48,200,000
b) Other Equity	12	50,779,043		50,779,043	46,261,750		46,261,750
Total Equity		98,979,043	-	98,979,043	94,461,750	-	94,461,750
2. LIABILITIES							
Deferred tax liability (net)	13	4,050,552		4,050,552	4,606,789		4,606,789
Non-current liabilities							
Non-Financial liabilities		-	-	-	-	-	-
Long term provisions		-	-	-	-	-	-
Financial Liabilities							
Long term borrowings	14	67,758,270		67,758,270	38,941,099		38,941,099
		71,808,822	-	71,808,822	43,547,888	-	43,547,888
Current liabilities							
Financial Liabilities							
Short-term Borrowings	15	58,776,260		58,776,260	35,103,939		35,103,939
Trade payables	16	21,560,356		21,560,356	39,096,570		39,096,570
Other current liabilities	17	8,537,645		8,537,645	24,222,207		24,222,207
Short-term provisions	18	1,873,953		1,873,953	1,722,411		1,722,411
		90,748,214	-	90,748,214	100,145,127	-	100,145,127
TOTAL EQUITY AND LIABILITIES		261,536,079	-	261,536,079	238,154,765	-	238,154,765

Reconciliation of Statement of Profit and Loss for the year ended March 31, 2017

	Notes	Previous GAAP	Ind AS adjustments	Ind AS
INCOME				
Revenue from operations	19	335,816,823	-	335,816,823
Other income	20	818,696	-	818,696
Total Income		336,635,519	-	336,635,519
				-
EXPENSES				-
(Increase)/Decrease in inventories	21	213,692,782	-	213,692,782
Manufacturing expenditure	22	70,968,644	-	70,968,644
Employee benefits expense	23	5,873,812	-	5,873,812
Other expenses	24	15,523,376	-	15,523,376
Depreciation	25	12,869,980	-	12,869,980
Finance costs	26	11,080,622	-	11,080,622
Total Expenses		330,009,215	-	330,009,215
				-
Profit / (Loss) Before Tax		6,626,304	-	6,626,304
Tax Expense				-
a) Current tax		2,665,248	-	2,665,248
b) Deferred tax		(556,237)	-	(556,237)
Profit / (Loss) for the year		4,517,293	-	4,517,293
Other Comprehensive Income		-	-	-
Total Comprehensive Income for the Year		4,517,293	-	4,517,293

NOTES TO FINANCIAL STATEMENTS

27. Contingent liabilities not provided for in respect of:

The company is in receipt of assessment orders in respect of Central Excise and Income tax for various years, against the said assessment order, the company has preferred for appeal before the appellate authorities in respective forums. The Company is expecting a favorable result from the appellate authority.

28. Secured Loans:

- a. Term Loan taken from The Cosmos Co-Op Bank Ltd has been secured by way of charge on Industrial Land & Factory building of the company as collateral security.
- b. Vehicle loans under hire purchase schemes are secured by hypothecation of vehicles owned by the company.

The sundry debtors, current assets, loans and advances have a value on realization, in the ordinary course of business, at least equal to the amount at which they are stated by the company.

29. Dues to Micro and Small Enterprises

As per the information available with the company, it appears that no dues outstanding for more than 30 days in excess of Rs.1,00,000/- as on 31st March 2018 in respect of Small Scale Industrial Undertakings. It is reported that there are no specific claims on the company from the small scale industrial supplier under the "Interest on Delayed Payments to small Scale and Ancillary Industrial Undertaking Act, 1993" during the said year.

30. Payment to Auditors:

Particulars	31st March, 2018	31st March, 2017
	(Amount in Rs.)	(Amount in Rs.)
Audit Fee	122,500	122,500
Tax Audit Matters	30,000	30,000
Certification & Other Services	20,000	20,000
Total	1,72,500	1,72,500

31. There are no debts outstanding as on 31st March 2018 from Directors or other officers of the company other than imprest cash in order to meet running expenses.

32. Segment Reporting:

The company's business consists of one primary reportable business segment of manufacturing and sale of sugar boiled candies and toffees with manufacturing facility at single place and consists of major revenue on account of Processing charges; no separate disclosures pertaining to attributable revenues, profits, assets, liabilities and capital employed are given as required under Accounting Standard – 17

33. Deferred Tax Liability/ Asset:

The movement of Provision of Deferred Tax for the year ended 31-03-2018 is as given below:

Particulars	Asset / (Liability) As on 31.03.2017	Asset / (Liability) for the year	Asset / (Liability) As on 31.03.2018
Timing Differences on account of Depreciation	(40,50,552)	12,81,318	(53,31,870)

34. Earnings per Share (EPS)

The earnings considered in ascertaining the company's Earnings per share comprise of net profit after tax. The number of shares used in computing Basic earnings per share is the weighted average number of shares outstanding during the year. The numerators and denominators used to calculate earnings per share.

Particulars	2017-18	2016-17
Profit attributable to Equity Share Holders (A)	24,21,917	45,17,293
Basic / Weighted Average Number of Equity Shares outstanding during the year (No. s) (B)	48,20,000	48,20,000
Nominal value of each equity Share	Rs.10/-	Rs.10/-
Earnings Per share	0.50	0.94
Diluted EPS	0.50	0.94

35. Taxes on income

The company made necessary provision for income tax as per the provisions of income tax act, 1961.

36. Disclosure as required by Accounting Standard 18 (AS – 18)

“Related Party Disclosures” issued by the Institute of Chartered Accountants of India are as follows:

Name of the related parties and description of relationship)

- a) Enterprise which are owner or have significant influence of or are partners with key management personnel and their relative:
 - M/s. Royes Industries Limited
 - M/s. Naturalle Health Products Pvt. Ltd.
- b) Key Managerial Personnel:
 - Shri Brahma K Gurbani (MD)
 - Shri Vishal R Gurbani (WTD-VP)

a) Related Party Transactions:

Name of Related Party	Nature of transaction	Current Year	Previous Year
Shri. Brahma K Gurbani	Managerial Remuneration	15,00,000	15,00,000
Shri Vishal R Gurbani	Managerial Remuneration	5,25,000	--
Shri. Brahma K Gurbani	Unsecured Borrowings	163,23,068	129,90,780
Smt. Meera B Gurbani	Unsecured Borrowings	33,80,463	15,74,760
Royes Industries Limited	Lease Rentals	58,14,000	23,33,333

b) Balances receivable /Payable

Name of Related Party	Nature of transaction	As at March 31, 2018	As at March 31, 2017
Royes Industries Limited	Advances Receivables	95,35,832	71,59,582
Naturalle Health Products Pvt Ltd	Advances Receivables	35,80,826	7,98,106
Shri. Brahma K Gurbani	Unsecured Borrowings	1,63,23,068	1,29,90,780
Smt. Meera B Gurbani	Unsecured Borrowings	33,80,463	15,74,760

37. CIF Value of Imports

	2017-18(Rs.)	2016-17(Rs.)
Raw materials	—	—
Packing materials	—	—
Traded goods	—	—
Capital goods	—	65,85,840

38. Previous year's figures have been re grouped / and or re-arranged wherever necessary to confirm with the current year classification.
39. Provision for accruing liability for Super Annuation / Retirement benefits have been made in the basis of the liability as actually determined as at the year end.
40. Depreciation has been provided on the straight-line method as per the rates prescribed as of Schedule II of The Companies Act 2013.
41. There were no employees drawing remuneration of Rs.60.00 lacs or more per annum or Rs.5.00 lacs or more per month, if employed for part of the year.
42. Paisa is rounded off to nearest rupee.
43. Micro and Medium Scale Business Entities: There are no micro, small and medium enterprises, to whom the company over dues, which are outstanding for more than 45 days as at 31st March 2018. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.
44. ADDITIONAL INFORMATION pursuant to provisions of the Companies Act, 2013.

(As certified by Management of the Company)

Particulars	2017-18		2016-17	
	Quantity (Kg)	Value (Rs. Lakhs)	Quantity (Kg)	Value (Rs. Lakhs)
Opening Stock	292313	359.13	239434	249.02
Production (Sugar based candies)	3258122	N.A	3267938	N.A
Closing Stock	530857	492.63	292313	359.13
Sales – Own product (Sugar based candies Confectionery)	3019578	2793.11	3267938	2756.52
Sales – Job Work	2245761	471.61	391340	601.64

The quantitative detail indicated above includes production & dispatches made on principal to principal basis and Loan license basis.

Material Consumed	2017-18		2016-17	
	Quantity (Kg)	Value	Quantity (Kg)	Value
Raw Material (No. / Kgs)				
- Sugar	1711439	715.38	1768333	739.16
- Glucose	1152888	401.20	1217115	423.55
- Flavors & Others	2667350	540.05	2981527	603.66
Total	5531677	1656.63	5966975	1766.37
Primary packing Materials	124890	339.70	136235	370.55
Others	-	-	-	-
Total	5656567	1996.33	6103210	2136.92
B. Value of Imports on CIF Basis	N.A	Nil	Nil	Nil
C. Expenses on Foreign Currency	Nil	Nil	Nil	Nil

D. Value of Imported and Indigenous Materials consumed and % of each to total Consumption

Particulars	Year ended March 31, 2018		Period ended March 31, 2017		
	Value	%		Value	%
Indigenous	19,96,33,780	100	Indigenous	21,36,92,782	100
Imported	-	-	Imported	-	-
Total	19,96,33,780	-	Total	21,36,92,782	100

For RRK & Associates
Chartered Accountants
Firm No. : 009785S

for and on behalf of the Board
Sampre Nutritions Limited

Sd/-
R.Radha Krishna
Partner
M.No.210777

Sd/-
(B K GURBANI)
Managing Director
DIN: 00318180

Sd/-
(VISHAL RATAN GURBANI)
Whole-Time Director
DIN: 07738685

Place : Medchal
Date : 29-05-2018

Sd/-
(V. VAMSHI SRINIVAS)
Chief Financial Officer



SAMPRE NUTRITIONS LIMITED

CIN: L15499TG1991PLC013515

Plot No. 133, Industrial Estate, Medchal – 501 401
Email id: gurbani@gurbanigroup.in website: www.gurbanigroup.in
Tel: 08418 - 222427/28 Fax: 08418 - 222429

Form No MGT -11

Proxy Form

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

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

I/We, being the Member(s) of shares of the above named Company, hereby appoint

Name:	E-mail ID:
Address:	Signature:

Or failing him/her

Name:	E-mail ID:
Address:	Signature:

as my/our proxy to attend and vote, in case of a poll, for me/us and on my/our behalf at the 27th Annual General Meeting of the Company, to be held on **Saturday, 29th September, 2018 at 10.30 A.M** at Lions Club Conference Hall, LIC Building, 03rd Floor, Paradise Circle, Secunderabad – 500 003 and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso. No.	Description	Vote Yes/No
1	Adoption of Financial Statements.	
2	To consider non filing of vacancy caused by retirement of Mrs. Meera Gurbani who retires by rotation and express her unwillingness for re-appointment.	
3	To consider and fix Auditors' remuneration for financial year 2018-19.	

Signed this _____ day of September, 2018.

Signature of shareholder

Signature of Proxy holder(s)

Affix
Rs. 1/-
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.



SAMPRE NUTRITIONS LIMITED

CIN: L15499TG1991PLC013515

Plot No. 133, Industrial Estate, Medchal – 501 401
Email id: gurbani@gurbanigroup.in website: www.gurbanigroup.in
Tel: 08418 - 222427/28 Fax: 08418 - 222429

ATTENDANCE SLIP 27th ANNUAL GENERAL MEETING Saturday, 29th September, 2018 at 10.30 A.M.

Registered Folio No. / Demat Account No. (Client ID)	
DP ID No.	
Name of Shareholder	
Number of Shares held	

I / We hereby record my / our presence at the 27th Annual General Meeting of the company at **Lions Club Conference Hall, LIC Building, 03rd Floor, Paradise Circle, Secunderabad – 500 003.**

Shareholder's / Proxy's Signature

Share holder or Proxy holder attending this meeting requested to bring this attendance slip to the meeting and hand over at the entrance duly filed and signed