
HARI GOVIND INTERNATIONAL LIMITED

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HARI GOVIND INTERNATIONAL LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mrs. Amaridevi Maniyar
Mr. Jugal Kishore Maniyar
Mrs. Sunita Maniyar
Mr. Mallinath Madineni

Chairman & Director
Whole Time Director
Non – Executive Director
Independent Director

COMPLIANCE OFFICER

Mr. Jugal Kishore Maniyar

AUDITORS

M/s. Dilip Jambhekar & Co.,
2nd Floor Swami Samarth Commercial Complex,
North Bazar Road, Dharampeth Extention,
Nagpur – 440010.

REGISTERED OFFICE

125, Wardhman Nagar
Nr. Radha Krishna Mandir, Nagpur - 440008

REGISTRAR & SHARE TRANSFER AGENT

Purva Shareregistry (India) Private Limited
9, Shiv Shakti Industrial Estate,
Lower Parel East, Mumbai – 400011.

HARI GOVIND INTERNATIONAL LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that next Annual General Meeting of Hari Govind International Limited will be held at 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur - 440008, on Friday, 28th September, 2018 at 12 noon to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the company for the financial year end 31st March, 2018, the reports of Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Jugalkishore Maniyar as Director liable to retire by rotation.

“**RESOLVED THAT** Mr. Jugalkishore Maniyar who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as Director of the company liable to retire by rotation”.

3. To appoint Auditors and to fix their remuneration;

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

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory amendment(s) or modification(s) or enactment(s) thereof, for the time being in force) and pursuant to recommendation of Audit Committee of the Board of Directors, M/s. Dilip Jambhekar & Co., Chartered Accountants, be and are hereby re-appointed as the Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting, at such remuneration as the Board of Directors or Audit Committee of the Board of Directors may fix in this behalf.”

**By order of the Board of Directors
Hari Govind International Limited,**

Place: Mumbai
Date: 14th August, 2018

**Jugal Kishore Maniyar
Director
DIN: 00094237**

NOTES :-

1. *A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be*

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deposited at the registered office of the Company not less than 48 (forty-eight) hours before the commencement of the Meeting.

2. *A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.*
3. *Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.*
4. *Brief resume of Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se are provided in the Corporate Governance Report forming part of the Annual Report*
5. *Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.*
6. *In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.*
7. ***The Company has notified closure of Register of Members and Share Transfer Books from 24th September, 2018 to 28th September, 2018 (both days inclusive).***
8. *The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Purva Sharegistry (India) Private Limited.*
9. *Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.*
10. *Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s. Purva Sharegistry (India) Private Limited., for consolidation into a single folio.*
11. ***Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.***
12. *Members are requested to send their queries to the Company, if any on Accounts at least 10 days before the Meeting.*

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ANNEXURE TO NOTICE

Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting

Name of the director	Mr. Jugalkishore Maniyar
Age	55 Years
Date of appointment	31/01/1989
Expertise in specific functional areas	Industrial Engineering
Qualifications	Graduate
List of companies in which outside directorships held as on 14 th August, 2018 (excluding private limited)	Nil
Chairman/member of the committees of the boards of other companies in which she is a director as on 14 th August, 2018	Nil

**By order of the Board of Directors
Hari Govind International Limited,**

**Place: Mumbai
Date: 14/08/2018**

**Jugal Kishore Maniyar
Director
DIN: 00094237**

HARI GOVIND INTERNATIONAL LIMITED

DIRECTORS' REPORT

To

The Members

HARI GOVIND INTERNATIONAL LIMITED.

Your Directors have pleasure in presenting the Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2018.

Financial Results:

(Amount in Rs.)

Particulars	2016-17	2017-18
Total Revenue (Other Income)	0	14,33,447
Total Expenditure	660,263	16,66,557
Profit / (Loss) before Prior period, Exceptional and Extra-Ordinary items.	(660,263)	(233,110)
Prior Period items	-	-
Exceptional items	-	-
Tax Expenses	-	-
Profit / (Loss) for the Year	(660,263)	(233,110)

Performance of the Company during the year under review:

During the year under review company just started its business and have a business turnover of Rs. 14.33 Lakhs and incurred a loss of Rs. 2.33 lakhs. The Directors of the Company have been exploring various diversified areas and new business arenas to take the company's business to new heights.

Future Outlook:

Overall performance of the textile industry is dull and the company is diversifying itself into other business areas and is also trying to explore international markets.

Dividend:

The Board of Directors does not recommend any Dividend for the year 2017-18 considering the financial situation of the company.

Fixed deposits:

During the year under review, the Company has not accepted any fixed deposits and there are no fixed deposits, which are pending repayment.

Subsidiary Companies:

Your Company does not have any subsidiary company during the year under review.

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Directors:

In accordance with the provisions of the Companies Act, 2013 and the Company's Articles of Association, Mr. Jugalkishore Maniyar, Director of the company retires by rotation at this AGM being eligible, offer himself for re-appointment.

Mr. Mukesh Bhanushali, Independent Director of the company has vacated office of director by disqualification under the provisions of Section 164(2) read with Section 167(1) of the Companies Act, 2013. Due to the same, the Company is in the process of appointing a new Independent Director on the Board

Board Meetings:

Six meetings of the Board of Directors were held during the year. For further details, please refer report on Corporate Governance of this Annual Report.

Declaration by Independent Director:

The Company has received declarations from the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors and a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The details of programs for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company.

Directors' Responsibility Statement:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) shall state 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 had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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Nomination & remuneration Committee:

The Board constituted a Nomination and Remuneration Committee comprising of Mr. Jugalkishore Harikishan Maniyar, Mr. Mallinath Madineni and Mr. Mukesh Kanji Bhanushali.

However, Mr. Mukesh Bhanushali, Independent Director is disqualified and the Board is under the process of appointment of new Independent director and also to re-constitute the Board committees. Refer Corporate Governance report for details.

Corporate Governance:

Even though the Company is outside the purview of compulsory compliance requirements of Clause 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it has complied with the requirements of the Code of Corporate Governance as stipulated in Clause 27 of the SEBI (LODR) Regulations, 2015 with the stock exchanges. A Report on Corporate Governance along with Certification by the Managing Director is attached to this Directors' Report.

Auditors:

The statutory auditors of the Company, Dilip Jambhekar & Co, Mumbai retire at the conclusion of the ensuing Annual General Meeting. The retiring auditors have furnished a certificate under Sec. 141 of the Companies Act, 2013 confirming their eligibility for reappointment. The Auditor Report for the financial year ended March 31, 2018 is annexed herewith and is part of the Annual Report.

Extract of Annual Return:

An Extract of Annual Return of the Company: Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is given below;

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2018

I. REGISTRATION AND OTHER DETAILS:

- i) CIN :- **L99999MH1989PLC050528**
- ii) Registration Date :- **31.01.1989**
- iii) Name of the Company :- **HARI GOVIND INTERNATIONAL LIMITED**
- iv) Category / Sub-Category of the Company :- **Non-Government, Listed Company**
- v) Address of the Registered office and contact details :- **125, Wardhman Nagar
Nr. Radha Krishna Mandir, Nagpur - 440008.**
- vi) Whether listed company: (**Yes/No**)
- vii) Name, Address and Contact details of Registrar and Transfer Agent:-

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Purva Shareregistry India Pvt. Ltd.

9, Shiv Shakti Industrial Estate, J.R. Boricha Marg,

Lower Parel (East), Mumbai- 400011, India.

Email:- busicomp@vsnl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (N.A)

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	NA	NA	NA

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	NA	NA	NA	NA	NA

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

i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the end of the year				No. of Shares held at the beginning of the year				% Change
		Demat	Physical	Total	% of	Demat	Physical	Total	% of Total	
A.	Promoters									
1)	Indian									
a)	Individual/HUF	3750000	0	3750000	75.00	0	3750000	3750000	75.00	N.A
b)	Any Other	0	0	0	0	0	0	0	0	
	Sub-total (A) (1):-	3750000	0	3750000	75.00	0	3750000	3750000	75.00	N.A
2)	Foreign	0	0	0	0	0	0	0	0	
B	Public Shareholding									
1.	Institutions	0	0	0	0	0	0	0	0	
2.	Non-Institutions									
	Body Corporate									
I	Indian	0	0	0	0	0	0	0	0	
b)	Individuals									
I	Individual shareholders holding nominal share capital	0	969300	969300	19.39	0	873300	873300	17.47	N.A

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	upto Rs. 1 lakh									
li	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	78000	162900	240900	4.82	0	376700	376700	7.53	
c)	Others (specify)	39800	0	39800	0.80	0	0	0	0	
	Trust	0	0	0	0	0	0	0	0	
	Non Resident Indians	0	0	0	0	0	0	0	0	
	Sub-total (B)(2):-	117800	1132200	1250000	25	0	1250000	1250000	25	N.A
	Total Public Shareholding (B)=(B)(1)+(B)(2)	117800	1132200	1250000	25	0	1250000	1250000	25	N.A
C	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	
	Grand Total (A+B+C)	3867800	1132200	5000000	100	0	5000000	5000000	100	N.A

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Sunita J Maniyar	18,75,000	37.50		18,75,000	37.50		0
2	Jugalkishor H Maniyar HUF	18,75,000	37.50		18,75,000	37.50		0
	Total	37,50,000	75.00		37,50,000	75.00		

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Sunita Jugalkishore Maniyar				
	At the beginning of the year	37,50,000	75.00	37,50,000	75.00
	Increase / Decrease in Promoters Share holding during the year	N.A	N.A	N.A	N.A
	At the End of the year	37,50,000	75.00	37,50,000	75.00

(iv) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Jugalkishore Maniyar (WTD)				
	At the beginning of the year	18,75,000	37.50	18,75,000	37.50
	Increase / Decrease	Nil	Nil	Nil	Nil
	At the end of the year	18,75,000	37.50	18,75,000	37.50

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 year				
i) Principal Amount	Nil	36,90,000	Nil	36,90,000
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	Nil	36,90,000	Nil	36,90,000
Change in Indebtedness during the financial year				
☒☒Addition	Nil	10,00,623	Nil	10,00,623
☒☒Reduction		----		----

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Net Change	Nil	10,00,623	Nil	10,00,623
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	46,90,623	Nil	46,90,623
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	Nil	46,90,623	Nil	46,90,623

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (N.A)

A. *Remuneration to Managing Director, Whole-time Directors and/or Manager: **Not Applicable***

B. *Remuneration to other directors: **Not Applicable***

C. *REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD*

Not Applicable

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: **Not Applicable**

Secretarial Auditor:

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 the Board appointed Mr. Roy Jacob, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2017-18. The Secretarial Audit Report for the financial year ended March 31, 2018 is given below:

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2018

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

To,
The Members,
Hari Govind International Limited,

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

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018 complied with the statutory provisions listed hereunder, except which are specifically mentioned therein 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:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
 - 1. ***E-Voting facility as per section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 was not provided by the company for the AGM held on 26th September, 2017.***
 - 2. ***Company does not have proper board process and compliance mechanism.***
 - 3. ***Company has not complied with the provisions of section 203(4) in respect of appointment Chief Financial Officer and Company Secretary.***
 - 4. ***There is no record available regarding dispatch of notice for the AGM held on 30th September, 2017.***
 - 5. ***As on closure of the financial year Company do have only one Independent director on the Board and hence the provisions of Section 149 (4) and constitution of board committees is not complied with.***
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:

Not applicable to the Company during the Audit period
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and which are applicable to the company:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009: ***Not Applicable to the Company during the Audit Period***
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: ***Not Applicable to the Company during the Audit Period.***
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 : ***Not Applicable to the Company during the Audit Period***
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

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- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: **Not Applicable to the Company during the Audit Period**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: : **Not Applicable to the Company during the Audit Period**
- (VI) During the year under review company has not carried on business and the following acts are not applicable to the company and no other specific Act or rules are applicable to the Company
- a) Factories Act, 1948.
 - b) Industrial Disputes Act, 1947
 - c) The payment of wages Act, 1936,
 - d) The minimum wages Act, 1948
 - e) Employees Provident Fund and Miscellaneous Provisions Act, 1952
 - f) Payment of Bonus Act, 1965
 - g) Payment of Gratuity Act, 1972
 - h) The Contract Labour (Regulations & Abolition) Act, 1970

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Securities and Exchanges Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 except the following, except the following.

Company has not published the Notice of Board Meetings for approval of Quarterly Results in at least in one English daily newspaper circulating in the whole or substantially the whole of India and in one daily newspaper published in the language of the region, where the registered office of the company is situated.

The company has not complied with the Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of notice of Board Meeting, publication of financial results and notices to shareholders.

Delayed in making the payment of Listing fees to the stock exchanges and Custodial fees to Depositories are unpaid.

Based on our such examination and further based on the Representation of the Management of the Company, the Company has during the period under review complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except the non- compliances given in respective paragraphs and Annexure given hereto.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Subject to observations mentioned in Clause 1(a) above, 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

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clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our Audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for of opinion.
3. Where ever required, I have obtained the Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on the test basis.
5. The secretarial audit report is neither an assurance as to the future viability of the company not the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **Roy Jacob & Co.**
Company Secretary

Place: Mumbai
Date: 14/08/2018

Sd/-

(Roy Jacob)
Proprietor
FCS No.: 9017
C P No.: 8220

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Employee Relations:

The relations between the employees and management continued to be cordial during the year.

Particulars of Employees and related disclosures:

No employee of the company is drawing remuneration in excess of the limits set out in terms of the provisions of Section 197 (12) of the Act read with Rules 5(2) and 5(3) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Particulars as required under section 134(3) (m) of the Companies Act, 2013 read with the companies (Accounts) Rules, 2014:

1. Conservation of Energy, Technology Absorption:

The particulars regarding the disclosure of the conservation of energy, technology absorption, as required under Section 134(3) (m) of the Companies Act, 2013 read with the companies (Accounts) Rules, 2014 are given below.

2. Energy Conservation Measures Taken:

The Company continues to accord high priority to conserve the energy. There is no manufacturing activity is carrying on the company at present.

3. Foreign Exchange Inflow & Outgo:

a) Activities relating to Exports, Initiatives taken to increase Exports, Developments of new Export Market for products and Services and Export Plans:

The Company has not undertaken any export activities. The company is looking out for Export Opportunities.

b) Total Foreign Exchange used and earned:

Used	:	Nil
Earned	:	Nil

Risk Management:

During the year, your Directors have constituted a Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. A Group Risk Management Policy was reviewed and approved by the Committee.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together form the Reliance

HARI GOVIND INTERNATIONAL LIMITED

Management System (RMS) that governs how the Group conducts the business of the Company and manages associated risks.

The Company has introduced several improvements to Integrated Enterprise Risk Management, Internal Controls Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned across Group wide Risk Management, Internal Control and Internal Audit methodologies and processes.

Comments of the Board of Directors on Qualifications on Auditors Reports: Auditors Qualifications if any are self explanatory and does not require any comments

Board Comments on Secretarial Audit Qualifications:

The Secretarial Audit Qualifications are replied as follows:

1. E-Voting facility as per section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 was not provided by the company for the AGM held on 26th September, 2017.

Company is in the process of entering into agreement with the providers of e-voting facility.

2. Company does not have proper board process and compliance mechanism.
3. Company has not complied with the provisions of section 203(4) in respect of appointment Chief Financial Officer and Company Secretary:

Since the company was not carrying on any business during the year, so the company could not appoint KMP during the period.

4. There is no record available regarding dispatch of notice for the AGM held on 30th September, 2017.

The Company had dispatched the notice of the AGM to all its Shareholders.

Particulars of loans, guarantees or investments under section 186:

Company has not provided loans, investments and guarantees during the year.

Related Party Transaction under sub-section (1) of section 188:

During the year, the Company has not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board is provided in the company's web site.

Acknowledgments:

The Management is grateful to the Regulatory Authorities, Share holders, Company's Bankers, Financial Institutions, Insurance Companies, Investors, Clients, Business Associates for their continued support and co-operation.

HARI GOVIND INTERNATIONAL LIMITED

The Directors also wish to place on record their appreciation for the co-operation, active involvement and dedication of the employees.

**By order of the Board of Directors
Hari Govind International Limited,**

**Place: Mumbai
Date: 14/08/2018**

**Jugal Kishore Maniyar
Director
DIN: 00094237**

REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

The Company is in the business of manufacturing and trading textile products. During the year under consideration company did not carried on business and is in the process of diversification and identification of new business vertical to venture. The key issues of the Management Discussion and Analysis are given below.

The Indian Textile Industry is one of the Leading Textile Industries in the World. The textiles and apparels sector is a major contributor to the Indian Economy in terms of Gross Domestic Product (GDP), industrial production and the country's total export earnings. India earns about 27 per cent of its total foreign exchange through textile exports. Besides, the Indian Textile Industry contributes 16 per cent of the total industrial production of the Country. This sector provides employment to over 37 million people and it is expected that the textile industry will generate new jobs during the ensuing years.

The industry went through a challenging financial year 2013, with the global meltdown ravaging economies. The collapse in consumer sentiments, weak exports, noteworthy drop in discretionary spending in textiles / apparels and down trading by the consumers put immense pressure on both the top-line and the bottom-line of textile companies.

Business Outlook

The operations of the company was stalled for last few years. Presently the management of the Company is exploring and identifying new business verticals to start with.

a. Segment wise performance

The business of the Company falls under a single segment.

b. Internal control system

Internal audit and other controls have been found to be adequate. These are reviewed periodically by the Audit Committee and found the performance satisfactory.

Risk Factors:

The Indian textile industry has inherent strengths in terms of rich legacy of textile production, strong multi-fiber raw material base, large and expanding production capacities, very low import intensity, vast pool of skilled workers and technical and managerial personnel, flexible production systems, large

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and expanding domestic market, dynamic and vibrant entrepreneurship, etc. However, these strengths have been diluted to a great extent due to severe disadvantages suffered by the industry in certain other areas affecting its productivity, quality and cost competitiveness. Such factors are technological obsolescence, structural anomalies, poor productivity of labour and machine, lopsided fiscal policies, multiplicity of taxes and levies, high cost of capital, redundant and outdated controls/regulations, restrictive labour and industrial laws, lack of aggressive marketing, poor perception of Indian products abroad, procedural problems in exporting, poor infrastructure relating to transport, communication and banking, high power tariff, etc.

Future Outlook:

Overall performance of the textile industry is dull and the company is diversifying itself into other business areas and to explore international markets.

Internal control systems and their adequacy

The Managing Director / Whole Time Director certification provided in the report discusses the adequacy of our internal control systems and procedures.

Human Resource Development

The most important asset of the company is its Human Resources.

Cautionary statements

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectation may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.

CORPORATE GOVERNANCE REPORT

In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at HARI GOVIND INTERNATIONAL LIMITED is as follows:

At **HARI GOVIND INTERNATIONAL LIMITED**, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. At **HARI GOVIND INTERNATIONAL LIMITED**, we consider stakeholders as partners in our success, and we remain committed to maximizing stakeholder value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses.

1. Company's Philosophy on Code of Corporate Governance:

The Company's philosophy on Corporate Governance is to achieve business excellence and to meet the expectations of its customers, shareholders, employees, business associates, and the society at

HARI GOVIND INTERNATIONAL LIMITED

large and in complying with the dictates of the regulatory frame work. The Company is committed to transparency in all its dealings and places high emphasis on business ethics. We believe that Corporate Governance is voluntary and self-discipline code which means not only ensuring compliance with regulatory requirements but also by being responsive to our stakeholders needs.

2. Ethics/Governance Policies:

At HGIL, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code of Conduct
- Code of Conduct for Prohibition of Insider Trading
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions
- Policy for Selection of Directors and determining Directors Independence
- Remuneration Policy for Directors, Key Managerial
- Personnel and other Employees
- Policy for determining Material Subsidiaries

3. Code of Conduct:

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence.

4. Board of Directors:

The Board of Directors comprises of executive and non-executive directors with rich professional experience in various fields. The present strength of the Board of Directors is Five in number. One-third of the Board consists of Independent Directors.

5. Board Meetings & Procedures

During the year, the Board met 6 times on 31.05.2017, 14.08.2017, 29.08.2017, 23.09.2017 14.12.2017 and 13.02.2018.

The composition of Board of Directors, attendance at the Board Meetings during the financial year and attendance at the last Annual General Meeting, number of outside Directorship, Chairman/Membership of Committees is as under:

Name of Director	Category	No. of Board meetings	Last AGM attendance	No of Director ships	Membership/ Chairmanship of other Audit,
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HARI GOVIND INTERNATIONAL LIMITED

		attended			Shareholders' Grievance, Committees
Mrs. Amaridevi Maniyar	Chairman	6	Yes	1	Nil
Mr. Jugal Kishore Maniyar	Executive Director	6	Yes	4	3
Mrs. Sunita Maniyar	Non-Executive Director	6	No	1	Nil
Mr. Ashok Sarada	Non-Executive Director	1	No	1	Nil
Mr. Mukesh Bhanushali	Independent Director	4	Yes	9	3
Mr. Mallinath Madineni	Independent Director	6	No	3	3

6. Appointment/Reappointment:

Mr. Jugalkishore Maniyar who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the company liable to retire by rotation.

Name of the director	Mr. Jugalkishore Maniyar
Age	55 Years
Date of appointment	31/03/1989
Expertise in specific functional areas	Industrial Management
Qualifications	Graduate
List of companies in which outside directorships held as on 14 th August, 2018 (excluding private limited)	Nil
Chairman/member of the committees of the boards of other companies in which she is a director as on 14 th August, 2018	Nil

7. Independent Directors:

Lead Independent Director

The Company's Board of Directors has designated Mr. Mukesh Bhanushali as the Lead Independent Director. The Lead Independent Director's role is as follows:

- To preside over all meetings of Independent Directors
- To ensure there is an adequate and timely flow of information to Independent Directors
- To liaise between the Chairman and Managing Director, the Management and the Independent Directors
- To preside over meetings of the Board and Shareholders when the Chairman and Managing Director is not present, or where he is an interested party
- To perform such other duties as may be delegated to the Lead Independent Director by the Board/ Independent Directors

Meetings of Independent Directors

HARI GOVIND INTERNATIONAL LIMITED

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views to the Lead Independent Director.

The Lead Independent Director takes appropriate steps to present Independent Directors' views to the Chairman and Managing Director.

One meeting of Independent Directors was held during the year.

8. Audit Committee:

Terms of reference:

The Audit Committee has been constituted pursuant to Section 177 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Primary object of Audit Committee of the company is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

Composition:

The Audit Committee comprises of 3 members out of which 2 are Independent Directors. Mr. Mukesh Bhanushali was the Chairman of the Audit Committee. All the members of the Committee are financially literate.

During the year, the Committee met 4 times on 31.05.2017, 14.08.2017, 14.12.2017 and 13.02.2018 and the gap between any 2 meetings was less than 4 months.

Attendance at the Audit Committee Meeting:

Name	Designation	Category	Attendance out of 4 meetings
Mr. Mukesh Bhanushali	Chairman	Independent	2
Mr. Mallinath Madineni	Member	Independent	4
Mr. Jugal Kishore Maniyar	Member	Executive	4

As on closure of the financial year company do have only one Independent Director on the board and is in search of an Independent Director.

9. Stakeholders' Relationship Committee:

Constitution and attendance:

The committee comprises of Mrs. Sunita Maniyar, Mr. Mallinath Madineni and Mr. Jugal Kishore Maniyar.

Attendance at the Shareholders' Grievance Committee Meeting:

HARI GOVIND INTERNATIONAL LIMITED

Name	Designation	Category	Attendance out of 2 meetings held
Mrs. Sunita Maniyar	Chairman	Non-Executive Non-Independent	2
Mr. Mallinath Madineni	Member	Independent	2
Mr. Jugal Kishore Maniyar	Member	Executive	2

- During the year, the Company received No complaints on various matters. The Company has attended the same and complaints pending unresolved at the end of the financial year were NIL.

Terms of reference:

The Shareholders' Grievance Committee focuses on shareholders' grievances and strengthening of investor relations, specifically looking into redressal of grievances pertaining to:

- 1) Transfer and transmission of shares
- 2) Non-receipt of balance sheet
- 3) Non-receipt of declared dividend
- 4) Other related issues

Prohibition of Insider Trading:

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

10. Nomination and Remuneration Committee:

Constitution and attendance:

The Board constituted a Nomination and Remuneration Committee comprising of Mr. Mukesh Bhanushali , Mr. Mallinath Madenini and Mrs. Sunita Maniyar.

Attendance at the Remuneration / Compensation Committee Meeting:

Name	Designation	Category	Attendance meetings of
Mr. Jugalkishore Maniyar	Chairman	Independent	0
Mr. Mallinath Madenini	Member	Independent	0
Mr. Sunita Maniyar	Member	Independent	0

There were no meetings held during the year under consideration.

As on closure of the financial year company do have only one Independent Director on the board and is in search of an Independent Director

Terms of reference:

HARI GOVIND INTERNATIONAL LIMITED

The terms of reference of the Remuneration Committee are as per the guidelines set out in the Listing Agreement with the stock exchanges that include determination of the Company's policy on specific remuneration packages for Directors.

Remuneration Policy:

The remuneration of the Executive Directors is recommended by the Remuneration committee, based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry and responsibilities shouldered. The Company pays remuneration by way of salary and perquisites to its Executive Directors.

The Directors are not paid any remuneration except sitting fees. Further the company has not entered into any pecuniary relationship or transactions with the Non-executive directors.

11. General Body Meetings:

(i) Details of Annual General Meetings during the last three years

Financial Year	Day, Date & Time	Venue
2014-15	Wednesday, 30 th September, 2015 at 12.00 Noon	374, Katha Bazar, Ground Floor, Masjid Bunder (West), Mumbai.
2015-16	Friday, 30 th September, 2016 at 12.00 Noon	374, Katha Bazar, Ground Floor, Masjid Bunder (West), Mumbai.
2016-17	Tuesday, 26th September, 2017 at 12.00 noon	374, Katha Bazar, Ground Floor, Masjid Bunder (West), Mumbai

(ii) Special Resolution Passed in the last three Annual General Meetings: Company has not passed special Resolutions during the last 3 Annual General Meetings.

(iii) Special Resolution passed through Postal ballot last year: **NIL**

12. Disclosures:

- i. There were no transactions of material nature with its Promoters, Directors or the Management, or their relatives during the period that may have potential conflict with the interest of the company at large.
- ii. There were no transactions with the related parties under AS-18 issued by the Institute of Chartered Accountants of India.
- iii. There were no non-compliances by the Company during the year. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other Statutory Authorities on any matters related to the capital markets, during the previous three financial years.
- iv. The Board has adopted a Code of Conduct including for its Directors and Senior Management. This is available on the Company's web-site.

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- v. The Directors of the Company have submitted before the Board a declaration of compliance with the Code of Conduct by the Directors during the financial year ended March 31, 2018.
- vi. The Company follows the Accounting Standards issued by the Institute of Chartered Accountants of India and in the preparation of the financial statement; the Company has not adopted a treatment different from that prescribed by any Accounting Standard.
- vii. Risk assessment and minimization procedures are periodically reviewed by the Risk Management Committee, Audit Committee and the Board of Directors of the Company.
- viii. The Whole Time Director has submitted a certificate to the Board of Directors in Compliance of Clause 32(e) of the Listing Agreement with the Stock Exchanges.
- ix. The Company has adopted the Risk Management Policy of the Company and the same is available on the Company's website.
- x. The Company has adopted the Whistle Blower Policy and the same is available in the company's website.
- xi. The Company has adopted policy in handling Unpublished Price Sensitive Information and the same is available in the company's website.

13. Means of Communication:

Quarterly un-audited financial results are published in leading English/Vernacular newspapers. The half yearly report is not sent separately to the Shareholders. Annual Reports sent to the shareholders at their registered address with the company and also put up on Company's web site.

The quarterly results, shareholding pattern and other mandatory information are available at the website of Bombay Stock Exchange (www.bseindia.com).

14. General Shareholders' Information:

Annual General Meeting

Date : 28th September, 2018

Time : 12 noon

Venue : 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur Nagpur MH 440008

Financial Calendar (Tentative)

Financial reporting for the quarter ending Sept 30, 2018	: 2 nd week of Nov., 2018
Financial reporting for the quarter ending December 31, 2018	: 2 nd week of Feb., 2019
Financial reporting for the quarter ending March 31, 2019	: 2 nd week of May, 2019
Annual General Meeting for the year ended March 31, 2018	: 2 nd week of May 2019

Date of Book Closure: 25th September, 2018 to 28th September, 2018 (Both days inclusive)

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Listing on Stock Exchanges	:	Bombay Stock Exchange Ltd (BSE)
Payment of Annual Listing fees	:	Listing fees for the financial year 2016-2017 has been paid to the Stock Exchanges BSE.
Demat ISIN for NSDL & CDSL	:	INE167F01018

Stock performance vs. BSE:

Market Price Data during the year ended 31.03.2018: There were not trading taken place in the Company's Scrip during the year.

Registrars & Transfer Agents : Purva Shareregistry (India) Private Limited
9, Shiv Shakti Industrial Estate,
Lower Parel East, Mumbai – 400011.

Share Transfer System

- Securities lodged for transfer at the Registrar's Office are normally processed with in 15 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 15 days. The Compliance Officer is empowered to approve transfer of shares and other investor related matters. Grievances received from investors and other miscellaneous correspondence on change of address, mandates, etc are processed by the Registrars with in 30 days
- Pursuant to Clause 55A of the SEBI (LODR) Regulations, 2015 with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Pursuant to Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, certificates have also been received from a Company Secretary-in-Practice for timely dematerialization of the shares of the Company and for conducting a Secretarial Audit on a quarterly basis for reconciliation of the Share Capital of the Company.

Non-mandatory requirements:

1. Chairman of the Board

No separate office is maintained for the Non-Executive Chairman. Company does not reimburse expenses incurred by him in performance of his duties.

Mr. Mukesh Bhanushali and Mr. Mallinath Madenini are Independent Directors on the Board of the Company. All of them have requisite qualification and experience and in the opinion of the Company this would enable them to contribute effectively to the Company in their capacity as Independent Directors.

2. Shareholder Right

The Company has not sent half yearly financial performance including summary of the significant events to each of the shareholders, since the results were published in 2 news papers, one in Vernacular and one in English newspaper.

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3. Audit Qualifications

During the year under review, there was no major audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unqualified financial statements.

DECLARATION

In accordance with Clauses of the SEBI (Listing and Disclosure Requirements) Regulations, 2015 with the Stock exchanges, I hereby confirm that, all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct and Ethics during the financial year ended March 31.03.2018.

**By order of the Board of Directors
Hari Govind International Limited**

Place: Mumbai
Date: 14/08/2018

Sd/-

**Jugal Kishore Maniyar
Director
DIN: 00094237**

CEO/CFO Certification

We hereby certify to the Board that:

a) We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2018 and to the best of our knowledge and belief.

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading

(ii) These statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's Code of Conduct.

c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that, we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any of which we are aware and the steps we have taken or propose to take steps to rectify these deficiencies.

d) We further certify that:

i) There have been no significant changes in internal control during the year;

ii) There have been no significant changes in accounting policies during the year,

iii) To the best of our knowledge, there have been no instances of fraud, involving management or an employee having a significant role in the Company's internal control systems.

**By order of the Board of Directors
Hari Govind International Limited**

Sd/-

Place: Mumbai

Date: 14/08/2018

**Jugal Kishore Maniyar
Director
DIN: 00094237**

CERTIFICATE OF CORPORATE GOVERNANCE

TO THE MEMBERS OF HARI GOVIND INTERNATIONAL LIMITED

We have reviewed the relevant records of Hari Govind International Limited for the year ended 31 March 2018 relating to compliance of conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C,D and E of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our review was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and according to the information and explanations given to us, we have to state that, to the best of our knowledge, the Company has complied applicable provisions and conditions of Corporate Governance as stipulated in Above mentioned SEBI (LODR) Regulations, 2015.

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

**For Roy Jacob & Co.
Company Secretary**

Sd/-

(Roy Jacob)

Proprietor

Place: Mumbai

Date: 14/08/2018

FCS No.: 9017, C P No.: 8220

DILIP JAMBHEKAR & CO
Chartered Accountants



SS-209, Swami Samarth
Commercial Complex
North Bazar Road, Dharampeth
Nagpur 440010

Vinay Sapre
FCA, Partner
Cell: 8446002071
email vpsapre2010@gmail.com

Independent Auditor's Report

To the Members of **HARIGOVIND INTERNATIONAL LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **HARIGOVIND INTERNATIONAL LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate



in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid 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) The going concern matter described in sub-paragraph *Nil...* under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
 - f) On the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) 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 Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Dilip Jambhekar & Co.
Chartered Accountants
FRN: 102560W**



Sd/- CA Vinay Sapre

Membership No. 103602

**Place:-Nagpur
Date: 15.05.2018**

- a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2018 for a period of more than six months from the date they became payable.
- b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. The company is not a Nidhi Company. Therefore clause xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.



- xv. Provisions of section 192 of Companies Act, 2013 have been complied with in case of non-cash transactions entered by the company with directors or persons connected with him
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place:-Nagpur
Date: 15.05.2018



For Dilip Jambhekar & Co.
Chartered Accountants
FRN: 102560W

Sd/- CA Vinay Sapre

Membership No. 103602



Vinay Sapre
FCA, Partner
Cell: 8446002071
email vpsapre2010@gmail.com

Annexure 'B'

Report on Internal Financial Controls Over Financial Reporting

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 **HARIGOVIND INTERNATIONAL LIMITED** ("the Company") as of March 31, 2018 in conjunction with our audit of the 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 included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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



Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place:-Nagpur
Date: 15.05.2018



For Dilip Jambhekar & Co.
Chartered Accountants
FRN: 102560W

Sd/- CA Vinay Sapre

Membership No. 103602

A. Significant Accounting Policies

1. Basis of accounting:-

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under the historical cost convention on accrual basis.

2. Revenue Recognition :-

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis except discount claims, rebates and retirement benefits which cannot be determined with certainty during the year.

3. Fixed Assets :-

Fixed assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

4. Depreciation :-

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method/SLM method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

5. Investments :-

Investments are stated at cost.

6. Inventories :-

Inventories are valued as under:-

1. Inventories : Lower of cost or net realizable value
2. Scrap : At net realizable value.

7. Miscellaneous Expenditure:-

Miscellaneous Expenditure comprises of Preliminary expenses that are amortized over a period of five years.



8. Retirement Benefits:-

The retirement benefits are accounted for as and when liability becomes due for payment.

9. Excise Duty:-

Excise duty is charged on ad-valorem basis and is accounted for when the goods are cleared from factory site.

10. Taxes on Income:-

The effect of Accounting Standard – 22 relating to accounting for taxes on income issued by the Institute of Chartered Accountants of India is not being considered as there is no timing difference between book and taxable profits under the head 'Income from Business or Profession' of the assessee.

11. Provisions, Contingent Liabilities and Contingent Assets:- (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.



(B) Notes on Financial Statements

1. The SSI status of the creditors is not known to the Company; hence the information is not given.
2. Salaries includes directors remuneration on account of salary Rs NIL. /- (Previous Year Rs NIL/-)
3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors:

Auditors Remuneration	2017-18	2016-17
Audit Fees	50000	50000
Tax Audit Fees		
Company Law Matters		
Service Tax		
Total	50000	50000

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
6. Excise duty has not been taken into account for valuation of finished goods looking at factory site in view of accounting policy No. 9. The same has no impact on Statement of Profit and Loss.
7. No provision for retirement benefits has been made, in view of accounting policy No. 8. The impact of the same on Profit & Loss is not determined.
8. Advance to others includes advances to concerns in which directors are interested:

Name of Concern	Current Year Closing Balance	Previous Year Closing Balance
JAI HARI ORGANICS PRIVATE LIMITED	2,00,93,223/-	2,00,86,223/-



A) Related Parties and their Relationship**I) Key Management Personnel**

1. JUGALKISHORE HARIKISAN MANIYAR
2. SUNITA J MANIYAR

(II) Relative of Key Management Personnel

1. J H MANIYAR (HUF)
- 2.

Transactions with Related parties**(Figure in Lacs) NIL**

Particulars	Transactions during the year			
	Current Year		Previous year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Advance Paid				
Received Back				
Deposit Received				
Deposit Repaid				
Interest Received				
Interest Paid				
Remuneration Paid				
Purchase				
Rent Paid				
Other Payment				
Job Charges				

Outstanding Balances

Particulars	Current Year		Previous year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loans Taken	NIL	13,45,000	NIL	22,00,000
Loans Repaid	1,00,000	NIL	14,13,367	NIL



10. Other income include Rs. NIL/- on account of interest on FDR (P.Y. Rs NIL/-)

11. Major components of Deferred tax

Particulars	As at 31.03.2018 (Rs.)	As at 31.03.2017 (Rs.)
A) <i>Deferred Tax Liability</i>		
Depreciation	0.00	0.00
Others	0.00	0.00
<i>Total</i>	0.00	0.00
B) <i>Deferred Tax Assets</i>		
Deferred tax asset fixed assets	0.00	0.00
Others	0.00	0.00
<i>Total</i>	0.00	0.00
Net Deferred Tax liabilities/(assets) (A-B)	0.00	0.00

12. % of imported & indigenous raw material & consumables

	2018		2017	
	%	Amount	%	Amount
Imported	0.00	0.00	0.00	0.00
Indigenous	0.00	0.00	0.00	0.00

13. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

14. Expenditure in Foreign Currency Nil Nil

15. Earning in Foreign Exchange Nil Nil

16. Previous year figures have been regrouped/rearranged wherever necessary.

Signature to notes 1 to 25

In terms of Our Separate Audit Report of Even Date Attached.

For VINAY PADMAKAR SAPRE

For HARIGOVIND INTERNATIONAL
LIMITED

Chartered Accountants

Sd/
(VINAY PADMAKAR SAPRE)
CHARTERED ACCOUNTANT



Sd/-
JUGALKISHORE

Sd/-

HARI GOVIND INTERNATIONAL LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2018

Particulars	Sch. No.	As At 31-03-2018	As at 31-03-2017
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	50,000,000	50,000,000
(b) Reserves and Surplus	2	(9,426,201)	(9,193,091)
(c) Money received against share warrants		-	-
(2) Share Application money pending allotment			
		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings	3	4,690,623	3,690,001
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings	4	-	-
(b) Trade Payables	5	3,004,392	3,004,392
(c) Other Current Liabilities	6	1,145,892	1,095,892
(d) Short-Term Provisions	7	-	-
Total Equity & Liabilities		49,414,706	48,597,194
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Gross Block	8	-	-
(ii) Depreciation		-	-
(iii) Net Block		-	-
(b) Non-current investments	9	-	-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances	10	876,878	876,878
(e) Other non-current assets	11	-	-
(2) Current Assets			
(a) Current investments	12	62,911	62,911
(b) Inventories	13	-	1,592,432
(c) Trade receivables	14	993,014	993,014
(d) Cash and cash equivalents	15	5,143,198	2,740,253
(e) Short-term loans and advances	16	34,594,798	34,587,798
(f) Other current assets		7,743,907	7,743,908
Total Assets		49,414,706	48,597,194

NOTES TO ACCOUNTS

25

Schedules referred to above and notes attached there to form an integral part of Balance Sheet

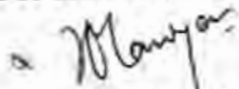
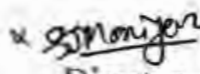
This is the Balance Sheet referred to in our Report of even date.

FOR DILIP JAMBHEKAR & CO.
CHARTERED ACCOUNTANTS

FOR HARI GOVIND INTERNATIONAL LIMITED
For Hari Govind International Ltd

(CA. VINAY P. SAPRE)
FCA, DISA (ICA)
Membership No. : 103602
Firm Reg. No. : 102560W




(DIRECTOR)
 
(DIRECTOR)

PLACE: NAGPUR
DATED: 15/05/2018

HARI GOVIND INTERNATIONAL LIMITED

PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2018

Sr. No	Particulars	Sch. No.	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
			₹	₹
i	Revenue from operations	17	1,433,447	-
ii	Other Income	18	-	-
III	III. Total Revenue (i + ii)		1,433,447	-
IV	Expenses:			
	Cost of materials consumed	19	240,125	-
	Purchase of Stock-in-Trade		1,592,432	1,592,432
	Changes in Inventories of finished goods, work-in-progress and Stock-in-Trade	20	-	1,592,432
	Employee Benefit Expense	21	139,500	134,000
	Financial Costs	22	1,088	3,855
	Depreciation and Amortization Expense	23	-	-
	Other Administrative Expenses	24	173,662	522,408
	Total Expenses (IV)		1,666,557	660,263
V	Profit before exceptional and extraordinary items and tax	(III - IV)	- 233,110	- 660,263
VI	Exceptional Items		-	-
VII	Profit before extraordinary items and tax (V - VI)		- 233,110	- 660,263
VIII	Extraordinary Items		-	-
IX	Profit before tax (VII - VIII)		- 233,110	- 660,263
X	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
XI	Profit(Loss) from the period from continuing operations	(IX-X)	- 233,110	- 660,263
XII	Profit/(Loss) from discontinuing operations		-	-
XIII	Tax expense of discounting operations		-	-
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV	Profit/(Loss) for the period (XI + XIV)		- 233,110	(660,263)
XVI	Earning per equity share:			
	(1) Basic		0	1
	(2) Diluted		0	1

Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement

This is the Profit & Loss Statement referred to in our Report of even date.

FOR DILIP JAMBHEKAR & CO.
CHARTERED ACCOUNTANTS

(CA. VINAY P. SAPRE)
FCA, DISA(ICA)
Membership No. : 103602
Firm Reg. No.: 102560W



FOR HARI GOVIND INTERNATIONAL LIMITED
For Hari Govind International Ltd

(Signature)
(DIRECTOR)

(Signature)
(DIRECTOR)

PLACE: NAGPUR
DATED: 15/05/2018

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 1 Share Capital

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	AUTHORIZED CAPITAL 52,50,000 Equity Shares of Rs. 10/- each.	52,50,000	52,50,000
		52,50,000	52,50,000
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL <i>To the Subscribers of the Memorandum</i> 5000000 Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment 2145000 Equity Shares of Rs. 10/- each, Fully	50,00,000	50,00,000
		-	-
Total in ₹		50,00,000	50,00,000

Schedule : 2 Reserve & Surplus

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Capital Reserve	-	-
	a) Gasifier Subsidy	-	-
2	Capital Redemption Reserve	-	-
3	Securities Premium reserve	-	-
4	Debenture Redemption Reserve	-	-
5	Revaluation Reserve	1,499,672	1,499,672
6	State Capital Incentive	3,000,000	3,000,000
7	Other Reserve (Investment Allowance Reserve)	1,221,901	1,221,901
8	Surplus (Profit & Loss Account)	(233,110)	(660,263)
	Balance brought forward from previous year	(14,914,664)	(14,254,401)
	Less: Tax on Regular Assessment Paid	-	-
	Add: Profit for the period	15,147,774	14,914,664
Total in ₹		9,426,201	9,193,091

Schedule : 3 Long Term Borrowings

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Bonds / Debentures	-	-
2	Term Loan	-	-
		-	-
	- From Bank	-	-
	- From Other Parties	-	-
3	Deferred Payment Liabilities	-	-
4	Deposit	-	-
5	Loans & Advances From Related Parties	-	-
6	Long Term Maturities of Finance lease obligation	-	-
7	Loans From Directors	4,690,623	3,690,000
8	Other Loans & Advances	-	-
Total in ₹		4,690,623	3,690,000



For Hari Govind International Ltd

SSMony

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 4 Short Term Borrowings

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	<u>Loan Repayable on Demand</u>		
	- From Bank	-	-
	- From Other Parties	-	-
2	Loans & Advances From Related Parties	-	-
3	Deposits	-	-
4	Others	-	-
	Total in ₹	-	-

Schedule : 5 Trades Payable

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
	<u>-Sundry Creditors for Materiel/Supplies:</u>		
1	Sundry Creditors	3,004,392	3,004,392
2		-	-
3		-	-
	Total in ₹	3,004,392	3,004,392

Schedule : 6 Other Current Liabilities

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Professional Tax Payable	6,900	6,900
2	T.D.S. Salary	75,730	75,730
3	Income Tax Payable	603,571	603,571
4	Unpaid Dividend	1,260	1,260
5	Provident Fund Payable	16,190	16,190
6	T.D.S. Salary	2,500	2,500
7	P.R.R. Enterprises, Coimbatore	25,000	25,000
8	Application Money Refunded	27,940	27,940
9	Payable to Employees	11,125	11,125
10	Verma Electricals, Nagpur	150,000	150,000
11	M/s. Dilip Jambhekar & Company	150,000	100,000
12	Unpaid Special Incentive to Worker	107	107
13	Cnateen Contractor	1,011	1,011
14	Security Deposit from Employees	9,895	9,895
15	Unpaid Salary	3,083	3,083
16	Unpaid Finish Charges	27,643	27,643
17	Unpaid Sales Promotion	33,937	33,937
	Total in ₹	1,145,892	1,095,892

For Hari Govind International Ltd

M. Manjappa
Director



For Hari Govind International Ltd

S. Manjappa
Director

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 7 Short Term Provisions

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	<u>Provision For Employees Benefit</u> EPF Payable	-	-
2	<u>Others</u> Profession Tax Payable	-	-
	Income Tax Payable	-	-
	Provident Fund Payable	-	-
	Provision for Taxation A/Y 2010-11	-	-
	Total in ₹	-	-



For Hari Govind International Ltd

Director

For Hari Govind International Ltd

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

₹ ₹

Schedule : 8 Fixed Asset

I. Fixed Assets at Hathras Unit

Sr. No	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2017	WDV as on 31.03.2016
	Tangible Assets											
1	Land	0.00%	-	-	-	-	-	-	-	-	-	-
2	Development of Land	0.00%	-	-	-	-	-	-	-	-	-	-
3	Factory Building	10.00%	-	-	-	-	-	-	-	-	-	-
4	Plant and Machinery	13.91%	-	-	-	-	-	-	-	-	-	-
5	Furnitures & fixtures & Office Equipment	18.10%	-	-	-	-	-	-	-	-	-	-
6	Vehicles (Cars)	25.89%	-	-	-	-	-	-	-	-	-	-
7	Electrical Installation & Fitting	20.00%	-	-	-	-	-	-	-	-	-	-
8	Live Stock	40.00%	-	-	-	-	-	-	-	-	-	-
9	Capital Work -in-Progress	30.00%	-	-	-	-	-	-	-	-	-	-
		13.91%	-	-	-	-	-	-	-	-	-	-
	SUB TOTAL (A)		-	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (Current Year)		-	-	-	-	-	-	-	-	-	-
	(Previous Year)		-	-	-	-	-	-	-	-	-	-

For Hari Govind International Ltd

[Signature]

Director



For Hari Govind International Ltd

[Signature]

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 9 Non Current Investment

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Investment in Property	-	-
2	Investment in Equity Instrument	-	-
3	Investment in Preference shares	-	-
4	Investment in Government or Trust Securities	-	-
5	Investment in Debentures & Bonds	-	-
6	Investment in Mutual Fund	-	-
	- In Reliance Energy Fund	-	-
7	Investment in Partnership Firm	-	-
8	Other	-	-
	- Gold	-	-
	- Fixed Deposit with Banks-Earmarked	-	-
	Total in ₹	-	-

Schedule : 10 Long Term Loans and Advances

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
I)	Capital Assets		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
II)	Security Deposit		
	a) Secured, Considered Good :		
	Earnest Money Deposit	-	-
	Other Deposit	876,878	876,878
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
III)	Loans & Advances to related parties	-	-
IV)	Other Loans & Advances	-	-
	Total in ₹	876,878	876,878



For Hari Govind International Ltd

[Signature]

Director

For Hari Govind International Ltd

[Signature]

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 11 Other Non Current Assets

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Long Term Trade Recievables	-	-
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	Others	-	-
	Total in ₹	-	-

Schedule :12 Current Investment

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Investment in National Saving Certificate	8,000	8,000
2	Investment in Shares Application Fees	54,911	54,911
3	Investment in Govt Securities	-	-
4	Investment in debentures & Bonds	-	-
5	Investment in Mutual Fund	-	-
6	Investment in Partnership Firm	-	-
7	In Short term Fixed Deposits	-	-
	Total in ₹	62,911	62,911

Schedule : 13 Inventories

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Raw Material	-	-
2	Work-in-Progress	-	-
3	Finished Goods	-	-
4	Stock-in-Trade	-	-
5	Stores & Spares	-	-
6	Loose Tools	-	-
7	Other With Job Worker	-	-
8	Goods-in-transit	-	1,592,432
	Total in ₹	-	1,592,432

Schedule : 14 Trade Recievables

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	<u>Outstanding for more than six months</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	993,014	993,014
	c) Doubtful	-	-
2	<u>Others</u>		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
	Total in ₹	993,014	993,014



For Hari Govind International Limited

For Hari Govind International Limited

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 15 Cash & Cash Equivalent

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Cash-in-Hand		
	Cash Balance	2,025,145	1,474,145
	Petty Cash Balance	-	-
	Sub Total (A)	2,025,145	1,474,145
2	Bank Balance		
	With ICICI Bank Nagpur	8,877	8,877
	With HDFC Bank Nagpur	54,336	54,336
	With Schedule Bank in Fixed Deposits Account (DGFT)	682,193	682,193
	With Axis Bank	2,372,648	520,703
	Sub Total (B)	3,118,053	1,266,109
3	Cheques on Hand (C)	-	-
	Total [A + B + C]	5,143,198	2,740,254

Schedule :16 Short Terms Loans and Advances

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
1	Loans & Advances from related parties		
	Smt. Sunita J. Maniyar	1,405,918	1,405,918
	<u>a) Secured, Considered Good :</u>		
	Advance to Associate Concerns	-	-
	<u>b) Unsecured, Considered Good :</u>		
	<u>c) Doubtful</u>		
2	Others		
	<i>Advance Recoverable in cash or in kind or for value to be considered good</i>		
	Advance to Suppliers	33,170,880	33,163,880
	Deposit with Government	-	-
	Rent Deposit	18,000	18,000
	Prepaid Expenses	-	-
	Total in ₹	34,594,798	34,587,798



For Hari Govind International Ltd

S. Maniyar

For Hari Govind International Ltd

Maniyar
Director

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule : 17 Revenue from Operations

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Central Sales (Exclusive of Excise Duty)	-	-
2	Export Sales	-	-
3	Sales	1,433,447	-
4	Sales Against form -E1	-	-
5	Job Work Receipts	-	-
	Total in ₹	1,433,447	-

Schedule : 18 Other Income

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Interest on FDR's	-	-
2	Income From Sale of Gross Block	-	-
3	Other Receipts	-	-
	Total in ₹	-	-

Schedule : 19 Cost of Material Consumed

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
a)	PURCHASES OF RAW MATERIALS AND STORES		
1	Purchase During the Year	-	-
2	Fabrication Raw Material	-	-
3	Stores & Consumables	-	-
	Purchase (Other) Stock in Transit	-	-
	Sub-total (a)	-	-
b)	DIRECT/PRODUCTIONS EXPENSES		
	Processing Labour Charges	-	-
	Power & Fuel	-	-
	Packing, Freight & Forwarding	-	-
	Repair & Maintenance	-	-
	Sub-total (b)	-	-
	Total in ₹	-	-

Schedule : 20 Change in Inventories

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Opening Stock	1,592,432	-
2	Closing Stock	-	1,592,432
	Total in ₹	1,592,432	1,592,432

Schedule : 21 Employment Benefit Expenses

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Salaries, Bonus, PF & ESIC	139,500	134,000
2	Directors Remuneration	-	-
	Total in ₹	139,500	134,000

For Hari Govind International Ltd

Mandy



For Hari Govind International Ltd

S. Srinivasan

Director

HARI GOVIND INTERNATIONAL LIMITED

Schedules Forming Integral Part of the Balance Sheet as at 31st March, 2018

Schedule :22 Financial Cost

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Interest on Cash Credit Facility	-	-
2	Interest on Term loan	-	-
3	Interest on Car loan	-	-
4	Interest on Other loans	-	-
5	Bank Charges	1,088	3,855
6	Bank Gurantee Charges	-	-
	Total in ₹	1,088	3,855

Schedule : 23 Depreciation & Amortised Cost

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Depreciation	-	-
2	Preliminary Expenses W/O	-	-
	Total in ₹	-	-

Schedule : 24 Other Administrative Expenses

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Rent Rates & Taxes	-	-
2	Office Expenses	3,062	7,103
3	Travelling Expenses (Including Foreign Travelling)	-	-
4	Repair & Maintenance Building	-	-
5	Computer Maintenance	-	-
6	Accounting Charges	-	-
7	Insurance Expenses	-	-
8	Internal Audit Fee	-	-
9	Internet & Website Expenses	-	-
10	ISO Expenses	-	-
11	Labour Welfare Expenses	-	-
12	Legal Expenses	120,600	41,000
13	Pollution NOC Expenses	-	-
14	Postage & Telegram	-	-
15	Professional Charges	-	-
16	ROC Expenses	-	424,305
17	Security Expenses	-	-
18	Stationery Expenses	-	-
19	Auditors Remuneration	50,000	50,000
20	Tender Fee & Testing Charges	-	-
21	Rebate & Discounts	-	-
22	Sales Promotion Expenses	-	-
23	Interest on Delayed Payment of Taxes	-	-
24	Sales Tax/ Excise/ Service Tax Expenses	-	-
25	Advertisement & Publicity	-	-
26	NSIC Expenses	-	-
27	Donation	-	-
28	Rate Difference	-	-
29	Export Expenses	-	-
	Total in ₹	173,662	522,408



For Hari Govind International Ltd

[Signature]

For Hari Govind International Ltd

[Signature]

Director

HARI GOVIND INTERNATIONAL LIMITED

A Term Loan From Bank

Sr. No	Particulars	Current Year	Previous Year
1	Canara Bank # 3006224	-	-
2	Canara Bank # 3006219	-	-
3	HDFC Car Loan # 14841080	-	-
4	HDFC Car Loan # 18980770	-	-
	Total in ₹	-	-

B Working Capital Loan from Bank

Sr. No	Particulars	₹ Current Year	₹ Previous Year
1	Canara Bank OD # 1010064	-	-
	Total in ₹	-	-

C Loans & Advances From Related Parties

Sr. No	Particulars	₹ Current Year	₹ Previous Year
1	Atul Kumar Lohia HUF	-	-
2	Mansi Lohia	-	-
	Total in ₹	-	-

D Loans From Directors

Sr. No	Particulars	Current Year	Previous Year
1	Mr. Jugalkishore H. Maniyar	204,377	-
2	Mr. Jugalkishore H. Maniyar (HUF)	4,895,000	3,690,000
	Total in ₹	4,690,623	3,690,000

E Advance From Customers

Sr. No	Particulars	Current Year	Previous Year
1	LANCO Infeatech Limited Gurgaon	-	-
2	Strattan Services Ltd.	-	-
3	Swati Sales Raipur	-	-
	Total in ₹	-	-

For Hari Govind International Ltd

Mansu
Director



For Hari Govind International Ltd

J. Maniyar

Director

HARI GOVIND INTERNATIONAL LIMITED

E Investment in Equity

Sr. No	Particulars	Current Year	Previous Year
1	Shares of MPSEZ	-	-
2	Shares of Uttaranchal Bio-Diesel Ltd.	-	-
3	Shares of Of Bharat Bio Urja Limited	-	-
4			
	Total in ₹	-	-

G Advance to Suppliers

Sr. No	Particulars	Current Year	Previous Year
	-for Materiel/Supplies:		
1	Gandhi Bagh Account	11,656	11,656
2	Pre-Paid Hire Purchase Charges	112,383	112,383
3	Girish Shah (Sangli)	56,296	56,296
4	Premier Enterprises, Amravati	200,000	200,000
5	B.G. Mantri Nanded	19,603	19,603
6	kanchan Granite (Rathod) Mineral (Div)	50,000	50,000
7	Subhash Agencies (Term. Loan)	10,000	10,000
8	Rajasthan Trading Company	2,740,538	2,740,538
9	Jain Gases, Nagpur	3,500	3,500
10	Textile Division	159,794	159,794
11	Mineral Division	4,325	4,325
12	Maniyar Brothers	6,234,457	6,234,457
13	Income Tax Paid	2,795,398	2,795,398
14	T.D.S. on Interest	355,336	355,336
15	PLA Excise A/c. No. 00380003	30,064	30,064
16	RD. 23A, PRAT 2 Excise Account	178,154	178,154
17	Advance to Employee	116,153	116,153
18	Yasholaxmi Construction	-	-
19	Jai Hari Organics Pvt Ltd	20,093,223	20,086,223
	Total in ₹	33,170,880	33,163,880

H Advance Income Tax/ Refind Due

Sr. No	Particulars	Current Year	Previous Year
1	Advance Income Tax A.Y. 2012-13	-	-
2	Advance Income Tax A.Y. 2013-14	-	-
3	Advance Income Tax A.Y. 2014-15	-	-
4	TDS on Job Work	-	-
5	TDS on Fixed Deposits	-	-
6	TDS Receivable	-	-
	Total in ₹	-	-

For Hari Govind International Ltd

Mansingh
Director



For Hari Govind International Ltd

Mansingh

Director

HARI GOVIND INTERNATIONAL LIMITED

I Balance with Revenue Authorities under Indirect Taxes

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1	Excise Duty Payable @ 10%		
a)	<u>Excise Duty</u>		
	- RG-23A Part-II	-	-
	- RG-23C Part-II	-	-
	- RG-23C Part-II 50 %	-	-
	- PLA	-	-
b)	<u>Educational Cess</u>		
	- RG-23A Part-II	-	-
	- RG-23C Part-II	-	-
	- RG-23C Part-II 50 %	-	-
	- PLA	-	-
c)	<u>Secondary Higher Educational Cess</u>		
	- RG-23A Part-II	-	-
	- RG-23C Part-II	-	-
	- RG-23C Part-II 50 %	-	-
	- PLA	-	-
2	VAT Input Credit on Capital Goods	-	-
3	Vat Input on Revenue Items	-	-
4	Sales Tax on Work Contract, Kota	-	-
5	CST Refundable F.Y. 2008-09	-	-
6	UP Trade Tax Refundable	-	-
7	Sales Tax For TANDA Job Work	-	-
	Total in ₹	-	-

J Sister Concern/Inter-Corporate Loans:

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
1		-	-
2		-	-
3		-	-
	Total in ₹	-	-



For Hari Govind International Ltd

[Handwritten Signature]

Director

For Hari Govind International Ltd

[Handwritten Signature]
Director

HARI GOVIND INTERNATIONAL LIMITED

K Trade Receivables:

		₹	₹
Sr. No	Particulars	Current Year	Previous Year
a)	<u>Outstanding for more than Six Months</u>		
1		-	-
2		-	-
3		-	-
	Total (a)	-	-
b)	<u>Others</u>		
1		-	-
2		-	-
3		-	-
	Total (b)	0	0
	Total in ₹	-	-



For Hari Govind International Ltd

Manya
Director

For Hari Govind International Ltd

Sonamjeet
Director

HARI GOVIND INTERNATIONAL LIMITED

M Security Deposits

Sr. No	Particulars	₹	₹
		Current Year	Previous Year
a)	<u>Earnest Money Deposit (O/s more than Six Months)</u>		-
1	EMD-CSEB, HTPS, Korba	-	-
2	EMD-CSEB, Raipur	-	-
3	EMD-GGSSTP, Ropar	-	-
4	EMD-HPGCL, Panipat	-	-
5	EMD MTPS, Matturdam	-	-
6	EMD-N.F.L., Naya Nangal	-	-
7	EMD-NTPC, Dadri	-	-
8	EMD-RRVUNL, Kota.	-	-
	Sub-total (a)	-	-
b)	<u>Security Deposit (O/s more than Six Months)</u>		
1	Deposit with Nagpur Telephones	189,400	189,400
2	Deposit with M.S.E.B. Nagpur	94,349	94,349
3	Deposit with G. P. O.	8,000	8,000
5	Security Deposit with Sales Tax	556,000	556,000
6	Mahanager Telephone Nigam Bombay	2,129	2,129
7	Mahanagar Telephone Nigam Ltd. (Media Delhi)	27,000	27,000
	Sub-total (b)	876,878	876,878
	Total in ₹	876,878	876,878



For Hari Govind International Ltd

Manshan

Director

For Hari Govind International Ltd

Manshan

Director

HARIGOVIND INTERNATIONAL LIMITED

(CIN: L99999MH1989PLC050528)

Regd. Office: 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur Nagpur MH 440008

ATTENDANCE SLIP

I hereby record my presence at the Annual General Meeting of the Company at 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur Nagpur MH 440008 on Friday 28th September, 2018 at 12 Noon.

Name of Shareholders _____ _____	DP ID* _____ CLIENT ID* : _____
Registered Address _____ _____ _____ _____	FOLIO NO : _____ NO.OF SHARES : _____

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of Annual Report to the meeting.

*Applicable for investors holding shares in electronic form.

Signature of the Shareholder/Proxy

HARIGOVIND INTERNATIONAL LIMITED
(CIN: L99999MH1989PLC050528)

Regd. Office: 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur Nagpur MH 440008

PROXY FORM

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

Name of the Member(s): Registered Address:		E-mail Id: *Folio No./Client Id: DP Id :	
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I/We being the member (s) of the above named Company hereby appoint:

(1) Name : _____
Address: _____
E-mail Id: _____ or failing him:

(2) Name : _____
Address: _____
E-mail Id: _____ or failing him:

(3) Name : _____
Address: _____
E-mail Id: _____

As my /our proxy to vote (on poll) for me /us/on my/our behalf at the **ANNUAL GENERAL MEETING** of the Company to be held on 28th September 2018 **at Noon** at 125, Wardhman Nagar Nr. Radha Krishna Mandir, Nagpur Nagpur MH 440008 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	For	Against
	Ordinary Business		
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.		
2.	Re-appointment of Mr. Jugalkishore Maniyar who retires by rotation.		

3.	Appointment of Statutory Auditors and fixing their remuneration.		
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Signed this _____ day of _____ 2018

Affix revenue e

Signature of the shareholder _____

Signature of first proxy
holder

Signature of second
proxy holder

Signature of third
proxy holder

* Applicable for members holding shares in electronic form.

Note: This form of 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 commencement of meeting.