Rajvir Industries Limited

Tradition of Innovation

Govt. Recognised Star Export House

Rajvir/Sec./SE/36/2019-20
10th September, 2019

Department of Corporate Services BSE,Limited, 1st Floor New Trading Ring,Rotunda Building, P.J. Towers, Dalal Street, Fort-Mumbai-400001	National Stock Exchange of India Ltd.,(NSE) Exchange Plaza, C-1, Block G,Bandra-Kurla Complex, Bandra(E), Mumbai – 400 051.

Subject: Regulation 34(1)-SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, 15th Annual Report of the Company for the year ended 31st March, 2019

Ref. No.: Scrip Code: 532665 **Scrip ID: RAJVIR**

Dear Sir/Madam

Pursuant to Regulation 34(1) SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 we are please to enclose here with our Company 15th Annual Report.

You are requested to please take the same on record.
Thanking you
Yours truly
For **Rajvir Industries Limited**

Rajvir Industries Limited Secunderabad Telangana

Anadish Srivastava
Company Secretary & Compliance Officer
M.No.: ACS-57126

Encl.: As above

CIN-L17116TG2004PLC044053

Surya Tower, 1st Floor, 105, Sardar Patel Road, Secunderabad 500 003. T.S. India. Phone : +91-40-66225555, 27845628, 27846841
Fax : +91-40-27840656, E-mail : rajvir@rajvirindustrieslimited.com, Website : www.rajvirindustrieslimited.com

ANNUAL REPORT

15th Annual Report 2018-2019

Rajvir Industries Limited

www.rajvirindustrieslimited.com

Forward Looking Statement

In this Annual Report we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements -written and oral - that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion on future performance.

We cannot guarantee that these forward looking statements shall be realized, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties and the underlying assumptions undergoing change. Should known or unknown risks or uncertainties emerge, or should underlying assumptions not materialise, the actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward-looking statements , whether as a result of new information, future events or otherwise.

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OUR VALUED Customers

JCPenney
MARKS & SPENCER
ANN TAYLOR
Sainsbury's
PRIMARK
RIVER ISLAND
celio*
DEBENHAMS
TESCO
PEACOCKS QUALITY & VALUE
Bershka
George.
ZARA
MANGO
MATALAN MAKES FASHION SENSE
Superdry.
mothercare
macy's
PUMA
fcuk
VICTORIA'S SECRET
PINK
KOHL'S
intimissimi Italian lingerie
Arcadia Group Limited
C&A
H&M
POLO RALPH LAUREN
switcher made with respect
NORDSTROM
PENNEYS
OLD NAVY
promod
CHAPS RALPH LAUREN
URBN URBAN OUTFITTERS INC.
AMERICAN EAGLE OUTFITTERS
GAP
TOPSHOP
TOPMAN
ck CavnKen
next
ESPRIT
Abercrombie & Fitch TRADEMARK SINCE 1892
VICTORIA'S SECRET
KappAhl
TOMMY HILFIGER
DECATHLON
IKEA
Jennyfer
BHS BRITISH HOME STORES

VISION

To create and manufacture a customized range of yarns, which are new and innovative, trendy and appealing, yet economical and excite the garment and retail chains both in India and worldwide.

MISSION

To achieve a zero defect goal while surpassing our vision and to upgrade our research and development, manpow-er, production, marketing skills, managements at all levels of production to achieve this mission.

OVERVIEW

Rajvir Industries Ltd. is an integrated producer of cotton, melange, synthetics, modal, dyed products, compact yarn, flame-retardant, supima, silk, wool, cashmere and angora blends. The Company's spinning capacity is of 1,11,840 spindles. The Company boasts of having a massive collection that encompasses over 8,000 mélange/heather shades and a range that covers everything from 100% cotton/organic/ fair-trade, combed yarns, blended yarns (polyester, viscose, modal, spun silk and flame-retardant) melange/heather yarns, modal yarns, synthetic yarns and cheese-dyed yarns.

EXISTENCE

Headquartered in Hyderabad, Rajvir Industries has a pan-India presence with two manufacturing facilities in Telangana, located in Tandur and Mahabubnagar, along with a dyeing plant. The Company is listed on the National Stock Exchange and the Bombay Stock Exchange. It exports to 42 countries including central America and across continents comprising Asia and Europe.

LOOKING AHEAD TO THE FUTURE

We aspire to evolve continually by innovation and reinvention. The Company plans to increase its Melange Production in the existing facilities by about 50%, and has been taking the necessary steps to increase its fibre dyeing capacity towards this goal. The company is also actively expanding its range of value added products in the wet spinning route.

ENCHANTING COLORS, EXCITING RANGE

Rajvir also produces a vast range of yarns which are categorized into four different collections: Fashion yarn collection - Rajvir Snow in Triblend of Polyester Cotton, mock twist/ grindle, snow heather/mélange, denim look effect with cotton, raw white nep/ single/multi-coloured neps, magic yarns, slub yarns, irregular patterns, heathers with a touch of metal, triblend in raw white and melange/heather.

Exotic blends with rich animal hair collection – Cotton with blends of silk, cashmere, wool, linen, angora in raw white and melange/heather. Viscose/modal/micro-modal/ polyester with blends of silk, cashmere, wool, linen, angora in raw white and melange/heather.

Classic Collection - 100% cotton yarn compact in all varieties, combed organic and organic blends with viscose, recycled polyester, modal, micro modal in raw white and melange/heather, 100% fair trade organic and fair trade organic blends with viscose, recycled polyester, modal, micro modal in raw white and melange / heather, 100% BCI and BCI blends with viscose, recycled polyester, modal, micro modal in raw white and melange / heather, 100% pima and pima blends with modal, micro modal in raw white and mélange / heather, 100% viscose and viscose blends, 100% polyester and with polyesterblends with Indian, cotton viscose in melange and dope dyed, 100% compact yarns pima and giza.

PRODUCT BASKET

Rajvir has an attractive and ever expanding rabge of products just distinguish the company from its competitors. At Rajvir, we endeavour to maintain the highest quality standards for our products and ensure utmost customer satisfaction.

100% cotton yarns

- Compact
- Organic cotton and blends
- Fair Trade (Flocert and Ecocert)
- Pima/ Giza cotton
- Better cotton initiative and blends

Technical textile products

- Protex M/Protex C
- FR/combed cotton/anti-static
- Kermel/anti-static/ARAMID blends

Eco-friendly yarns

- Modal and modal blends
- Micro modal and micro modal blends
- Linen blends
- Viscose and viscose blends
- Excel and excel blends
- Recycled polyester blends
- Recycled cotton blends

Fancy yarns

- Raw White Ruffle Loo
- Raw White Sandy Look
- Injected Collection
- Doubl magic Heather
- Denim Heather
- Twin Galaxy Heather
- Raw White Lurex
- Blossom Heather

Super speciality blends

- Cashmere/Angora blends
- Wool blends
- Spun silk and blends
- Nylon polyamide blends
- Triblend yarns

Awards and certificates

Awards and recognitions have always been strong moti-vators towards better performance and trigger our desire to win more of them in the future. Some of the prestigious awards and certifications received include:

- Modal partnership with the House of Birla, Aditya Birla Group, for producing modal and modal blends.u Pro-tex Certification from the Kaneka Corporation, japan to produce flame retardant yarns.
- Fair Trade Certification from Florcert GmBH to produce fair trade blended yarns.
- Better Cotton Initiative (BCI) from the leading European chain stores to produce yarn under a new concept of sustainable cotton growing mechanism.
- GOTS/OE Certification from Control Union to produce Orange and Orange blended yarns.
- A Government of India recognized Export House.
- The Company also has fair Trade Certificate from Flo-Cert GmBH.

To conclude, Rajvir Industries is a promising Company having a strong legacy and superior growth perspective in the upcoming years with upgraded technological competencies, innovative product range, fiscal prudence, dedicated efforts and winning customer's faith and confidence.

Awards & Recognition

CHAIRMAN SPEECH

Dear Shareholders,

It is my privilege to welcome you all, on behalf of the Board of Directors and the Management Team of your Company to the 15th Annual General Meeting .

During the Financial Year 2018-19, the Company has achieved a sales turnover of Rs.5787.73 lakhs as compared to the sales turnover of Rs.9365.39 lakhs in the Financial Year 2017-18.

We continue to successfully follow the Zero defect policy and I am pleased to inform that throughout the FY 2018-19, our products were accepted by the clients with minimal defect.

On the other hand, India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. The Indian textiles industry is extremely varied, with the hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralized power looms/ hosiery and knitting sector form the largest component of the textiles sector.The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries.The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world. (SOURCE:India Brand Equity Foundation (IBEF) which is a Trust established by the Department of Commerce, Ministry of Commerce and Industry, Government of India.)

In May 2018, textiles sector recorded investments worth Rs 27,000 crore (US$ 4.19 billion) since June 2017.The Government of India announced a Special Package to boost exports by US$ 31 billion, create one crore job opportunities and attract investments worth Rs 800.00 billion (US$ 11.93 billion) during 2018-2020. As of August 2018, it generated additional investments worth Rs 253.45 billion (US$ 3.78 billion) and exports worth Rs 57.28 billion (US$ 854.42 million).As of August 2018, the Government of India has increased the basic custom duty to 20 per cent from 10 per cent on 501 textile products, to boost Make in India and indigenous production.(SOURCE:India Brand Equity Foundation (IBEF))

India is the largest producer of cotton in the world and the second largest exporter of cotton. The Indian government has come up with a number of export promotion policies for the textiles sector. It has also allowed 100 per cent FDI in the Indian textiles sector under the automatic route.

India's value chain starting from production of natural fibre to the production of yarn, fabric and apparel gives India an edge over other countries (SOURCE: Make in India, Press Information Bureau.)

Presently, the entire textile industry is facing tough time on account of economic slowdown, higher cotton prices on account of MSP and stoppage of yarn buying by China since last few months. The recovery in textile industry seems at distance. As apprised the bank in the past, we were also exploring various options for sale of business or invite strategic investors for settling the dues with the Bank, but that did not find with any success. Fiscal incentives provided by other states to new units and technological upgradation makes the old plant unviable.

The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as export demand. With consumerism and disposable income on the rise, the retail sector has experienced a rapid growth in the past decade with the entry of several international players like Marks & Spencer, Guess and Next into the Indian market.

In order to raise funds to settle the liabilities / to fund the working capital needs, we are currently in serious / advanced talks with an Investor and Asset Reconstruction Company. They are presently carrying out the due diligence (financial, technical, legal and business) and are expected to complete the same shortly.

I express my gratitude to the Government of India, Securities Exchange Board of India (SEBI), all our Bankers and all other Statutory and Regulatory Authorities for their continued timely support and valuable guidance.

We are confident of achieving a high turnover of sales and thereby bringing greater financial stability to the Company

With your continued support and best wishes, I am confident that we will achieve the pinnacles of success.

Regards,
Upender Kumar Agarwal
Chairman

CORPORATE INFORMATION

RAJVIR INDUSTRIES LIMITED

CIN No : L17116TG2004PLC044053

BOARD OF DIRECTORS

Sri Upender Kumar Agarwal (DIN 00513348)	Chairman
Sri Ritesh Kumar Agarwal (DIN 00513341)	Managing Director
Smt. Sheetal B. Dave (DIN 08172386)	Independent Director
Smt N Padma Vijay Kumar (DIN 07337451)(up to 14-08-2018)	Independent Director
Sri AnkushTandon(DIN 07840833) (up to 06-12-2018)	Independent Director
Sri. Ritesh Agrawal (DIN 02415143)(From 14-02-2019)	Independent Director

CHIEF FINANCIAL OFFICER

Sri Vinay Goyal (From 12-10-2018 to 16-05-2019)

COMPANY SECRETARY

Sri Attal Anand Kumar (up to 23-03-2019)
Sri Anadish Srivastava (From 17-04-2019)

AUDITORS

M/s K C Bhattacherjee& Paul, Chartered Accountants
8-1-330,5 Villa Grande,Shaikpet, Hyderabad – 500008.

BANKERS / FINANCIAL INSTITUTIONS

Industrial Development Bank of India (IDBI)
State Bank of India
ICICI Bank Ltd
Central Bank of India
Axis Bank Limited

REGISTERED OFFICE :

105, 1st Floor, Surya Towers
Sardar Patel Road
Secunderabad - 500003
TELANGANA, India
Telephone No's: 040-66225555
Website: www.rajvirindustrieslimited.com
Email: rajvir@rajvirindustrieslimited.com

CIN NO: L17116TG2004PLC044053

FACTORIES

1) **Mahabubnagar Plant**
   Pillalamarri Road, Mahabubnagar
   Telangana– 509002

2) **Dyeing Plant**
   Edira Village, Mahabubnagar
   Telangana – 509002

3) **Tandur Plant**
   Gopannapally (Village), Tandur Mandal
   Ranga Reddy District Telangana– 501141

SALES DEPOT

No.37, Susaipuram
Sowdambka Towers, Ground Floor
Tirpur - 641604

REGISTRAR & SHARE TRANSFER AGENT

M/s XL Softech Systems Limited
3, Sagar Society, Road N0.2, Banjara Hills
Hyderabad – 500 034
Ph: 040- 23545913/14/15 Fax: 040-23553214
Website: www.xlsoftech.com
Email: xlfield@gmail.com

NOTICE

NOTICE is hereby given that the 15th Annual General Meeting of RAJVIR INDUSTRIES LIMITED will be held on Monday, 30th September 2019 at 3.30 P.M. at J.S.Krishna Murthy Hall, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana to transact the following business:

ORDINARY BUSINESS:

1. **ADOPTION OF AUDITED ACCOUNTS AND REPORTS**

   To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2019, together with the Reports of Directors and Auditors thereon

2. **APPOINTMENT OF AUDITORS**

   To consider and if thought fit to pass the following resolution with or without modification(s) as Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of the section 139 of the Companies Act, 2013 read with Companies(Audit and Auditor) Rules 2014, M/S K C Bhattacherjee & Paul, Chartered Accountants,(Firm Registration Number:303026E) be and is hereby re-appointed as Statutory Auditors of the Company to hold the Office from the conclusion of this Annual General Meeting of the Company till the conclusion of the next Annual general Meeting of the Company to be held in the year 2020 at such remuneration to be fixed by the Board of Directors in consultation with the Auditors."

SPECIAL BUSINESS:

3. **APPOINTMENT OF INDEPENDENT DIRECTOR**

   To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Sri. Ritesh Agrawal (DIN-02415143) who was appointed as an additional director of the Company, categorized as an Independent, Director by the Board of Directors with effect from 14th February, 2019, in terms of Section 161 of the Companies Act 2013 and in respect of whom the Company has received a notice in writing from a member in terms of Section 160 of the Companies Act, 2013, proposing Sri. Ritesh Agrawal for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 3 years with effect from 14th February, 2019, not liable to retire by rotation."

By the Order of the Board
For RAJVIR INDUSTRIES LIMITED

Sd/-
Anadish Srivastava
Company Secretary

Place: Secunderabad
Date: 14.08.2019

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

   Pursuant to the provisions of the Companies Act 2013 and the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percentage of the total share capital of the Company carrying voting rights

2. The Register of members and share transfer books of the company will remain closed from 24-09-2019 to 30-09-2019(both days inclusive) for the purpose of annual closure.

3. Members / Proxies should bring the attendance slips duly filled in and signed for attending the meeting.

4. Members, who are holding shares in the identical order of names in more than one folio, are requested to write to the Company to enable it to consolidate their holding in one folio.

5. As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members of the Company in respect of shares held by them. The members, who wish to nominate a person, may furnish the required details to the Company in the prescribed form.

6. In case of Joint holders attending the meeting, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will entitled to vote

7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to M/s XL Sofetch Systems Ltd/the Company by sending a duly signed letter along with self-attested copy of Pan Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member.

   In the alternative Members are requested to submit a copy of Bank passbook /Statement attested by the bank . Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participants.

8. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Rep -ort can be sent by e-mail to its members. To support this green initiative of he Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses. In respect of electronic holdings, with the Depository through their concerned Depository Participants and members who hold shares in physical form are requested to register the same with our RTA, M/s XL Sofetch Systems Ltd, 3, Sagar Society, Road No.02, Banjara Hills, Hyderabad - 500034 .

9. Electronic copy of the Notice of the 15th Annual General Meeting of the Company interalia indicat-ing the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email Ids are registered with the Company/Depository Participant(s) for communication purposes unless any Member has requested for a hard copy of the same. For Memb-ers who have not registered their Email address physical copies of the Notice of the 15th Annual General Meeting of the Company interalia indicat-ing the process and manner of Evoting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that the Notice of the 15th Annual General Meeting and the Annual Report for 2018-19 will also be available on the Company's website www.rajvirindustrieslimited.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Hyderabad for inspection between 2:00 p.m. to 4:00 p.m. on all working days from Monday to Saturday. Even after registering for E-communication, members are entitled to receive such communication in physicalform, upon making a request for the same, by post, free of cost. For any communication, the Members may also send requests to the Company or to its Registrar and Share Transfer Agent, at the following Email ID respectively : rajvir@rajvirindustrieslimited.com./ xlfield@gmail.com.

10. The Company (Management and Administration) Rules, 2015 provide that the electronic voting period shall close at 5.00 p.m. on the date preceding the AGM. Accordingly, the e-voting will be available at the https://www.evoting.nsdl.com. The remote e-voting period will commence at 9.00 AM (IST) on 27th September, 2019 and will end at 5.00 PM (IST) on 29th September, 2019. The remote e-voting will not be allowed beyond the aforesaid period and time, and the remote e-voting module shall be displayed by NSDL for e-voting thereafter. Once the vote on a resolution is cast by a member shall not be allowed to change subsequently.
11. The member(s)who have cast their vote by remote e-voting prior to the AGM may also attend the meeting but shall not be entitled to cast their vote again. In order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set forth in their Notice, the Company is enclosing a Ballot form with the Notice. Resolution(s) passed by the members through ballot forms, remote e-voting and voting at the AGM are deemed to have passed as if they have been passed at the AGM.
12. Members are requested to quote their Registered Folio No. in all correspondence(s) with the Company.
13. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
14. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the 20th September, 2019 only shall be entitled to avail the facility of remote e-voting as well voting at the AGM through ballot paper.
15. Mr. CS S.S. Marthi, Company Secretary (Membership No. FCS 1989) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
16. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
17. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and hereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
18. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.rajvirindustrieslimited.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE nd NSE, Mumbai.
19. Process and manner of voting through electronic means: In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements).

    Regulations 2015(Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). The instructions for e-voting are as follow:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)] :

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/

(iii) Click on Shareholder – Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/ PIN with new password of your choice withminimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "Rajvir Industries Limited".

(viii) Now you are ready for remote e-voting as Cast Vote page-opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also"Confirm"when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to spcspl@gmail.com with a copy marked to evoting@nsdl.co.in

B. In case a Member receives physical copy of the Notice of AGM) [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is pasted as below/at the bottom of the Attendance Slip for the AGM)

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
112339	-	-

(ii) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

(iii) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password / PIN for casting your vote.

(iv) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

(v) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20th September, 2019.

(vi) Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. 20th September, 2019, may obtain the USER ID and password in the manner as mentioned below:

a. If the mobile number of the member is registered against Folio No/DP ID Client ID, the member may send SMS: MYEPWD ^ space^ E-voting Event number+ Folio No or DP ID Client ID to 9212993399

Example for NSDL: MYEPWD ^SPACE^ IN12345612345678
Example for Physical :MYEPWD ^SPACE^ ***1234567890

b. If e-mail address or mobile number of the member is registered against Folio No./DP ID Cleint ID, then on the home page of www.evoting.nsdl.com, the member may click "forgot password" and enter Folio No. or DP ID and PAN to generate a password.

c. Member may call toll free no.: 1800-222-990.

d. Member may send an email request to evoting@nsdl.co.in

20 The relative Explanatory Statements pursuant to Section 102 of the Companies Act 2013 in respect of Special Business set out above is annexed herewith

By the Order of the Board
For **RAJVIR INDUSTRIES LIMITED**

Sd/-
Anadish Srivastava
Company Secretary

Place: Secunderabad
Date: 14.08.2019

EXPLANATORY STATEMENT (PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

ITEM NO.3

The Board of Directors, on recommendation of nomination and remuneration committee appointed, Sri Ritesh Agrawal appointed as an additional director categorized as Independent Director on the Board of the Company w.e.f. 14th February, 2019. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Sri Ritesh Agrawal holds office upto the date of this 15th Annual General Meeting and is eligible to be appointed as an Independent Director for a term up to three years. Notice as required under Section 160 of the Companies Act, 2013 has been received from a member signifying their intention to propose him as candidate for the office of Director of the Company.

The Company has also received from Sri Ritesh Agrawal i) consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014 , II) Intimation in Form DIR-8 pursuant to terms of the Companies (Appointment & Qualification of Directors) Rules 2014 to the effect that he is not disqualified as per Section 164(2) of the Companies Act 2013 and III) a declaration to the effect that he meets the criteria of independence as provided under section 149 of the Companies Act 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In the opinion of the Board, Sri Ritesh Agrawal fulfil the conditions for appointment of Independent Director as specified in the Companies Act 2013 and Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and is independent of the management.

The profile and other details of Sri Ritesh Agrawal is set out here in the notice.

Copy of the draft letter of appointment as Independent Director setting out the terms and conditions of appointment is available for inspection without any fee by the members at the Registered Office of the Company.

The Board of Directors recommend the resolution set out at Item No 3 of this Notice for your approval.

None of the Directors, Key Managerial personnel and relatives thereof have any concerns or interest, financial or otherwise in the resolution as set out in the Item No 3 of the Notice.

Particulars of Director to be appointed at this Annual General Meeting of the Company, pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are as under:

Name of Director	Sri Ritesh Agrawal
Date of Birth	11-05-1973
Date of Appointment	14th February, 2019
Qualification	Industrial Engineering
List of other Companies in which Directorship is held as on 31st March, 2019	1. Arcons Infrastructures And Constructions Private Limited 2 Bluemount Commercial Private Limited 3. Arcons Real Estate Private Limited
Chairman/Members of the Committee in other Companies	Nil
Inter-se relationship with other Directors and Key Managerial Personnel)	Nil
Nature of Appointment (Appointment/ Reappointment)	Appointment

By the Order of the Board
For **RAJVIR INDUSTRIESLIMITED**

Place: Secunderabad
Date: 14.08.2019

Sd/-
Anadish Srivastava
Company Secretary

Directors' Report

Dear Members

Your Directors have pleasure in submitting their Fifteenth Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2019.

FINANCIAL RESULTS

FINANCIAL RESULTS FOR THE YEAR UNDER REVIEW WITH THE CORRESPONDING FIGURES OF THE PREVIOUS YEAR'S FIGURES

Rs.in lakhs

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Sales and other income	5813.34	9422.85
Profit before interest and depreciatio	(1669.55)	122.67
Interest & Finance charges	1688.47	1806.34
Depreciation and Amortization	279.42	322.86
Profit / (loss) before Tax	(3637.44)	(2006.53)
Provision for taxation:		
a) Current Tax	-	-
b) Deferred Tax (credit)/expense	70.46	164.58
Profit/(Loss) after Tax from continuing operations	(3707.90)	(2171.11)
(Loss) from discontinuing operations	(299.48)	(301.29)
Tax expense/(credit) of discontinuing operations	5.80	24.71
Net Profit/(Loss) for the period from discontinuing operations	(305.28)	(326.00)
Total Profit/(Loss) for the yea	(4013.18)	(2497.12)
Add: Profit/(Loss) b/f from last year	(4897.61)	(2400.49)
Adjustment due to adoption of IND AS	(15.20)	(11.80)
Total Profit/(Loss	(8925.99)	(4909.41)
APPROPRIATIONS		
Surplus carried forward to Balance sheet	(8925.99)	(4909.41)
Earnings per Equity share:		
Basic	(100.54)	(62.76)
Diluted	(100.54)	(62.76)

OPERATIONS

During the year under review, the company achieved a turnover of Rs.5813.34 lakhs and net loss of Rs.4016.58 lakhs as against Rs.9422.85 lakhs and Rs.2507.37 lakhs in the previous year respectively.

DIVIDEND

As the company did not earn distributable profits, the board of directors did not recommend any dividend for the financial year under review

As per the provisions of Section 125(2) of the Companies Act, 2013 unpaid dividend of the year 2010-11 was transferred to the Investor Education and Protection Fund.

REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

The future business scenario of our products is bright in the domestic market. we have made forays in Southern textile markets and we expect substantial turnover with them. We have made an impressive presentation of our new fancy product range in several countries and are confident of securing orders in the future as Export Scenario improves.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, Directors of your company hereby state and confirm that

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period

(c) The Directors had 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 fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors in the case of a listed company had laid down internal financial controls to be followed by the company and that such internal financial controls and are adequate and operating effectively;

(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.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS.

The company has adequate internal financial controls and has a separate Audit committee to assess the internal controls and guide the company accordingly.

DETAILS OF SUBSIDIARIES, JOINT VENTURES, ASSOCIATE COMPANIES & THEIR PERFORMANCE

The Company does not have any subsidiary or joint venture or associate company, as such, their performance details will not arise.

DEPOSITS

The Company has renewed the fixed deposits received from the public. The amount of deposits outstanding as on 31st March 2019 was Rs.50.00 lakhs. There were no deposits accepted under the provisions of Chapter V of the Companies Act, 2013. The company does not have any deposits lying unpaid or unclaimed as on 31st March 2019. There is an overdue amount of Rs16.49 lakhs towards interest on fixed deposit as on 31st March 2019 which will be paid subsequently.

RISK MANAGEMENT POLICY OF THE COMPANY

The Company has formulated and adopted a risk management policy at its Board Meeting. As per the policy, the management continues to review and assess the risk and also the steps for mitigating the same.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility does not apply to the company. However, your company continues to carry out activities for the community and society.

RELATED PARTY TRANSACTIONS

The related party transactions entered into by the company during the financial year under review have been disclosed vide Note No 33 of the financial statements of the company for the financial year ended 31st March 2019. All the transactions entered into are at an arm's length basis and in the ordinary course of business. The relevant details in form AOC-2 is enclosed hereto at Annexure -A.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review your company has not extended any guarantees or made any investments.

DIRECTORS' AND KEY MANAGERIAL PERSONNEL

Shri. Ritesh Agrawal was appointed as an Additional Director Categorized as Independent Director w.e.f. 14th Feb 2019, and holds office till the date of the ensuing Annual General Meeting. Shri. Ritesh Agrawal has furnished a declaration under Section 149(7) of the Companies Act, 2013 that he fulfils the criteria for being appointed as an independent director. Hence, the Board recommends for his appointment as an Independent Director for a period of Three years The company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature.

The Independent Directors have submitted declarations disclosing to the Board that they fulfil the criteria stipulated under Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules made there under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Shri Vinay Rajkumar Goyal, CFO, of the company was appointed as Key Managerial Personnel from 12th Oct, 2018 and resigned on 16th May, 2019.

Sri Attal Anand Kumar who was the Company Secretary of the Company has resigned from the office with effect from 23rd March, 2019.

Sri Anadish Srivastava is appointed as a Company Secretary and Compliance Officer of the company with effect from 17th April, 2019.

MEETINGS OF THE BOARD

There were 6 (Six) Meetings of the Board of Directors during the year under review the details of which are furnished in the report on Corporate Governance.

AUDIT COMMITTEE

The committee comprises of Smt Sheetal B Dave, Shri Ritesh Agrawal, and Ritesh Kumar Agarwal. The recommendations made by the committee have been accepted by the Board.

VIGIL MECHANISM

Pursuant to the provisions of Section 177 (9) and (10) of the Companies Act, 2013, a vigil mechanism for Directors and employees has been established for reporting their concerns.

REMUNERATION RATIO OF THE DIRECTORS/KEY MANAGERIAL PERSONNEL/EMPLOYEES

The details as per Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided at Annexure B.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Nomination and Remuneration Committee is vested with the powers to recommend the Appointment of a Director and recommend the remuneration accordingly.

EVALUATION OF THE BOARD

Since the company was going through severe stress and strain in connection with the financial aspects of the company, it could not formulate a remuneration policy in line with the provisions of the Companies Act, 2013. However, steps have been taken now to comply with the same.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this Report and is annexed hereto as "Annexure C".

CORPORATE GOVERNANCE

The Company has implemented the procedures and adopted practices in conformity with the Code of Corporate Governance as laid down under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance is annexed herewith, as part of the Annual Report along with the Auditor's Certificate on its compliance as "Annexure D".

ANNUAL RETURN

The extracts of the Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 in Form MGT 9 is attached to this Report at Annexure E.

STATUTORY AUDITORS

The Company has received a certificate from M/s K C Bhattacharjee Paul Chartered Accounts , Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

The Auditors Report does not contain any qualifications, reservations or adverse remarks.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 Secretarial Audit has been conducted for the Financial Year 2018-19 by M/s Marthi & Co., Company Secretaries, Hyderabad, and their Secretarial Audit report for the financial year ended 31st March 2019 is enclosed at Annexure F.

LISTING & TRADING

The Equity Shares of the Company are listed on The Bombay Stock Exchange Limited and National Stock Exchange, Mumbai. The Market price of the Share as on 31st March, 2019 was ` Rs. 15.75 ` and Rs. 21 per share on BSE and NSE respectively.

PARTICULARS OF EMPLOYEES

Information as required under the provisions of Rules 5(2)&5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given elsewhere in the report. As per the proviso to Rule 5(3) of the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014, the particulars of employees posted and working outside India is NIL.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTFLOW

Information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts Rules), 2014 is attached hereto at Annexure G.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to Bankers, business associates, Consultants, and various Government Authorities for their continued support extended to your Company activities during the year under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed in your Company.

For and on behalf of the Board
Rajvir Industries Limited

Sd/-
Upender Kumar Agarwal
Chairman

Place: Secunderabad
Date 14.08.2019

ANNEXURE - A

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 arm's-length transactions under third proviso thereto	
1. Details of contracts or arrangements or transactions not at arm's length basis:	
(a) Name(s) of the related party and nature of relationship	Nil
(b) Nature of contracts/arrangements/transactions	Nil
(c) Duration of the contracts/arrangements/transactions	Nil
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Nil
(e) Justification for entering into such contracts or arrangements or transactions	Nil
(f) date(s) 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 provision to Section 188 Ni	Not Applicable

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

(a) Name(s) of the related party and nature of relationship	M/s Balaji Enterprises M/s Sree Lakshmi Enterprises
(b) Nature of contracts/arrangements/transactions	Purchase of Goods / Renting of Godown
(c) Duration of the contracts/arrangements/transactions	Contract for Rental Agreement valid till March 2019.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Rs.4,80,000/- P.M is paid as rent for the-godown used for storage of goods.
(e) Date(s) of approval by the Board, if any:	13th February 2016
(f) Amount paid as advances, if any: M/s Balaji Enterprises / M/s SreeLakshmi Enterprises	* Please refer the note given below

***NOTE:** The details of names, nature of relationship; nature of such contracts / arrangements / transactions are disclosedin Note No.33 of the Financial Statements.

ANNEXURE - B

REMUNERATION RATIO OF THE DIRECTORS/KEY MANAGERIAL PERSONNEL/EMPLOYEES

Details pertaining to remuneration as required under Section 197 (12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of managerial personnel) Rules,2014:

(i) The percentage increase in remuneration of each Director, other key managerial personnel (KMP), Ratio of the remuneration of each director to the median remuneration of the employees of the company and thecomparison of the remuneration of each KMP against the performance of the Company during the financial year 2017-18 are as under.

S. No	Directors/KMP Manager's Name	Remuneration of Director/KMP for financial year 2017-18(In Rupees)	% increase in Remuneration in the Financial Year 2018	Ratio to median remuneration	Comparison oft-he Remuneration of the KMP against the performance of thecompany
1.	Shri Upender Kumar Agarwal	60,00,000	-	17.27	-
2	Shri Ritesh Kumar Agarwal	60,00,000	-	17.27	-
3	Shri Attal Anand Kumar (upto 23-03-2019)	6,89,013	-	-	-
4	Shri Vinay Rajkumar Goyal (From 12-10-2018 to 16-05-2018)	9,35,000	-	-	-
(ii)	Percentage increase in the median remuneration of employees in the financial year 2018-2019 compared to 2017-18			NIL	-

(iii)	Number of permanent employees on the rolls of the company:	As on 31.03.2019	As on 31.03.2018
		235	350
(iv)	Explanation on the relationship between average increase in remuneration and the companyperformance	-	
(v)	Comparison of the remuneration of theKeyManagerial Personnel against the performance of the company	-	
(vi)	Average percentile increase in salaries of Employees other than managerial Personnel	Nil	
Percentile increase in the managerial remuneration		as detailed above	
Comparison of above		The Managerial Remuneration is paid to Chairman and Managing Director of the Company. No Commission has been paid to the Chairman and Managing Director of the Company, since the company has not earned profits	
(vii)	Key parameters for any variabl component of remuneration availed by the directors	The Chairman and Managing Director of the Company are eligible for commission besides salary, however in aggregate not exceeding 10% of the profits of the Company as calculated under Section 198 of the Companies Act 2013.	
(viii)	Ratio of the remuneration of the highest paid director to that of the employees who are notdirectors but receive remuneration in excess of the highest paid director during the year	Not Applicable	

ANNEXURE - C

MANAGEMENT DISCUSSION & ANALYSIS

Overview

The Financial statements are in conformatity with the requirements of the Companies Act 2013 and the company accept accounting Standard. The Management of the Company accepts responsibility for the integrity and objectivity of these financial statements as well as for the estimates and judgements relating to matters not concluded by the year-end. The management believes that the financial statements reflect fairly the form and substances of transactions and reasonably presents the Company's financial conditions and results of operations. To ensure this the Company has installed a system of internal controls', which is reviewed, evaluated and updated on an ongoing basis. Our auditors have conducted audits to provide reason-able assurances that the Company's established policy and procedures have been followed. However there are inherent limitations that should be recognised in weighing the assurances provided by any systems of the internal controls. These financial statements have been audited by M/s K.C Bhattacherjee & Paul, Chartered Accountant Hyderabad, the Statutory Auditors of the Company.

OPPORTUNITIES, THREATS, RISKS & CONCERNS

The Company is having its presence in only one segment and is mainly in the manufacturing of textile yarn in the Domestic market in India.

The increase in the acceptances of textile market all over the world increase the accessibility and affordability of modern day Textile sector products as it allows access to expensive textile products at much lower cost. It is expected that the global market for textile products increas-es rapidly.

The main outlook, concerns challenges and Threats for the textile sector in the coming years will be, decline in the margins because of increasing competition & policies of various of the Governments.

In line with our stated philosophy and strategy, the Company will continue to pursue various options to achieve growth. With increase in the cost of raw material, adverse government policies and guidelines, lack of modernized infrastructure and equipments, working capital constraints, inadequate cash flows and above all, huge competitions form multinationals and big brands on one side and unorganised textile sector on the other side, the Company's growths charts is not satisfactory and the management is trying to reduce the cost and focus more on marketing tie-ups to tap the growing domestic markets and Exports.

Your Company has adequate internal controls systems commensurate with the size of its operations for the purpose of exercising adequate controls on day to day operations of the Company. Internal audit is conducted at regular intervals.

The details of the financial performance of the Company are comprised in the Balance Sheet, Profit & Loss Account and other financial statements which are annexed hereto with the Directors and the Auditors Report for the financial year 2018-19.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate systems of the internal financial controls

HUMAN RESOURCES

By virtue of reduction in the operations, the man power requirement has come down. There is a conscious efforts by the Company to build diversity in the workforce.

Disclaimer

Some of the statements in this Management Discussion & Analysis, describing the Company's objectives, projections, estimates and expectations may be "forward looking statement" within the meaning of applicable laws and regulations. Actual results might differ substantially from those expressed or implied. Important developments that could affect the Company's operation including changes in the industry structure, significant changes in political and economic environment in India, tax laws, import duties, litigation and labour relation

ANNEXURE - D

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Your company strongly believes in the principles of corporate governance and hence has been continuously making efforts to implement and follow in the conduct of its affairs.

2. BOARD OF DIRECTORS

Your Company has a balanced mix of Executive and Non-Executive Directors during the year. The composition of the Board is being broadened to represent a blend of professionals from various backgrounds which will further enable the Board to discharge its responsibilities more efficiently and provide effective leadership by taking the Company's business to achieve the goals in future.

The Chairman of the Board for the financial year 2018 2019 was Sri Upender Kumar Agarwal, and Sri Ritesh-Kumar Agarwal, Managing Director and at least half of the Board were Independent Directors and therefore the composition of the Board is in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(a) **Composition and Category of Directors**

The Board of Directors had an optimum combination of Executive and Non-Executive Directors and had one women Director and not less than fifty percent of the Board members are Non-Executive and Independent Directors. At this year end the Board composition consisted of Four Directors comprising two Executive Directors and two Independent Directors

Executive Directors

Shri Upender Kumar Agarwal	-	Chairman
Sri Ritesh Kumar Agarwal	-	Managing Director

Non Executive / Independent Directors

Smt Sheetal B Dave	-	Independent Director
Sri Ritesh Agrawal	-	Independent Director

Notes:

1) None of the Directors are related to each other except Promoter Directors

2) Number of Directorships held in other companies includes all companies, whether listed or unlisted and ex-cludes Foreign Companies , other Bodies Corporate and professional bodies . The limits on the Directorships of independent directors and Executive Directors are within the permissible limits.

3) The necessary disclosures regarding change in the Committee positions, if any, have been made by all the directors during the year under review. None of the Directors is a member of more than 10 committees or Chairman of more than 5 committees across all Indian Companies

4) Independent Director means a Non-Executive Direc-tor, who fulfils the criteria as laid down in Section 149 (3) of the Companies Act, 2013.

5) The Company has issued formal letter of appointment to its Independent Directors. The maximum tenure of Independent Directors is in accordance with the Companies Act, 2013.

6) The Independent Directors of the Company met every time a Board Meeting is held. These Meetings are held the same day as that of the Board Meetings. In the said Meetings the Independent Directors review the matters as stipulated in the SEBI (Listing obligations and disclosure requirements) Regulations 2015 and action items ,if any, are communicated and tracked to closure to the satisfaction of the Independent directors . The purpose of these meetings is to promote open and candid discussion among the Independent Directors.

The calendar of Board meetings is decided in consultation with the Board and the schedule of such meetings is communicated to all Directors well in advance. Generally, the Board Meetings are held in Secunderabad, where the registered office of your Company is situated. The agenda for the Board Meeting includes applicable matters and agenda matters as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is generally circulated few days prior to the date of the Meeting and includes detailed notes on the items to be discussed at the meeting to enable the Directors to take informed decisions.

Members of the Board and key executives, disclose to the Board whether they, directly, indirectly or on behalf of third parties, have a material interest in any transaction or matter directly affecting the Company. The Board and key executives also conduct themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining the confidentiality of information in order to foster a culture for good decision making.
.
Your Board met Six times during the financial year 2018-19 on 30th May 2018, 14th August 2018, 25th August 2018, 12th October 2018, 14th November 2018, and 14th February 2019.

The necessary quorum was present for all the Board Meetings and the fourteenth Annual General Meeting. The maximum interval between any two Board Meetings was well within the maximum gap of one hundred and twenty days.

After each Board Meeting, your Company has a well-articulated system of follow up, review and reporting on actions taken by the Management on the decisions of the Board and Committees of the Board.

(b) **Attendance of the Directors at the Board Meetings and the Fourteenth AGM**

The Attendance Record of the Directors at the Board Meetings held for the financial year 2018-19 and the fourteenth AGM

Sl. No.	Name	Category	Designation	No. of Board Meetings attended	Attendance at previous AGM	No. of Memberships in other Companies (Excl. Private Limited Companies)	
						Board	Committee
1.	Shri Upender Kumar Agarwal	Promoter & Executive Director	Director	6	Yes	Nil	Nil
2.	Shri Ritesh Kumar Agarwal	Promoter & Executive Director	Managing Director	6	Yes	Nil	Nil
3.	Smt Sheetal B Dave	Independent & Non – Executive	Director	6	Yes	Nil	Nil
4.	Shri Ankush Tandon	Independent & Non – Executive	Director	5	Yes	Nil	Nil
5.	Smt N. Padma Vijay Kumar	Independent & Non – Executive	Director	1	No	Nil	Nil
6.	Shri Ritesh Agrawal	Independent & Non – Executive	Director	1	No	Nil	Nil

Directors Shareholding Details in the Company as on March 31, 2019

Name	No. of Shares	Shares as % of Equity
Shri Upender Kumar Agarwal	164628	4.12
Shri Ritesh Kumar Agarwal	441164	11.04
Smt Sheetal B Dave	Nil	Nil

All changes being additions and deletions are communicated by the Board Members and recorded in the statutory registers and applicable disclosures also made to the Stock Exchanges.

The Board has constituted the following Committees and each Committee has their terms of reference as a Charter. The Chairman of each Committee along with the other Members of the Committee and if required other Members of the Board, decide the agenda, frequency and the duration of each meeting of that Committee. Currently, the Board has at the end of the year Three Committees:

(I) Audit Committee;
(II) Nomination and Remuneration Committee
(III) Stakeholders Relationship Committee

I. The Audit Committee was constituted in accordance with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Audit Committee reports to the Board and is primarily responsible for:

1. Overseeing of the Company's financial reporting process and the disclosure of its financial information that the financial statements are correct, sufficient and credible.

2. Recommending to the Board, the appointment, re-appointment, the replacement or removal of the Auditor(financial) and fixing of audit fees & Approval of payment to Auditors (financial) for any other services rendered by them.

3. Reviewing, with the management, the annual financial statements and auditor's and director's report thereon before submission to the Board for approval.

4. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval

5. Valuation of undertakings or assets of the Company, wherever it is necessary.

6. Evaluation of internal financial controls and risk management systems.

7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

8. Discussion with internal auditors on any significant findings and follow up there on.

9. Discussion with Auditors before the audit commences, about the nature and scope of audit as well as post- audit discussion to ascertain any area of concern.

10. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee consists of Three Directors, as per the details given below. All Members are financially literate and have the required accounting and financial management expertise

Mr. Ankush Tandon, Independent Director, is the Chairman of the Audit Committee till 14th November 2018 and thereafter Smt Sheetal B Dave is the Chairman of the Audit Committee and Mr. Ankush Tandon was present at the Fourteenth Annual General Meeting to answer the Shareholders' queries.

The Audit Committee met four times during the financial year 2018-19. They met on 30th May 2018, 14th August 2018, 14th November 2018, and 14th February 2019 and not more than four months had elapsed between two Audit Committee meetings. The necessary quorum was present for all the said Audit Committee Meetings.

Name of the Director, Category, Position, and Number of Audit Committee Meetings held, Attended by the Director:

Directors Name & Committee Position	Category	Position	Meetings attended
Shri Ankush Tandon (up to 06-12-2018)	Non-Executive and IndependentDirector	Chairman	3
Smt Padma Vijay Kumar (up to 14-08-2018)	Non-Executive and Independent Director	Member	2
Smt Sheetal B Dave	Non-Executive and IndependentDirector		3
Shri Ritesh Agrawal (Appointed on 14-02-2019)	Non-Executive and IndependentDirector	Member	1
Shri Ritesh Kumar Agarwal	Managing Director		4

II. **The Nomination and Remuneration Committee is primarily responsible to Identify potential candidates to become Board Members.**

1. Recommending nominees to various Committees of the Board.
2. Ensuring that appropriate procedures are in place to assess Board's effectiveness.
3. Developing an annual evaluation process of the Board and its Committees.
4. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
5. Formulation of criteria for evaluation of Independent Directors and the Board;
6. Devising a policy on Board diversity;
7. Assist the Board in ensuring that affordable, fair and effective compensation philosophy and policies are implemented;
8. Approve and make recommendations to the Board in respect of salary structure and actual compensation (inclusive of performance based incentives and benefits) of the Executive Directors, including the Chief Executive Officer.

9. Review and approve the overall budgetary increment proposals for annual increase of compensation and benefits for the employees

10. Review and approve any disclosures in the annual report or elsewhere in respect of compensation policies or Directors' compensation;

11. Any other matter referred to the Remuneration Committee by the Board of Directors of the Company.The Nomination and Remuneration Committee is responsible for reviewing the overall goals and objectives of compensation programs, as well as their compensation plans, and making changes to such goals, objectives and plans.

(b). Nomination and Remuneration Committee - salary, benefits, perquisites and allowances (fixed component and performance incentives, commission (variable component) to its Chairman,Managing Director and other Executive Directors.

The Nomination and Remuneration Committee has met on 30th May, 2018, 14th Feb, 2019 under review during the financial year.

Details of the Remuneration

The details of the Remuneration paid to the Directors are as follows:

Sl.No	Name of the Director	Total (in Rs)
1	Shri Upender Kumar Agarwal	60,00,000
2	Shri Ritesh Kumar Agarwal	60,00,000

III. Details of Composition of the Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee consists of following Directors

S. No	Name	Designation
1	Smt Sheetal B Dave	Non-Executive & Independent Director
2	Shri Ritesh Agrawal	Non-Executive & Independent Director
3	Shri Ritesh Kumar Agarwal	Executive & Managing Director

The Stakeholders' Relationship Committee / Share Transfer Committee met on 30th May, 2018, 14th Feb, 2019 under review during the financial year

TOTAL NO OF SHARES RECEIVED FOR TRANSFER	:	99
TRANSFERRED & DISPATCHED	:	99
TOTAL NO OF SHARES RECEIVED FOR Consolidation	:	NIL
Consolidated & DISPATCHED	:	NIL

There are no pending Share Transfers as on 31st March 2019.
Details of complaints / requests etc., received and resolved during the financial year 2018-19 are as below

No of Complaints received	:	NIL
Resolved	:	NIL

The Compliance Officer monitors the share transfer process and reports to the Company's Board in each meeting and the said Officer also directly liaises with the authorities such as SEBI, Stock Exchanges, ROC etc., and investors with respect to implementation of various clauses, rules, regulations and other directives of such authorities and investor service & complaints related matter

There is no share transfer pending for more than 15 days.

Your Company has a designated e-mail ID, cs@rajvirindustrieslimited.com for the redressal of any Stakeholders' related grievances exclusively for the purpose of registering complaints by Members/stakeholders. Your Company has also displayed the said email ID under the investors section at its website, and other relevant details prominently for creating investor/ stakeholder awareness. Your Company maintains a functional website containing necessary information about the Company e.g. details of its business, financial information, shareholding pattern, compliance with corporate governance, contact information of the designated officials of the Company and the contents of the said website are updated at any given point of time as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and as per the requirements of the Companies Act, 2013.

Nature of Complaints/ Correspondence/ Requests

Opening Balance	NIL
Received	NIL
Resolved	NIL
Outstanding as on March 31, 2019	NIL

Non-receipt of securities / Annual Report / Correction

3. **ANNUAL GENERAL MEETINGS :**
Date, Time and Location of the last 3 Annual General Meetings are

AGM	Location	Date	Time
14th	FTAPCCI Surana Auditorium, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004	29.09.2018	03.30 P.M.
13th	KLN Prasad Auditorium FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004	28.09.2017	03.30 P.M.
12th	FTAPCCI,FederationHouse,11-6-841, Red Hills, FAPCCI Marg Hyderabad 500004	30.09.2016	03.30 P.M.

DISCLOSURES

(i) During the year 2018-19, no materially significant related party transactions have been entered into by the Company with the Promoters, Directors or Management or their relatives that may have a potential conflict with the interests of the Company. None of the Non-Executive Directors / Independent Directors have any pecuniary material relationship or transactions with the Company for the year ended March 31, 2019, and have given undertakings to that effect.

(ii) No penalty, or stricture was imposed by the Stock Exchanges or SEBI or any other authority, during the last 3 (three) years.

(iii) The guidelines / accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013 have been followed in preparation of the financial stat - ments of the Company in all material respects.

(iv) **Whistle Blower Policy**

The Company has adopted a Whistle Blower Policy and has established the necessary mechanism in line with the requirements under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015.

For employees to report concerns about unethical behaviour;

- To establish a mechanism to report to the management, concerns about unethical behaviour, actual or suspected fraud or violation of the Integrity Policy; and

- To ensure that adequate safeguards shall be provided to the whistle blowers against any victimization or vindictive practices like retaliation, threat or any adverse (direct or indirect) action on their employment. The Policy also ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

- No personnel / person has been denied access to the Audit Committee.
  A high level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and Board. The Audit Committee on a quarterly basis looks into the matters reported and track matters to close as per law.

(**v) Code of Conduct**

Your company has laid down a code of conduct ("Code") for all the Board Members and senior management personnel of the company. The Code is available on the website of the company i.e www.rajvirindustrieslimited.com All directors and Senior management personnel of the Company have affirmed the compliance with the company's code of conduct or the financial year ended March 31, 2019. A declaration signed by the chief executive Officer(C E O)to this effect is attached as Annexure A to the corporate Governance Report in the Annual Report.

(vi) Details of compliance

vi) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of clause 15(2) of SEBI (listing obligations and disclosures Requirements) Regulation 2015 has disclosed and complied up to the period ended 31st December, 2018.The details of these compliances have been given in the relevant sections of the Report.

NOTE: The provisions of Clause 15(2) of SEBI (listing obligations and disclosures Requirements) Regulation 2015 is not applicable to the company for the Quarter ended 31-03-2019 as the Paid up equity share capital and net worth of the company is Rs.3,99,48,600 and Rs.(51,21,79,000) which is less than Rs.10 Crores and Rs.25 Crores respectively as on 31st March 2019.

Among the non-mandatory requirements of clause 15(2) of SEBI (listing obligations and Disclosure requirements) Reg-ulation 2015 the company has followed with the following

- Separate posts of Chairman and CEO-The Chairman and Managing Director /CEO are two separate persons. The position of CEO and Chairman is bifurcated in the Company.

- Reporting of internal Auditor- Internal Auditor reports directly to the Audit Committee

- Compliance of prohibition of inside Trading regulations

- Your company has comprehensive guidelines on prohibiting insider Trading and the company has adopted the code of internal procedures and conduct for listed companies notified by the SEBI.

Appointment and Re-appointment of Directors

A. Appointment

Shri Ritesh Agrawal was appointed as an additional director categeorized as Independent Director from 14th February 2019

Reconciliation of Share Capital Audit

The 'Reconciliation of Share Capital Audit' was undertaken on a quarterly basis and the audit covers the reconciliation of the total admitted capital with NSDL and CDSL and the total issued and listed capital.

The audit has also confirmed that the aggregate of the total issued / paid-up-capital is in agreement with the total number of shares in physical form, shares allotted & advised for demat credit but pending execution and the total number of dematerialized shares held with NSDL and CDSL.

Secretarial Audit

Secretarial Audit was conducted as required under the provisions of Section 204 of the Companies Act, 2013, by M/S Marthi & Co., Company Secretaries, Hyderabad, for the Financial Year 2018-19. The Report is at Annexure F to the Director's Report.

Compliance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

The Auditor's Certificate obtained from M/s. K C Bhattacherjee & Paul Chartered Accountants (Firm Registration No.303026E) chartered Accountants, (Firm Registration No. 225603 is provided as Annexure-2 to the Corporate Governance Report in regard to the compliance of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Management Discussion and Analysis

The Management Discussion and Analysis is provided separately in the Annual Report.

CEO and CFO's Certification

The CEO and CFO's Certification is provided as Annexure-3 to the Corporate Governance Report in the Annual Report.

The CEO and CFO's Certification of the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial reporting for the financial year ended March 31, 2019, was placed before the Board of Directors at all their meetings held.

Means of Communication

Your Company would like to constantly communicate to its investors and stakeholders about its operations and financial results.

- Communication of Audited Results - The Company has regularly furnished, by way of filing through the electronic filing within thirty minutes of closure of the Board Meetings, the quarterly audited as well as annual audited results to the Bombay Stock Exchange and National Stock Exchange.
- Quarterly and Annual Financial Results are also published in English, and other Regional (Telugu) news papers, i.e Financial Express and Nava Telangana.

Website - The Company's website www.rajvirindustrieslimited. com contains all the information as may be required by the Shareholders including press releases, financial results, fact sheet reports, additional disclosures, earnings confer - ences, shareholding pattern, Shareholders' reports, investor presentation, Annual Reports, etc.

Quarterly results are put on the Company's web-site.

The Company submitted a quarterly compliance report to the stock exchanges within 45 days from the close of quarter similarly the company has submitted for the fourth quarter the compliance report to the stock exchanges within 60 days from the close of quarter.

The Fifteenth Annual General Meeting (AGM) of the Company for the financial year 2018-19 scheduled on Monday, 30th September 2019 at 3.30 P.M. at J.S.Krishna Murthy Hall, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has also extended e-voting facility, for its Members to enable them to cast their votes elec-tronically and also physically on the proposed resolutions in the Notice of the Fifteenth AGM. Instructions for e-voting are listed under the segment "Notes" in the Notice to Fifteenth AGM.

Those of the Shareholders/ Members, who cannot attend the AGM in person, can appoint a proxy to represent them in the AGM, for which the Shareholder/ Member needs to fill in a proxy form and send it to the Company, to its Registered Office address, not less than 48 hours before the meeting for holding the aforesaid meeting

4.**GENERAL SHAREHOLDER INFORMATION:**

A	Registered Office	105, 1st Floor, Surya Towers, Sardar Patel Road, Secunderabad – 500 003
B	Annual General Meeting	
	Date & Time	30th September, 2019 3.30 PM
	Venue	J.S.Krishna Murthy Hall, FTAPCCI, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana.
C	Financial Calendar	April to March
	Financial Reporting for:	
	Quarter ending June 30, 2018	Second week of August 2018
	Quarter ending September, 30 2018	Second week of November 2018
	Quarter ending December, 31 2018	Second week of February 2019
	Quarter ending March 31, 2019	Fifth week of May 2019
	Annual General meeting for FY ended 31st March 2019	30th September, 2019
D	Date of Book Closure	Tuesday the 24.09.2019 to Monday the 30.09.2019
E	Dividend Payment Date	Not Applicable
F	Listing on Stock Exchange	1) Bombay Stock Exchange Limited 2) National Stock Exchange Limited
G	Stock Code	532665
H	ISIN	ISIN INE011H01014
I	Dematerialisation of Shares	98.94% of the paid-up share capital of the company has been dematerialised
J	Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity	NIL
K	Market Price Data	The closing market price of equity share on 31st March, 2019 (last trading day of the financial year) was `Rs. 15.75 on BSE and Rs. 21 on NSE as compared to the price on 31st March 2018 of Rs. 35.40 and Rs.47.90` on BSE and NSE respectively.
L	Registrar and Share Transfer Agents	M/s XL Softech Systems Ltd Plot No 3, Sagar Society, Road No 2, Banjara Hills, Hyderabad – 500034.
M	Share Transfer System	Generally the shares have been transferred and returned in 15 days from the date of receipt, so long as the documents have been clear in all respects.
N	Investor Relations	The Company has been maintaining good investor relations.

5. **DISTRIBUTION OF SHAREHOLDING :**

Distribution of Shareholding as on 31st March, 2019

Share Holder or Debenture Holding of nominal Value of			Share Holder or Deben-ture Holding of nominal Value of		Share / Debenture Amount	
			Number	% of Total	Number	% of Total
	(1)		(2)	(3)	(4)	(5)
Upto	-	5000	1934	89.59	1558920	3.90
5001	-	10000	87	4.03	678130	1.70
10001	-	20000	58	2.69	841210	2.11
20001	-	30000	22	1.02	547140	1.37
30001	-	40000	10	0.46	343570	0.86
40001	-	50000	4	0.19	180420	0.45
50001	-	100000	19	0.88	1368680	3.43
100001	and	above	25	1.16	34430530	86.19
	TOTAL		2159	100.00	39948600	100.00

Plant Locations

1. Mahabubnagar Plant Pillalamarri Road, Mahabubnagar, Telangana - 509002
2. Tandur Plant Gopannapally (Village), Tandur Mandal, Ranga Reddy District, Telangana - 501141.
3. Dyeing Plant Edira Village, Mahabubnagar, Hills Telangana - 509002
4. Address for Correspondence 1st Foor, Surya Towers, 105, Sardar Patel Road, Secunderabad - 500003, Telangana, India

ii) Queries relating to transfer / dematerialization of shares, change of address, dividend, Annual Report and other queries relating to the shares of the company should be addressed to :

XL Softech Systems Ltd

Plot No 3, Sagar Society, Road No 2, Banjara Hills, Hyderabad - 500034. Ph: 040- 23545913/14/15 Fax: 40-23553214, E mail: xlfield@gmail.com

iii) Any other queries

The Company Secretary, Rajvir Industries Limited 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad – 500 003

Mail Id: CS@rajvirindustrieslimited.com

By the Order of the Board
For Rajvir Industries Limited

Sd/-
Ritesh Kumar Agarwal
Managing Director

Place: Secunderabad
Date 14.08.2019

ANNEXURE - E

Form No. MGT-9
EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH 2019 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L17116TG2004PLC044053
ii.	Registration Date	01-09-2004
iii.	Name of the Company	RAJVIR INDUSTRIES LIMITED
iv.	Category / Sub-Category of the Company	Company Limited by shares and Indian Non-Government Company
v.	Address of the Registered office and contact details	105, 1ST FLOOR, SURYA TOWERS, SARDAR PATEL ROAD, SECUNDERABAD – 500 003. Telephone Nos:040 66225555
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of XL Softech Systems Limited Registrar and Transfer Agent, if any	3, Sagar Society, Road N0.2, Banjara Hills, Hyderabad – 500 034 Telephone No 040- 23545913/14/15 Fax:040-23553214

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY
All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Cotton Yarn	13111	1%
2	Blended Yarn	13111	44%
3	Melange Yarn	13111	42%
4	PV	13111	13%
	Total		**100.00**

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.					
2.		**N I** L			
3.					
4.					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) 2018-19

i. Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
	Demat	Physi cal	Total	% of Total Shares	Demat	Physi cal	Total	% of Total Shares	% Change during the year
A. Promoter									
1) Indian									
a) Individual/ HUF	2993722	0	2993722	74.94	2993722	0	2993722	74.94	0
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) Banks / FI	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):-	**2993722**	**0**	**2993722**	**74.94**	**2993722**	**0**	**2993722**	**74.94**	**0**
2) Foreign									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	NIL
h) Other-Individuals	0	0	0	0	0	0	0	0	NIL
i) Bodies Corp.	0	0	0	0	0	0	0	0	NIL
j) Banks / FI	0	0	0	0	0	0	0	0	NIL
k) Any Other	0	0	0	0	0	0	0	0	NIL
Sub-total (A)(2):-	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	700	700	0.02	0	700	700	0.02	NIL
b) Banks / FI	22907	0	22907	0.57	22907	0	22907	0.57	NIL
c) Central Govt	0	0	0	0	0	0	0	0	NIL
d) State Govt(s)	0	0	0	0	0	0	0	0	NIL
e) Venture Capital Funds	0	0	0	0	0	0	0	0	NIL
f) Insurance Companies	0	0	0	0	0	0	0	0	NIL
g) FIIs	0	0	0	0	0	0	0	0	NIL
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	NIL
i) Others (specify)	0	0	0	0	0	0	0	0	NIL
Sub-total (B)(1)	**22907**	**700**	**23607**	**0.59**	**22907**	**700**	**23607**	**0.59**	**NIL**

2.	Non Institutions								
a)	Bodies Corp.								
(i)	Indian	145094	2115	147209	3.68	141775	2115	143890	3.60	-2.25%
(ii)	Overseas								
b)	Individuals								

	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				
Category of Share holders	**Demat**	**Physi cal**	**Total**	**% of Total Shares**	**Demat**	**Physi cal**	**Total**	**% of Total Shares**	**% Change during the year**
(i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	550160	40901	591061	14.80	558270	39147	597417	14.95	1.07
(ii) Individual shareholders holding nominal share capital in excess of Rs.2 lakhs	220771	0	220771	5.53	218102	0	218102	5.46	-1.20
Others (Specify)									
Qualified Foreign Investor	18121	364	18485	0.46	17758	364	18122	0.45	-1.96
ii)Clearing Members	5	0	0	0	0	0	0	0	NIL
Sub-total (B)(2)	934151	43380	977531	24.47	935905	41626	977531	24.47	NIL
Total Public Shareholding (B)=(B)(1)+ (B)(2)	957058	44080	1001138	25.06	958812	42326	1001138	25.06	NIL
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	**3950780**	**44080**	**3994860**	**100.00**	**3952534**	**42326**	**3994860**	**100.00**	**0**

Shareholding of Promoters for the year 2018-19

		Shareholding at the beginning of the year			Shareholding at the end of the year			
Sr. No	Shareholder's Name	No. of Shares	% of total Shares of the compa ny	%of Shares Pledged / encumbe red to total shares	No. of Shares	% of total Shares of the compa ny	%of Shares Pledged / encumbe red to total shares	% change in share holding during the year
1.	U.K Agarwal Family Trust	421135	10.54	10.54	421135	10.54	10.54.	-
2.	Arti Agarwal	491002	12.29	12.29	491002	12.29	5.38	-
3.	Upender Kumar Agarwal (HUF)	285439	7.15.	7.15	285439	7.15	7.15.	-
4.	Usha Agarwal	855943	21.43	5.31	855943	21.43.	5.31	-
5.	Upender Kumar Agarwal	164628	4.12	4.12	164628	4.12	4.12	-
6.	Ritesh Kumar Agarwal	441164	11.04	11.04	441164	11.04	11.04	-
7.	Radhika Bindal	21500	0.54	0.54	21500	0.54	0.54	-
8.	Neysa Agarwal	30000	0.75	0.75	30000	0.75	0.75	-
9.	Viraj Agarwal	282911	7.08	7.08	282911	7.08	7.08	-

iii Change in Promoter's Shareholding (please specify, if there is no change)

Sr. No	No. of Shares	Share holding at the Beginning of the year % of total shares of the company	No. of Shares	Cumulative Shareholding during the year % of total shares of the company
At the beginning of the year				
Date wise Increase / Decrease in Promoters share Holding during the year Specifying the reasons for Increase / Decrease (eg. Allotment /transfer / bonus /sweat equity etc.)			NIL	
At the end of the year				

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial yea				
i) Principal Amount	15261.16	1896.20	50.00	17207.36
ii) Interest due but not paid	623.61	111.03	11.01	745.65
iii) Interest accrued but not due for payment	95.21	0	5.48	100.69
Total (i+ii+iii)	**15979.98**	**2007.23**	**66.49**	**18053.70**
Change in Indebtedness during the financial year				
Addition	1825.38		5.50	1830.88
(-) Reduction	76.24	72.65		148.89
Net Change	1749.14	-72.65	5.50	1681.99
Indebtedness at the end of the financial yea				
i) Principal Amount	15184.92	1823.55	50.00	17058.47
ii) Interest due but not paid	2541.32	111.03	16.49	2668.84
iii) Interest accrued but not due	2.88		5.50	8.38
Total (i+ii+iii)	17729.12	1934.58	71.99	19735.69

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		
		Upender kumar Agarwal (Chairman)	Ritesh Kumar Agarwal (Managing Director)	Total Amount
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6000000	6000000	12000000
	(b) Value of perquisites u/s 17(2) Income-tax Act,	-	-	-
	(c) Profits in lieu of salary under section 17(3 Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profi - Others, specify…	1% of the total profit in the Financial year	-	-
5.	Others, please specify	-	-	-
6.	Total (A)	60000000	6000000	12000000
	Ceiling as per the Act	Rs 84 Lakhs as per Schedule V of the Companies Act, 2013		

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Amount	Amount in Rs
	Independent Directors		
	Fee for attending board committee meetings	10000	10000
	Commission	-	-
	Others, please specify	-	-
	Remuneration		
	Total (1)	**10000**	**10000**
	Other Non-Executive Directors		
	Fee for attending board committee meetings	-	-
	Commission	-	-
	Others, please specify	-	-
	Total (2)	-	
	Total (B)=(1+2)	10000	10000
	Total Managerial Remuneration		
	Overall Ceiling as per the Act	Rs. 84 Lakhs as per Schedule V of the Companies Act, 2013	

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
	Gross salary				
(a)	Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	-	689013	935000	1624013
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	21600	-	21600
(c)	Profits in lieu of salary under section 17 (Income-tax Act, 1961	-	-	-	-
	Stock Option	-	-	-	-
	Sweat Equity	-	-	-	-
	Commission - as % of profit	-	-	-	-
	- others, specify	-	-	-	-
	Others, please specify	-	-	-	-
	Total	-	710613	935000	1645613

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT/ Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding		N	I	L	
B. Directors					
Penalty		N	I	L	
Punishment					
Compounding					
C. Other Officers In Default					
Penalty		N	I	L	
Punishment					
Compounding					

ANNEXURE – F

Secretarial Audit Report

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2019
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members

RAJVIR INDUSTRIES LIMITED

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations an Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of:

a. Foreign Direct Investment (not applicable during the Audit Period);

b. Overseas Direct Investment (not applicable during the audit period); and

c. External Commercial Borrowings (not applicable during the Audit Period)

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) SEBI (Listing obligations and disclosures requirements) Regulation, 2015;

(b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (not applicable during the Audit Period); and

(e) 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;

(f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 – (not applicable during the Audit Period)

(g) The Securities and Exchange Board of India (Issue and listing of Debt Securities) Regulations, 2008 - (not applicable during the Audit Period)

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (not applicable during the Audit Period)

(i) The Securities and Exchange Board of India (Buy back of securities) Regulations, 1998 (not applicable during the Audit Period)

(vi) Other applicable laws, including the following:

(a) Factories Act, 1948
(b) Payment of Gratuity Act, 1972
(c) Employees Provident Fund and Miscellaneous provisions Act, 1952
(d) Employees State Insurance Act 1948

(e) Maternity Benefit Act, 1961
(f) Minimum Wages Act, 1948
(g) Payment of Bonus Act, 1972
(h) Payment of Wages Act 1936
(i) Industrial Dispute Act, 1947
(j) Environment (Protection) Act, 1986
(k) Legal Metrology Act, 2009
(l) Competition Act, 2002
(m) Income-tax Act
(n) Indian Stamp Act, 1899

(o) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

(p) Hazardous Wastes (Management and Handling) Rules, 1989

(q) Hank Yarn Packaging Obligation – Hank Yarn Packing Notification issued by the Textile Commissioner, Mumbai dated 17th April 2003.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India, to the extent applicable under the Companies Act, 2013

(ii) The Uniform Listing Agreements entered into by the Company with National Stock Exchange and Bombay Stock Exchange and SEBI (Listing obligations and disclosures Requirements) regulations, 2015.

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

We further report that –

(i) 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.

(ii) 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.

(iii) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that during the audit period –

a. The company has not been regular in the payment of its dues to the financial institutions/banks and the banks have marked the company's account as NPA.

b. The company has also not been regular in depositing with the appropriate authorities the undisputed dues pertaining to ESI, PF, TDS, Sales Tax Deferment, Service Tax, and Income Tax.

c. The company has not paid interest on public deposits amounting to Rs.16.49 Lakhs.

d. The company has shut down the operations of the Tandur Plant .

For Marthi & Co.,
Company Secretaries

Place : Hyderabad
Date : 14th August 2019

Sd/-
S S MARTHI
Proprietor
FCS No. 1989, CP No.1937

ANNEXURE - G

PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

(Information under section 134(3)(m) of the Companioes Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014)

A. CONSERVATION OF ENERGY

Energy conservation measures taken:

(a) The Company has given priority for Energy Conservation in allits units, and has put continuous efforts to conserve energy

(b) The Company has been continuously monitoring and has taken steps for replacement of conventional electrical motors etc, with imporved technology.

A. Power and FuelConsumption

	2018-19	2017-2018
1. Electricity :		
a) Purchased		
Units (Rs in lakhs of KWH)	104.70	154.71
Total Amount (In lakhs)	652.75	919.55
Average Rate: (Rs/Unit)	6.23	5.94
b) Own Generation:		
Through Diesel Generators		
Units (in lakhs of KWH)	-	0.25
Units per Litre of Diesel Oil	-	2.83
Average Cost: Rs. / Unit	-	28.84
2. Coal (Rs. Inlakhs)	-	-
3. Furnace Oil	-	-
4. Others		-
B. Consumption per Unit ofProduction		
Yarn Production (Kgs in lakhs)	20.79	32.37
Electricity (Units/Kg of Yarn)	5.03	4.78

B. TECHNOLOGYABSORPTION

Efforts made in Technology absorption as per Form B

Form of disclosure of Particulars with respect to technology absorption A.

Research and Development (R & D)

Specific areas in which R&	The company is having R & D facility for introduction and de velopment of value added products
Benefits derived as a result o the above R & D	New value added products were developed
Future Plan ofAction	To further develop more value added products and improve the quality of the products.
Expenditure on R &D	Expenditure on in-house research and development has been shown under the respective heads of expenditure in the profit an loss account.

B. Technology Absorption, Adoption Innovation

Efforts, in brief, made towards technology absorption The Company had adapted indigenous technology

Benefits derived as a result of, the above efforts High value products development, increase in eg: Product improvement,costreduction,productyieldandproductimprovementDevelopment,importsubstitutionetc.

In case of imported technology (imported during the last five years reckoned from the beginning of the financial year	No technology has been imported during the last five years

C. Foreign Exchange Earnings & OUTGO

a) Activities relating to exports, initiatives taken to increase exports, development of new export Markets and new exportplans.

Exports of the Company accounted as Rs.1.33 Crores as compared to Rs.15.63 Crores during the previous year.

Rs In Lakhs

b)	**Expenditure in Foreign Currency during the year on accountof**	**2018-19**	**2017-18**
i)	Plant & Machinery (CIF Value)	-	-
ii)	Raw Materials (CIFValue)	8.88	166.18
iii)	Stores & Spares (CIF Value)	-	1.75
iv)	ForeignTravelling	-	33.52
v)	ExportCommission	15.37	5.20
C)	Earnings in Foreign Exchange: FOB Value of Exports	133.25	1563.42

For and on behalf of the Board of Directors
For Rajvir Industries Limited

Sd/-
U K Agarwal
Chairman

Place: Secunderabad
Date: 14-08-2019

ANNEXURE-1

Declaration by the Managing Direc-tor under Clause 15(2) SEBI (List-ing Obligations and Disclosures Requirements) Regulations, 2015 regarding compliance with Code of Conduct

In accordance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, I hereby confirm that, all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the finan-cial year ended March 31, 2019

Sd/-
Ritesh Kumar Agarwal
Managing Director

Place: Secunderabad
Date: 14-08-2019

ANNEXURE-2

Auditor's Certificate on Corporate Governance
To
The Members of
RAJVIR INDUSTRIES LIMITED

1. This certificate is issued in accordance with the terms of our engagement with Rajvir Industries Limited

2. We have examined the compliance of conditions of Corporate Governance by Rajvir Industries Limited, for the year ended on 31st March, 2019 as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para c and D of schedule V of SEBI (Listing Ob-ligations and Disclosure Requirements) Regula-tions, 2015 (the Listing Regulations).

MANAGEMENT'S RESPONSIBILITY

3. The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

AUDITOR'S RESPONSIBILITY

4. Our Responsibility is limited to examining the procedures and implementation there-of, adopted by the Company for ensuring the compliance with the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We have carried out an examination of he relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), he Standards on Auditing specified under section 143(10) of the Companies Act,2013, in so far as

applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for firms that perform Audits and Reviews of Historical fi-nancial Information, and other Assurance and Related Services Engagements.

OPINION

8. Based on Our examinations of the relevant records and accounting to the information and explanations provided to us and the representations provided by the Managements, we certify that the Company has complied with the condi-tions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of the regulation 46(2) and para c and D of +schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) during the year ended March 31, 2019

9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For K.C. Bhattacharjee & Paul
Chartered Accountants
(ICAI FRN: 303026E)

Sd/-
(Manoj Kumar Bihani)
Partner
M. No. 234629

Place: Hyderabad
Date: 14.08.2019

ANNEXURE-3

COMPLIANCE CERTIFICATE BY CEO
[See Regulation 17(8) of Securities and Ex-change Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

A. I Mr.Ritesh Kumar Agarwal, CEO & Managing Director of Rajvir Industries Limited hereby certifies that I have reviewed financial staments and the cash flow statement for the year ended 31st March, 2019 and that to the best of my knowledge and belief:

(1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be mis-leading;
(2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting stan-dards, applicable laws and regulations.

B. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the financial year 2018-19 which are fraudulent, illegal or in violation of the Company's code of conduct.

C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have not come across any reportable deficiencies in the design or operation of such internal controls & disclosed to the auditors and the audit committee

D. I have indicated to the auditors and the Audit committee:

(1) significant changes in internal control over financial reporting during the year ended 31st March, 2019;
(2) significant changes in accounting policies during the year ended 31st March, 2019 and that the same have been disclosed appropriately in the notes to the financial statements; and
(3) There have been no instances of significant fraud of which I have become aware and the involvement therein if any of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Secunderabad
Date: 29th May, 2019

Sd/-
Ritesh Kumar Agarwal
Managing Director

INDEPENDENT AUDITORS' REPORT

To
The Members of
Rajivr Industries Limited

Report on the Audit of the Standalone financial statements

Opinion

We have audited accompanying standalone financial statements of Rajvir Industries Limited ('the Company'), which comprise of the balance sheet as at March 31, 2019, the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year ended on that date, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereafter referred to as "the audited standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by The Companies Act, 2013 ("The Act") in the manner so required and give a true and fair view in conformity with the Indian accounting standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

The attached financial results for which no provision for impairment of financial assets has been made by the company as per Ind AS 109 for Assets included under "Assets held for sale and discontinued operations" pertaining to Claim of refund of interest subsidy made under TUFS receivable of Rs. 1288.86 lakhs, Insurance claim receivable of Rs.337.87 lakhs accounted in earlier years pending acceptance by the Insurance company and Incentive receivable from Government of Telangana of Rs.740.09 lakhs pertaining to financial year 2013-14 to 2015-16 has not been recovered till the date of audit for which the management is of view that these financial assets are recoverable.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the independent requirement that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

S No.	Key Audit Matter	Auditors Response
1.	Evaluation of disputed direct and indirect tax demands: The company has material disputed uncertain tax demands of direct and indirect taxes which are matter under dispute which involves significant judgement to determine the possible outcome of their disputes.	Principal Audit Procedures : Obtained details of pending and completed tax assessments and demands status from the management which are pending as on 31st March 2019. We have reviewed the management's assumptions in estimating the tax provision and possible outcome of the disputed statutory dues. We have additionally assessed for the opening balances of disputed statutory dues, whether a change was required to management's view for the year ended march 31, 2019. We have involved our internal experts and considered legal case laws and other rulings in evaluating management's position on these uncertain tax positions.

Information other than financial statements and Auditor's report thereon

The company's Board of Directors is responsible for the preparation of the other information. The other information comprises of the information included in the management discussion and analysis, Boards report including Annexure to Boards Report, Corporate Governance and Shareholders information, but does not include the financial statements and our auditor's report thereon. Our opinion on financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Standalone financial statements

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

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

Auditor's Responsibilities for the Audit of the Standalone financial statement

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in thestandalone financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the

audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

● Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

● Materiality is the magnitude of misstatements in the standalone financial statements that, individually or inaggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

● We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

● We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

● From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Other Matters

10. We draw attention to Notes to accounts of the accompanying financial statement in respect of:
    (a) Note no. 34(e): contingency related to 'recompense payable in lieu of bank sacrifice' as per Corporate Debt Restructuring by banks, the outcome of which is materially uncertain and cannot be determined currently;
    (b) Note no. 40 : the confirmation/reconciliations of balances of certain secured and unsecured loans, balances with banks, trade payable, trade receivable, other payable and loans and advances have not been received and are subjected to reconciliation, review and adjustment thereof;
    (c) Note no. 34(f): The company has made a claim of refund of interest subsidy under TUFS receivable on eligible machinery and accounted in earlier years, which is still pending for final decision before appropriate authorities. The management expects full realization thereof.
    (d) Note No 34(g): The Company has made and accounted Insurance claim receivable of Rs.337.87 lakhs in earlier years pending acceptance by the Insurance Company, which is not yet confirmed or realized from the Insurance Company. The management expects full realization thereof.
    (e) Note No. 39: The accumulated losses have eroded the net-worth of the Company. The statement regarding preparation of an financial results of the company on going concern basis, notwithstanding the fact that the company continue to incur cash losses, its net worth has been fully eroded, defaulted in repayment of principle and interest to its lenders, loans have been called back by secured lenders, non-current assets are significantly impaired, current liabilities exceeded the total assets of the company, etc., this conditions indicate the existence of a material uncertainty that may cast significant doubt on the company's ability to continue as going concern. That appropriateness of assumption of going concern is critically dependent upon the company's ability to raise requisite finance/generate cash flows in future to meet its obligations.

Our opinion is not qualified in respect of above matters

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 Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the statement of change in equity, and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

g) 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".

h) With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements – Refer Note 34 to the standalone Ind AS financial statements

ii. The Company has made provision, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, on long term contracts. The Company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the end of the year;

iii. There has been delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2019.

For K.C. Bhattacharjee & Paul.,
Chartered Accountants
(ICAI FRN: 303026E)

(Manoj Kumar Bihani)
Partner
Membership No. 234629

Place: Hyderabad
Date: 29-05-2019

Annexure - A to the Independent Auditors' Report

Referred to in Report on Other Legal and Regulatory Requirements of the Independent Auditors' Report of even date to the members of Rajvir Industries Limited on the standalone Ind AS financial statements as of and for the year ended March 31, 2019

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

   (b) Fixed assets have been physically verified by the management during the year and no material discrepancies between the book records and the physical inventory have been noticed.

   (c) The title deeds of immovable properties, as disclosed in Note no. 1 A on fixed assets to the financial statements are held in the name of the company.

2. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable.

   (b) On the basis of our examination of the inventory records, the company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records have been properly dealt with by the company.

3. The Company has not granted any loans, secured or unsecured loan to companies, firms or other parties, covered in the register maintained under Section 189 of the Companies Act, 2013.

4. In respect of loans, investments, guarantees and securities which are covered under the provisions of Section 185 and 186 of the Companies Act, 2013, as per information and explanations given to us, the company has complied with the provisions of the Act.

5. In our opinion and according to the information and explanation given to us, the company has not paid the interest on public deposits of Rs.16.49 lakhs as on 31.03.2019 and as such has not complied with the relevant provisions of section 73 to 76 and other relevant provisions of the Companies Act and the Companies (Acceptance of Deposit) Rules, 2015 as applicable, with regards to the deposits accepted from members and the public. As informed by the management, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal with regard to the Deposits.

6. We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government of India, the maintenance of cost records specified under sub-section (1) of Section 148 of the Act, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the Records with a view to determine whether they are accurate or complete.

7. (a)According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is irregular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, value added tax, service tax, custom duty, excise duty, cess, GST and other statutory dues as applicable to it, with appropriate authorities and there have been serious delays in large number of cases. There are no undisputed statutory dues except as stated below which remained unpaid for a period of more than six months as on the reporting date.

Particulars	Period	Amount (In lakhs)
Provident fund	April 2017 to June 2018	28.84
Tax deducted and collected at source	April 2016 to September 2018	133.57
Service Tax	April 2015 to June 2017	22.26
Sales tax deferment	Upto March 2019	352.79

(b) According to the information and explanations given to us, there are no disputed statutory dues as at the year end.

8. According to the records examined by us, the Company has defaulted in principal repayment of dues to financial institutions/banks during the current financial year. The lender wise details of the amount of default as at Balance sheet date are as under:

Particulars (Nameof the Lender)	Amount of default as at the Balance sheet date (In lakhs)	Period of Default	Remarks, if any
Central Bank of India	81.33	Jan.2018 to March 2019	The account is classifie as NPA by bank.
State Bank of India	782.86	Jan.2018 to March 2019	The account is classified as NPA by S B I.
IDBI Bank	177.75	Jan.2018 to March 2019	The account is classified as NPA by IDBI Bank
Axis Bank	252.26	July 2017 to March 2019	The account is classified as NPA by bank.

9. On the basis of our review of utilization of funds pertaining to term loans on overall basis and related information and explanations as made available to us, the term loans taken by the company has been utilized for the purpose of which they were obtained. Further, the company has not raised moneys by way of initial public offers or further public offers during the year.

10. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the company or on the company its officers or employees, noticed or reported during the

year, nor have we been informed by any such case by the management.

11. The company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. As the company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the company.
13. The company has entered into transactions with related parties in compliance with the provisions of Section 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standards (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For K.C. Bhattacharjee & Paul.,
Chartered Accountants
(ICAI FRN: 303026E)

(Manoj Kumar Bihani)
Partner
Membership No. 234629

Place: Hyderabad
Date: 29-05-2019

Annexure - B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of Rajvir Industries Limited ("the Company") as of 31stMarch 2019 in connectionwith our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 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 assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For K.C. Bhattacharjee & Paul.,
Chartered Accountants
(ICAI FRN: 303026E)

(Manoj Kumar Bihani)
Partner
Membership No. 234629

Place: Hyderabad
Date: 29-05-2019.

Balance Sheet As at 31-03-2019

Rs.in Lakhs

PARTICULARS	Note No.	As at 31-03-2019	As at 31-03-2018
ASSETS			
Non-current assets			
(a) Property, plant and equipment	1A	3091.15	3367.68
(b) Capital work in progress			
(c) Intangible assets		-	-
(d) Financial assets:		-	-
(i) Loans	1	425.79	422.79
(ii) Other financial asset	2		
(e) Deferred tax assest (net)	3	1082.45	1157.52
(f) Other non-current assets	4	52.16	51.53
		4651.55	**4999.52**
Current assets			
(a) Invertories	5	1908.10	3888.80
(b) Financial assets:			
(i) Loans	6		
(ii) Trade receivables	7	405.91	506.28
(iii) Cash and cash equivalents	8	81.98	-30.06
(iv) Bank balances other than (iii) above	9	-	57.79
(v) Other Financial assets	11	379.82	91.61
(c) Current tax assets (net)	10	29.80	27.82
(d) Other current assets	12	432.37	458.06
		3237.98	**5000.30**
Assets Classified as held for sale and Discontinued Operation	32	11503.14	11852.99
TOTAL ASSETS		19392.67	21852.81
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	13	399.49	399.49
(b) Other equity	14	(6,486.49)	(2,469.89)
		-6087.00	**-2070.40**
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	15	7415.26	8677.14
(ii) Other financial liabilitie	16	460.55	277.85
(b) Long term provisions	17	76.51	63.23
(c) Deferred tax liabilities (net)		-	-
(d) Other non-current liabilities		-	-
		7952.32	**9018.22**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	18	5831.96	5860.59
(ii) Trade payables	19		
a) total outstanding dues of micro and small enterprises		-	-
b) total outstanding dues of creditors other than micro and small enterprises		2844.31	2927.37
(iii) Other current financial liabilitie	20	4792.50	2719.81
(b) Other current liabilities	21	1140.88	1190.54
(c) Current tax liabilities		-	-
(d) Short-term Provisions	22	90.40	76.58
		14700.05	**12774.90**
Liabilities related to Assets held for sale and Discontinued Operations	32	2827.30	2130.09
TOTAL EQUITY AND LIABILITIES		**19392.67**	**21852.81**
Significant Accounting Policies & Notes on financial statements	1-40		

The significant accounting policies & notes on financial statements form an integral part of financial statements

As per our report attached of even date
For K.C.Bhattacharjee & Paul.,

Chartered Accountants
(FRN 303026E)
(Manoj Kumar Bihani)
Partner M No. 234629

For and on behalf of the Board

U.K.Agarwal
Chairman

Place: Secunderabad
Date :29th May 2019

Anadish Srivatsava
Company Secretary

Ritesh K Agarwal
Managing Director

Statement of comprehensive income for the year ended 31-03-2019

Rs.in Lakhs

Particulars	Note No.	Year ended 31-03-2019	Year ended 31-03-2018
CONTINUING OPERATIONS			
REVENUE			
Revenue from Operations	23	5,787.73	9,365.39
Other income	24	25.61	57.46
Total Revenue		**5,813.34**	**9,422.85**
EXPENSES			
Cost of materials consumed	25	2,919.61	4,125.95
Changes in inventories	26	1,846.11	1,348.56
Employee benefits expenses	27	1,124.52	1,520.76
Finance costs	28	1,688.47	1,806.34
Depreciation	1A	279.42	322.86
Other expenses	29	1,592.65	2,304.90
Total Expenses		**9,450.78**	**11,429.38**
Profit before tax		(3,637.44)	(2,006.53)
Less: Tax expense			
Current tax		-	-
Deferred tax (credit) / expense		70.46	164.58
Profit/(loss) for the period from continuing operations		**(3,707.90)**	**(2,171.11)**
Profit/(loss) from discontinuing operations	32	(299.48)	(301.29)
Tax expenses/(income) of discontinuing operations		5.80	24.71
Net profit/(loss) for the period from discontinuing operations		**(305.28)**	**(326.00)**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		(4.59)	(13.85)
Income tax relating to items that will not be reclassified to profit or loss		1.19	3.60
Total other comprehensive Income		(3.40)	(10.25)
Total Comprehensive Income for the period		**(4,016.58)**	**(2,507.37)**
Earnings per equity share			
Earnings per share from continuing operations		(92.82)	(54.35)
Earnings per share from discontinuing operations		(7.64)	(8.16)
Earnings per share -Basic and Diluted		(100.46)	(62.76)
Nominal value of share (Rs)		10.00	10.00
Significant Accounting Policies & Notes on financial statemen	1-40		

The significant accounting policies & notes on financial statements form an integral part of financial statements

As per our report attached of even date

For K.C.Bhattacharjee & Paul.,
Chartered Accountants
(FRN 303026E)

(Manoj Kumar Bihani)
Partner M No. 234629

For and on behalf of the Board

U.K.Agarwal
Chairman

Place: Secunderabad
Date :29th May 2019

Anadish Srivatsava
Company Secretary

Ritesh K Agarwal
Managing Director

Statement of Cash flow for the year ended 31-03-2019

(Rs in Lakhs)

PARTICULARS	Year ended 31-03-2019	Year ended 31-03-2018
(A) Cash flows from operating activities		
Profit before tax	(3,637.44)	(2,006.53)
Adjustments:		
Depreciation and amortization expense	279.42	322.86
Loss/(profit) on sale of fixed assets	0.35	-
Unrealized foreign exchange (gain) / loss, net	-	-
Provision for doubtful debts/ECL	23.55	4.39
Finance costs	1688.47	1806.34
Interest income	(20.93)	(40.32)
Re–measurement Gain/losses on employee defined benefit plans	4.59	13.85
Write off	-	38.76
Operating profit before working capital changes	**-1662.00**	**139.35**
Changes in working capital and other provisions:		
Loans and advances and other assets		
Trade receivables	76.82	436.24
Inventories	1980.70	2212.80
Loans - non current	-3.00	189.72
Other financial assets - non current	-	256.16
Other non-current assets	-0.63	1.35
Loans - current	-	-
Other financial assets - current	-288.21	85.87
Other current assets	25.69	-65.59
Bank balances	57.79	-50.56
Other Liabilities and provisions		
Other financial liabilities - non current	182.70	-182.95
Long term provision	13.28	-0.07
Other financial liabilities - current	2072.68	512.62
Trade payable	-83.06	-996.75
Other current liabilities	-28.08	-986.78
Short term provision	13.82	69.75
Cash generated from operations	**2358.43**	**1621.16**
Income taxes paid, net	1.98	(2.68)
Net cash from/(used in) operating activities	**2360.41**	**1618.48**
Net cash from discontinued activities	(299.48)	(314.11)
Net Cash from continuing and discontinued activities	**2060.93**	**1304.37**
(B) **Cash flows from investing activities**		
Purchase of property, plant and equipment and changes in CWIP Proceeds	(4.74)	36.02
from sale of property, plant and equipment	1.50	-
Interest income	20.93	40.32
Net cash from /(used in) investing activities	**17.69**	**76.34**
Net cash from discontinued activities	0.00	0.00
Net Cash from continuing and discontinued activities	**17.69**	**76.34**
(C) Cash flows from financing activities		
Bank borrowings	-	(2541.77)
Other borrowings	-	0.00
Interest expense	(1688.47)	(1806.34)
Debentures	-	(41.43)
Net cash generated in financing activities	**(1688.47)**	**(4389.54)**
Net cash from discontinued activities	(299.48)	1897.06
Net cash from continuing and discontinued activities	**(1987.95)**	**(2492.48)**
Net increase/ (decrease) in cash and cash equivalents	90.67	(1111.77)
Add: cash and cash equivalents at the beginning of the year	(5790.75)	(4678.98)
Effect of exchange gain on cash and cash equivalents	0.00	0.00
Cash and cash equivalents at the end of the period	**-5700.08**	**-5790.75**
Cash and cash equivalents from continuing operations	**-5700.17**	**-5790.84**
Cash and cash equivalents from discontinued operations	**0.09**	**0.09**
Cash and cash equivalents from continuing and discontinued activities	**-5700.08**	**-5790.75**

Note : Previous years figures have been regrouped/reclasiffied whereever necessary.

As per our report attached of even date.

For K.C.Bhattacharjee & Paul.,

Chartered Accountants
(FRN 303026E)
Manoj Kumar Bihani)
Partner M No. 234629

Place: Secunderabad
Date :29th May 2019

For and on behalf of the Board

U.K.Agarwal
Chairman

Anadish Srivatsava
Company Secretary

Ritesh K Agarwal
Managing Director

Statement of Changes in Equity for the year ended 31st March, 2019

Rs.in Lakhs

Particulars	As at 31.03.2019	As at 31.03.2018
A) Equity Share Capital		
Equity Shares		
Balance at the beginning of the year	**399.49**	399.49
Changes during the year	**-**	-
Balance at the end of the year	**399.49**	399.49

B) Other Equity

Rs.in lakhs

Particulars	Retained earnings	General Reserve	Share Premium	Other comprehensive income	Total Equity
Balance as at 01.04.2018	-4897.61	1997.41	442.11	-11.80	-2469.89
Profit for the yea	-4013.18	-	-	-	-4013.18
Transfer during the year	-	-	-	-	-
Movement in OCI (Net) during the year	-	-	-	-3.40	-3.40
Balance as at 31.03.2019	-8910.79	1997.41	442.11	-15.20	-6486.49
Significant Accounting Policies & Notes on financial statements			Note Nos.1-40		

The significant accounting policies & notes on financial statements form an integral part of financial statements

As per our report attached of even date

For K.C.Bhattacharjee & Paul.,

Chartered Accountants
(FRN 303026E)

For and on behalf of the Board

(Manoj Kumar Bihani)
Partner M. No. 234629

U.K.Agarwal
Chairman

Place: Secunderabad
Date :29th May 2019

Anandish Srivatsava
Company Secretary

Ritesh K Agarwal
Managing Director

Notes to Financial Statements for the Year ended 31 March, 2019

(1) Brief Background of the company:

Rajvir Industries Limited (the 'Company') is a public limited Company incorporated under the Companies Act,1956 and existing under the provisions of the Companies Act, 2013. The Company's registered office is at Secunderabad and its principal manufacturing facility is located at Mahabubnagar and Tandur, in the state of Telangana . The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE). The Company primarily engaged in the business of manufacturing, processing and selling Yarns.

The financial statements as at March 31, 2019 are approved for issue by the Company's Board of Directors on May 29th, 2019.

(2) Significant Accounting Policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below.

Such accounting policies have been applied consistently to all the periods presented in these financial statements and in preparing the opening Ind AS Balance Sheet as at April 1, 2016 for the purpose of transition to Ind AS, unless otherwise indicated.

(a) Statement of compliance and basis of preparation of financial statements

The financial statements have been prepared and presented in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. For all periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act 2013, read with Rule 7 of Companies (Accounts) Rules, 2014. These financial statements for the year ended March 31, 2018 are the first the Company has prepared in accordance with Ind AS. Refer note.40 for information on how the Company adopted Ind AS.

These financial statements have been prepared on the historical cost convention and on an accrual basis, except for the following material items in the balance sheet:

(i) certain financial assets are measured either at fair value or at amortized cost depending on the classification; and

(ii) employee defined benefit assets/(liability) are recognized as the net total of the fair value of plan assets, plus actuarial losses, less actuarial gains and the present value of the defined benefit obligation

In accordance with Ind As 101 "First time adoption of Indian Accounting Standard", the Company has presented a reconciliation from the presentation of financial statements under accounting standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of total equity as at April 1, 2016 and March 31, 2017 and total comprehensive income for the year ended March 31, 2017.

(b) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

(i) Expected to be realized or intended to be sold or consumed in normal operating cycle

(ii) Held primarily for the purpose of trading

(iii) Expected to be realized within twelve months after the reporting period, or

(iv) 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:

(i) It is expected to be settled in normal operating cycle
(ii) It is held primarily for the purpose of trading
(iii) It is due to be settled within twelve months after the reporting period, or
(iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.
Deferred tax assets and liabilities are classified as non-current assets and liabilities.

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 operating cycle.

(c) Critical estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the amounts reflected in the financial statements and accompanying notes, and related disclosure of contingent assets and liabilities. The estimates and the associated assumptions are based on historical experience and other factors that are considered to be relevant, the results

of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions and could have a materially adverse effect on reported results. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.
The areas involving critical estimates or judgements are:

(i) Assessment of functional currency
(ii) Estimation of provision for warranties claim
(iii) Estimation of provision for decommissioning and restoration liabilities
(iv) Assets and obligations relating to employee benefit

(d) Property, plant and equipment

An item of property, plant and equipment is recognized as an asset if it is probable that the future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognized in the statement of profit and loss as incurred. When a replacement occurs, the carrying value of the replaced part is de-recognized. Where an item of property, plant and equipment comprises major components having different useful lives, these components are accounted for as separate items.

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalized. Borrowing costs incurred during the period of construction is capitalized as part of cost of the qualifying assets.

The gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognized in the statement of profit and loss

Capital work-in-progress comprises cost of fixed assets that are not yet ready for their intended use at the year end.

Transition to Ind AS:

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at April 1, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.
(e) Depreciation and amortization of Property, plant and equipment and intangible assets

Depreciation or amortization is provided so as to write off, on a straight line basis, the cost of property, plant and equipment and other intangible assets, including those held under finance leases to their residual value. These charges are commenced from the dates the assets are available for their intended use and are spread over their estimated useful economic lives or, in the case of leased assets, over the lease period, if shorter. The estimated useful lives of assets and residual values are reviewed regularly and, when necessary, revised. No further charge is provided in respect of assets that are fully written down but are still in use.

Depreciation on assets under construction commences only when the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are determined with reference to Schedule II to the Companies Act, 2013. Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

freehold land is not depreciated.

(f) Provision for decommissioning and site restoration costs

Under Ind AS, cost of an item of property, plant and equipment or intangible assets includes the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period. Such cost of decommissioning, restoration or similar liability is to be added to or deducted from the cost of the asset to which it relates; the adjusted depreciable amount of the asset is then depreciated prospectively over its remaining useful life.

(g) Impairment

(i) Financial assets (including receivables)

A financial asset not carried at fair value through statement of profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired can include default or delinquency by a debtor, restructuring of

an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security.

"In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for trade receivables."

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected in a separate line in the statement of profit and loss as an impairment gain or loss.

(ii) Non-financial asset

The carrying amounts of the Company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU").

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are allocated to reduce the carrying amounts of the other assets in the unit (group of units) on a proratabasis.

An impairment loss in respect of assets, impairment losses recognized in prior periods is assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(h) Leases

The Company determines whether an arrangement contains a lease by assessing whether the fulfillment of a transaction is dependent on the use of a specific asset and whether the transaction conveys the right to use that asset to the Company in return for payment. Where this occurs, the arrangement is deemed to include a lease and is accounted for either as finance or operating lease

Leases are classified as finance leases where the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

(i) Operating lease – Rentals payable under operating leases are charged to the statement of profit and loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred.

(ii) Finance lease – Finance leases are capitalized at the commencement of lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognized in the statement of profit and loss over the period of the lease

(i) Financial instruments

(i) Financial assets

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financ al assets are recognized using trade date accounting.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company

is recognized as a separate asset or liability. Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

The Company's financial assets include security deposits, cash and cash equivalents, trade receivables and deposits with banks. Cash and cash equivalents comprise cash balances and call deposits with original maturities of three months or less.

(ii) Financial liabilities

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognized in the Statement of Profit and Loss as finance cost

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

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Company financial liabilities include Loans and borrowings and trade and other payables.

(j) Cash and bank balances:

Cash and bank balances consist of:

(i) Cash and cash equivalents - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than three months from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defin d above, net of outstanding bank overdraft but including 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.

(ii) Other bank balances - which includes balances and deposits with banks that are restricted for withdrawal and usage.

(k) Employee benefit

(i) Short term employee benefits:
Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid towards bonus if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) Post -employment benefits

Defined contribution plans

Provident Fund
Eligible employees of the Company receive benefits from provident fund, which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the Government administered provident fund scheme equal to a specified percentage of the eligible employee's salary. Employer contribution is charged to statement of profit and loss. Amounts collected under the provident fund plan are deposited with in a Government administered provident fund. The Company has no further obligation to the plan beyond its monthly contributions.

Employee state Insurance Scheme
Eligible employees of the Company are covered under "Employees State Insurance Scheme Act 1948", which are also defined contribution schemes recognized and administered by Government of India.
The Company's contributions to these schemes are recognized as expense in statement of profit and loss during the period in which the employee renders the related service. The Company has no further obligation under these plans beyond its monthly contributions.

Defined benefit plan:
The Company provides for gratuity, a defined benefit plan ("the Gratuity Plan") covering the eligible employees of the Company. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of the

employment with the Company. Liability with regard to the Gratuity Plan is determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method.

The Company recognizes the net obligation of a defined benefit plan as a liability in its balance sheet. Gains or losses through re-measurement of the net defined benefit liability are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income. The effect of any plan amendments is recognized in the statement of profit and loss.

Other long-term employee benefit

The liabilities for compensated absences which are not expected to occur within twelve months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using projected unit credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognized in other comprehensive income and are not reclassified to profit and loss in the subsequent periods

(l) Inventories

Inventories are valued at lower of cost and net realizable value. Cost of raw materials, Stores and Spares, Consumables and Packing materials are valued at Cost on First-In-First-Out (FIFO) basis. Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition on normal operating capacity. The cost of finished goods and work in progress includes raw materials, direct labour, other direct costs and appropriate portion of variable and fixed overhead expenditure, computed on normal capacity.

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.

The company assess the valuation of Inventories at each reporting period and write down the value for different fi - ished goods based on their quality classes and ageing. Inventory provisions are provided to cover risks arising from slow-moving items, discontinued products, and net realizable value lower than cost. The process for evaluating these write-offs often requires us to make subjective judgments and estimates, based primarily on historical experience, concerning prices at which such inventory will be able to be sold in the normal course of business, planned product discontinuances and introduction of competitive new products, to the extent each of these factors impact the Company's business.

(m) Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognized 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. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent liabilities

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

Contingent assets

Contingent assets are not recognized but disclosed in the financial statements when an inflow of economic benefits is probable.

(n) Government grants

Government grants related to expenditure on property, plant and equipment are credited to the statement of profit and loss over the useful lives of qualifying assets or other systematic basis representative of the pattern of fulfilment of obligations associated with the grant received. Total grants received less the amounts credited to the statement of profit and loss at the balance sheet date are included in the balance sheet as deferred income.

(o) Income taxes

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in the statement of profit and loss except relating to items recognized directly in equity or in other comprehensive income.

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the provisions of Income Tax Act, 1961. Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements

Deferred tax assets are recognized and carried forward only if it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted as on the balance sheet date. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized

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

(p) **Revenue**

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognized when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company
The specific recognition criteria described below must also be met before revenue is recognized:

Goods Sold: Revenue from sale of goods are recognized when significant t risks and rewards are transferred in ac-cordance with the terms of sale, and there is no unfulfilled obligation that could affect the customers' acceptance of the products and is net of trade discounts, sales returns, where applicable. Accordingly export and domestic reve-nue is recognized as per the relevant delivery term of Incoterms 2010 or such other terms of delivery as agreed with the buyer.

Rendering of services: Revenue is recognized in the period in which the services are rendered.

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

Dividend Income is recognized when the company's right to receive the payment has been established.

Export Benefits: -Export Entitlement: Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

(q) Foreign currency

Items included in the financial statements of the Company are recorded using the currency of the primary economic environment (INR) in which the Company operates (the 'functional currency').

Foreign currency transactions are recorded at the exchange rates prevailing on the date of the transactions.
Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date. Exchange differences arising on foreign exchange transactions during the year and on restatement of monetary assets and liabilities are recognized in the Statement of profit and loss of the year

(r) Finance income and finance cost

Finance income comprises interest income on funds invested and dividend income. Interest income is recognized as it accrues in the statement of profit and loss, using the effective interest method.

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions, impairment losses recognized on financial assets.

(s) Earnings per share

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

(t) Segment reporting

Each of the reportable segments derives its revenues from the main products and hence these have been identified as reportable segments by the Group's chief operating decision maker ("CODM"). Segment revenue, result, assets and liabilities include the respective amounts identifiable to each of the segments and amount allocated on a reasonable basis. Unallocated expenditure consists of common

expenditure incurred for all the segments and expenses incurred at corporate level. The assets and liabilities that cannot be allocated between the segments are shown as unallocated corporate assets and unallocated corporate liabilities respectively.

(u) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred .

Recent accounting pronouncements.

Ind AS 116 Leases : On 30th March, 2019, Ministry of Corporate Affairs Has notified Ind AS 116, Leases, Ind As 116 will replace the existing leases Standard. Ind As 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and the disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requiores a lessee to recognize assets and liabilities for all leases with a term of more than twelve months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of Profit & Loss. The Standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.
The effective date for adoption of Ind AS 116 is annual periods beginning on or after 1st April, 2019. The standard permits two possible methods of transition:

Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies. Changes in Accounting Estimates and Errors.

Modified retrospective -Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.
Under modified retrospective approach, the lessee records the lease liability as the present value of the remaining lease payments, discounted at the incremental borrowing rate and the right of use asset either as:

Its carrying amount as if the standard had been applied since the commencement date. But discounted at lessee's incremental borrowing rate at the date of initial application or An amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments related to that lease recognized under Ind AS 17 immediately before the date of initial application. Certain practical expedients are available under both the methods.

On completion of evaluation of the effect of adoption of Ind AS 116, the Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116, and take the cumulative adjustment to retained earnings, on the date of initial application (1st April, 2019), Accordingly, comparatives for the year ended 31st March, 2019 will not be retrospectively adjusted. The Company has elected certain available practical expedients on transition.

The company is in the process of evaluation the impact on the financials.

Amendment to Ind AS 19 - Plan amendment, curtailment or settlement – On 30th March, 2019, Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', in connection with accounting for plan amendments, curtailments and settlements.

The amendments require an entity:

To use updated assumptions to determine Current service cost and net interest for the remainder of the period after a plan amendment. Curtailment or settlement: and to recognize in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognized because of the impact of the asset ceiling. Effective date for application of this amendment is annual period beginning on or after 1st April, 2019. The Company does not expect any impact on account of this amendment.

Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments: On 30th March, 2019, Ministry of Corporate Affairs has notified Ind AS 12 Appendix C, Uncertainty over Income Tax Treatments which is to be applied while performing the determination of taxable profit (or loss), tax bases, unused tax losses. Unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. According to the appendix, companies need to determine the probability of the relevant tax authority accepting each tax treatment, or group of the tax treatments , that the companies have used or plan to use in their income tax filing which has to be considered

to compute the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The standard permits two possible methods of transition – i) Full retrospective approach – Under this approach, Appendix C will be applied retrospectively to each prior reporting period presented in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting estimates and errors, without using hindsight and ii) Retrospectively with cumulative effect of initially applying Appendix C recognized by adjusting comparatives. The effective date for adoption of Ind AS 12 Appendix C is annual periods beginning on after 1st April, 2019. The Company will adopt the standard on 1st April, 2019 and has decided to adjust the cumulative effect in equity on the date of initial application i.e. 1st April, 2019 without adjusting comparatives. The effect on adoption of Ind AS 12 Appendix C would be insignificant in the standalone financial statements.

Amendment to Ind AS 12 - Income taxes : On 30th March, 2019, Ministry of Corporate Affairs issued amendments to the guidance in Ind AS 12, 'Income Taxes' , in connection with accounting for dividend distribution taxes. The amendment clarifies that an entity shall recognise the income tax consequences of dividends in profit or loss. Other comprehensive income or equity according to where the entity originally recognized those past transactions or events. Effective date for application of this amendment is annual period beginning on or after 1st April, 2019. The Company is currently evaluating the effect of this amendment on the standalone financial statements.

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Audited Financial Results -

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019			
Sl. No.	**Particulars**	**Audited Figures (as reported before adjusting for qualifications (Rs. In Lakhs)**	**Adjusted Figures (audited figures afte adjusting for qualifications) (Rs. In Lakhs)**
1.	Turnover / Total income	5813.34	5813.34
2.	Total Expenditure	9450.78	11817.60
3.	Net Profit/(Loss	(4016.58)	(6383.40)
4.	Earnings Per Share	(100.46)	(159.79)
5.	Total Assets	19392.67	17025.85
6.	Total Liabilities	25479.67	25479.67
7.	Net Worth	6087.00	(8453.82)
	Any other financial item(s (as felt appropriate by the management)	-	-

II. Audit Qualification (each audit qualification separately)

Details of Audit Qualification

Attention is drawn to –

Note No.6 of the attached financial results for which no provision for impairment of financial assets has been made by the company as per Ind AS 109 for Assets included under "Assets held for sale and discontinued operations" pertaining to Claim of refund of interest subsidy made under TUFS receivable of Rs. 1288.86 lakhs, Insurance claim receivable of Rs.337.87 lakhs accounted in earlier years pending acceptance by the Insurance company and Incentive receivable from Government of Telangana of Rs.740.09 lakhs pertaining to financial year 2013-14 to 2015-16 has not been recovered till the date of audit for which the management is of view that these financial assets are recoverable.

Type of Audit Qualification : Qualified Opinion

Frequency of qualification: First time

For Audit Qualification(s) where the impact is quantified by the audit ,

Management's Views:

The management is of the view that the above financial assets are recoverable

For Audit Qualification(s) where the impact is not quantified by the auditor: -NA-

(i) Management's estimation on the impact of audit qualification

(ii) If management is unable to estimate the impact, reasons for the same:

(iii) Auditors' Comments on (i) or (ii) above:

Signatories:

Managing Director : Ritesh K Agarwal

Audit Committee Chairman : Ritesh Agarwal

Statutory Auditor : K C Bhattacharjee & Paul., (C.A)

Place:- Secunderabad

Date: 29.05.2019

Notes on Financial statements for the year ended 31st March,2019

1A. Property, plant and equipment & Intangible assets

Rs.in Lakhs

Particulars	Property, plant and equipment							
	Land	Buildings	Plant & machinery	Revalued Plant & machinery	Vehicles	Furniture & fixture	Office equipment	Total of property, plant and equipment
1. Deemed cost (Gross carrying amount)								
Balance as at 1st April 2018	126.29	1,909.47	8,862.70	533.38	231.83	49.32	137.23	11,850.22
Relating to discontinued operations	28.37	3,650.24	10,725.42		0.40	7.04	17.52	14,428.99
Additions	-	-	-	-	-	0.48	4.26	4.74
Disposals/ transfer	-	-	-	-	8.45	-	-	8.45
Balance as at 31st March 2019	126.29	1,909.47	8,862.70	533.38	223.38	49.80	141.49	11,846.51
Relating to discontinued operations	28.37	3,650.24	10,725.42	-	0.40	7.04	17.52	14,428.99
2. Accumulated Depreciation								
Balance as at 1st April 2018	-	805.28	6,773.59	533.38	194.81	45.82	129.66	8,482.54
Relating to discontinued operations		931.17	4,291.00	-	0.38	5.95	13.29	5,241.79
Depreciation/ amortisation for the year	-	50.96	209.85	-	13.28	0.83	4.50	279.42
Disposals	-	-	-	-	6.60	-	-	6.60
Balance as at 31st March 2019	-	856.24	6,983.44	533.38	201.49	46.65	134.16	8,755.36
Relating to discontinued operations	-	931.17	4,291.00	-	0.38	5.95	13.29	5,241.79
3. Carrying amount (net)								
At 31st March 2018	126.29	1,104.19	2,089.11	-	37.02	3.50	7.57	3,367.68
At 31st March 2019	126.29	1,053.23	1,879.26	-	21.89	3.15	7.33	3,091.15

A Part of Land in possession of the Company on which Dyeing Plant is located has been disputed by third party,pending disposal by Judicial Authorities.

Notes on Financial Statements for the year ended 31st March,2019

Rs in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
	Financial Assets		
1	**Loans**		
	Security deposits	425.97	422.97
	Less: pertaining to discontinued operations	0.18	0.18
		425.79	422.79
2	**Other financial assets**		
	Bank deposits maturing after 12 months	-	-
3	**Deferred Tax (Net)**		
	Deferred Tax Asset		
	Unabsorbed Losses	2313.47	2313.47
	Others	609.23	587.55
	MAT Credit Entitlement	103.66	103.66
	Deferred Tax Liability		
	Property Plant and Equipment	(1,939.86)	(1,841.40)
	Others	(4.05)	(5.76)
		1082.45	1157.52
4	**Other non-current assets**		
	Capital advances	50.70	50.07
	CENVAT credit receivable	1.46	1.46
		52.16	51.53
5	**Inventories**		
	Raw Materials	232.50	314.02
	Work-in-process	419.41	1057.46
	Finished goods	1175.97	2384.65
	Stores and Spares	79.45	132.52
	Cotton Waste	0.77	0.15
		1908.10	3888.80
	Financial assets:		
6	**Loans**	-	-
7	**Trade receivables**		
	Unsecured considered good	433.85	510.67
	Less: ECL	(27.94)	(4.39)
		405.91	506.28

Notes on Financial Statements for the year ended 31st March,2019

Rs in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
8	**Cash and bank balances**		
	Balances with banks		
	(i) Cash and cash equivalents		
	- Current accounts	76.48	(42.34)
	- Deposit accounts	-	-
	Maturity less than three months	-	-
	(ii) Cheques, drafts on hand	-	3.09
	(iii) Cash on hand	4.31	7.99
	(iv) Unpaid dividend account	1.19	1.19
		81.98	-30.06
8.1	**For the purpose of statement of cash flows, cash and cash equivalents comprises of following**		
	Cash and Cash equivalents	81.98	-30.36
	Less : Cash credit	5782.06	5760.69
	Total	-5700.08	-5790.75
9	**Bank balances**		
	(i) Balances with bank held as Margin Money	-	57.79
	(ii) Deposits with banks with maturity beyond 3 months	-	-
		-	57.79
10	**Current tax assets**		
	Advance income tax	(1.99)	(1.99)
	TDS	38.03	36.05
	Less: pertaining to discontinued operations	6.24	6.24
		29.80	27.82
11	**Other current financial assets**		
	Interest subsidy under TUFS receivable	1,288.86	1,288.86
	Other Interest accrued	11.11	14.46
	Incentives Receivable - Govt. of TG	740.09	740.09
	Insurance claim receivable	337.87	337.87
	Export Incentives Receivable	43.57	49.23
	VAT Credit Receivable	47.53	96.33
	Less: pertaining to discontinued operations	2,089.21	2,435.23
		379.82	91.61
12	**Other current assets**		
	Advance other than capital advances		
	(i) Advances to related parties		
	(ii) Other advances		
	(a) Advances paid to suppliers	402.34	402.74
	(b) Advances recoverable in cash or kind	0.63	20.89
	(c) Pre-paid expenses	37.81	46.67
	Less: pertaining to discontinued operations	8.41	12.24
		432.37	458.06

Notes on Financial Statements for the year ended 31st March,2019

Rs in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
13	Equity share capital		
	(i) Authorized		
	45,00,000 Equity shares of Re.10/- each	450.00	450.00
		450.00	450.00
	(ii) Issued, Subscribed and paid up		
	39,94,860 Equity shares of `10/- each fully paid.	399.49	399.49
		399.49	399.49
13.1	Reconciliation of the shares outstanding at the beginning and at the end of the reporting period	As at 31-03-2019	As at 31-03-2018
	Equity Shares	No. of shares	No. of shares
	At the Beginning of the period	3994860	3994860
	Issued and allotted during the year	-	-
	Outstanding at the end of the period	3994860	3994860

13.2 Terms/rights attached to Equity shares

(a) The Company has one class of equity shares of face value of Rs.10 per share Each holder of equity shares is entitled to one vote per share.

(b) 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.

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

	Particulars	As at 31-03-2019	As at 31-03-2018
	Equity Shares of Rs.10/- each fully paid		
	Ritesh K Agarwal		
	Number of equity shares	441164	441164
	% of holding	11.04	11.04
	U.K.Agarwal (Family Trust)		
	Number of equity shares	421135	421135
	% of holding	10.54	10.54
	U.K.Agarwal (HUF)		
	Number of equity shares	285439	285439
	% of holding	7.15	7.15
	Viraj Agarwal		
	Number of equity shares	282911	282911
	% of holding	7.08	7.08
	Usha Agarwal		
	Number of equity shares	855943	855943
	% of holding	21.43	21.43
	Arti agarwal		
	Number of equity shares	491002	491002
	% of holding	12.29	12.29

Notes on Financial Statements for the year ended 31st March,2019

Rs in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
14	**Other equity**		
	(i) Reserves & Surplus		
	Security Premium Account	442.11	442.11
	General Reserve	1,997.41	1,997.41
	Other comprehensive income		
	Opening balance	-11.80	-1.55
	Movement in OC(net) during the year	-3.40	-10.25
		-15.20	-11.80
	(ii) Surplus in Profit & Loss Account		
	(a) Retained earnings	(4,897.61)	(2,400.49)
	(b) Profit/ (loss) for the year	(4,013.18)	(2,497.12)
		(8,910.79)	(4,897.61)
	Total Other Equity	**(6,486.49)**	**(2,469.89)**
15	**Borrowings**		
	Secured		
	Term loans from banks	4,937.71	6,142.69
	Unsecured		
	(i) Deferred payment liability - Sales Tax	48.61	102.87
	(ii) Loans and Advances from Related party	223.25	225.89
	(iii) Loans from others	1,255.69	1,255.69
	Liability componenet of financial instrument		
	Redeemable Non Convertible Cumulative Preference Shares	950.00	950.00
		7,415.26	**8,677.14**

Notes on Financial Statements for the year ended 31st March,2019

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
15.1	**Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.**		
	Preference shares	No.of shares	No.of shares
	At the Beginning of the period	9,50,000	9,50,000
	Issued and allotted during the year	-	-
	Outstanding at the end of the period	9,50,000	9,50,000
15.2	Terms/rights attached to 12% Reddemable non convertible cumulative preference shares (a) Entitled to receive dividend @12% per annum. (b) 6,50,000 shares issued on 17-10-2011 Redeemable on 16th January,2025. (c) 3,00,000 shares issued on 14-11-2012 Redeemable on 15th February,2025. (d)The RNCCPS shall have right to attend the General meetings of the company and vote on the resolutions directly affecting their interest or where the dividends are in arrears for not less than two years on the date of the meet-ing,on all resolutions at every meeting of the company. (e) In winding up, the RNCCPS holders of the said shares shall be entitled to preferential right of return of the amount paid up on the shares, together with arrears of cumulative preference dividend due ason the date of winding up, but shall not have any further right or claim over the surplus profits or asset of the company.		
15.3	Details of shareholders holding more than 5% shares in the company		
	Particulars	**As at 31-03-2019**	**As at 31-03-2018**
	Cumulative Preference shares of Rs.100/- each fully paid.		
	Ritesh K Agarwal		
	Number of equity shares	4,15,000	4,15,000
	% of holding	43.68	43.68
	U.K.Agarwal		
	Number of equity shares	3,65,000	3,65,000
	% of holding	38.42	38.42
	U.K.Agarwal (Family Trust)		
	Number of equity shares	1,00,000	1,00,000
	% of holding	10.53	10.53
	U.K.Agarwal (HUF)		
	Number of equity shares	70,000	70,000
	% of holding	7.37	7.37

Notes on Financial Statements for the year ended 31st March, 2019

15.4	**Term and Working Capital facilities from banks** During the financial year 2014-15, the Company had availed various financial facilities from the secure lenders under the Corporate Debt Restructuring Proposal, which was approved by the CDR Empowered Group (‘CDR EG’). The Master Restructuring Agreement (‘MRA’) between the Borrowers and the CDR Lenders has been executed, by virtue of which the restructured facilities are governed by the provisions specified in the MRA having cut off date of 1st April, 2014 **Repayments Schedule and interest:** "1.a. Repayment of Restructured Term Loans (‘RTL’) and reschedulement of corporate loans after moratorium of 18 months from cut off date in 34 structured quarterly instalments commencing from October 2015 to March 2024. b. Conversion of various irregular/outstanding/devolved financial facilities into Working Capital Term Loans (‘WCTL’). Repayment of WCTL after moratorium of 18 months from cut off date in 34 structured quarterly instalments commencing from October 2015 to March 2024, subject to mandatory prepayment obligation on realisation of proceeds from certain receivables. c. Restructuring of existing fund based and non fund based financial facilities, subject to renewal and rea - sessment every year. d. The interest payable on RTL, Corporate loan and WCTL during moratorium period of 12 months from cut off date shall be converted to FITL and funding of Interest on Cash Credit for 6 months from cut-off date. e. Fresh term loan availed as Priority debt and Additional term loan. Priority debt is to be repaid in 22 structured quarterly instalments commencing from 1st October 2015 to March 2021. Additional term loan is to be repaid in 34 structured quarterly instalments commencing from October 2015 to March 2024." "f. The rate of interest on RTL, rescheduled term loan, WCTL, FITL, priority loan and additional term loan shall be SBI Base rate + 250 bps effective 12.50% p.a. g. Sanction of fund based working capital with funding interest falling due of cash credit for 6 months cut-off date i.e. from 1st April, 2014 to 30th September, 2014 and to carry rate of interest of SBI Base rate + 200 bps effective 12% p.a. from cut-off date. h. Waiver of existing events of defaults, penal interest and charges etc in accordance with MRA. i. Right of Recompense to CDR Lenders for the relief and sacrifice extended, subject to provisions of CDR Guidelines and MRA." 2. As per the MRA executed by the Borrowers and the CDR lenders during the financial year ended Marc 31, 2015 as well as the provisions of the Master Circular on Corporate Debt Restructuring issued by the Reserve Bank of India, give a right to the CDR Lenders to get a recompense of their waivers and sacrifice made as per of the CDR Proposal. The recompense payable by the borrowers is contingent on various factors including improved performance of the borrowers and many other conditions, the outcome of which currently is materially uncertain and hence the proportionate amount payable as recompense has been treated as a contingent liability. The aggregate outstanding sacrifice made by CDR Lenders as per the MRA is approximately Rs. 15.79 Crores. 3. Unsecured loan not to be taken back by the company till CDR. "4. Security Working Capital shall be secured by way of first pari passu charge on the entire current assets of the company, both present and future and second pari passu charge on the entire fixed assets of the company, both present and future and second pari passu charge on the entire fixed assets of the company both present and future. All existing Term Loans, Corporate Loans, WCTL, FITL, Additional Term Loan and Priority Debt shall be secured by way of first pari passu charge on the entire fixed assets of the company, both present and future and second pari passu charge on the entire current assets of the company, both present and future , Pledge of shareholding (both present and future) held by the promoters and promoter group representing 51.91% shares (2073859 shares)." Unsecured loans from related party Unsecured Loans from Directors and their relatives are long term loans carrying no interest, and other long term loans are also carrying no interest. Leases: The company has operating leases Godown premises and retail outlets, that are (a) Renewable on a periodic basis and are cancellable by giving a notice period ranging from 1 month to 6 months and (b) Are non-cancellable for specifieds under arrangements. Rent escalation clauses vary from contract to contract.

Notes on Financial Statements for the year ended 31st March,2019

Rs.in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
	Rent expenses included in Profit and Loss Account towards operating leases	76.76	82.66
	Minimum Lease obligation under non-cancellable contracts amounts to:		
	Within 1 year	68.42	79.59
	After 1 year but before 5 years	57.60	57.60
	After 5 years	-	-
	Total	202.78	219.85
16	Other Financial Liabilities		
	Security Deposits	27.54	26.89
	Others	433.01	250.96
		460.55	277.85
17	Long-term provisions Provision for employee benefits		
	(a) Gratuity	76.51	63.23
	(b) Leave encashment	-	-
		76.51	63.23
	Financial Liability		
18	(i) Borrowings		
	Loans repayable on demand - Secured	5,781.96	5,810.59
	Fixed Deposits from Public- Unsecured	50.00	50.00
		5,831.96	5,860.59
	Fixed deposits from public are repayable in one year carrying interest rate of 11% per annum.		
19	(ii) Trade Payable		
	a). total outstanding dues of micro and small enterprises	-	-
	b). total outstanding dues of crditors other than micro and small enterprises	2,844.31	2,927.37
19.1	Disclosure in accordance with Section 22 of micro, small and		
a)	medium enterprises development Act, 2006 Particulars	-	-
b)	Principal amount due to suppliers registered under the MSMED Act and remaining unpaid at the year end	-	-
c)	Interest due to suppliers registered under the MSMED Act and remaining unpaid as at the year end	-	-
	Principal amount paid to suppliers registered under the MSMED Act, beyond the appointed day during the year		
d)	Interest paid, under section 16 of MSMED Act, to suppliers registered under the Act, beyond the appointed day during the year	-	-
e)	Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
f)	Interest accrued and remaining unpaid at the end of accounting year	-	-
g)	Further interest remaining due and payable for earlier years	-	-

The information as required to be discloed 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. Regarding the status of registraiton of such vendor under the said act as per the intimation reecvied from them on the request made by the company.

Notes on Financial Statements for the year ended 31st March,2019

Rs in lakhs

Note No.	Particulars	As at 31-03-2019	As at 31-03-2018
20	(iii) Other financial liabilitie		
	(i) Current maturities of long-term debt		
	(a) Term loans from banks, secured	2,926.57	1,575.79
	(b) Hire Purchase Loans	-	1.22
	(c) Deferred Payment Liabilities - Sales Tax	407.03	422.79
	(ii) Interest accrued on loans but not due	2.88	95.21
	(iii) Interest accrued & due on loans	2,541.32	623.62
	(iv) Others -		
	(a) Unpaid Debentures	-	-
	(b) Unpaid dividends	1.19	1.19
	Less: pertaining to discontinued operations	1,086.49	116.22
		4,792.50	2,719.82
21	Other current liabilities		
	Other payables		
	Advances from customers	266.55	265.78
	Liabilities for expenses	874.33	924.77
		1,140.88	1,190.55
22	Provisions		
	(i) Provision for employee benefits		
	(a) Gratuity	32.39	31.91
	(b) Leave encashment (un-funded)	58.01	44.67
	(ii) Others	-	-
	Tax	90.40	76.58

Notes on Financial Statements for the year ended 31st March,2019

Rs.in Lakhs

Note No.	Particulars	Year ended 31-03-2019	Year ended 31-03-2018
23	REVENUE FROM OPERATIONS		
	Sale of products		
	(i) Sale of yarn	5,774.96	9,260.57
	(ii) Sale of waste	11.44	17.35
	Other operating revenues		
	Duty drawback and other export incnetives	1.33	87.46
	Total	5,787.73	9,365.39
24	OTHER INCOME		
	(i) Interest Income	20.93	40.32
	(ii) Net gain on foreign currency transaction and translation	-	2.59
	(iii) Packing & Forwarding Receipts	1.33	6.96
	(iv) Miscellanious receipts	1.46	7.59
	(v) Scrap sale	1.69	-
	(vi) Credit balances written back	0.20	-
	Total	25.61	57.46
25	COST OF MATERIALS CONSUMED		
	Opening stock	314.02	955.76
	Add: Purchases	2,838.09	3,484.21
		3,152.11	4,439.97
	Less: Closing stock	232.50	314.02
	Net material consumption	2,919.61	4,125.95
26	CHANGE IN INVENTORIES OF FINISHED GOODS & WORK-IN-PROCESS		
	Opening Inventory		
	Yarn	2,384.65	3,371.67
	Work-in-process	1,057.46	1,417.41
	Cotton waste	0.15	1.74
		3,442.26	4,790.82
	Closing Inventory		
	Yarn	1,175.97	2,384.65
	Work-in-process	419.41	1,057.46
	Cotton waste	0.77	0.15
		1,596.15	3,442.26
	Net (Increase)/ Decrease	1,846.11	1,348.56
27	EMPLOYEES BENEFITS EXPENSE		
	Salaries and wages	1,029.67	1,362.68
	Contribution to provident fund and other funds	33.97	52.91
	Gratuity & Leave Encashment	36.41	72.53
	Staff welfare expenses	37.52	47.13
	Less: Pertaining to discontinues operations	13.05	14.48
	Total	1,124.52	1,520.76

Notes on Financial Statements for the year ended 31st March, 2019

Note No.

27.1 - Employee benefits:

Defined benefit plan

Gratuity - Gratuity is payable to all the eligible employees of the Company on resignation, death, Permanent disablements in terms of the Payment of Gratuity Act,1972

Leave Encashment - Entitlement of annual leave is recognised when they accrue to employees Annual leave can either be availed or encashed subject to a restriction on the maximum number of accumulation of leaves.

a) Retiring gratuity:

(i) The following table sets out the amounts recognised in the financial statements in respect of retiring gratuity plan:

Rs.in lakhs

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Change in defined benefit obligations:		
Obligation at the beginning of the year	95.13	67.69
Current service costs	12.26	24.67
Interest costs	7.35	5.42
Remeasurement (gain)/losses	5.04	5.68
Past service cost	-	-
Benefit paid	(10.89)	(8.33)
Obligation at the end of the year	**108.89**	95.13

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Change in plan assets:		
Fair value of plan assets at the beginning of the year	-	-
Interest income	-	-
Return on Plan assets excluding net interest	-	-
Employers' contributions	-	-
Benefits paid	-	-
Fair value of plan assets at the end of the year	-	-

Amounts recognised in the balance sheet consists of:

Particulars	As at 31-03-2019	As at 31-03-2018
Fair value of plan assets at beginning/end of the year	-	-
Present value of obligation at the beginning/ end of the year	108.89	95.13
	108.89	95.13
Recognised as:		
Retirement benefit liability - Current	**32.39**	**31.91**
Retirement benefit liability - Non-current	**76.51**	**63.23**

Expenses recognised in the statement of profit and loss consists of:

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Employee benefits expenses:		
Current service costs	12.26	24.67
Interest costs	7.35	5.42
Past service cost -(vested benefits)	-	-
	19.61	**30.09**
Other comprehensive income:		
(Gain)/loss on plan assets	-	-
Actuarial (gain)/loss arising from changes in financial assumption	-	-
Actuarial (gain)/loss arising from changes in experience adjustments	-	-
Others	5.04	5.68
	5.04	**5.68**
Expenses recognised in the statement of profit and loss	**24.65**	**35.77**

Notes on Financial Statements for the year ended 31st March, 2019 **Rs.in lakhs**

(ii) The key assumptions used in accounting for retiring gratuity is as below:

Particulars	As at 31-03-2019	As at 31-03-2018
Discount rate (per annum)	7.65%	7.73%
Rate of escalation in salary (per annum)	4.00%	3.00%

(iii) The estimates of future salary increases considered in actuarial valuation, taken into account inflation, seniority, promotion and other relevant factors.

(iv) The company expects to contribute ₹25.00 lakhs to its gratuity plan for the next year.

(v) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2019

Assumption	Change in assumption	Impact on scheme liabilities
Discount rate	Increase by 1%, decrease by 1%	Decrease to ₹116.29lakhs, Increase to ₹102.48 lakhs
Salary rate	Increase by 1%, decrease by 1%	Increase to ₹117.89 lakhs, Decrease to ₹101.22 lakhs

As at March 31, 2018

Assumption	Change in assumption	Impact on scheme liabilities
Discount rate	Increase by 1%, decrease by 1%	Decrease to ₹88.77 lacs to 102.59 lacs.
Salary rate	Increase by 1%, decrease by 1%	Increase to ₹102.27 lakhs, Decrease to ₹89.02 lkhs

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

b) Compensated absence:

(i) The following table sets out the amounts recognised in the financial statements in respect of compensated absence:

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Change in defined benefit obligations:		
Obligation at the beginning of the year	**44.67**	**2.43**
Current service costs	**13.34**	**42.24**
Interest costs	**3.45**	**0.19**
Remeasurement (gain)/losses	**(0.44)**	**8.17**
Past service cost	**-**	**-**
Benefit paid	**(3.01)**	**(8.37)**
Obligation at the end of the year	**58.01**	**44.67**

Particulars	Year ended 31-03-2019	Year ended 31-03-2018
Change in plan assets:		
Fair value of plan assets at the beginning of the year	**-**	**-**
Interest income	**-**	**-**
Return on Plan assets excluding net interest	**-**	**-**
Employers' contributions	**-**	**-**
Benefits paid	**-**	**-**
Fair value of plan assets at the end of the year	**-**	**-**

Amounts recognised in the balance sheet consists of:

Particulars	As at 31-03-2019	As at 31-03-2018
Fair value of plan assets at beginning/end of the year	-	-
Present value of obligation at the beginning/ end of the year	58.01	44.67
	58.01	44.67
Recognised as:		
Retirement benefit liability - Current	58.01	44.67
Retirement benefit liability - Non-current	-	-

Notes on Financial Statements for the year ended 31st March, 2019

Rs.in lakhs

Expenses recognised in the statement of profit and loss consists of

Particulars	Year ended 31-03-2019	Year ended 31- 03-2018
Employee benefits expenses		
Current service costs	13.34	42.24
Interest costs	3.45	0.19
Past service cost -(vested benefits)	-	-
	16.79	42.44
Other comprehensive income:		
(Gain)/loss on others	(0.44)	8.17
Actuarial (gain)/loss arising from changes in demographic Assumption	-	-
Actuarial (gain)/loss arising from changes in financial assumption	-	-
Actuarial (gain)/loss arising from changes in experience adjustments	-	-
	(0.44)	8.17
Expenses recognised in the statement of profit and loss	16.35	50.61

(ii) The key assumptions used in accounting for retiring gratuity is as below:

Particulars	As at 31-03-2019	As at 31-03-2018
Discount rate (per annum)	7.65%	7.73%
Rate of escalation in salary (per annum)	4.00%	3.00%

(iii) The estimates of future salary increases considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors.
(iv) The company expects to contribute Rs 25.00 lakhs to its gratuity plan for the next year.
(v) The table below outlines the effect on obligation in the event of a decrease/increase of 1% in the assumptions used.

As at March 31, 2019

Assumption	Change in assumption	Impact on scheme liabilities
Discount rate	"Increase by 1%, decrease by 1%"	Decrease to Rs 62.98 lakhs, Increase to Rs53.73 lakhs
Salary rate	"Increase by 1%, decrease by 1%"	Increase to Rs 65.06 lakhs, Decrease to Rs 52.03 lakhs

As at March 31, 2018

Assumption	Change in assumption	Impact on scheme liabilities
Discount rate	"Increase by 1%, decrease by 1%"	Decrease to Rs 40.74 lakhs, Increase to Rs 49.34 lakhs
Salary rate	"Increase by 1%, decrease by 1%"	Increase to Rs 49.83 lakhs, Decrease to Rs 40.30 lakhs

The above sensitivities may not be representative of the actual change as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Notes on Financial Statements for the year ended 31st March, 2019

Rs.in lakhs

Note No	Particulars	Year ended 31-03-2019	Year ended 31-03-018
28	FINANCE COSTS		
	Interest expense		
	On Borrowing	1,930.95	1,937.34
	To Others	9.49	88.07
	Other Borrowing cost	11.29	41.26
	Amortisation of Processing charges	6.58	7.35
	Less: Pertaining to discontinues operations	269.84	267.67
	Total	1,688.47	1,806.34
29	OTHER EXPENSES		
	Consumption of stores and spares	38.29	52.53
	Consumption of Dyes and Chemicals	58.19	71.14
	Consumption of Packing material	54.09	109.02
	Power and fuel	653.05	919.55
	Repairs to		
	Buildings	2.67	3.09
	Machinery	29.90	48.05
	Others	19.23	20.38
	Rent	76.76	82.66
	Rates and taxes	42.61	34.55
	Insurance	34.30	43.33
	Freight and forwarding & other selling expenses	87.95	242.61
	Professional charges	39.23	29.46
	Travelling and conveyance	78.58	125.52
	Vehicle maintenance	27.68	27.73
	Sales commission	57.91	116.94
	Impairment of CWIP	-	38.76
	Expected credit Loss	23.55	4.39
	Miscellaneous Expenses	285.26	354.32
	Less: Pertaining to discontinues operations	16.59	19.14
	Total	1,592.65	2,304.90
	29.1 - Auditors remuneration		
	Statutory audit	2.25	2.25
	Tax audit	-	0.40
	Certificatio	0.75	1.24
	Out of pocket expenses	0.40	0.94
		3.40	4.83

Notes on Financial Statements for the year ended 31st March, 2019

Rs in lakhs

Note No	Particulars	Year ended 31-03-2019	Year ended 31-03-018
30	Earnings per share (EPS)		
	Face value of equity share (Rs)	10	10.00
	Weighted average number of equity shares outstanding	3994860	39,94,860
	Profit / (loss) for the year (continuing operations)	-3707.90	(2,171.11)
	Weighted average earnings per share (basic and diluted) (in Rs)	-92.82	(54.35)
	Profit / (loss) for the year (discontinued operations)	-305.28	(326.00)
	Weighted average earnings per share (basic and diluted) (in Rs)	-7.64	(8.16)
	Profit / (loss) for the year (total operations)	-4016.58	(2,507.37)
	Weighted average earnings per share (basic and diluted) (in Rs)	-100.54	(62.76)
31	Income taxes		
	A) Income tax expense/(benefit) recognised in the statement of rofit and los		
	Current tax from continuing operations		
	Deferred tax from continuing operations	70.46	164.58
	Deferred tax from discontinued operations	5.80	24.71
	Tax in respect of earlier years	-	-
	Deferred tax on comprehensive income	1.19	3.60
		77.45	192.89
	B) Reconciliation of income tax expense		
	Profit / (loss) before tax from continuing operation	-3637.44	(2,006.53)
	Profit / (loss) before tax from discontinued operation	-299.48	(301.29)
	Other comprehensive Income	-4.59	(13.85)
	Effective tax rate	30.90%	30.90%
	Computed effective tax expense		
	Current tax provision	-	-
	Continued operations	-69.27	(160.98)
	Discontinued operations	-5.80	(24.71)
	Deferred tax provision (B)	-75.07	(185.69)
	Tax expense recognised in the statement of profit and loss (A+B	-75.07	(185.69)
	Effective tax rate (%)	1.90	8.00

Notes on Financial Statements for the year ended 31st March, 2019

Rs.in lakhs

Note No.	Particulars	Year ended 31-03-2019	Year ended 31-03-2018
32	Discontinued Operations working		
	Sales	-	-
	Other Income	-	-
	Total Revenue	-	-
	Expenses		
	Raw material consumption		-
	Depreciation		-
	Finance Cost	269.84	267.67
	Employee benefit expense	13.05	14.48
	Changes in stock		-
	Other expenses	16.59	19.14
	Total expenses	299.48	301.29
	Income from Discontinued operations	(299.48)	(301.29)
	The major classes of assets and liabilities of the discontinued operations are as under:		
	Assets	As on 31-03-2019	As on 31-03-2018
	Property, plant and equipment	9,187.21	9,187.21
	Capital work-in-progress	-	-
	Financial Assets - Security Deposit	0.18	0.18
	Inventories	211.80	211.80
	Cash and cash equivalents	0.09	0.09
	Bank balances other than cash	-	-
	Other current financial assets - Claim	2,089.21	2,435.23
	Other current assets	8.41	12.24
	Current tax assets (net)	6.24	6.24
	Assets classified as held for sale (A	11,503.14	11,852.99
	Liabilities		
	Non current Borrowings	1,523.11	1,708.72
	Other financial liabilitie	1,086.49	182.05
	Other current liabilities	217.70	239.32
	Liabilities directly associated with assets classified as held for sale (B	2,827.30	2,130.09
	Net assets / (liabilities) directly associated with disposal group (A-B)	8,675.84	9,722.90

Note on Financial statements for the year ended 31st March, 2019

Note No.	
33	Related party disclosures : As per IND AS 24, the disclosures of transactions with the related parties are given below: List of related parties where control exists and related parties with whom transactions have taken place and relationships: a) Names of the associates: M/s Balaji Enterprises, M/s Sri Laxmi Enterprises, U.K.Agarwal (Family Trust), U.K.Agarwal (HUF), M/s U.K.Cotton Exports b) Names of Key management personnel Sri U.K.Agarwal, Sri Ritesh K. Agarwal, Sri.Anadish Srivatsava,Sri.Vinay Goel, and Sri Attal Anand Kumar c) Names of relatives Mrs. Usha Agarwal, Mrs. Arti Agarwal, Master Viraj Agarwal, Miss Neysa Agarwal d) Names of non-executive director Mr.Ankush Tondon , Mrs.Sheetal Vora , Mr.Ritesh Agrawal A. Compensation of key management personnel of the company The amount mentioned below represents remuneration paid and debited to the company. The compensation includes salary, employer's contribution to PF, LTA, bonus, medical benefits, gratuity & leave encashment. All amounts mentioned below are inclusive of service tax and GST. The Chairman, MD, Non Executive Directors, CFO and Company Secretary are regarded as Key management personnel in terms of Companies act, 2013.

Rs. in lakhs

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Short-term employee benefits	136.45	143.94
Post-employment pension, provident fund and medical benefits		-
Termination benefits*		-
Commission and other benefits paid to non-executive independent director	0.10	0.15
Total compensation paid to key management personnel	136.55	144.09

* Expenses towards gratuity and leave encashment provisions are determined actuarially on an overall Company basis at the end of each year and, accordingly, have not been considered in the above information.

B. Transactions with KMP and other related parties

Nature of the transaction	Non-executive directors	Key management personnel	Associates/ other related parties	Relatives	Total
Purchases of Goods	-	-	-	-	-
	-	-	(22.66)	-	(22.66)
Expenses					
	-	136.45	-	-	136.45
Remuneration	-	(143.94)	-	-	(143.94)
	0.10	-	-	-	0.10
Sitting fee & commission	(0.15)	-	-	-	(0.15)
	-	-	57.60	-	57.60
Rent	-	-	(57.60)	-	(57.60)
	-	-	-	-	-
Interest Accrued	-	(3.58)	(0.73)	(10.29)	(14.60)
	-	-	-	-	-
Loans & advances taken	-	(6.00)		(185.90)	(191.90)
	-	2.64	-	-	2.64
Loans repaid	-	(12.25)	-	(120.00)	(132.25)
Outstanding's					
	-	-	885.44	-	885.44
Payable	-	-	(937.04)	-	(937.04)
	-	40.94	9.91	172.40	**223.25**
Loans	-	(43.57)	(9.91)	(172.40)	(225.88)

Note on Financial statements for the year ended 31st March, 2019

Rs in Lakhs

	Particulars	Relationship	Year ended 31-03-2019	Year ended 31-03-2018
	Disclosure in respect of material related party transactions during the year:			
1	**Purchases of Goods**			
	Sri Laxmi Enterprises	Associate	-	22.66
2	**Expenses**			
	Remuneration			
	Sri U.K.Agarwal	Key management	60.00	60.00
	Sri Ritesh K Agarwal	Key management	60.00	60.00
	Sri.Attal Anand Kumar	Key management	7.10	5.03
	Sri.Shiv Kumar	Key management	-	18.91
	Sri.Vinay Goel	Key management	9.35	-
	Sitting fee & commission			
	Mr.Ankush Tondon	Non-Executive Director	0.05	0.10
	Mr. K.C.Reddy	Non-Executive Director	-	0.50
	Smt.Sheetal Vora	Non-Executive Director	0.05	-
	Rent			
	Balaji Enterprises	Associate	67.97	57.60
	Interest Accrued			
	Sri U.K.Agarwal	Key management	-	0.54
	Sri Ritesh K Agarwal	Key management	-	3.04
	Arti Agarwal	Relatives	-	0.92
	Usha Agarwal	Relatives	-	2.38
	Viraj Agarwal	Relatives	-	6.70
	Neysya Agarwal	Relatives	-	0.29
	U.K.Agarwal (Family Trust)	Associate	-	0.08
	U.K.Agarwal (HUF)	Associate	-	0.65
3	**Loans & advances taken**			
	Sri U.K.Agarwal	Key management	-	6.00
	Usha Agarwal	Relatives	-	178.00
	Arti Agarwal	Relatives	-	7.90
4	**Loans repaid**			
	Sri U.K.Agarwal	Key management	0.21	0.47
	Sri Ritesh K Agarwal	Key management	2.43	11.78
	Usha Agarwal	Relatives	-	120.00
5	**Outstanding's**			
	Payable			
	Sri Laxmi Enterprises	Associate	867.77	867.77
	Balaji Enterprises	Associate	7.86	59.46
	U.K.Cotton Exports	Associate	9.81	9.81
	Loans			
	Sri U.K.Agarwal	Key management	6.81	7.02
	Sri Ritesh K Agarwal	Key management	34.13	36.55
	Arti Agarwal	Relatives	14.42	14.42
	Neysa Agarwal	Relatives	3.99	3.99
	Usha Agarwal	Relatives	62.73	62.73
	Viraj Agarwal	Relatives	91.26	91.26
	U.K.Agarwal (Family Trust)	Associate	1.03	1.03
	U.K.Agarwal (HUF)	Associate	8.88	8.88

Notes on Financial Statements for the year ended 31st March, 2019

Rs.in lakhs

Note No	Particulars	Year ended 31-03-2019	Year ended 31-03-2018
34	Contingent liabilities and commitments		
	34.1 Contingent liabilities not provided for		
	a) Letters of credit	Nil	Nil
	b) Bank Guarantees	Nil	Nil
	c) Bills Discounted & outstanding	Nil	Nil
	d) Suits filed but by a creditor for recovery of amount, which has been disputed by Company not acknowledged as debt. The Company expects no liability in this regard.	26.80	26.80
	e) Compensation payable in lieu of banks sacrifice	2,449.00	1,943.00
	f) Interest subsidy under TUFS receivable represents the refund claim made in earlier years against the eligible machinery, pending for final decision before the appropriate authority.The management expects full realization thereof.	1,288.86	1,288.86
	g) Insurance claim receivable represents claim made in earlier years pending acceptance by the Insurance company.The management expects full realization thereof.	337.87	337.87
	h) Other commitments :		
	i) Company remains exposed to liability towards fuel surchage adjustment, which are notified by Power Distribu-tion Companies of Telangana pertaining to earlier years, which are being adjusted in future tariff payable for consumption. Accordingly charges are accounted in the year payment / bill raised for the same.		
	j) A few law suits have been filed on the company by some of their suppliers/third parties and by the compan for recoveries against receivables. The matters are pending for hearing before respective courts, the outcome of which is uncertain. The management has provided for as a matter of prudence which it believes shall be probable outflow of resources		
	Particulars	**31-03-2019**	**31-03-2018**
	34.2 Capital Commitments Contracts remaining to be executed	Nil	Nil
35	**Segment Reporting**		
	The operations of the company predominently comprises of "Manufacturing of yarn"(made of Cotton, Polyster and Viscose). These activities constitute the Primary segment. Secondary segmental reporting is made on the basis of geographical location of the customers. The accounting principles consistently used in the preparation of the financi l statements are also consistently applied to record income and expenditure in individual segments. The company's major exports are made to four principal geographical areas in the World. In India, its home country, the company carries out manufacturing of Yarn and Trading of raw cotton. The following table to shows the distribution of the company's turnover by geographical locations.		
	Particulars	**31-03-2019**	**31-03-2018**
	Revenue attributable to location of customers:		
	India	5,603.99	7733.54
	Asia	182.41	990.36
	America	-	549.26
	Africa	-	-
	Rest of the World	-	4.77
	Total	5,786.40	9,277.93

Notes on Financial Statements for the year ended 31st March, 2019

Rs in lakhs

36	Capital management The company adjusted net debt to equity ratio is as follows:		
	Particulars	As at 31-03-2019	As at 31-03-2018
	Gross debt	13247.22	14537.73
	Less: Cash and bank balances	81.98	27.73
	Adjusted net debt	13165.24	14510.00
	Total equity	(6,087.00)	(2,070.40)

37 Financial instruments

Accounting classifications and fair value

The following table shows the carrying amounts and fair values of financial assets and financial liabilitie including their levels in the fair value hierarchy:

31-03-2019

Rs in Lakhs

Particulars	Carrying Amount			Fair Value		
	Other financial assets -amortised cost	Other financial liabilities- amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value	-	-	-	-	-	-
Financial assets not measured at fair value				-	-	-
Security deposits	425.79	-	425.79	-	-	-
Bank deposits maturing after 12 months	-	-	-	-	-	-
Inventories	1,908.10	-	1,908.10	-	-	-
Trade receivables	405.91	-	405.91	-	-	-
Cash and cash equivalents	81.98	-	81.98	-	-	-
Bank balances	-	-		-	-	-
Other current financial assets	2,469.03	-	2,469.03	-	-	-
Total	5,290.81		5,290.81			
Financial liabilities not measured at fair value						
Term loans from banks	4,937.71	-	4,937.71	-	-	-
Hire Purchase Loan	-	-	-	-	-	-
Deferred payment liability - Sales Tax	48.61	-	48.61	-	-	-
Loan from Related party	223.25	-	223.25	-	-	-
Loans from others	1,255.69	-	1,255.69	-	-	-
Preference Shares	950.00	-	950.00	-	-	-
Current Financial Liability	8,676.27	-	8,676.27	-	-	-
Other financial liabilities	5,253.05	-	5,253.05	-	-	-
Total	21,344.58	-	21,344.58	-	-	-

Notes on Financial Statements for the year ended 31st March, 2019

31-03-2018 Rs.in lakhs

Particulars	Carrying Amount			Fair Value		
	Other financial assets -amortised cost	Other financial liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3
Financial assets measured at fair value	-	-	-	-	-	-
Financial assets not measured at fair value				-	-	-
Security deposits	422.79	-	422.79	-	-	-
Bank deposits maturing after 12 months	-	-	-	-	-	-
Inventories	3,888.80	-	3,888.80	-	-	-
Trade receivables	506.28	-	506.28	-	-	-
Cash and cash equivalents	(30.06)	-	(30.06)	-	-	-
Bank balances	57.79	-	57.79	-	-	-
Other current financial assets	2,526.84	-	2,526.84	-	-	-
Total	7,372.44		7,372.44			
Financial liabilities not measured at fair value						
Term loans from banks	6,142.69	-	6,142.69	-	-	-
Hire Purchase Loan	-	-	-	-	-	-
Deferred payment liability - Sales Tax	102.87	-	102.87	-	-	-
Loan from Related party	225.89	-	225.89	-	-	-
Loans from others	1,255.69	-	1,255.69	-	-	-
Preference Shares	950.00	-	950.00	-	-	-
Current Financial Liability	8,787.96	-	8,787.96	-	-	-
Other financial liabilities	2,997.66	-	2,997.66	-	-	-
Total	20,462.76	-	20,462.76	-	-	-

Notes on Financial Statements for the year ended 31st March, 2019

Financial risk management

"1. Overview

The company has exposure to the following risks from its use of financial instruments

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note presents information about the company's exposure to each of the above risks, the company's objectives, policies and processes for measuring and managing risk, and the company's management of capital. Further quantitative disclosures are included throughout these financial statements.

2. Risk management framework:

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board is responsible for developing and monitoring the company's risk man-agement policies.

- Credit risk

"1. Credit risk is the risk of financial loss to the company if a customer or counterpart to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from customers.

2. Trade and other receivables: The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period."

The following table provides information about the exposure to credit risk and measurement of loss allowance using Life time expected credit loss for trade receivables:

Rs.in lakhs

	Particulars	As at 31-03-2019	As at 31-03-2018
	Not due	226.79	185.46
	Upto 1 year	62.60	278.32
	1 to 2 years	100.92	7.28
	2 to 3 years	3.89	0.81
	More than 3 years	39.65	38.80
	Total	433.85	510.67

Financial Assets are considered to be of good quality and there is no significant increase in credit risk

Rs.in lakhs

	Movements in allowance for credit losses of receivables is as below:	31-03-2019	31-03-2018
	Balance at the beginning of the year	-	-
	Charge in statement of profit and loss	27.94	4.39
	Release to statement of profit and loss	-	-
	Utilised during the year	-	-
	Balance at the end of the year	27.94	4.39

Notes on Financial Statements for the year ended 31st March, 2019

Rs.in lakhs

3. Cash and cash equivalents: The company held cash and cash equivalents of Rs. 81.98 lakhs (31st March 2018: Rs. 30.06 lakhs). The cash and cash equivalents are held with public sector banks. There is no impairment on cash and cash equivalents as on the reporting date and the comparative period.

- **Liquidity risk**

"1. Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to the company's reputation.

2. The company aims to maintain the level of its cash and cash equivalents and investments at an amount in excess of expected cash outflows on financial liabilities (other than trade payables) over the next six months. The company also monitors the level of expected cash inflows on trade receivables and loans together with expected cash outflows on trade payables and other financial liabilities. This excludes potential impact of extreme circumstances that cannot be reasonably predicted, such as natural disasters. Expenses on changes in inventories of finished goods includes impairment / written off of damaged stocks of Rs.397.50 lakhs

3. **Exposure to Liquidity risk**

The following are the remaining contractual maturities of financial liabilities at the reporting date 31-03-2019

Rs.in lakhs

	Particulars	Carrying amount	1 year or less	1-3 years	More than 3years
	Borrowings- secured	15,184.92	8,983.65	3,064.96	3,136.31
	Borrowings- Unsecured	1,984.59	407.03	98.62	1,478.94
	Preference shares	950.00	-	950.00	-
	Trade payables	2,844.31	2,844.31	-	-
	Other financial liabilities	447.05	27.54	-	419.51

31-03-2018

	Particulars	Carrying amount	1 year or less	1-3 years	More than 3years
	Borrowings- secured	16,836.95	8,988.71	3,293.03	4,555.21
	Borrowings- un-secured	2,057.22	472.29	50.49	1,533.94
	Preference Shares	950.00	-	-	950.00
	Trade payables	2,927.37	2,927.37	-	-
	Other financial liabilities	446.00	26.89	-	419.51

Notes on Financial Statements for the year ended 31st March, 2019

- **Market risk**

1. Market risk is the risk that changes in market prices such as foreign exchange rates and interest rates prices, will affect the company's income or the value of its financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables, long term debt and commodity prices. The company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk.

Amount in USD

	Particulars	**As at 31-03-2019**	As at 31-03-2018
	Trade and other payables (including payable for capital goods)	-	-
	Trade receivables (including bill discounting)	24,412.00	45,701.41
	Bank balances (Including deposits)	-	-

"2. Currency risk: The company is exposed to foreign exchange risk arising from foreign currency transaction. The company also imports and the risk is managed by regular follow up . The company has a policy which is implemented when the foreign currency risk become significant A 10% appreciation/ depreciation of the foreign currencies with respect to functional currency of the Company would result in an increase/decrease in the Company's net profit before tax by approximately Rs.1.70 lakhs (March 31, 2018: Rs 2.97 lakhs).

3. Interest rate risk : Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates, in cases where the borrowings are measured at fair value through the statement of profit and loss. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates. A reasonably possible change of 100 basis points in interest rate at the reporting date would have increased or decreased profit or loss by 154.48 lakhs 31st March 2019: (31st March 2018. Rs.146.34 lakhs). This analysis assumes that all other variables remain constant."

- **Operational risk**

1. Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the company's operations.

2. The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

3. The primary responsibility for the development and implementation of controls to address operational risk is assigned to senior management within each business unit. This responsibility is supported by the development of overall company standards for the management of operational risk in the following areas:

- Requirements for appropriate segregation of duties, including the independent authorization of transactions
- Requirements for the reconciliation and monitoring of transactions
- Compliance with regulatory and other legal requirements
- Documentation of controls and procedures
- Requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedure to address the risks identifie
- Requirements for the reporting of operational losses and proposed remedial action
- Development of contingency plans
- Training and professional development
- Ethical and business standards
- Risk mitigation, including insurance when this is effective.

Notes on Financial Statements for the year ended 31st March, 2019

4. Compliance with company's standards is supported by a programme of periodic reviews undertaken by internal audit. The results of internal audit reviews are discussed with the management of the business unit to which they relate, with summaries submitted to the audit committee and board of the company."

38 Previous year figures are regrouped, rearranged and reclassified wherever considered necessary in order to confirm to the current years presentation

39 The company has shut down the Tandur manufacturing unit on commercial expediency and has been incurring losses resulting in overall net losses in the statement of profit and loss as on 31.03.2019. All these have resulted in temporary finacial constraints on the company, Losses in the operations, erosion of net worth and calling back of loans by the secured lenders.
The management is quite confident to reach at some workable solution to resolve finacial postion of the company and to continue as a going concern.
Further the promoter of the company have supported the company since inception and will continue to do so in future in the capacity as promoters. Pending such resolution and on considering the facts given as above, accounts have been prepared on a going concern basis.
No provision for impairment of non current assets have been considered neseccery.

40 The confirmation of balances of trade payables, trade receivables, debit and credit to the parties are subject to reconciliation and adjustment thereof.

The significant Accounting policies & notes on financial statements form an integral part of financial statements

As per our report attached of even date
For K.C.Bhattacharjee & Paul.,
Chartered Accountants
(FRN 303026E)

(Manoj Kumar Bihani)
Partner
Membership No. 234629

For and on behalf of the Board

U.K Agarwal
Chairman

Place: Secunderabad
Date :29th May 2019

Anadish Srivastava
Company Secretary

Ritesh K Agarwal
Managing Director

RAJVIR INDUSTRIES LIMITED

Regd. Office: 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad -500 003 (TS

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies vide its circular no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 after considering certain provisions of the Information Technology Act, 2000, permitted the com- panies to send the notices / annual reports etc. through email to its members. To support this green initiative of the MCA whole heartedly, members who have not yet registered their email address, are requested to register their e-mail address with the Depository through their concerned Depository Participant and members who hold shares in physical mode are requested to intimate their e-mail address at which they would like to receive the above documents electronically, either to the company or to its Registrar and Share Transfer Agent. Sharehold- ers are requested to fill the consent form below and send it to the Registrar and Share Transfer Agent, M/s XL Softech Systems Limited or to the company.

CONSENT FOR RECEIVING DOCUMENTS IN ELECTRONIC MODE

(Pursuant to circulars no. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011)

To
M/s XL Softech Systems Limited
3, Sagar Society, Road N0.2, Banjara Hills
Hyderabad - 500 034-Telangana

Dear Sir,
I/We shareholder (s) of RAJVIR INDUSTRIES LIMITED, agree to receive all notices and documents including the Annual Report, Notice for General Meetings and other Shareholders Communication in electronic mode (through email).

I/We request you to kindly register my / our below mentioned email id in the Company's records for sending such communication through email.

FolioNo…….....……/DPIDNo.……..…....…andClientIDNo.*……....…..

*Applicable for members holding shares in electronic form.

Name of the Sole / First Shareholder :.....

Name of the Joint Shareholders (if any) :.....

No. of Shares held :.....

E-mail id for receipt of documents in

Electronic mode:.....

Date : .....

.....

Signature:

Place: .....

(Sole / First Shareholder)

Note:
1. Shareholders are requested to inform the Company's Registrar and Share Transfer Agents M/s XL Softech System Limited, as and when there is change in their registered email-id.
2. For shares held in demat form, shareholders are also requested to inform /update their email-ids to their respective Depository Participants

RAJVIR INDUSTRIES LIMITED

Regd. Office: 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad -500 003 (TS

PROXY FORM

Regd. Folio No. / DPID – Client ID No. _____

I/We _____ of _____ in the district of being a member

members of Rajvir Industries Limited hereby appoint _____of

_____ in the district of _____ or failing him / her _____ of

_____ in the district of _____ as my/our proxy to vote for me/us on my/our behalf at the An- nual General Meeting of the Company to be held on Monday the 30th September, 2019 at 03.30 P.M. at J.S. Krishna Murthy Hall, Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana.

Signed this _____day of _____ 2019.

Affix 1Rupee Revenue Stamp

_____

Signature of Shareholder/s

Note : The Proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meet- ing. The Proxy need not be a member of the Company.

RAJVIR INDUSTRIES LIMITED

Regd. Office: 1st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad -500 003 (T.S
(To be handed over at entrance of the Meeting Venue)

ATTENDANCE SLIP

Regd. Folio No. / DPID – Client ID No. _____

SHAREHOLDER'S NAME : _____
(in Block Capitals)

In case of Proxy

NAME OF PROXY : _____
(in Block Capitals)

No. of Shares held _____

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the Annual General Meeting of the Company held on Monday, 30th September, 2019 at 03.30 P.M. at J.S. Krishna Murthy Hall,Federation House, 11-6-841, Red Hills, FAPCCI Marg, Hyderabad 500004, Telangana

Signature of Shareholder/s / Proxy

Note: Please bring this Attendance Slip when coming to the Meeting.

FORM NO. MGT-12
POLLING PAPER

[Pursuant to Section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (C) of the Companies (Management and Administration) Rules, 2014]

Name of the Company	RAJVIR INDUSTRIES LIMITED
CIN	L17116TG2004PLC044053
Registered Offic	105, 1ST FLOOR, SURYA TOWERS, S.P. ROAD, SECUNDERABAD TELANGANA INDIA – 500003
Telephone	040 6622 5555
Website	www.rajvirindustrieslimited.com

BALLOT PAPER

Sr.No.	Particulars	Details
1.	Name of the First Named Shareholder (In BLOCK letters)	
2.	Postal address	
3.	Registered Folio No./ *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/ Special Resolution/s enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr No.	ITEM NO.	No. of shares held by me	I assent to	I dessent from the resolution
ORDINARY BUSINESS				
1.	To receive, consider and adopt the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss for the year ended as on that date, Directors' Report and Auditors' Report thereon			
2.	To consider and if thought fit to pass the resolution for re-appointment of M/s K C Bhattacherjee & Paul, Chartered Accountants,(Firm Registration Number:303026E) as Statutory Auditors of the Company till the conclusion of the next Annual general Meeting of the Company to be held in the year 2020 with or without modification(s) as an Ordinary Resolution.			
3.	To consider and if thought fit, to pass the resolution for appointment of Sri. Ritesh Agrawal as an Independent Director of the Company			

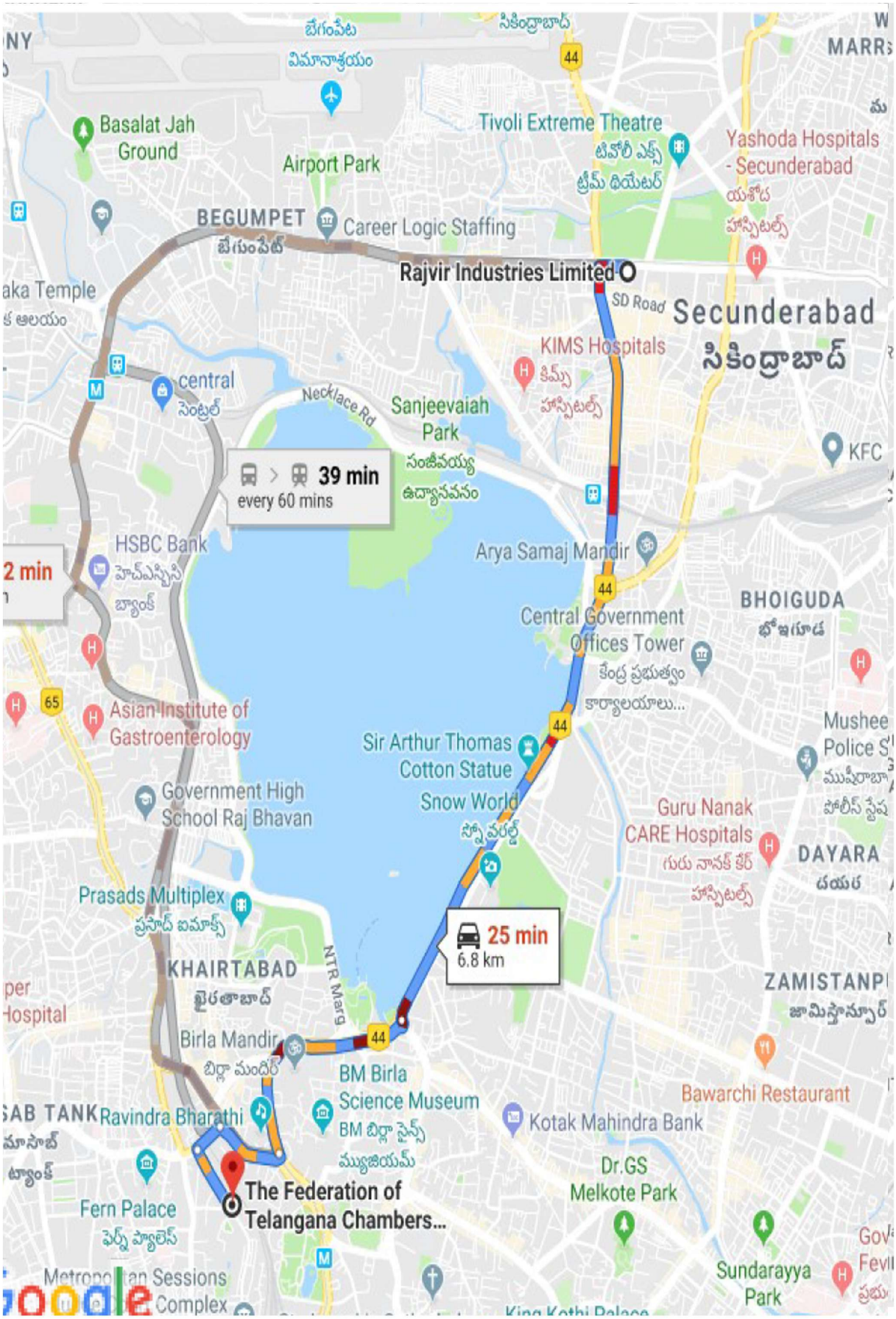
Place:
Date:

(signature of the shareholder)

NOTES

NOTES

Route Map: Rajvir Industries limited to FTAPPCCI.



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Printed Matter

If undelivered, please return to :

RAJVIR INDUSTRIES LIMITED

Registered Office : I st Floor, Surya Towers, 105, Sardar Patel Road, Secunderabad - 500003.

Telephone Nos : 040 6622 5555, 2784 5628, 2784 5650 | Fax No : 040 2784 0656

www.rajvirindustrieslimited.com | Email: rajvir@rajvirindustrieslimited.com