

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. And Shri Shakti LPG Ltd.)

CIN: L40102TG1993PLC015988

Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

Tel. +91 40 27902929, 27905656, website: www.Shrishakti.com, Email: info@shrishakti.com

ANNEXURE-I

The financial details and capital evolution of the transferee/resulting and transferor/demerged companies for the previous 3 years as per the audited statement of Accounts:

Name of the Company: Sri Havisha Hospitality and Infrastructure Limited

	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	(Rs. in '000) 2 years prior to the last Audited Financial Year
	2017-18	2016-17	2015-16
Equity Paid up Capital	307,072	307,072	307,072
Reserves and surplus	(126,838)	(113,596)	1,158
Carry forward losses	(13,243)	(114,754)	(66,722)
Net Worth	180,234	193,476	305,914
Miscellaneous Expenditure	157	456	851
Secured Loans	0	0	0
Unsecured Loans	0	0	0
Fixed Assets	56,060	62,722	155,465
Income from Operations	800	24	0
Total Income	800	24	0
Total Expenditure	14,043	114,778	35,222
Profit/Loss before Tax	(13,243)	(114,754)	(35,222)
Profit/Loss after Tax	(13,243)	(114,754)	(35,222)
Cash profit/Loss	(65,81)	(93,150)	(77,66)
EPS(Rs)	(0.09)	(0.75)	(0.23)
Book value(Rs)	1.17	1.26	1.99

For Sri Havisha Hospitality and Infrastructure Limited


Ch. Mallikarjuna
Company Secretary



Shri Shakti Resorts & Hotels Limited

(CIN: U55101TG1989PLC010115)

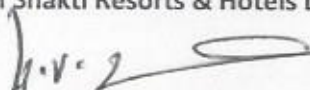
ANNEXURE-I

The financial details and capital evolution of the transferee/resulting and transferor/demerged companies for the previous 3 years as per the audited statement of Accounts:

Name of the Company: Shri Shakti Resorts & Hotels Limited

	(Rs. in Crores)		
	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	2017-18	2016-17	2015-16
Equity Paid up Capital	20.36	20.36	20.36
Reserves and surplus	(10.83)	(8.74)	(7.22)
Carry forward losses	0	0	0
Net Worth	9.53	11.62	13.14
Miscellaneous Expenditure	0	0	0
Secured Loans	6.83	9.81	12.09
Unsecured Loans	15.97	13.24	9.78
Fixed Assets	27.03	30.02	32.17
Income from Operations	12.43	13.94	15.27
Total Income	14.17	15.72	16.63
Total Expenditure	16.26	17.23	18.01
Profit before Tax	(2.09)	(1.51)	(1.38)
Profit after Tax	(2.09)	(1.51)	(1.38)
Cash profit	0.980	1.69	1.70
EPS	(1.02)	(0.74)	(0.68)
Book value	10.00	10.00	10.00

For Shri Shakti Resorts & Hotels Limited



D.V. Manohar

Chairman & Managing Director

DIN: 00223342

Old Airport Exit Road, Hyderabad – 500016, Telangana, INDIA

Tel.: +91 40 66543456, 27903333, FAX: +91 40 66543040

Website: www.shrishakti.com



INDEPENDENT AUDITOR'S REPORT

To
The Members,
Sri Havisha Hospitality & Infrastructure Limited,
Hyderabad.

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Sri Havisha Hospitality & Infrastructure Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss, the Statement of changes in Equity and the Statement of Cash Flows for the year then ended on that date, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.



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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

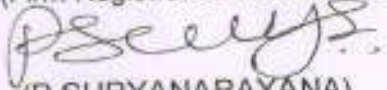
- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
- (b) in the case of the Statement of Profit and Loss, of the Loss of the Company for the year ended on that date.
- (c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term 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 the 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 appears from our examination of those books.
- c. The Balance Sheet and 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 standalone Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e. On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion, and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in the Notes to standalone Ind AS financial statements;
 - ii. There are no foreseeable losses on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

for P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)

(P.SURYANARAYANA)
Partner
Membership No.201195

Hyderabad
Date:23.05.2018



Annexure A to the Independent Auditors' Report

(Referred to in our Independent Auditor's Report to the members of Sri Havisha Hospitality and Infrastructure Limited ("the Company") on the Standalone Ind AS financial statements of the Company for the year ended 31 March 2018)

Report on Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013,

(i) In respect of its fixed assets:

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets, on the basis of available information.
- b. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(ii) In respect of Inventories:

- a. The Inventory has been physically verified by the management of the Company at reasonable intervals.
- b. According to the information and explanation given to us, there were no material discrepancies noticed on physical verification of inventory as compared to the book records.

(iii) In respect of Loans:

- (a) The Company has granted unsecured loans to a company covered in the register maintained under section 189 of the Companies Act, 2013.
- (b) According to information given to us, no terms and conditions were prescribed for loans / advances which have been granted to parties listed in the register maintained under Section 189 of the Companies Act, 2013.
- (c) Since no terms and conditions were prescribed for payment of principle and interest thereon, we cannot comment on the clauses 3 (iii) (a) to (c) of the Order.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities, as applicable.



(v) In our opinion and according to the information and explanation given to us, the company has not accepted any deposits from the public.

(vi) We have been informed that, though maintenance of Cost Records has been prescribed by the Central Government for the company's product, the maintenance of such records are not applicable to the Company as the aggregate value of the turnover does not exceed the threshold limit prescribed.

(vii) In respect of statutory dues:

(a) According to the information and explanations given to us and on the basis of examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

(b) According to the information and explanations given to us, no undisputed amounts are payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax or cess and other material statutory dues which were in arrears as at March 31, 2018, for a period of more than six months from the date they became payable

b) According to the information given to us and records of the Company examined by us, the particulars of Customs Duty which has not been deposited as at 31st March 2018 on account of any disputes pending, are as under:

Name of the Statute (Nature of the Dues)	Period to which the amount relates	Forum where matter is pending	Amount
Excise Department:			
Customs Duty	2010-2011	CEGAT	Rs. 352.77 lacs

(viii) According to the information and explanations given to us and on the basis of examination of the records, the company does not have any loans or borrowings from a financial institution, Bank, or Government and has not issued any Debentures and hence the provisions of Clause 3(viii) of the Order with regard to defaults in the repayment of loans are not applicable.

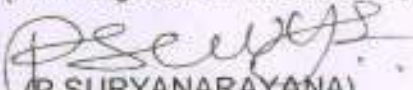
(ix) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the Order is not applicable.

(x) In our opinion and according to the information and explanations given to us, no fraud by the Company or 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 and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details of such transactions have been disclosed in the standalone Ind AS financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence reporting under clause 3(xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

for P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)


(P.SURYANARAYANA)

Partner

Membership No.201195

Hyderabad
Date:23.05.2018



Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Sri Havisha Hospitality & Infrastructure Limited** ("the Company") as of 31 March 2018 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

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



Meaning of Internal Financial Controls over Financial Reporting

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

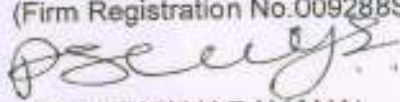
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

The company needs to document its procedures and controls vis a vis Internal controls Over Financial Reporting.

Opinion

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

for P.SURYANARAYANA & CO.,
Chartered Accountants,
(Firm Registration No.009288S)

(P.SURYANARAYANA)
Partner
Membership No.201195

Hyderabad
Date:23.05.2018



PART I - BALANCE SHEET

Sri Havisha Hospitality & Infrastructure Limited

(Formerly Shri Matre Power & Infrastructure Limited and Shri Shakti LPG Limited)

STANDALONE BALANCE SHEET AS AT MARCH 31, 2018

(Rupees in '000s)

Particulars	Note No.	Figures as at March 31, 2018	Figures as at March 31, 2017	Figures as at April 1, 2016
1	2	3	4	5
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	3	56,060	62,722	155,465
(b) Other non-current assets	4	154,529	159,313	176,913
(2) Current assets				
(a) Inventories	5	56,455	56,455	56,455
(b) Financial Assets				
(i) Trade receivables	6	0	0	2,745
(ii) Cash and cash equivalents	7	87	51	151
(iii) Loans	8	5	2	107
(c) Current Tax Assets (Net)	9	908	908	908
Total Assets		268,044	279,451	392,744
EQUITY AND LIABILITIES				
1. Equity				
(a) Equity Share capital	10	307,072	307,072	307,072
(b) Other Equity	11	-126,838	-113,596	1,158
2. Liabilities				
Non-current liabilities				
(a) Financial Liabilities				
(i) Other financial liabilities	12	0	0	2,158
(b) Other Non current Liabilities	13	64,500	64,500	64,500
3. Current liabilities				
(a) Financial Liabilities				
(i) Trade payables	14	2,451	2,451	2,844
(b) Other current liabilities	15	20,860	19,025	15,012
Total Equity and Liabilities		268,044	279,451	392,744
Notes forming part of the financial Statements	1 & 2			
As per our report of even date for P.SURYANARAYANA & CO, Chartered Accountants Firm Regn. No. 009288S		For and on behalf of the Board of Directors		
(CA P. SURYANARAYANA)		D. V. MANOHAR		A.P.VITTHAL
Partner		Chairman & Managing Director		Director
Membership No.201195		CS D.SURESH BABU		
		Company Secretary		
Place : Hyderabad				
Date : 23.05.2018				



STATEMENT OF CHANGES IN EQUITY
Sri Havisha Hospitality & Infrastructure Limited
Statement of Changes in Equity for the period ended March 31, 2018

A. Equity Share Capital

	As at March 31, 2016	As at March 31, 2017	As at April 1, 2018
Balance at the beginning of the reporting period	307072	307072	307072
Changes in equity share capital during the year			
Balance at the end of the reporting period	307072	307072	307072

B. Other Equity

	Share application money pending allotment	equity component of compound financial instrument	Reserves and Surplus				Direct instruments through Other Comprehensive Income	Equity instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation of Surplus	Exchange differences on translating the financial statements	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants
			Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings							
Balance as at April 2016	-	-	10,232	-	22,481	(54,723)	-	-	-	33,168	-	-	-
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	(114,754)	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2017	-	-	10,232	-	22,481	(119,477)	-	-	-	33,168	-	-	(114,754)
Balance as at April 1 2017	-	-	10,232	-	22,481	(119,477)	-	-	-	33,168	-	-	(114,754)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	(13,243)	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2018	-	-	10,232	-	22,481	(192,720)	-	-	-	33,168	-	-	(132,243)

Notes forming part of the financial statements for P. SURYANARAYANA & CO.

Chartered Accountants

Firm Regn. No. 009288S

(CA P. SURYANARAYANA)

Partner

Membership No 201195

Place : Hyderabad

Date : 23.05.2018



D. V. MANOHAR
 Chairman & Managing Director

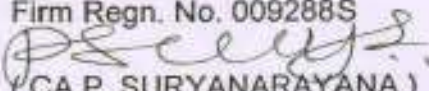
A.P. VITHAL
 Director

CS D. SURESH BABU
 Company Secretary

PART II – STATEMENT OF PROFIT AND LOSS
Sri Havisha Hospitality & Infrastructure Limited
Statement of Profit and Loss for the year ended March 31, 2018

(Rupees in 000s)

	Particulars	Note No.	Year ended March 31, 2018	Year ended March 31, 2017
I	Revenue From Operations		0	0
II	Other Income	16	800	24
III	Total Income (I+II)		800	24
IV	EXPENSES			
	Employee benefits expenses	17	2,952	2,858
	Loss on sale of asset		0	51,271
	Finance costs		0	0
	Depreciation and amortization expenses	3	6,662	21,603
	Other expenses	18	4,429	39,045
	Total expenses (IV)		14,043	114,778
V	Profit/(loss) before tax		(13,243)	(114,754)
VIII	Tax expense:		0	0
XIII	Profit/(loss) for the year (IX+XII)		(13,243)	(114,754)
XIV	Other Comprehensive Income		0	0
XV	Profit/(loss) for the year (IX+XII)		(13,243)	(114,754)
XVI	Earnings per equity share			
	(1) Basic		(0.09)	(0.75)
	(2) Diluted			
Notes forming part of the financial Statements		1 & 2		

As per our report of even date
for P.SURYNARAYANA & CO,
Chartered Accountants
Firm Regn. No. 009288S

(CA P. SURYNARAYANA)
Partner
Membership No.201195

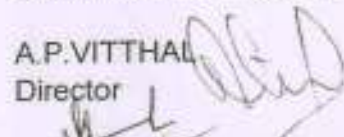
Place : Hyderabad
Date : 23.05.2018



For and on behalf of the Board of Directors



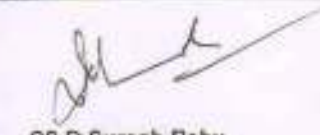

D. V. MANOHAR
Chairman & Managing Director

A.P.VITTHAL
Director


CS D. SURESH BABU
Company Secretary

SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED			
(Formerly Shri Matre Power & Infrastructure Limited and Shri Shakti LPG Limited)			
CASH FLOW STATEMENT OF SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED			
AS AT 31ST MARCH 2018			
	YEAR ENDED 31.03.18		YEAR ENDED 31.03.17
A: CASH FLOW FROM OPERATING ACTIVITIES:-			
PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS		(13,243,000)	(114,753,576)
ADJUSTMENTS FOR DEPRECIATION	6,662,634		21,603,119
FOREIGN EXCHANGE INVESTMENTS	-		-
INTEREST/DIVIDEND	-		-
	6,662,634		21,603,119
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(6,580,366)	(93,150,457)
ADJUSTMENTS FOR :			
TRADE AND OTHER RECEIVABLES	-		2,745,487
INVENTORIES	-		-
TRADE PAYABLES	(1,730,000)		5,024,978
		(1,730,000)	7,770,465
CASH GENERATED FROM OPERATIONS		(8,310,366)	(85,379,992)
B. CASH FLOW FROM INVESTING ACTIVITIES			
ADDITON OF ASSETS	-		(131,100)
REDUCTION OF ASSETS	-		(71,270,810)
NET CASH USED IN INVESTING ACTIVITIES	-	(8,310,366)	-
			(14,240,282)
C. CASH FLOW FROM FINANCING			
PAYMENT OF LONG-TERM BORROWINGS	-		-
INCREASE IN NON CURRENT ASSETS	8,346,567		14,140,776
NET CASH USED IN FINANCING ACTIVITIES		8,346,567	14,140,776
NET INCREASE IN CASH AND CASH EQUIVALENTS		36,201	(99,506)
CASH AND CASH EQUIVALENT AS AT 1.4.17		51,169	150,675
CASH AND CASH EQUIVALENT AS AT 31.3.18		87,370	51,169

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

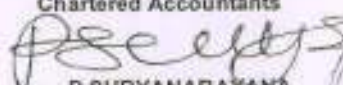
		
D.V. Manohar	A.P. Vitthal	CS D. Suresh Babu
Chairman & Managing Director	Director	Company Secretary

AUDITOR'S CERTIFICATE

We have verified the above Cash Flow Statement compiled from the audited financial statements of M/s Sri Havisha Hospitality And Infrastructure Ltd. for the years ended 31.03.2018 and 31.03.2017. According to the information and explanations given to us, the above cash flow statement has been prepared in consonance with the applicable accounting standards on cash flow statements issued by the Institute of Chartered Accountants of India and found the same to be in accordance with the requirements of the amended clause 32 of the Listing Agreement with the Stock Exchanges.

PLACE: HYDERABAD
DATE: 23.05.2018

for P.SURYANARAYANA & CO
Chartered Accountants


P.SURYANARAYANA
Partner
M.No.201195



Notes forming part of the Financial Statements for the year ended March 31, 2018

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1. Corporate Information:

Shri Havisha Hospitality and Infrastructure Limited (formerly known as Shri Matre Power and Infrastructure Limited and Shri Shakti LPG Ltd.) is in the business of LPG marketing. The registered office of the company is located at Venus Plaza, Adjacent to Old Airport, Begumpet, Hyderabad - 500016, Telangana State.

The financial statements for the year ended March 31, 2018 were approved by the Board of Directors and authorized for issue on May 23, 2018.

1.2. Statement of Compliance:

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "IndAS") notified under the Companies (Indian Accounting Standards) Rules 2015 (as amended by Companies Indian Accounting Standard (Amendment) Rules 2017 with effect from April 1, 2017. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standards, the company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (Previous GAAP) to Ind AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the comprehensive net income for the year ended March 31, 2017.

1.3. Basis of Accounting:

These financial statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules 2015 (as amended by Companies Indian Accounting Standard (Amendment) Rules 2017 read with Section 133 of the Companies Act, 2013.

The financial statements have been prepared on historical cost convention, on accrual basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period.

1.4 Segment reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has identified Managing Director as chief operating decision maker. Refer note 2.6 for segment information presented.

1.5. Property, Plant & Equipment:

- a) Property, Plant & Equipment are stated at cost less accumulated depreciation plus revaluation done on the basis of technical evaluation. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use.



A handwritten signature in black ink, appearing to be a stylized 'S' followed by a flourish.

- b) Depreciation on Fixed Assets is provided as per the useful life of assets prescribed in Schedule - II to the Companies Act, 2013.
- c) The company has also determined that cost of acquisition does not differ materially from fair valuation as at April 1, 2016 (date of transition to Ind AS)

1.5 Inventories:

- a) Raw Materials and Stores and Spares are valued at cost.
- b) Finished goods are valued at lower of cost or net realizable value.
- c) Cylinders, Valves, Adapters, Regulators and Steel are classified under stores and spares (Current Assets) and are valued at cost.

1.6. Revenue Recognition:

- a) Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, value added taxes and amounts collected on behalf of third parties.
- b) The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.
- c) Sale of products
Timing of recognition- Revenue from sale of products is recognised when significant risks and rewards in respect of ownership of products are transferred to customers based on the terms of sale.
Measurement of revenue- Revenue from sales is based on the price specified in the sales contracts, net of all discounts and returns at the time of sale.
- d) Income on services is recognized on completion of relevant services contract.

1.7 Expenditure:

Expenditure accruing during the year and ascertainable reasonably accurately on a cut-off date is recognised and provided for in the accounts.

1.8 Foreign Currency Transactions:

(i) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (₹), which is the Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.



1.9 Taxes:

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

1.10 Cash and cash equivalents:

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

1.11 Trade receivables:

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using effective interest method, less provision for impairment.



1.12 Government grants:

Grants from the government are recognised at fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit and loss on a straight line basis over the expected lives of the related assets and presented within other income.

1.13 Investments and other financial assets:

1) Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Statement of profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

2) Measurement

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of



impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments:

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

3) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

4) Derecognition of financial assets

A financial asset is derecognized only when

- The Company has transferred the rights to receive cash flow from the financial asset or

- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.



1.14 Offsetting financial instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.15 Intangible assets:

(i) Recognition

Intangible assets are recognised only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life.

(ii) Amortization methods and periods

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortised over a period of three years.

(iii) Transition to Ind AS

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

1.16 Trade and other payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

Borrowings

Borrowings are initially recognized at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the



difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

1.17 Borrowing costs:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization.

Other borrowings costs are expensed in the period in which they are incurred.

1.18 Provisions:

Provisions for legal claims and returns are recognised when the company has a present legal or constructive obligation as a result of past event, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provisions due to the passage of time is recognized as interest expense.

1.19 Employee benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligations. Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.



1.20 Contributed equity:

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

1.21 Dividends:

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

1.22 Earnings per share:

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

1.23 Critical estimates and Judgements:

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

1.24 Contingencies:

Contingencies, that can be reasonably ascertained are provided for in the accounts, if, in the opinion of the company, there is probability that their future outcome may be materially detrimental to the company.



2. NOTES ON ACCOUNTS:

2.1. Contingent Liabilities:

	As on 31.03.2018	(Rs. in 000s) As on 31.03.2017	As on 01.04.2016
a) Differential Customs Duties demanded by Customs authorities pending in Appeals	35277	35277	35277

2.2. The operations of the company by way of Bottling of LPG have been temporarily stopped due to prevailing industry situation and as the company has various new scheme of activities and plans for the future, the accounts of the Company for the year are drawn up on going concern basis.

2.3. Balances standing to the debit/credit of parties are subject to reconciliation by the company and confirmation by them and review by the Company.

2.4. "Other Non-Current Assets" includes an amount of Rs.66600 thousands being the Bank Guarantees encashed by The Kerala State Co-operative Consumer Federation Ltd. from State Bank of Hyderabad and Punjab National Bank by invoking guarantees given in their favour by the company and are considered good and recoverable by the Company, and the Company has filed a suit for the recovery of the amount.

2.5. All Current Assets as at 31.03.2018 have a value on realization in the ordinary course of business atleast value equal to amounts at which they have been stated in the Balance Sheet as on that date.

2.6. Capital Reserve represents the amount received on forfeited shares.

2.7. Segment information for the year ended 31st March 2018

(I) Information about Primary Business Segments

	Liquefied Petroleum Gas		Auto Conversion Kits		(Rs.in 000s) Total	
	2017-18	2016-17	2017-18	2016-17	2017-18	2016-17
Revenue						
External	0	0	0	0	0	0
Inter segment			0			
Total Revenue	0	0	0	0	0	0
Result						
Segment result	(13996)	(114754)	0	0	(13996)	(114754)
Unallocated expenditure net of unallocated income	0	0	0	0	0	0
Interest expenses	0	0	0	0	0	0
Interest income	0	0	0	0	0	0
Provision for Taxation	0	0	0	0	0	0
Profit/(loss) after taxation and before exceptional items	(13996)	(114754)	0	0	(13996)	(114754)
Exceptional items	0	0	0	0	0	0



Net Loss	(13996)	(114754)	0	0	(13996)	(114754)
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Other information

Segment assets	267597	279004	447	447	268044	279451
Segment liabilities	87811	85976	0	0	87811	85976
Capital expenditure	0	0	0	0	0	0
Depreciation	6663	21603	0	0	6663	21603
Non-cash expenses other than depreciation	0	0	0	0	0	0

(II) Notes:-

- (i) The company is organized into two main business segments namely

- Liquefied Petroleum Gas -Comprising of Bulk and Packed LPG
- Auto Conversion Kits- LPG conversion kits for three wheelers

Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns, the organization structure, and the Internal financial reporting system

- Segment Revenue in each of the above domestic business segments primarily includes sales and bottling charges.
- Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

2.8. Related Party Disclosures

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures" issued by the Institute of Chartered Accountants of India are given below:

i) Key Management Personnel:

Directors:

- Mr. D. V. Manohar

(ii) Related parties:

- M/s. Shri Shakti Resorts & Hotels Limited
- M/s. Shri Shakti Cylinders Private Limited

(iii) Transactions with related parties

The details of transactions with related parties as required in terms of AS-18 relating to Related Party Disclosure issued under Companies (Accounting Standards) Rules, 2006 has been depicted below:

(Rs. in 000s)

Sl. No.	Type of Relationship	Name of the Company/ Party	Nature of Transaction	Current Year	Previous Year
1	Key managerial	CMD	Remuneration & other perks	1332	1332



2	personnel Directors	Directors (other than CMD)	Sitting fee	172	172
3	Companies in which relatives of key mgt. personnel interested	Sri Shakti Resorts & Hotels Ltd.	Balance Receivable *	79222	85506
		Sri Shakti Schools Pvt. Ltd.	Advance against sale of Land	64500	64500

2.9. Financial instruments and risk management

(a) Fair values

- The carrying amounts of trade payables, other financial liabilities (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Other financial liabilities (non-current) consists of Advances received against a contractual obligation and the carrying amount is considered to be fair value.

(b) Financial risk management

The Company is exposed to market risk, liquidity risk and credit risk, which may adversely impact the fair value of its financial instruments. The Company assesses the unpredictability of the financial environment and seeks to mitigate potential adverse effects on the financial performance of the Company.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk, interest rate risk and price risk. Financial instruments affected by market risk include loans and borrowings, trade receivables and trade payables involving foreign currency exposure.

Credit Risk

Credit risk is the risk arising from credit exposure to customers, cash and cash equivalents held with banks and current and non-current held-to maturity financial assets.

The carrying amount of trade receivables, loans, advances, deposits, cash and bank balances, bank deposits and interest receivable on deposits represents company's maximum exposure to the credit risk. No other financial asset carry a significant exposure with respect to the credit risk. Bank deposits and cash balances are placed with reputable banks and deposits are with reputable government, public bodies and others. The credit quality of financial assets is satisfactory, taking into account the allowance for credit losses.



Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding to meet obligations when due and to close out market positions. Company's treasury maintains flexibility in funding by maintaining availability under deposits in banks.

(c) Capital Management

For the purpose of the capital management, capital includes issued equity capital, all other equity reserves attributable to the equity holders and non controlling interest. The primary objective of the Company's capital management is to maximise the shareholder value. The Company manages its capital structure in consideration to the changes in economic conditions and the requirements of the financial covenants. The monitoring of capital using a gearing ratio is not relevant for the company, since there is no debt.

(d) First time adoption of Ind AS

These financial statement have been prepared in accordance with the Ind AS. For the purpose of transition from previous GAAP to Ind AS, the Company has followed the guidance prescribed under Ind AS 101 - First time adoption of Indian Accounting Standards ("Ind AS 101"), with effect from 1 April 2016 ("transition date").

Optional exemptions availed and mandatory exemptions applied

Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

i) Deemed cost for property, plant and equipment and intangible assets

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

ii) Estimates

As per Ind AS 101, an entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with the previous GAAP unless there is objective evidence that those estimates were in error.

The Company's estimates under Ind AS are consistent with the above requirement. Key estimates considered in preparation of the financial statements that were not required under the previous GAAP are listed below:

- a) Impairment of financial assets based on expected credit loss model.
- b) Determination of the discounted value for financial instruments carried at amortised cost, if any.

iii) Classification and measurement of financial assets and liabilities

Ind AS 101 requires an entity to assess classification of financial assets on the basis of facts and circumstances existing as on the date of transition. Further, the



standard permits measurement of financial assets accounted at amortised cost based on facts and circumstances existing at the date of transition if retrospective application is impracticable.

Accordingly, the Company has determined the classification of financial assets based on facts and circumstances that exist on the date of transition. Measurement of the financial assets accounted at amortised cost has been done retrospectively except where the same is impracticable.

iv) De-recognition of financial assets and liabilities

The Company has applied the derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after the transition date.

(e) Reconciliation between Previous GAAP and IND AS:

There are no material Ind As adjustments at the time of transition and hence the previous GAAP audited amounts have only become Ind As numbers except for reclassification which have been taken care.

(f) Standards issued but not yet effective

The standards issued, but not yet effective up to the date of issuance of the Company's financial statements are disclosed below.

i) Ind AS 115, Revenue from Contract with Customers:

On March 28, 2018, Ministry of Corporate Affairs has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that revenue should be recognised when a customer obtains control of a promised good or service and thus has the ability to direct the use and obtain the benefits from the good or service in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers.

The Company will adopt the standard on April 1, 2018 and the effect on adoption of Ind AS 115 is expected to be insignificant.

ii) Ind AS 21, Foreign currency transactions and advance consideration

On March 28, 2018, MCA has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. This amendment will come into force from April 1, 2018.

The company has evaluated the effect of this on the financial statements and the impact is not material.

2.10. Previous Year's figures have been re-grouped/re-classified/re-stated as far as practicable and wherever necessary to confirm with current year presentation.

2.11. Amounts have been rounded off to the nearest thousands.



Note No. 3:

PROPERTY, PLANT AND EQUIPMENT

(Rs. in 000s)

Description	Freehold Land/ Development	Freehold Buildings	Furniture, Fittings & Equipment	Plant and machinery	Total
Deemed Carrying amount as at 1st April 2017					
Deemed Cost as at 1st April 2017	47,101	-	95	15,526	62,722
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
Deemed Cost as at 31st March 2018	47,101	-	95	15,526	62,722
Accumulated Depreciation as at 1st April 2017	-	-	-	-	-
Depreciation for the year	-	-	44	6,618	6,662
Disposals	-	-	-	-	-
Accumulated Depreciation as at 31st March 2018	-	-	44	6,618	6,662
Net Carrying amount as at 31st March 2018	47,101	-	51	8,908	56,060
Net Carrying amount as at 31st March 2017	47,101	-	95	15,526	62,722

Description	Freehold Land/ Development	Freehold Buildings	Furniture, Fittings & Equipment	Plant and machinery	Total
Gross Carrying amount as at 1st April 2016					
Cost as at 1st April 2016	47,101	39,661	3,771	558,105	648,638
Additions	-	-	131	-	131
Disposals	-	39,661	-	418,759	458,420
Cost as at 31st March 2017	47,101	-	3,902	139,346	190,349
Accumulated Depreciation as at 1st April 2016	-	19,994	3,771	469,407	493,172
Depreciation for the year	-	709	36	20,858	21,603
Disposals	-	20,703	-	366,445	387,148
Accumulated Depreciation as at 31st March 2017	-	-	3,807	123,820	127,627
Net Carrying amount as at 31st March 2017	47,101	-	95	15,526	62,722
Net Carrying amount as at 31st March 2016	47,101	19,666	-	88,698	155,465



	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Advances to related parties (Refer Note 2.8)	79,222	85,506	79,515
Deposits with Government Bodies	585	565	3,565
Other Advances	8,142	6,642	27,233
Others	66,600	66,600	66,600
Total:	154,529	159,313	176,913
Secured, Considered good	0	0	0
Unsecured, Considered good	154,529	159,313	176,913
Doubtful	0	0	0

5 INVENTORIES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Stores and Spares	56,294	56,294	56,294
Finished goods	161	161	161
Total:	56,455	56,455	56,455
Inventories are valued at Cost or NRV whichever is lower			

6 TRADE RECEIVABLES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Outstanding for a period exceeding six months	-	-	2,745
Others	0	0	0
Total:	-	-	2,745
Secured, Considered good	0	0	0
Unsecured, Considered good	0	0	2,745
Doubtful	0	0	0

7 CASH AND CASH EQUIVALENTS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Cash & Cash Equivalents:			
Balances with Banks			
- In Current Accounts	87	50	124
Cash on hand	0	1	27
Total:	87	51	151



8 FINANCIAL ASSETS - LOANS

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Staff Advances & Employee Loans	5	2	107
Total:	5	2	107
Secured, Considered good	0	0	0
Unsecured, Considered good	5	2	107
Doubtful	0	0	0

9 CURRENT TAX ASSETS (NET)

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Income Tax & TDS Refundable	908	908	908
Total:	908	908	908
Secured, Considered good	0	0	0
Unsecured, Considered good	908	908	908
Doubtful	0	0	0

10 EQUITY SHARE CAPITAL

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorised:			
30,00,00,000 Equity Shares of Rs.2/- each	600,000	600,000	600,000
Total:	600,000	600,000	600,000
Issued & Subscribed Capital			
16,03,57,200 Equity Shares of Rs.2/- each	320,714	320,714	320,714
Total:	320,714	320,714	320,714
Paid up Capital:			
15,35,35,800 Equity Shares of Rs.2/- each, fully paid	307,072	307,072	307,072
Total:	307,072	307,072	307,072

Additional Notes:

a) Reconciliation of the number of shares outstanding as at March 31, 2018, March 31, 2017 and April 1, 2016:

Balance as at April 1, 2016
Movement during the year
Balance as at March 31, 2017
Movement during the year
Balance as at March 31, 2018

No. of Equity Shares	Amount
153535800	307072
0	0
153535800	307072
0	0
153535800	307072



b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a face value of Rs. 25 each.
Each shareholder is eligible for one vote per share held.

c) Details of shares in the Company held by each shareholder holding more than 5% of total shares

Name of the Shareholder	% of Shareholding	No. of Shares
As at 31st March 2018		
1. NRI Prosperity Limited	13.50	20,725,500
2. D.V. Manohar	6.39	9,809,100
As at 31st March 2017		
1. NRI Prosperity Limited	13.50	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.90	12,126,105
As at 1st April 2016		
1. NRI Prosperity Limited	13.50	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.90	12,126,105

d) Bonus Shares

Equity shares allotted as fully paid bonus shares for the period of five years immediately preceding 31st March 2018 : NIL

11 OTHER EQUITY

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a) Capital Reserve:			
Per last Balance Sheet	10,232	10,232	10,232
b) Revaluation Reserve :			
Per last Balance Sheet	33,168	33,168	33,168
c) General Reserve:			
Opening Balance	22,481	22,481	22,481
d) Retained Earnings			
Opening Balance	(179,477)	(64,723)	(29,500)
Profit / (Loss) for the year	(13,243)	(114,754)	(35,223)
Closing Balance	(192,720)	(179,477)	(64,723)
Total:	-126,838	-113,596	1,158



12 OTHER FINANCIAL LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Security Deposit from Dealers			2,158
Total:	0	0	2,158
Additional Notes:			
Secured	0	0	0
Unsecured			2,158

13 OTHER NON CURRENT LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Advance received against sale of land	64,500	64,500	64,500
Total:	64,500	64,500	64,500
Additional Notes:			
Secured	0	0	0
Unsecured	64,500	64,500	64,500

14 TRADE PAYABLES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Outstanding dues of Micro and Small Enterprises	0	0	0
Other than Micro and Small Enterprises	2,451	2,451	2,844
Total:	2,451	2,451	2,844

15 OTHER CURRENT LIABILITIES

	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
a) Other Payables	20,860	19,025	15,012
Total:	20,860	19,025	15,012



16. OTHER INCOME

	Year ended March 31, 2018	Year ended March 31, 2017
Interest received on Electricity deposit	20	24
Balance written back	780	-
Total:	800	24

17. EMPLOYEE BENEFIT EXPENSES

	Year ended March 31, 2018	Year ended March 31, 2017
Salaries & Wages	2,889	2,804
<u>Contribution to Provident Fund & Other Funds:</u> Provident Fund, EPS & EDLI	58	52
Staff Welfare Expenses	5	3
Total:	2,952	2,858

18. OTHER EXPENSES

	Year ended March 31, 2018	Year ended March 31, 2017
Insurance	0	34
Rates & Taxes	134	325
<u>Payments to Auditors:</u>		
As Auditors	60	60
For Taxation Matters	15	15
<u>Sundries:</u>		
Security Charges	266	521
Travelling Expenses	22	732
Advertisement & Publicity	34	35
Postage & Telephone	40	34
Printing & Stationery	11	10
Bank Charges & Commission	33	5
Legal & Professional Fees	526	825
Transport & Conveyance	74	71
Power and Fuel	461	412
Vat Paid	-	914
<u>Repairs:</u>		
Machinery	-	52
Others	2	3
Amounts Written off	-	30,526
Listing Fee- BSE & NSE	581	3,107
Reinstatement Fee	1,180	-
Office Maintenance	277	294
Directors Sitting fee	172	172
Shares Registrar expenses	85	77
AGM Expenses	299	365
Miscellaneous Expenses	157	456
Total:	4,429	39,045



SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. and Shri Shakti LPG Ltd.)

SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LTD
(Formerly SHRI MATRE POWER & INFRASTRUCTURE LTD and SHRI SHAKTI LPG LIMITED)

Registered Office: Venus Plaza, Begumpet, Hyderabad - 500016

CIN: L40102TG1993PLC015988

Statement of Standalone Unaudited Results for the quarter ended 30th June, 2018

S.No.	Particulars	(Rs. In Lakhs)			
		3 months ended	Previous 3 months ended	Corresponding 3 months ended in previous Year.	Previous Accounting Year
		30.06.2018	31.03.2018	30.06.2017	31.03.2018
		Unaudited	Audited	Unaudited	Audited
I	Revenue from Operations	0.00	0	0	0
II	Other Income	0.00	7.80	0.20	8.00
III	Total Revenue (I + II)	0.00	7.80	0.20	8.00
IV	Expenses:				
	(a) Cost of material Consumed	0.00	0.00	0.00	0.00
	(c) Changes in inventories of Finished goods, Work-in-progress, stock-in-trade	0.00	0.00	0.00	0.00
	(d) Employee benefit expenses	7.51	8.08	7.03	29.52
	(e) Finance Costs	0.00	0.00	0.00	0.00
	(f) Depreciation & amortisation	16.66	16.65	16.66	66.62
	(g) Other Expenses	5.83	18.28	14.61	44.29
	Total Expenses	30.00	43.01	38.30	140.43
V	Profit (+) / Loss (-) before exceptional and extraordinary items and tax (III-IV)	(30.00)	(35.21)	(38.10)	(132.43)
VI	Exceptional items	0.00	0.00	0.00	0.00
VII	Profit (+) / Loss (-) before Tax (VII-VIII)	(30.00)	(35.21)	(38.10)	-132.43
VIII	Tax expenses	0.00	0.00	0.00	0.00
IX	Profit (+) / Loss (-) for the period from continuing operations (VII-VIII)	(30.00)	(35.21)	(38.10)	-132.43
X	Profit (+) / Loss (-) for the period from discontinuing operations	0.00	0.00	0.00	0.00
XI	Tax expense of discontinuing operations	0.00	0.00	0.00	0.00
XII	Profit (+) / Loss (-) for the period from discontinuing operations (after tax) (XII-XIII)	0.00	0.00	0.00	0.00
XIII	Net Profit (+)/Loss (-) for the period(XI+XIV)	(30.00)	(35.21)	(38.10)	(132.43)
XIV	Other Comprehensive Income				
	A (i) Items that will not be reclassified to profit or loss				
	(ii) Income Tax relating to items that will not be reclassified to	0.00	0.00	0.00	0.00
	B (i) Items that will be reclassified to profit or loss				
	(ii) Income Tax relating to items that will be reclassified to profit				
XV	Total Comprehensive Income for the period (XIII +XIV) (Comprising Profit (Loss) and Other Comprehensive Income for the period)	(30.00)	(35.21)	(38.10)	(132.43)
XVI	Paid-up Equity Share Capital [face value of the share is Rs. 10/-] *Pursuant to High Court Order dated: 15.09.2016 confirming Reduction of Share Capital	3,070.71	3,070.71	3,070.71	3,070.71
XVII	Earnings Per Equity Share(for continuing operation)(of Rs 2/- each)(a) Basic (b)Diluted	(0.02)	(0.02)	(0.02)	(0.09)
XVIII	Earnings Per Equity Share(for discontinued operation)(of Rs _/- each)(a) Basic (b)Diluted	NIL	NIL	NIL	NIL
XIX	Earnings Per Equity Share(for discontinued & continuing operations)(of Rs _/-each)(a) Basic (b)Diluted	(0.02)	(0.02)	(0.02)	(0.09)

Notes:

- The above unaudited financial results were reviewed by the audit committee and taken on record by the Board of Directors in its meeting held on 13.08.2018. The statutory auditors have carried a Limited Review of said Financial Results.
- Figures for the previous period have been regrouped/ reclassified where ever necessary to conform to the current period's presentation.
- The Investors complaints position is - Nil.

Place: Hyderabad
Date : 13.08.2018



For and on behalf of Board of Directors

D. V. Manohar
Chairman & Managing Director
DIN: 00223342

Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

Tel. ++91 40 27902929, 27905656, website: www.shrishakti.com, Email: info@shrishakti.com



P. SURYANARAYANA & CO.

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITORS' LIMITED REVIEW REPORT ON THE UNAUDITED FINANCIAL RESULTS OF SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED FOR THE QUARTER ENDED 30th JUNE 2018

TO THE BOARD OF DIRECTORS OF

SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED

(formerly Shri Shakti LPG Limited and Shri Matre Power & Infrastructure Limited)

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results ("the Statement") of **SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED** (formerly Shri Shakti LPG Limited and Shri Matre Power & Infrastructure Limited) ("the Company"), submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016, for the quarter ended June 30, 2018.

This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors and the same has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial results based on our review.

2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above,, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No.CIR/CFD/FAC/ 62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

for P.SURYANARAYANA & CO.

Chartered Accountants

Firm Regn. No.009288S

(P.SURYANARAYANA)

Partner

Membership No.201195

Place: Hyderabad

Date: 13.08.2018



SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure
Limited and Shri Shakti LPG Limited)

CIN : L40102TG1993PLC015988

**24TH ANNUAL REPORT
2016 - 2017**

BOARD OF DIRECTORS	Mr.D.V.Manohar	Chairman & Managing Director
	Mr.B.K.Sinha	Director (Independent)
	Mr.R.Prabhakar Rao	Director (Independent)
	Dr.A.Balasetti	Director (Non-Independent)
	Dr.Gorantla Govindaiah	Director (Independent)
	Mr.V.Subrahmanyam	Director (Independent)
	CA.A.P.Vitthal	Director (Independent)
	Ms.Deekshita Dontamsetti	Woman Director (Non-Independent)
COMPANY SECRETARY	CS.T.Lalitha Devi	
AUDITORS	M/s.Venugopal & Chenoy Chartered Accountants Hyderabad.	
BANKERS	Allahabad Bank	
REGISTRARS & SHARE TRANSFER AGENTS	M/s.XL Softech Systems Ltd 3, Sagar Society Road No.2, Banjara Hills, Hyderabad - 500034 (Telangana) Tel : 91-40-23545913/14/15 Fax : 91-40-23553214	
REGISTERED OFFICE	Venus Plaza, Adjacent to old Airport, Begumpet, S.P. Road, Hyderabad - 500016 (Telangana) Tel : 91-40-27902929 Fax: 91-40-27908989	
PLANT	Nemam Village, Beach Road, Kakinada - 533005 (A.P)	

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY FOURTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED (FORMERLY SHRI MATRE POWER AND INFRASTRUCTURE LIMITED AND SHRI SHAKTI LPG LIMITED) WILL BE HELD ON WEDNESDAY, THE 27TH SEPTEMBER 2017 AT 11.00 A.M. AT HARI HARA KALA BHAVAN, S.P. ROAD, SECUNDERABAD TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS :

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2017 including Audited Balance Sheet as at 31st March 2017 and Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Dr.A.Balasetti (DIN 07361951), Director (Non-Independent), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditors of the Company and fix their remuneration.

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and any other applicable provisions of the Companies Act, 2013 if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. P.Suryanarayana & Co., Chartered Accountant, (Firm Registration No.009288S be and is hereby appointed as the Statutory Auditors of the Company, in place of the retiring Statutory Auditors M/s. Venugopal & Chenoy, Chartered Accountants, Hyderabad (Firm Regn. No. 0046715), to hold office from the conclusion of this 24th Annual General Meeting for a term of consecutive five years till conclusion of the 29th Annual General Meeting of the Company to be held in 2022, subject to ratification of their appointment by the members at every Annual General Meeting held after this Annual General Meeting, on such remuneration including applicable taxes and out of pocket expenses as may be determined by the Board of Directors of the Company.

By Order of the Board
For Sri Havisha Hospitality and Infrastructure Limited

PLACE : HYDERABAD
DATE : 02-09-2017

Sd/-
T.Lalitha Devi
Company Secretary

NOTE :

1. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy and the Proxy so appointed need not be a Member of the Company.
2. The Proxy forms in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the company will remain closed on 26 & 27th September 2017 for the purpose of Annual General Meeting.
4. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
5. Members are requested to notify any change of address:
 - a. To their depository participants (DP) in respect of shares held in dematerialized form, and
 - b. To Registrar and Share Transfer Agent of the Company - M/s. XL Softech Systems Ltd. at the address given in the annual report, in respect of shares in physical form. To notify their change of address/residential status/email-id, etc., if any, under their signatures and quoting respective folio number.
6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
7. Members are requested to bring their Client ID and DP ID or Folio Numbers, as may be applicable, for easy identification of attendance at the meeting.
8. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
9. Kindly bring your copies of the Annual Report to the meeting.
10. In terms of Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents whose e-mail id is xlfield@gmail.com mentioning the Company's name, so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
11. Electronic copy of the Annual Report for the financial period ended 31.03.2017 is being sent to all the members whose email IDs are registered with the Company/RTA/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.
12. The company has appointed M/s. Krishna Kumar & Associates, represented by CS A. Krishna Kumar, Practicing Company Secretary, who in the opinion of the Board is a duly qualified person, as

a Scrutinizer who will collate the electronic voting process in a fair and transparent manner. The Scrutinizer shall within a period of three working days from the date of conclusion of the shareholders meeting, submit his report after consolidation of e-voting and the votes in the shareholders meeting, cast in favour of or against, if any to the Chairman of the company or a person authorized by him in writing. Results will be uploaded on the Company's website as well as intimated to the Stock Exchanges where the company's shares are listed.

14. Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief profile of the Director eligible for re-appointment vide item no. 2, is as follows :

Particulars	DR.A.BALASETTI
DIN	07361951
Date of Birth	11-06-1948
Date of Appointment	14-11-2015
Qualifications	MD
Experience in specific functional areas	Reputed Physician and CEO of a Hospital at USA
Directorships held in other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	NIL
Number of shares held in the company	168840 (Joint Holder)
Relationship with any Director(s) of the Company	NIL

The instructions for members for voting electronically are as under :-

Voting through electronic means

The instructions for Shareholders for e-voting are as under :

(a) In case of Shareholders' receiving e-mail from NSDL :

- (i) Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is

strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" of Sri Havisha Hospitality and Infrastructure Limited
- (viii) Now you are ready for e-Voting as Cast Vote page opens
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail akkfcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.

(b) In case of Shareholders' receiving notice of Annual General Meeting by Post :

- (i) Initial password is provided as below/at the bottom of the address sticker.

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN
---------------------------------	---------	--------------

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

- (a) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
- (b) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.

By Order of the Board
For Sri Havisha Hospitality and Infrastructure Limited

Sd/-
T.Lalitha Devi
Company Secretary

PLACE : HYDERABAD
DATE : 02-09-2017

DIRECTORS' REPORT

To

The Shareholders,

Sri Havisha Hospitality & Infrastructure Ltd.

1. INTRODUCTION

Your Directors have pleasure in presenting their report together with audited accounts for the financial year ended 31st March, 2017

2. FINANCIAL PERFORMANCE

The Financial performance of the Company for the Financial Year 2016-17 is indicated below :

Particulars	2016-17 (₹)	2015-16 (₹)
Gross Income	23,875	0
Less : Expenditure excluding Interest, Depreciation & prior period and Extraordinary items	9,31,74,332	77,67,075
Profit / (Loss) before Interest, Depreciation & prior period and Extraordinary items	(9,31,50,457)	(77,67,075)
Interest	-	-
Profit / (Loss) before Depreciation	(9,31,50,457)	(77,67,075)
Depreciation	2,16,03,119	2,74,55,546
Profit / (Loss) before prior period and Extraordinary items	(11,47,53,576)	(3,52,22,621)
Net Profit / (Loss) before provision for Taxation	(11,47,53,576)	(3,52,22,621)
Net Profit / (Loss)	(11,47,53,576)	(3,52,22,621)

During the year, the company incurred a loss of ₹ 9,31,50,457 before depreciation (previous year loss of ₹ 77,67,075). After providing for depreciation amounting to ₹ 2,16,03,119 (previous year ₹ 2,74,55,546), the total loss for the year stood at ₹ 11,47,53,576 (previous year loss of ₹ 3,52,22,621). Increase in loss this year is mainly on account of disposal of old assets and accounting for loss on sale (₹ 512.08 Lakhs) and write off of unrealisable assets (₹ 305.22 Lakhs.)

Future Outlook :

As you are aware, members have accorded their approval for Alteration of the Objects Clause and Adoption of New Sets of Memorandum of Association and accordingly changed the name of our Company to Sri Havisha Hospitality & Infrastructure Limited so as to be in tune with the altered objects, pursuant to Section 13 read with Sections 4 & 6 and other applicable provisions of the Companies Act, 2013 through Postal Ballot Notice dated 8-8-2016 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

Accordingly, your company is actively pursuing various options as per the new objects clause. Your company shortlisted a few options and is now working on the same. It is expected that in the next few months, this process will be completed and your company will be able to commence its operations thereafter.

The revocation of suspension by both BSE and NSE is at an advanced stage. Your company has paid a total amount of around Rs 30.00 lakhs in February, 2017 towards various fees to BSE and NSE put together as part of the revocation process. It is understood that while the competent authorities at NSE approved the revocation and waiting for the BSE's revocation to be done, BSE is expected to revoke the suspension shortly.

As you are aware, your company is already debt free and thus in a better position to achieve its objectives once the above is accomplished.

It has always been the endeavor of your Directors to turn around the company and start business operations once again. Your Directors are putting in all out efforts and are leaving no stone unturned to achieve the same.

3. DEPLOYMENT OF FUNDS

	(₹) 31.03.2017	(₹) 31.03.2016
Sources of Funds		
Share Holders Funds	19,34,75,729	30,82,29,305
Non-Current Liabilities	0	21,58,467
Current Liabilities	8,95,39,684	8,23,56,239
Total	28,30,15,413	39,27,44,011
Application of Funds		
Non-Current Assets	6,27,22,308	15,54,65,137
Long Term Loans and Advances	5,65,051	35,65,051
Other Non-Current Assets	16,23,14,395	17,34,55,089
Current Assets	5,74,13,659	6,02,58,734
Total	28,30,15,413	39,27,44,011

4. SUBSIDIARY COMPANY

No subsidiary company.

5. DIVIDEND

As your Company still has accumulated losses, the Directors regret to inform you that they are not in a position to recommend any Dividend for the year ended 31.03.2017.

6. DEPOSITS

Your Company has not accepted any Deposits during the year.

7. DIRECTORS

In accordance with the provisions of the Companies Act, 2013, Dr. A. Balasetti (DIN 07361951), Director (Non-Independent) retires from office by rotation, and being eligible, offers himself for reappointment at the ensuing Annual General Meeting of the Company.

8. BOARD MEETINGS

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 30th May, 2016, 8th August, 2016, 12th November, 2016 and 13th February, 2017.

9. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

10. EVALUATION OF THE BOARD'S PERFORMANCE

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board was carried out during the year under review. More details on the same are given in the Corporate Governance Report.

11. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 179(3) of the Companies Act, 2013, is adopted by the Board. We affirm that the remuneration paid to the Directors is as per the terms laid out in nomination and remuneration policy of the Company.

12. AUDITORS**a) The Statutory Auditors :**

The Statutory Auditors M/s. Venugopal & Chenoy, Chartered Accountants, Hyderabad (Firm Regn. No. 004671S) who hold office until the conclusion of the this Annual General Meeting

will be retiring w.e.f. the conclusion of this Annual General Meeting. The Members are requested to approve the appointment of M/s.P.Suryanarayana & Co., Chartered Accountants as Statutory Auditors of the Company for a term of 5 years from the conclusion of 24th Annual General Meeting upto the conclusion of the 29th Annual General Meeting subject to the ratification of appointment by members at every Annual General Meeting on such remuneration as determined by the Board of Directors.

b) Secretarial Auditors :

According to the provisions of Sec.204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, M/s. Krishna Kumar & Associates, represented by CS A. Krishna Kumar, Practicing Company Secretary has been appointed as the Secretarial Auditors for the year 2016-17. The Secretarial Audit Report for the FY 2016-17 forms part of this report.

13. PERSONNEL

During the year none of the employees is in receipt of remuneration in excess of the limits prescribed u/s. 197(12) of the Companies Act, 2013, read with Rule 5 (1) of the Companies (Appointment and Remuneration) Rules, 2014.

14. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as stipulated under SEBI (LODR) Regulations, 2015 is presented separately and the same forms part of this report.

15. RISK MANAGEMENT COMMITTEE

The Risk Management Committee Comprises of the following Directors:

SRI D.V.MANO HAR, CHAIRMAN

SRI A.P.VITHAL, DIRECTOR

SRI B.K.SINHA, DIRECTOR

The Committee helps in :

- Assisting the Board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational and external environment risks.
- Monitoring and approving the risk management framework and reviewing and approving risk related disclosures.

16. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Though, pursuant to the provisions of Section 135 read with Schedule VII of the Companies Act, 2013, the company does not fall under the criteria of CSR Policy, the Company is actively promoting cycling which is the most eco friendly means of commuting.

17. CORPORATE GOVERNANCE

A brief report on Corporate Governance in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, is annexed.

18. DEMATERIALISATION OF SHARES

Around 55% of the paid up Equity Share Capital of the Company was dematerialized as on 31st March 2017 and balance Paid Up Equity Share Capital is in physical form. The Company's Registrars are XL Softech Systems Ltd., 3, Sagar Society, Banjara Hills, Hyderabad.

19. REMUNERATION RATIO OF THE DIRECTORS

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial personnel) Rules 2014 and Companies (Particulars of employees) Rules 1975 in respect of employees of the Company and Directors is furnished below:

Rs.in Lakhs

Sl. No	Name of the Director	Designation	Remuneration 2016-17	Remuneration 2015-16	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Sri.D.V.Manohar	Chairman & Managing Director	13.32	13.32	Nil	Nil (As there was No increase)

Sl. No	Name of the Key Managerial Personnel	Designation	Remuneration 2016-17	Remuneration 2015-16	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Ms.T.Lalitha Devi	Company Secretary	6.00 (For 12 Months)	1.5 (For 3 Months)	Nil	Nil
2.	Sri.V.Padmanabham	Chief Financial Officer	4.60	4.60	Nil	Nil

20. LISTING WITH STOCK EXCHANGE

The Company's securities continue to be listed at the BSE Ltd. and National Stock Exchange of India Ltd. The new Listing Agreement as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been entered with both the Stock Exchanges.

21. DIRECTORS RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (C) OF THE COMPANIES ACT, 2013.

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed:

- (i) that in the preparation of the accounts for the financial year ended 31st March, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and of the profit or loss of your Company for the year under review;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities.
- (iv) that the Directors have prepared the accounts for the financial year ended 31st March, 2017 on a 'going concern' basis.
- (v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- (vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

22. EXTRACT OF ANNUAL RETURN

As required pursuant to Section 92(3) of the Companies Act 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT-9 forms part of this Annual Report.

23. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE

Information under sub-section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is given below:

A. CONSERVATION OF ENERGY**Energy Consumption measures taken:**

- a. The Company in its first year of operation itself has initiated effective measures for saving all forms of Energy. The measures taken were as under:

- Installed automatic un-loaders on Air Compressors to operate on reaching the adequate pressure required for bottling operations and to run the equipment in no load condition at Kakinada Terminal.
 - The street lights and plant lighting circuits are modified so that during non-working hours only 30% of the lights are illuminated at Kakinada Terminal.
 - The bulk and bottling operations are synchronized to optimize the running of the LPG and related equipment at Kakinada Terminal.
- b. Additional investments and proposals, if any being implemented for reduction in consumption of energy. The proposals are :
- Installed 25 KVA Generator set for exclusive lighting load in the absence of SEB supply during non-working hours at Kakinada Terminal.
- c. Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of bottling.
- d. Total Energy Consumption and Energy Consumption per unit of product.

Energy Conservation Measures :

The following Energy Conservation Measures were implemented during the year.

1. Auto switching off of A/c Units, Exhaust Fans, Street Lights.
2. Reduction in compressed air consumption by fixing Regulators and Auto Controllers.

Power & Fuel Consumption at Bottling Plants:

Particulars	Unit	
Purchased Unit	KWH	8,664
Rate	Rs./KWH	43.65
Total	Rs.	3,78,193/-

B. TECHNOLOGY ABSORPTION

The Company has taken up several initiatives for undertaking Research and Development (R&D) on Technology, Absorption, Adaptation and Innovation during the year. The Company has indigenously developed a Conversion Kit with fixed tank for Three Wheelers to run on LPG. The company holds two patents jointly with M/s. Automotive Research Association of India (ARAI) towards the same.

C. FOREIGN EXCHANGE EARNINGS AND OUTGOINGS:

(Rs. in Lakhs)

Current Year

1) Foreign Exchange earned	NIL
2) Foreign Exchange used	NIL
a. Import of Capital Goods	NIL
b. Import of raw materials and spares	NIL
c. Travelling and other expenditure	NIL

ACKNOWLEDGEMENT

The Board wishes to place on record its deep sense of gratitude and appreciation to all the Promoters and Shareholders for their whole hearted support to your Company. The Board also wishes to acknowledge the help and assistance rendered by the Banks, Dealers, Customers, Suppliers, Collaborators, Consultants and Contractors. The Board wishes to further record its gratitude to various Departments of the Government of Andhra Pradesh, Government of Telangana and Government of India and other State Governments for their support and encouragement given to your Company.

The Board records its appreciation for the contribution of all the team members of your Company.

For and on behalf of the Board of Directors

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Place : Hyderabad

Date : 02.09.2017

MANAGEMENT DISCUSSION AND ANALYSIS

Shri Havisha Hospitality And Infrastructure Limited (formerly known as Shri Matre Power and Infrastructure Limited (SMPIL) and Shri Shakti LPG Ltd (SSLPG) was originally engaged in the business of LPG marketing.

INDUSTRY STRUCTURE AND DEVELOPMENTS

LPG marketing was the monopoly of the Government Oil Companies who had piled up a huge waitlist. The Government of India in 1993 permitted the private sector participation with a commitment that the subsidy enjoyed by the Government Oil Companies would be removed in a phased manner in the next few years. It had also committed that the commercial and industrial LPG markets in India would be reserved exclusively for the private sector, till the subsidy withdrawal in the domestic sector is completed. None of the promises were implemented as a result of which the private sector companies were unable to run the LPG business on a profitable basis due to the total absence of the level playing field.

After a long suffering due to Government policies explained above and enormous amount of toil that has gone in to developing LPG business as a largest Private Sector player, Company had to abandon that activity.

The Company is now in the process of identifying suitable diversification activities including solar energy, hospitality and tourism industry.

OPPORTUNITIES AND THREATS

Your company has succeeded in implementing the strategy for its turn around which was as follows :

- a) One time Settlement (OTS) with term loan, working capital lenders and for unsecured loans wherein the entire accumulated interest along with considerable part of the principle amount is waived.
- b) Met OTS commitments and has become DEBT FREE.
- c) Most of the fixed assets other than land was disposed off and efforts are being made for realization of amounts for sale of balance assets. The amount when realised will be the seed capital for future new business.

OUTLOOK

An area of diversification of Shri Matre Power & Infrastructure Limited (SMPIL) is Solar Energy and accordingly participating in various tenders for Solar Power Generation including the AP Government. In the AP Tender, SMPIL' s bid was the best at the location Amangal about 75 kms from Hyderabad. However, due to the bifurcation of the State in the meantime, the tender was cancelled.

The scenario of Solar Energy has drastically changed involving large out lay projects.

The Board decided that Hospitality and Tourism industry is one area with considerable potential particularly in the States of AP and Telangana. The Board accordingly decided that Company should

explore possibility of acquiring /merging any other Company which is in Hospitality/Tourism business so that operations can be commenced within a short time. Keeping this in view it is proposed to broad base the Objective Clause in Memorandum of Association of Company and also change the name suitably to reflect new objectives.

As you are aware, members have accorded their approval for Alteration of the Objects Clause and Adoption of New Sets of Memorandum of Association and accordingly Change the Name of our Company to Sri Havisha Hospitality and Infrastructure Limited so as to be in tune with the altered objects, pursuant to Section 13 read with Sections 4 & 6 and other applicable provisions of the Companies Act, 2013 through Postal Ballot Notice dated 8-8-2016 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014.

Accordingly, your company is actively pursuing various options as per the new objects clause. Your company shortlisted a few options and is now working on the same. It is expected that in the next few months, this process will be completed and your company will be able to commence its operations thereafter.

Your Directors are optimistic that your Company would succeed in the above and commence operations in diversified activities during the year 2017-18.

RISKS & CONCERNS

The management of the company analyses and evaluates on a continuous basis the various risks associated with the business and adopts Risk Management Practices to minimize the adverse impact of these risks. Both external as well as internal developments are assessed regularly.

The management constantly scans the environment covering areas like market scenario, Government policies, National as well as global developments, technological changes etc. Business risks and uncertainties are identified and prioritized. Appropriate strategies are planned and implemented.

INTERNAL CONTROL SYSTEMS

The company has an effective Internal Control System with respect to purchase and sale of inventory, fixed assets and goods. It has an internal audit department wherein audit of the transactions of the plants and the corporate offices are done at periodical intervals in order to ensure that recording and reporting are adequate and proper. The internal audit also verifies whether internal controls and checks and balances in the system are adequate, proper and upto date. Corrective actions for any weaknesses in the system that are disclosed by the audit are taken.

The Audit Committee consists of eminent Independent Directors. It reviews the important observations of the Internal Audit and suggests corrective action for the management to implement. It also meets periodically to review and recommend quarterly, half - yearly and annual financial statements of the company. The Committee also holds discussions with the Internal Auditors, Statutory Auditors and the Management on the matters relating to internal controls, auditing and financial reporting. The Committee also reviews with the statutory auditors, the scope and results of the audits.

FINANCIAL PERFORMANCE VS. OPERATIONS PERFORMANCE

During the year, the company incurred a loss of ₹ 9,31,50,457 before depreciation (previous year loss of ₹ 77,67,075). After providing for depreciation amounting to ₹ 2,16,03,119 (previous year ₹ 2,74,55,546), the total loss for the year stood at ₹ 11,47,53,576 (previous year loss of ₹ 3,52,22,621). Increase in loss this year is mainly on account of disposal of old assets and accounting for loss on sale (₹ 512.08 Lakhs) and write off of unrealisable assets (₹ 305.22 Lakhs).

HUMAN RESOURCES & INDUSTRIAL RELATIONS

The Company continues to maintain cordial industrial relations. Retention of the workforce is a key challenge considering the exponential growth in the industrial sector. The company has been consistently working on learning development of employees to enable them to take on larger responsibilities.

The company had on its rolls 7 permanent employees at the end of financial year 2016-17.

CAUTIONARY STATEMENT

Statement in this Management Discussion & Analysis describing the company's objectives, projected estimates and expectations may constitute forward looking statement within the meaning of applicable laws and regulations. Actual results might differ marginally or materially from those either expressed or implied.

FORM NO.MGT 9

EXTRACT OF ANNUAL RETURN

as at Financial Year ended 31st March, 2017

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

I. REGISTRATION & OTHER DETAILS

1	CIN	L40102TG1993PLC015988
2	Registration Date	13/07/1993
3	Name of the Company	SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED
4	Category/Sub-category of the Company	Public Limited
5	Address of the Registered Office & Contact details	Venus Plaza, Adjacent to Old Airport, Begumpet, Hyderabad-500 016 (Telangana) India.
6	Whether listed Company	YES
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	M/s XL Softtech Systems Ltd., 3, Sagar Society, Banzara Hills, Hyderabad-500 034, Telangana State; Tel : 91-040-23545913/14/15, Fax : 91-040-23553214; email : xlfield@gmail.com website:www.xlsofttech.org

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

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (All the business activities contributing 10% or more of the total turnover of the company shall be stated)

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
NIL			

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity) Category-wise Shareholding

Category of Shareholders	No. of shares held at the beginning of the year (as on 1st April 2016)				No. of shares held at the end of the year (as on 31st March 2017)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	6627090	4162590	110789680	7.03	6627090	5936490	12563580	8.18	16.44
b) Central Govt						0			
c) State Govt						0			
d) Bodies Corp+-	2947005	34014600	36961605	24.07	2947005	33834600	36781605	23.96	-0.49
e) Banks/Fl						0			
f) Any Other -NRI	3626550	556500	4183050	2.72	3626550	0	3626550	2.36	-13.30
Total shareholding of Promoter (A)	13200645	38733690	51934335	33.83	13200645	39771090	52971735	34.60	2.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	149100	149100	0.10	0	0	0	0	-100.0
b) Banks/Fl	600000	0	600000	0.39	600000	0	600000	0.39	NOCHANGE
c) Central Govt									
d) State Govt									
e) VCF									
f) Insurance Cos.									
g) FIs									
h) FVCF									
i) Others									
Sub Total(B) (1)	600000	149100	749100	0.49	600000	0	600000	0.39	-19.90
(2) Non-Institutions									
a) Bodies Corpo.									
i) Indian	2980304	618000	3598304	2.34	22876354	112500	22988854	14.97	538.88
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	15190825	9847704	25038529	16.31	15221930	6805899	22027829	14.35	-12.02
ii) Individual shareholders holding nominal share capital excess Rs.1 lakh	23141295	15621936	38763231	25.25	23503983	7610556	31114539	20.27	-19.73
c) Others (specify)	9315738	24136563	33452301	21.79	9331938	14500905	23832843	15.52	-28.76
NRI									
Overseas Corporate Bodies									
Foreign Nationals									
Trusts									
Foreign Bodies - DR									
Sub Total(B) (2)	50628162	50224203	100852365	65.69	70934205	29029860	99964065	65.11	-17.77
Total Public Shareholding									
(B)=(B)(1)+(B) (2)	51228162	50373303	101601465	66.17	71534205	29029860	100564065	65.50	-1.02
C. Shares held by Custodian for GDRs & ADRs									
Grant Total (A+B+C)	64428807	89106993	153535800	100	84734850	68800950	153535800	100	NO CHANGE

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

B.Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% of change during the year	
		No.of Shares	% of total shares of the company	% of shares Pledged/Encumbered of Total Shares	No.of Shares	% of total shares of the company	% of shares Pledged/Encumbered of Total Shares		
1	NRI Prosperity Limited	11121000	7.24	0	11121000	7.24	0	No Change	0
2	NRI Prosperity Limited	9604500	6.25	0	9604500	6.25	0	No Change	0
3	Shri Shakti Cylinders Pvt Ltd	9179100	5.98	0	9179100	5.98	0	No Change	0
4	Venkat Manohar Dontamsetti / D.V.Manohar	6337080	4.13	0	8868480	5.77	0	1.65	
5	Shri Shakti Resorts &Hotels Ltd.	3300000	2.15	0	3300000	2.15	0	No Change	0
6	Shri Shakti Cylinders Pvt Ltd	2947005	1.92	0	2947005	1.92	0	No Change	0
7	Bharat H Barai	1407450	0.92	0	1407450	0.92	0	No Change	0
8	D Dharmin	1391700	0.90	0	1391700	0.90	0	No Change	0
9	D T Veni	753300	0.49	0	753300	0.49	0	No Change	0
10	Vijaya Aroor Kinni	655830	0.43	0	655830	0.43	0	No Change	0
11	Shri Shakti Cylinders Pvt Ltd	630000	0.41	0	630000	0.41	0	No Change	0
12	Jayant Haridas Barai	524910	0.34	0	524910	0.34	0	No Change	0
13	Jeeves Kundapur	522360	0.34	0	522360	0.34	0	No Change	0
14	Ranjan Jayant Sanghvi	468000	0.31	0	468000	0.31	0	No Change	0
15	D V Satya Kumar	401100	0.26	0	401100	0.26	0	No Change	0
16	Sujata Dontamsetti	336900	0.22	0	336900	0.22	0	No Change	0
17	D Appa Rao	305400	0.20	0	305400	0.20	0	No Change	0
18	Deekshita Dontamsetti	157800	0.10	0	157800	0.10	0	No Change	0
19	D V Prabhu Kumar	117600	0.08	0	117600	0.08	0	No Change	0
20	D Thriveni	94200	0.06	0	94200	0.06	0	No Change	0
21	Kamala Kumar	60300	0.04	0	60300	0.04	0	No Change	0
22	Vasanth Raja Sural	46800	0.03	0	46800	0.03	0	No Change	0
23	Abhiteja Dontamsetti	39900	0.03	0	39900	0.03	0	No Change	0
24	Trinadh Dontamsetti	36900	0.02	0	36900	0.02	0	No Change	0
25	Kishorchandra Tulsidas Maniar	1200	0.001	0	1200	0.001	0	No Change	0
26	B Vikram Reddy	556500	0.36	0	0	0	0	-100	0.36
27	D V Rajasekhar	266100	0.17	0	0	0	0	-100	0.17
28	Satya Pinjala	210000	0.14	0	0	0	0	-100	0.14
29	Shakti Schools Pvt Ltd	180000	0.12	0	0	0	0	-100	0.12
30	Ratna Reddy	60300	0.04	0	0	0	0	-100	0.04
31	Neelu Sruti	46800	0.03	0	0	0	0	-100	0.03
32	Pinjala Ramakrishna	42000	0.03	0	0	0	0	-100	0.03
33	Ravi Pinjala	41700	0.03	0	0	0	0	-100	0.03
34	Rekha Rajasekhar	23400	0.02	0	0	0	0	-100	0.02
35	Nikhila Pinjala	23400	0.02	0	0	0	0	-100	0.02
36	Ranjeet	21900	0.01	0	0	0	0	-100	0.01
37	Ranjan	21900	0.01	0	0	0	0	-100	0.01
Total		51934335	33.83	0	52971735	34.50	0		1.65

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

C.Changes in Promoters' Shareholding (Please specify, if there is no change - NO CHANGE)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding of the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	B Vikram Reddy	556500	0.36	0	0
2	D V Rajasekhar	266100	0.17	0	0
3	Satya Pinjala	210000	0.14	0	0
4	Shakti Schools Pvt Ltd	180000	0.12	0	0
5	Ratna Dontamsetti	60300	0.04	0	0
6	Neelu Sruti	46800	0.03	0	0
7	Pinjala Ramakrishna	42000	0.03	0	0
8	Ravi Pinjala	41700	0.03	0	0
9	Rekha Rajasekhar	23400	0.02	0	0
10	Nikhila Pinjala	23400	0.02	0	0
11	Ranjeet	21900	0.01	0	0
12	Ranjan	21900	0.01	0	0
13	D V Manohar	0	0	2531400	1.65
	Total	1494000	0.98	2531400	1.65

D. Shareholding Pattern of top ten shareholders : (Other than Directors, Promoters, and Holders of GDRs and ADRs)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding at the end of the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	Shri Matre Power & Infrastructure Limited	0	0	20262738	13.20
2	Pethinaidu Surulinarayanasami	3508161	2.28	3508161	2.28
3	Govindaiah Gorantla	1622367	1.06	1622367	1.06
4	Bharat H Barai	1407450	0.92	1407450	0.92
5	Reeta Setty	1338660	0.87	1338660	0.87
6	Ansuya Mahesh Sachade	990561	0.65	990561	0.65
7	Yeshwant Chilakamarri	945360	0.62	945360	0.62
8	Vijaya Aroor Kinni	655830	0.43	655830	0.43
9	United Bank of India	600000	0.39	600000	0.39
10	Jayant Haridas Barai	524910	0.34	524910	0.34
	Total	8085138	7.56	31856037	20.76

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

E) Shareholding of Directors and Key Managerial Personnel

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding at the end of the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	Mr. D.V. Manohar	6337080	4.13	8868480	5.77
2	Mr. B.K. Sinha	0	0	0	0
3	Mr. R. Prabhakar Rao	0	0	0	0
4	Dr. A. Balasetti	168840	0.108	168840	0.108
5	Dr. Gorantla Govindaiah	1622367	1.06	1622367	1.06
6	Mr. V. Subrahmanyam	0	0	0	0
7	Mr. A.P. Vitthal	1500	0.0010	1500	0.0010
8	Ms. Deekshita Dontamsetti	157800	0.10	157800	0.10
9	Ms. T. Lalitha Devi	0	0	0	0
10	Mr. V. Padmanabham	0	0	0	0

V Indebtedness : Indebtedness of the Company including interest outstanding/accrued but not due for payment-----NIL-----

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A. Remuneration of Managing Director, Whole-Time Directors and/or Manager :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		Sri D.V.Manohar	
1	Gross Salary (a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	11.52	11.52
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	1.8	1.8
	Total	13.32	13.32

B. Remuneration to Other Directors :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the Directors					Total Amount
		Sri B.K.Sinha	Sri R.Prabhakar Rao	Sri V.Subrahmanyam	Sri A.P.Vithal	Dr.A.Balasetti	
1	Independent Directors Fee for attending board committee meeting	0.36	0.43	0.36	0.47	-	1.62
	Total	0.36	0.43	0.36	0.47		1.62
2	Other Non-Executive Directors Fee for attending board committee meeting					0.10	0.10
	Total	0.36	0.43	0.36	0.47	0.10	1.72

C. Remuneration to Key Personnel

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the Key Managerial Personnel		TOTAL
		CS	CFO	
1	Gross Salary			
	(a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	6.00	4.60	10.60
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	0	0	0
	Total	6.00	4.60	10.60

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

A. COMPANY	NIL
B. DIRECTORS	NIL
C. OTHER OFFICERS IN DEFAULT	NIL

KRISHNA KUMAR A, FCS**KRISHNA KUMAR & ASSOCIATES
COMPANY SECRETARIES**

H. No 2-2-114/27, New Nallakunta

HYDERABAD-500044, TS

Ph.9849064163

E mail : akkfcs@yahoo.co.in

Secretarial Audit Report

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

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2017

To,

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN: L40102TG1993PLC015988

Hyderabad.

Dear Sirs,

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

Based on our verification of the Company's books ,(except financial statements and books of accounts and related documents) papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of :
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;

- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) viz.,
 - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ;
 - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ;
 - (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue Companies Act and Share Transfer Agents) Regulations, 1993 regarding the companies Act, and dealing with client;
2. The provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company for the financial year under report.
- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Take overs) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
3. We have also examined the compliances with the applicable clauses of the following :
- i. Secretarial Standards issued by the Institute of company Secretaries of India
 - ii. The Listing Agreements entered into by the Company with the BSE and NSE.
4. During the financial year under review the Company has complied with the provisions of the New Companies Act 2013, Old Companies Act 1956, to the extent applicable and the Rules, Regulations, Guidelines, etc., mentioned above subject to the following observations:

OBSERVATIONS:

As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions of the Foreign

Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of

- a) Foreign Direct Investment (FDI) were not attracted to the Company during the period under review.
 - b) Overseas Direct Investment (ODI) by Residents in joint venture/ Wholly Owned Subsidiary abroad were not attracted during the period under review.
 - c) External Commercial Borrowings were not attracted to the company during the period under review.
 - d) As per the information and explanations provided by the Company and its officers, agents, and authorised representatives during the conduct of the secretarial audit, we report that the Company has not made any GDR/ADRs or any Commercial instrument during the period under review.
4. We further report that
- i. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 - ii. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
 - iii. Majority decision is carried through while the dissenting members' views if any, are captured and recorded as part of the minutes.
5. We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
6. We have relied on the information supplied and representation made by the Company and its officers for systems and mechanism followed by the Company for compliance under the applicable Acts, Laws and Regulations to the Company.

For **KRISHNA KUMAR & ASSOCIATES,**

Company Secretaries,

A. KRISHNA KUMAR

FCS: 5356

CP : 4707

Place: Hyderabad

Date: 5th July, 2017

This report is to be read with our letter of even date which is annexed as Annexure - III and forms an

NOTE : POINTS TO BE ATTACHED/INCLUDED IN DIRECTORS REPORT**Form No. AOC-2**

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

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

1. Details of material contracts or arrangements or transactions not at arm's length basis : NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts / arrangements / transactions
 - (c) Duration of the contracts / arrangements / transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188
2. Details of material contracts or arrangement or transactions at arm's length basis : NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts / arrangements / transactions
 - (c) Duration of the contracts / arrangements / transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

For and on behalf of the Board of Directors

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Place : Hyderabad

Date : 02.09.2017

A REPORT ON CORPORATE GOVERNANCE

[Pursuant to schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

In accordance with the Schedule V of the SEBI (LODR) Regulations, 2015 and some of the best practices followed internationally on corporate governance, the report containing the details of corporate governance systems and processes is as under :

a) COMPANY'S PHILOSOPHY

Sri Havisha Hospitality and Infrastructure Ltd. is committed to the highest standards of Corporate Governance in all its activities and processes. The driving forces of Corporate Governance at Sri Havisha Hospitality and Infrastructure Ltd are its core competence and core values - Belief in Core Competence, people, leadership, consumer orientation and pursuit of excellence and strive to achieve the best in all the fields.

b) BOARD OF DIRECTORS

i) Composition and Category of Directors:

The Board comprises of 8 Directors, who bring in a pool of collective knowledge from various disciplines. The Board has been constituted in a manner which will result in an appropriate mix of Independent and Non-Independent Directors. The Independent Directors bring independent judgment in the Board's deliberations and decisions. This has been done to preserve the independence of Board and effective discharge of its functions of Governance and Management. As on date the Board consists of Five (5) Independent Directors and Three (3) Executive/Promoter/Directors.

All the Independent Directors of the Company at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year give a declaration that they meet with the criteria of independence as provided under Companies Act, 2013 and Regulation 16 of SEBI (LODR) Regulations, 2015.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 committees [as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015] across all the companies in which he is a Director.

The names, categories of the Directors on the Board, their attendance at the Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships held by them in other companies are given below.

Name	Category	Designation	No. of meetings held during the last financial year	No. of meetings attended	No. of memberships in Boards of other Companies	Attendance of each Director at last AGM
Mr. D.V.Manohar	Promoter and Executive Director	Chairman and Managing Director	4	4	8	Yes
Dr. A. Balasetti	NRI Director	Director	4	1	1	No
Dr. Gorantla Govindaiah	NRI Director	Director	4	1	-	No
Mr. B.K. Sinha	Independent and Non-Executive Director	Director	4	3	2	Yes
Mr. R. Prabhakara Rao	Independent and Non-Executive Director	Director	4	4	1	Yes
Mr. V. Subrahmanyam	Independent and Non-Executive Director	Director	4	3	-	Yes
Mr. A.P. Vitthal	Independent and Non-Executive Director	Director	4	4	1	Yes
Ms. Deekshitha Dontamsetti	Woman Director Non-Independent	Director	4	1	-	No

(i) **Board Meetings :**

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board generally meets 4 times a year. The Directors are also given option of attending the Board Meeting through Video conferencing. During the year ended 31st March, 2017 the Board Meetings were held during the year on 30th May 2016, 8th August 2016, 12th November, 2016 and 13th February 2017. All relevant information as required under schedule II of the SEBI(LODR) Regulations, 2015 was placed before the Board from time to time.

(ii) **Shares held by Independent & Non-Executive Directors:**

None of the Independent and Non-Executive Directors held any Shares in the Company except Sri A.P. Vitthal, Independent Director, Dr. A. Balasetti and Dr. Gorantla Govindaiah, Non-Executive Directors, which is less than 2% of the total voting power of the company.

(iii) Directors seeking appointment:

Dr. A. Balasetti as Non-Independent Director who is liable to retire by rotation seeks re-appointment as a rotational director.

The Board of Directors at their duly held meeting on 2nd September 2017 recommended the re-appointment of Dr. A. Balasetti for his re-appointment on the rotational basis.

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on 25th March 2017 to review the performance of the Non-Independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties. The Independent Directors found the performance of Non-Independent Directors (including Chairman) and the Board as well as flow of information between the Management and the Board to be satisfactory.

EVALUATION OF THE BOARD'S PERFORMANCE

The Board has a formal mechanism for evaluating its performance and as well as that of its Committees and individual directors, including the Chairman of the Board based on the criteria laid down by Nomination and Remuneration Committee which included attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest, adherence to Code of Conduct and Business ethics, monitoring of regulatory compliance, risk assessment and review of internal control systems, etc.

i) Board Committees :

To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to the Committees of the Board set up for the purposes.

C AUDIT COMMITTEE**Composition and other details**

The Board has re-constituted its Audit Committee in accordance with Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The Composition of the Audit Committee is given below :

1. Mr. V. Subrahmanyam - Chairman (Independent Director)
2. Mr. A.P. Vitthal - Member (Independent Director)
3. Mr. B.K. Sinha - Member (Independent Director)
4. Mr. D.V. Manohar - Member (Chairman & Managing Director)

Terms of Reference

The Audit Committee reviews the audit reports submitted by the internal auditors,, statutory auditors, financial results, effectiveness of internal audit processes and the company's risk management strategy. Members possess adequate knowledge of Accounts, Audit, Finance, etc.

During the year under review, Mr. B.K. Sinha has attended 3 meetings, Mr. V. Subrahmanyam has attended 3 meetings, Mr. A.P. Vitthal has attended 4 meetings and Mr. D V Manohar has attended 4 meetings.

d) NOMINATION AND REMUNERATION COMMITTEE**Composition and other details**

Scope of Nomination and Remuneration Committee is to review the performance of the Managing Director, after considering the company's performance, recommends to the Board remuneration including salary, perquisites to be paid to the Managing Director. The Company has only one Managerial Personnel at present i.e. Managing Director.

The remuneration committee Reconstituted and at present consists of three independent directors and one Promoter Director viz.,

1. Mr. V. Subrahmanyam - Chairman (Independent Director)
2. Mr. A.P. Vitthal - Member (Independent Director)
3. Mr. B.K. Sinha - Member (Independent Director)
4. Mr. D.V. Manohar - Member (Chairman & Managing Director)

(iii) Remuneration Policy :

The Remuneration Committee of the Board of the Company generally decides and makes recommendations to the Board about the remuneration to be paid to the Directors. The remuneration recommended to the Directors are, subject to the approval of the Members of the Company in the General Meeting. The Managing Director is paid a remuneration of ₹ 11,52,000/- and perquisites during the year.

The non Executive Directors are paid a sitting fee of ₹ 10,000/- each for the Board Meetings held during the year.

e) SHAREHOLDER RELATIONSHIP COMMITTEE / INVESTORS' GRIEVANCE COMMITTEE

The Shareholder Relationship Committee looks into Shareholders' and investors' grievances.

As a measure of good Corporate Governance and to focus on the shareholders' grievances towards strengthening investor relations, an Investors' Grievance Committee, as a sub-committee to the

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

Board of Directors has been constituted. The Committee focuses on the strengthening of investor relations.

The Committee was re-constituted during the year as follows :

- | | | | |
|----|---------------------|---|---------------------------------------|
| 1. | Mr. B.K. Sinha | – | Chairman (Independent Director) |
| 2. | Mr. A.P. Vitthal | – | Member (Independent Director) |
| 3. | Mr. V. Subrahmanyam | – | Member (Independent Director) |
| 4. | Mr. D.V. Manohar | – | Member (Chairman & Managing Director) |

f) VENUE AND TIME OF THE LAST THREE ANNUAL GENERAL MEETINGS

Date	Venue	Time	No. of Special Resolutions	Members present by	
				Person	Proxy
30.09.2016	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	3	56	3
28.09.2015	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	1	58	6
29.09.2014	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	1	51	0

g) DISCLOSURES

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently and comply with material aspects with the accounting standards notified under section 133 of the Companies Act, 2013

There are no materially significant related party transactions i.e. transactions, material in nature, with its promoters, the Directors or the Management, their subsidiaries or relatives etc., having potential conflict with the interests of the company at large.

h) MEANS OF COMMUNICATION

The Company has a website viz., www.shrishakti.com. The annual financial results are posted on the Company's website for the information of its shareholders. The audited financial results are generally published in the leading English Dailies and as well as in the vernacular (Telugu) Newspaper.

All material information about the Company is promptly sent through mail to the Indian Stock Exchanges where the Company's shares are listed and released to the Press for information of the public at large.

i) VIGIL MECHANISM

To strengthen its policy of corporate transparency, the company has established an innovative and empowering mechanism for employees. Employees can report to the Management their concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

j) GENERAL SHAREHOLDERS INFORMATION**(a) Annual General Meeting**

The 24th Annual General Meeting of the Company will be held on 27th September, 2017 at Hari Hara Kala Bhavan, S.P. Road, Secunderabad - 500 003.

(b) Financial results were approved as follows :

Un-audited

- First Quarter - August, 2016
- Second Quarter - November, 2016
- Third Quarter - February, 2017

Audited

- Fourth Quarter - May, 2017

(c) Book closure on 26th & 27th September, 2017**(d) During the year the main objects of the company have been altered so as to include the Hospitality business and also the name of the company has been changed from "Shri Matre Power and Infrastructure Limited" to "Sri Havisha Hospitality and infrastructure Limited" to be in tune with the altered objects after obtaining the members approval through postal ballot process and other statutory approvals.**

Accordingly, Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s) and Certificate of Incorporation pursuant to Name Change have been received from Registrar of Companies, Hyderabad, Telangana State on 7th October 2016 and 4th November 2016 respectively.

(e) The shares of the Company after capital reduction are listed on :

- a) BSE Ltd. and National Stock Exchange of India Ltd.,
- b) The management has been vigorously following it up with both the exchanges for revocation of suspension on trading of our securities at both the Exchanges and it is expected that the suspension will be lifted shortly.
- c) Depository for Equity Shares : NSDL and CDSL.
ISIN for the Company's Equity Shares : INE 293 B 01029
STOCK CODE : BSE : 531322
NSE : SHAKTIGAS

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

k) MARKET PRICE DATA : From 01.04.2016 to 31.03.2017

During the period reported, the trading of company's shares is suspended.

l) REGISTRAR AND SHARE TRANSFER AGENT :

M/s. XL Softech Systems Ltd., whose address is given below has been appointed as Registrar & Share Transfer Agents for looking after the work related to Share registry for both physical and electronic modes.

XL SOFTECH SYSTEMS LTD.,

3, Sagar Society, Banjara Hills,

Hyderabad - 500 034.

Tel : 91-040-23545913 / 14 /15

Fax : 91-040-23553214

E-mail : xlfield@gmail.com

Website : www.xlsoftech.org

m) SHARE TRANSFER SYSTEM

The Board has appointed the RTA XL Softech Systems Ltd, as Registrar and Share Transfer Agents for physical transfer of securities as well as dematerialization / rematerialization of securities.

n) DISTRIBUTION OF SHAREHOLDING

From	Range		No. of Shareholders		Share Amount	
	To		No.	%	In Rs.	%
Upto	5000		1248	10.83	573030	0.19
5001	-	10000	1237	10.74	1733604	0.56
10001	-	20000	4198	36.44	12690802	4.13
20001	-	30000	2464	21.39	13608120	4.43
30001	-	40000	253	2.20	1792970	0.58
40001	-	50000	277	2.40	2469768	0.80
50001	-	100000	902	7.83	12066636	3.93
100001 & Above			940	8.16	262136670	85.38
Total			11519	100.00	307071600	100.00

o) OUTSTANDING GDRs/ADRs etc.

The Company has not issued any GDRs / ADRs and there are no outstanding warrants or any convertible instruments.

p) REGISTERED OFFICE/ADDRESS FOR CORRESPONDENCE

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

Venus Plaza, Begumpet, Hyderabad-500 016

Phone : 040-27902929 ; Fax : 040-27908989

Email : info@shrishakti.com

Website: <http://www.shrishakti.com//>

q) PLANT LOCATION

- (a) Kakinada : SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED.
Nemam (Village), Beach Road, Kakinada
Phone : 0884-6563346

It is hereby confirmed that the Board and senior management personnel have affirmed compliance with the code of conduct for the financial year 2016-17.

for and on behalf of the Board of Directors

Place : Hyderabad

Date : 02.09.2017

Sd/-

D. V. Manohar

Chairman & Managing Director

CEO & CFO CERTIFICATION

We, D.V.Manohar, Chairman & Managing Director and V. Padmanabham, Chief Financial Officer, to the best of our knowledge and belief, do hereby certify that

1. We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief,
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. 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 violative of the Company's code of conduct.
3. We accept the responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we 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 that the steps they have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee.
 - i) The significant changes if any in internal control over financial reporting during the year,
 - ii) The significant changes in accounting policies if any during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-

D.V.Manohar
Chairman & Managing Director

Sd/-

V.Padmanabham
Chief Financial Officer

Place : Hyderabad

Date : 02.09.2017

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

Pursuant to the schedule V (Part D) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, I hereby declare that all the Directors and designated employees in the senior management of the company have affirmed compliance with the respective codes for the Financial Year ended March 31, 2017.

Sd/-

D.V.Manohar

Chairman & Managing Director

Place : Hyderabad

Date : 02.09.2017

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

[Requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Members of
Sri Havisha Hospitality and Infrastructure Limited
Hyderabad.

We have examined the compliance of conditions of corporate governance by Sri Havisha Hospitality and Infrastructure Limited for the year ended 31.03.2017 as per the relevant provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period from 1st April 2016 to 31st March 2017.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for examining 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 to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that generally no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

For VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS

Place: Hyderabad
Date : 02.09.2017

Sd/-
(P.V.SRI HARI)
Partner
M.No.21961

INDEPENDENT AUDITORS' REPORT

To

The Members,

Sri Havisha Hospitality & Infrastructure Limited,
Hyderabad.

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of Sri Havisha Hospitality and Infrastructure Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss for the year then ended on that date, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters 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 the 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the 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:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- (b) in the case of the Statement of Profit and Loss, of the Profit of the Company 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, issued by the Central Government of India in term 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 the 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 appears from our examination of those books.
 - c. The Balance Sheet and the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- e. On the basis of written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with 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. There are no pending litigations for the company that will impact the financial position of the company;
 - ii. There are no foreseeable losses on long-term contracts including derivative contracts;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

FRN : 004671S

Place: Hyderabad
Date : 29.05.2017

**For VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS**

**Sd/-
(P.V.SRI HARI)
Partner
M.No.021961**

ANNEXURE 'A' TO INDEPENDENT AUDITORS' REPORT

The Annexure 'A' referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March, 2017, we report that :

- (i) In respect of its fixed assets :
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets, on the basis of available information.
 - b. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such physical verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) In respect of Inventories
 - a. The inventories have been physically verified by the management during the year.
 - b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - c. According to the information and explanation given to us, the Company is maintaining proper records of inventory. There was no material discrepancies noticed on physical verification of inventory as compared to book record.
- (iii) The Company has not granted loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act")
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public.
- (vi) We have been informed that, though maintenance of Cost Records has been prescribed by the Central Government for the company's product, the maintenance of such records are not applicable to the Company as the aggregate value of the turnover does not exceed the threshold limit prescribed.
- (vii) In respect of Statutory
 - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax or Cess and other material statutory dues which were in arrears as at 31, March 2017 for a period of more than six months from the date they became payable.

- b) According to the information given to us and records of the company examined by us, the particulars of Income tax, Sales Tax, Value Added Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty or Cess as at 31st March, 2017 which have not been deposited on account of any disputes pending are as under :

Sl. No.	Name of the Statute Nature of the Dues	Period to which the Amount relates	Forum where Dispute is pending	Amount ₹ in Lakhs
EXCISE DEPARTMENT				
1.	Customs Duty	2010-2011	CESTAT	352.77

- (viii) According to the information and explanation given to us and on the basis of examination of records, the Company has not defaulted in the repayment of loans along with interest to the banks during the year.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of public issue. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) In our opinion and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year, that causes the financial statements to the material misstated.
- (xi) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of equity shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

For VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS

Sd/-

(P. V. SRI HARI)

Partner

M.No.021961

Place : Hyderabad

Date : 29.05.2017

ANNEXURE - 'B' TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **Sri Havisha Hospitality and Infrastructure Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

The company needs to document its procedures and controls vis a vis Internal controls Over Financial Reporting.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For VENUGOPAL & CHENoy
CHARTERED ACCOUNTANTS**

Sd/-

(P. V. SRI HARI)

Partner

M.No.021961

Place : Hyderabad
Date : 29.05.2017

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

STATEMENT OF ASSETS AND LIABILITIES OF SHI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

	Note No.	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
I EQUITY & LIABILITIES			
1. Share Holders Funds			
a. Share Capital	2.1	307,071,600	307,071,600
b. Reserves & Surplus	2.2	-113,595,871	1,157,705
2 Non-Current Liabilities			
a. Long Term Borrowings	2.3	0	2,158,467
3. Current Liabilities			
a. Trade Payables	2.4	6,014,834	2,844,034
b. Other Current Liabilities	2.5	83,524,850	79,512,205
Total		283,015,413	392,744,011
II ASSETS			
1. Non-Current Assets :			
a. Fixed Assets :			
Tangible Assets	2.6	62,722,308	155,465,137
b. Long-Term Loans and Advances	2.7	565,051	3,565,051
c. Other Non-Current Assets	2.8	162,314,395	173,455,089
2. Current Assets :			
a. Inventories	2.9	56,454,543	56,454,543
b. Trade Receivables	2.10	0	2,745,487
c. Cash and Cash Equivalents	2.11	51,169	150,675
d. Short Term Loans and Advances	2.12	907,947	908,029
Total		283,015,413	392,744,011
Significant Accounting Policies and Notes to Accounts	2.17		

Our Report Attached

For VENUGOPAL & CHENYOY,
Chartered Accountants,Sd/-
(CA P.V.SRI HARI)
Partner
Membership No.21961Sd/-
(CS T.Lalitha Devi)
Company Secretary

For and on behalf of the Board,

Sd/-
(D.V.MANO HAR)
Chairman & Managing DirectorSd/-
(B.K.SINHA)
Director

Place : Hyderabad

Date : 29.05.2017

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2017

	Note No.	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
REVENUE :			
Revenue from Operations	2.13	0	0
Other Income	2.14	23,875	0
Profit on sale of Asset		0	0
Amounts written back		0	0
Total Revenue		23,875	0
EXPENSES :			
Loss on Sale of Assets		51,270,811	
Employee Benefit Expenses	2.15	2,858,365	3,106,819
Administrative & Other Expenses	2.16	39,045,156	4,660,256
Depreciation	2.6	21,603,119	27,455,546
Total Expenses		114,777,451	35,222,621
Loss for the year		-114,753,576	-35,222,621
Add : Balance brought forward from previous year		-66,722,9853	-31,500,364
Balance Carried to Balance Sheet		-181,476,561	-66,722,985
Significant Accounting Policies and Notes to Accounts	2.17		

Our Report Attached

For VENUGOPAL & CHENOY,
Chartered Accountants,

Sd/-

(CA P.V.SRI HARI)
Partner
Membership No.21961

Sd/-

(CS T.Lalitha Devi)
Company Secretary

For and on behalf of the Board,

Sd/-

(D.V.MANO HAR)
Chairman & Managing Director

Sd/-

(B.K.SINHA)
Director

Place : Hyderabad

Date : 29.05.2017

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
NOTE - 2.1 : SHARE CAPITAL		
Authorised Capital :		
30,00,00,000 Equity Shares of ₹ 2/- each	600,000,000	600,000,000
Total	600,000,000	600,000,000
Issued and Subscribed Capital		
16,03,57,200 Equity Shares of ₹ 2/- each	320,714,400	320,714,400
Total	320,714,400	320,714,400
Paid up Capital :		
15,35,35,800 Equity Shares of ₹ 2/- each fully paid	307,071,600	307,071,600
Total	307,071,600	307,071,600

Additional Notes :

1. No New Shares were issued during the year.
2. The details of shares in the company held by each shareholder holding more than 5% of total Shares.

Name of the Shareholder	As at 31 st March 2017		As at 31 st March 2016	
	% of Shareholding	No.of Shares	% of Shareholding	No.of Shares
1. NRI Prosperity Limited	13.499	20,725,500	13.499	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.897	12,126,105	7.897	12,126,105

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

NOTE 2.2 : RESERVES & SURPLUS

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
A .Capital Reserve		
As per Last Balance Sheet	2,000,000	2,000,000
Add : Profit on forfeiture of Shares	10,232,100	10,232,100
B Revaluation Reserve		
As per last year Balance Sheet	33,167,960	33,167,960
C. General Reserve		
Opening Balance	22,480,630	22,480,630
D : Profit & Loss Account as per annexure (B)	-181,476,561	-66,722,985
Add : Depreciation pertaining to earlier years	0	0
Total	-181,476,561	-66,722,985
Total	-113,595,871	1,157,705

NOTE 2.3 : LONG TERM BORROWINGS

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
Security Deposit From Dealers	0	2,158,467
Total	0	2,158,467
Additional Notes :		
Unsecured	0	2,158,467

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
NOTE - 2.4 : TRADE PAYABLES		
Outstanding dues of Micro and Small Enterprises	0	0
Other than Micro and Small Enterprises	6,014,834	2,844,034
Total	6,014,834	2,844,034

Disclosure relating to Micro and Small Enterprises:

i)	(a) The principal amount remaining unpaid to the supplier as at the end of the year	NIL	NIL
	(b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year	NIL	NIL
ii)	the amount of interest paid in terms of Section 16, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
iii)	the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the day during the year but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
(iv)	the amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
(v)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

NOTE - 2.5 : OTHER CURRENT LIABILITIES

Other Payables	19,024,850	15,012,205
Others	64,500,000	64,500,000
Total	83,524,850	79,512,205

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

NOTE 2.6 - FIXED ASSETS

(₹)

DESCRIPTION OF ASSET	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	AS AT	ADDITIONS	DELETIONS/	AS AT	FOR THE	DELETIONS/	UPTO	AS AT	AS AT
	01.04.2016	31.03.2017	ADJUSTMENTS	01.04.2016	PERIOD	ADJUSTMENTS	31.03.2017	31.03.2017	31.03.2016
LAND/DEVELOPMENT	47,100,780	0	0	47,100,780	0	0	0	0	47,100,780
47,100,780									
BUILDINGS-FACTORY	17,491,230	0	17,491,230	12,615,029	0	438,155	13,053,184	0	0
4,876,201									
BUILDINGS-OTHERS	22,169,968	0	22,169,968	7,379,416	0	271,028	7,650,444	0	0
14,790,552									
PLANT & MACHINERY	558,104,596	0	418,758,526	139,346,070	20,857,520	366,445,285	123,819,226	155,26,844	88,697,605
COMPUTERS	3,770,925	131,100	0	3,902,025	36,416	0	3,807,341	94,684	0
TOTAL	648,637,499	131,100	-458,419,724	190,348,875	493,172,362	387,148,913	127,626,567	62,722,308	155,465,137
PREVIOUS YEAR	1,100,184,663	0	0	1,100,184,663	917,263,980	27,455,546	0	944,719,526	155,465,137
									182,920,683

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
NOTE - 2.7 : LONG TERM LOANS & ADVANCES		
Deposits		
Deposits with Government Bodies	565,051	3,565,051
Total	565,051	3,565,051
Secured, Considered Good	0	0
Unsecured, Considered Good	565,051	3,565,051
Doubtful	0	0

NOTE - 2.8 : OTHER NON-CURRENT ASSETS

Other Advances and Deposits	95,712,291	106,747,568
Staff Advances & Employee Loans	2,104	107,521
Others	66,600,000	66,600,000
Total	162,314,395	173,455,089
Secured, Considered Good	0	0
Unsecured, Considered Good	162,314,395	173,455,089
Doubtful	0	0

NOTE - 2.9 : INVENTORIES

Stock of Cylinders, Regulators, Steel and ACK Spares	56,293,543	56,293,543
Finished Good	161,000	161,000
Total	56,454,543	56,454,543

Inventories are valued at cost or NRV whichever is lower

NOTE - 2.10 : TRADE RECEIVABLES

Outstanding for a period exceeding six months	0	2,745,487
Others	0	0
Total	0	2,745,487

Notes :

Particulars of Trade Receivables

Secured, Considered Good	0	0
Unsecured, Considered Good	0	2,745,487
Doubtful	0	0

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
--	--	--

NOTE - 2.11 : CASH & BANK BALANCES**Cash & Cash Equivalents****Balances with Banks :**

- In Current Accounts	50,437	123,900
Cash on hand	732	26,775
Total	51,169	150,675

NOTE - 2.12 : SHORT TERM LOANS & ADVANCES

Advance Income Tax & TDS (Net of Provision)	907,947	908,029
Total	907,947	908,029

Secured, Considered Good	0	0
Unsecured, Considered Good	907,947	908,029
Doubtful	0	0

NOTE - 2.13 : REVENUE FROM OPERATIONS

Sale of LPG	0	0
Total	0	0

NOTE - 2.14 : OTHER INCOME

Bottling Charges	0	0
Sale of Cylinders	0	0
Interest received on Electricity deposit - KKD	23,875	0
Total	23,875	0

	Figures at the end of March 31, 2017 ₹	Figures at the end of March 31, 2016 ₹
NOTE - 2.15 : EMPLOYEE BENEFIT EXPENSES		
Salaries & Wages	2,803,827	3,043,499
Contribution to Provident Fund & Other Funds		
Provident Fund, EPS & EDLI	51,538	60,820
Staff Welfare Expenses	3,000	2,500
Total	2,858,365	3,106,819

NOTE - 2.16 : ADMINISTRATIVE & OTHER EXPENSES

Insurance	34,079	19,690
Rates & Taxes	1,238,792	340,661
Payments to Auditors		
As Auditors	60,000	60,000
For Taxation Matters	15,000	15,000
Sundries		
Security Charges	521,403	620,088
Travelling Expenses	732,241	125,016
Advertisement & Publicity	34,798	46,946
Postage, Telephone & Telex	34,052	45,805
Printing & Stationery	9,745	61,480
Bank Charges & Commission	5,047	4,292
Legal & Professional Fees	824,747	969,070
Transport & Conveyance	70,885	106,390
Power & Fuel	412,039	417,367
Repairs		
Machinery	51,860	37,531
Others	3,281	17,180
Amounts Written Off	30,525,668	0
Listing Fee	3,107,271	0
Office Maintenance	294,051	319,217
Directors Sitting Fee	172,000	187,000
RTA Charges	77,417	89,545
AGM Expenses	365,098	326,993
Miscellaneous Expenses	455,682	850,985
Total	39,045,156	4,660,256

NOTES ON ACCOUNTS SCHEDULE

2.17 ACCOUNTING POLICIES :

1. BASIS OF ACCOUNTING :

Financial Statements are prepared under historical cost convention, on accrual basis.

2. FIXED ASSETS :

Fixed Assets are stated at cost less accumulated depreciation plus revaluation done on the basis of technical evaluation. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use.

3. DEPRECIATION :

Depreciation on Fixed Assets provided as per the rates prescribed in Schedule - II to the Companies Act, 2013.

4. INVENTORY VALUATION:

- a) Raw Materials and Stores and Spares are valued at cost.
- b) Finished goods are valued at lower of cost or net realisable value.
- c) Cylinders, Valves, Adaptors, Regulators and Steel are classified under stores and spares (Current Assets) and are valued at cost.

5. INCOME RECOGNITION:

- a) Sales are inclusive of all taxes wherever applicable, and net of returns.
- b) Sales are accounted on dispatch of goods.
- c) Income on services is recognized on release of regulators.

6. PRIOR PERIOD ADJUSTMENTS:

Expenditure / Income relating to prior period not exceeding ₹10,000/- in each case is debited/ credited to relevant Heads of Account.

7. PREPAID EXPENSES:

Prepaid expenses not exceeding ₹10,000/- in each case are charged to revenue in the year of incurrence.

8. FOREIGN CURRENCY TRANSACTIONS :

Foreign Currency transactions are accounted at equivalent rupee value.

9. CLAIMS:

Claims are accounted on receipt / acceptance.

10. INVESTMENT SUBSIDY:

Subsidies received from Governments, both Central and State, and from any other appropriate authorities, which are in the nature of capital receipt, are credited to Capital Reserve.

2.18 NOTES ON ACCOUNTS

1. CONTINGENT LIABILITIES

	As on 31.03.2017 (₹)	As on 31.03.2016 (₹)
Differential Customs Duties demanded by Customs authorities pending in Appeals	35,277,000	35,277,000

2. As the operations of the company by the way of bottling of LPG are going on and as the company has various new scheme of activities and plans for the future, the accounts of the Company for the year are drawn up 'on going concern' basis.
3. Balances standing to the debit/credit of parties are subject to reconciliation by the company confirmation by them and review by the Company.
4. "Other Non-Current Assets" represent amount encashed by The Kerala State Co-operative Consumer Federation Ltd. from State Bank of Hyderabad and Punjab National Bank by invoking guarantees given in their favour by the company and are considered good and recoverable by the Company, and the Company has filed a suit for the recovery of the amount.
5. All Current Assets as at 31.03.2017 have a value on realization in the ordinary course of business atleast value equal to amounts at which they have been stated in the Balance Sheet as on that date.

6. Quantitative details and value of consumption of materials, opening and closing stock.

	2016 -17			2015 -16		
	KKD	HYD	B'LORE	KKD	HYD	B'LORE
i. Annual Installed Capacity (MT)	0	0	0	0	0	0
ii. Production (MT)	-	0	0	-	0	0
iii. Capacity Utilisation Bottling of LPG (MT)%	-	0	0	-	0	0

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

	2016 -17		2015 -16	
	Qty. MT	Value (₹)	Qty. MT	Value (₹)
iv. Opening Stock of LPG	0	0	0	0
v. Closing Stock	0	0	0	0
vi. Turnover : Bottled LPG	0	0	0	0

	2016-17		2015 -16	
	Qty. Nos.	Value (₹)	Qty. Nos.	Value (₹)
vii. Auto Conversion Kits				
- Closing Stock of Kits	23	161000	23	161000
- Kits Turnover	0	0	0	0

7. Managerial Remuneration (₹)

	2016 -17		2015 -16	
	Salary (₹)	Perks (₹)	Salary (₹)	Perks (₹)
Managing Director	11,52,000	1,80,000	11,52,000	1,80,000

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

9. Segment information for the year ended 31st March 2017

(I) Information about Primary Business Segments (₹)

	Liquified Petroleum Gas		Auto Conversion Kits		Total	
	2017	2016	2017	2016	2017	2016
Revenue						
External	0	0	0	0	0	0
Inter segment	0	0	0	0	0	0
Total Revenue	0	0	0	0	0	0
Result						
Segment result	-114753576	-35222621	0	0	-114753576	-35222621
Unallocated expenditure net of unallocated income	0	0	0	0	0	0
Interest expenses	0	0	0	0	0	0
Interest income	0	0	0	0	0	0
Provision for Taxation	0	0	0	0	0	0
Profit/(loss) after taxation and before exceptional items	-114753576	-35222621	0	0	-114753576	-35222621
Exceptional items	0	0	0	0	0	0
Net Profit/loss	-114753576	-35222621	0	0	-114753576	-35222621
Other information						
Segment assets	282568413	392297011	447000	447000	283015413	392744011
Segment Liabilities	88295684	83270706	1244000	1244000	89539684	84514706
Capital Expenditure	0	0	0	0	0	0
Depreciation	21603119	27455546	0	0	27455546	27455546
Non-cash expenses other than depreciation	0	0	0	0	0	0

(II) Notes :-

(i) The company is organized into two main business segments namely

- Liquified Petroleum Gas - Comprising of Bulk and Packed LPG
- Auto Conversion Kits - LPG conversion kits for three wheelers

Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns, the organization structure, and the Internal financial reporting system

(ii) Segment Revenue in each of the above domestic business segments primarily includes sales and bottling charges

(iii) Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

10. Related Party Disclosures :

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures" issued by the institute of Chartered Accountants of India are given below :

1) Key Management Personnel :**Directors :**

- a) Mr.D.V.Manohar
- b) Sitting fee of ₹ 1,72,000 (Previous Year - ₹ 1,87,000) was paid during the year to all the Directors (except Managing Director) for attending the Board Meetings.

11. Related parties

- a) M/s. Shri Shakti Resorts & Hotels Limited
- b) M/s. Shri Shakti Cylinders Private Limited

The company during the year had no transactions with the above related parties.

Previous Year's figures have been re-grouped/re-classified/re-stated as far as practicable and wherever necessary to confirm with current year presentation.

12. Amounts have been rounded off to the nearest thousands.

For VENUGOPAL & CHENOY,
Chartered Accountants,

Sd/-

(CA P.V.SRI HARI)

Partner

Membership No.21961

For and on behalf of the Board,

Sd/-

(D.V.MANO HAR)

Chairman & Managing Director

Sd/-

(CS T.Lalitha Devi)

Company Secretary

Sd/-

(B.K.SINHA)

Director

Place : Hyderabad

Date : 29.05.2017

BALANCE SHEET ABSTRACT AND A COMPANY'S GENERAL BUSINESS PROFILE**I. Registration Details**State Code Registration No. Balance Sheet Date **II. Capital Raised during the year (Amount in ₹)**

Public Issue

Rights Issue

Bonus Issue

Private Placement

III. Position of Mobilisation and Deployment of Funds (Amount in `Thousands)

Total Liabilities

Total Assets

Sources of Funds

Paid-up Capital

Reserves & Surplus

Secured Loans

Unsecured Loans

Application of Funds

Net Fixed Assets

Investments

Net Current Assets

Misc. Expenditure

Accumulated Losses

IV. Performance of Company (Amount in ` Thousands)

Turnover

Total Expenditure

+ -

Profit / Loss Before Tax + - Profit / Loss After Tax

(Please tick appropriate box + for Profit - for Loss)

Earning per Share in Rs.

Dividend

V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No. 0 0 0 0 0 0 2 9 0 1

(ITC Code)

Product Description LIQUIFIED PETROLEUM GAS

Item Code No. 0 0 0 0 0 0 8 4 1 0

(ITC Code)

Product Description LPG CYLINDERS

Item Code No. 0 0 0 0 0 0 8 4 1 0

(ITC Code)

Product Description LPG REGULATORS

For and on behalf of the Board

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Sd/-

B.K.SINHA

Director

Place : Hyderabad

Date : 29.05.2017

(Formerly SHRI MATRE POWER & INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CASH FLOW STATEMENT OF SRI HAVISHA HOSPITALITY & INFRASTRUCTURE LIMITED AS AT 31ST MARCH, 2017

	YEAR ENDED 31.03.17	YEAR ENDED 31.03.16
	₹	₹
A. Cash Flow From Operating Activities		
Profit/Loss Before Tax And Extraordinary Items	-114,753,576	-35,222,621
Adjustments For:		
Depreciation	21,603,119	27,455,546
Foregin Exchange	0	0
Investments	0	0
Interest / Dividend	0	0
	<u>21,603,119</u>	<u>27,455,546</u>
Operating Profit/Loss Before Working Capital Changes	-93,150,457	-7,767,075
Adjustments For :		
Trade And Other Receivables	2,745,487	0
Inventories	0	0
Trade Payables	5,024,978	26,412,831
	<u>7,770,465</u>	<u>26,412,831</u>
Cash Generated From Operations	-85,379,992	18,645,756
B. Cash Flow From Investing Activities		
Addition of Assets	-131,100	0
Reduction of Assets	-71,270,810	71,139,710
Net Cash Used In Investing Activities	0	-14,240,282
C. Cash Flow From Financing		
Payment of Long Term Borrowings	0	0
Increase in Non-Current Assets	14,140,776	-18,944,289
Net Cash Used In Financing Activities	14,140,776	-18,944,289
Net Increase In Cash And Cash Equivalents	-99,506	-298,533
Cash And Cash Equivalent As At 1.4.16	150,675	0
Cash And Cash Equivalent As At 31.3.17	51,169	150,675

For and on behalf of the Board of Directors

Place : Hyderabad
Date : 29.05.2017

Sd/-
D.V.Manohar
Chairman & Managing Director

Sd/-
B.K.Sinha
Director

Auditor's Certificate

We have verified the above Cash Flow Statement compiled from the audited financial statements of M/s Sri Havisha Hospitality and Infrastructure Ltd. for the years ended 31.03.2017 and 31.03.2016. According to the information and explanations given to us, the above cash flow statement has been prepared in consonance with the applicable accounting standards on cash flow statements issued by the Institute of Chartered Accountants of India and found the same to be in accordance with the requirements of the amended clause 32 of the Listing Agreement with the Stock Exchanges.

For Venugopal & Chenoy
Chartered Accountants

Sd/-
(CA P.V.Sri Hari)
Partner
M.No. 21961

Place : Hyderabad
Date : 29.05.2017

ATTENDANCE SLIP

24th Annual General Meeting

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LTD

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN L40102TG1993PLC015988

Registered Office : Venus Plaza, Adjacent to Airport,

Begumpet, S.P. Road, Hyderabad - 500 016

Ph : 040-27902929/Fax : 040-27908989 ;

Email : info@shrishakti.com Website: <http://www.shrishakti.com//>

Date	Venue	Time
27 th September, 2017	Hari Hara Kala Bhavan, S.P. Road, Secunderabad	11.00 A.M

Name of the Shareholder	Folio/DP & Client ID No.	No.of shares

I Certify that I am a registered shareholder of the Company, holding above mentioned shares in the Company, and hereby record my presence at the 24th Annual General Meeting of the Company.

Member's/Proxy Signature

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

24th Annual General Meeting

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LTD

(Formerly SHRI MATRE POWER AND INFRASTRUCTURE LIMITED & SHRI SHAKTI LPG LTD.)

CIN L40102TG1993PLC015988

PROXY FORM

Registered Office : Venus Plaza, Adjacent to Airport, Begumpet, Hyderabad - 500 016

Phone : 040-27902929 / Fax : 040-27908989 ; Email : info@shrishakti.com ;

Website: <http://www.shrishakti.com//>

FORM NO. MGT - 11

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

Name of the Member (s)

Email id :

Registered Address

Folio No/Client id

DP ID*

I/We being the Member (s) of _____ shares of M/s Sri Havisha Hospitality and
Infrastructure Ltd, hereby appoint :

1).....of.....having e-mail id.....or failing him/her

2).....of.....having e-mail id.....or failing him/her

3).....of.....having e-mail id.....or failing him/her

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for
me/us and on my/our behalf at the 24th Annual General Meeting of the Company, to be held
on Wednesday, 27th September 2017 at 11.00 A.M. at Hari Hara Kala Bhavan, S.P. Road,
Secunderabad and at any adjournment thereof in respect of such resolutions as are indicated
below :

S.No	Resolutions	For	Against
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2017 - Ordinary Resolution		
2.	To appoint Dr.A.Balasetti who retires by rotation - Ordinary Resolution		
3.	To appoint Statutory Auditors in place of the retiring Statutory Auditors - Ordinary Resolution.		

Signed this.....day of.....2017

Signature of Shareholder

Signature of Proxy holder(s)

Note :

The Proxy need not be a member of the Company.

The proxy form duly signed across Revenue Stamp should reach the Company's Registered Office atleast 48 hours before the time of the meeting.

PRINTED MATTER

If Undelivered, please return to :

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED
(Formerly SHRI MATRE POWER & INFRASTRUCTURE LTD. and SHRI SHAKTI LPG LIMITED)

Venus Plaza,
Adjacent to Old Airport,
Begumpet, S.P. Road,
Hyderabad - 500 016 Telangana
INDIA

SHRI MATRE POWER & INFRASTRUCTURE LTD.

(formerly Shri Shakti LPG Ltd.)

(CIN L40102TG1993PLCO15988)

Dated 17th December 2016

The Corporate Relations Department
BSE LIMITED
25th Floor, Dalal Street
P.J. Towers
Mumbai – 400001
SCRIP CODE : 531322

NATIONAL STOCK EXCHANGE
Exchange Plaza, 5th Floor
Plot No. C/I, G Block
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 001
Name of the Scrip: SHAKTIGAS

Dear Sir/Madam,

Sub: SUBMISSION OF ANNUAL REPORT U/R 34 OF LODR REGULATIONS
2015 – SCRIP CODE SHAKTIGAS & 531322 – REG.

Pursuant to Regulation 34 of the SEBI (LODR) Regulations 2015 please find enclosed the 23rd Annual Report of the Company for the Financial Year ending 31st March 2016.

Kindly take the compliance U/R 33 on to the record.

For Shri Matre Power and Infrastructure Ltd.
(formerly Shri Shakti LPG Ltd.)


(CS Lalitha Devi T.)
Company Secretary

Venus Plaza, Begumpet, Hyderabad – 500 016, INDIA
Tel. +91-40-27902929. Fax: +91-40-66543008, www.shrishakti.com
Tel: Direct: +91-40-27904545, Email: manohar@shrishakti.com

(Formerly SHRI SHAKTI LPG LTD.)

BOARD OF DIRECTORS	Mr.D.V.Manohar	Chairman & Managing Director
	Mr.B.K.Sinha	Independent Director
	Mr.R.Prabhakar Rao	Independent Director
	Dr.A.Balasetti	Director
	Dr.Gorantla Govindaiah	Independent Director
	Mr.V.Subrahmanyam	Independent Director
	Mr.A.P.Vitthal	Independent Director
	Ms.Deekshita Dontamsetti	Woman Director
COMPANY SECRETARY	Ms.T.Lalitha Devi	
AUDITORS	M/s.Venugopal & Chenoy Chartered Accountants Hyderabad.	
BANKERS	Allahabad Bank	
REGISTRARS & SHARE TRANSFER AGENTS	M/s.XL Softech Systems Ltd 3, Sagar Society Road No.2, Banjara Hills, Hyderabad - 500034 (Telangana) Tel : 91-40-23545913/14/15 Fax : 91-40-23553214	
REGISTERED OFFICE	Venus Plaza, Adjacent to old Airport, Begumpet, S.P. Road, Hyderabad - 500016 (Telangana) Tel : 91-40-27902929 Fax: 91-40-27908989	
PLANT	Nemam Village, Beach Road, Kakinada - 533005 (A.P)	

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF SHRI MATRE POWER AND INFRASTRUCTURE LIMITED WILL BE HELD ON FRIDAY, THE 30TH SEPTEMBER 2016 AT 10:30 A.M. AT HARI HARA KALA BHAVAN, S.P. ROAD, SECUNDERABAD TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS :

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March 2016 including Audited Balance Sheet as at 31st March 2016 and Statement of Profit and Loss Account for the year ended on that date and the reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Ms. Deekshita Dontamsetti (DIN 06941753), Woman Director (Non-Independent), who retires by rotation and being eligible, offers herself for re-appointment.
3. To ratify the appointment of M/s. Venugopal & Chenoy., Chartered Accountants, Hyderabad (Firm Regn. No. 0046715) as approved by Members at the Twenty First Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of Twenty Fourth Annual General Meeting, and remuneration to be fixed by Board based on the recommendation of the Audit Committee for the financial year ending 31st March 2017.

SPECIAL BUSINESS :

4. To appoint Dr.Gorantla Govindaiah as Director (Independent) of the Company.

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

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161(1) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV to the Act, as amended from time to time, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Dr. Gorantla Govindaiah (DIN 00139453), who was appointed as Additional Director (Independent) on the Board during the year and who holds office upto this date of Annual General Meeting and in respect of whom the company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director (Independent) of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, with effect from 30th September 2016 upto 28th Annual General Meeting of the Company to be held in 2021."

5. To appoint Dr. A.Balasetti as Director of the Company (Non-Independent)

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. A. Balasetti (DIN 07361951), who was appointed as Additional Director (Non-Independent) on the Board during the year and who holds office upto this date of Annual General Meeting and in respect of whom the company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director (Non-Independent) of the Company whose term of office shall be liable for determination by retirement of directors by rotation."

6. To appoint Mr.A.P.Vitthal as Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Mr. Abburu Panduranga Vitthal (DIN 00061080), a Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, with effect from 30th September 2016 upto 28th Annual General Meeting of the Company to be held in 2021.".

By Order of the Board

Sd/-

T.Lalitha Devi

Company Secretary

PLACE : HYDERABAD

DATE : 08-08-2016

NOTE :

1. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy and the Proxy so appointed need not be a Member of the Company.
2. The Proxy forms in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. The Register of Members and Share Transfer Books of the company will remain closed on 30th September 2016 for the purpose of Annual General Meeting.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
6. Members are requested to notify any change of address:
 - a. To their depository participants (DP) in respect of shares held in dematerialized form, and
 - b. To Registrar and Share Transfer Agent of the Company - M/s. XL Softech Pvt. Ltd. at the address given in the annual report, in respect of shares in physical form, to notify their change of address/residential status/email-id, etc., if any, under their signatures and quoting respective folio number.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible.
8. Members are requested to bring their Client ID and DP ID or Folio Numbers, as may be applicable, for easy identification of attendance at the meeting.
9. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
10. Kindly bring your copies of the Annual Report to the meeting.
11. In terms of Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company's Registrar and Transfer Agents whose e-mail id is xlfield@gmail.com mentioning the Company's name, so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
12. Electronic copy of the Annual Report for the financial period ended 31.03.2016 is being sent to all the members whose email IDs are registered with the Company/RTA/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.

(Formerly SHRI SHAKTI LPG LTD.)

13. Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the brief profile of the Director eligible for re-appointment vide item no. 2,4,5 and 6 is as follows :

Particulars	MS. DEEKSHITA DONTAMSETTI
DIN	06941753
Date of Birth	24-05-1989
Date of Appointment	07-08-2014
Qualifications	BS in Hotel Management from University of Nevada, Las Vegas and MS in Business Analytics from University of Denver USA
Experience in specific functional areas	Four years of work experience
Directorships held in other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	NIL
Number of shares held in the company	157800
Relationship with any Director(s) of the Company	Yes

Particulars	DR. GORANTLA GOVINDAIAH
DIN	00139453
Date of Birth	08-11-1942
Date of Appointment	14-11-2015
Qualifications	MD
Experience in specific functional areas	Renowned Surgeon in USA
Directorships held in other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	NIL
Number of shares held in the company	NIL
Relationship with any Director(s) of the Company	NIL

Particulars	DR. A. BALASETTI
DIN	07361951
Date of Birth	11-01-1948
Date of Appointment	14-11-2015
Qualifications	MD
Experience in specific functional areas	Reputed Physician and CEO of a Hospital at USA
Directorships held in other listed entities	NIL
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	NIL
Number of shares held in the company	1,68,840 (JOINT HOLDER)
Relationship with any Director(s) of the Company	NIL

Particulars	MR. A.P. VITTHAL
DIN	00061080
Date of Birth	24-10-1949
Date of Appointment	28-08-2013
Qualifications	CA & CS
Experience in specific functional areas	A senior Chartered Accountant and Company Secretary and Independent Director on several leading Companies
Directorships held in other listed entities	Oil Country Tubular Ltd.
Membership / Chairmanship of Committees of listed entities (includes only Audit Committee and Stakeholder's Relationship Committee)	Yes
Number of shares held in the company	1500
Relationship with any Director(s) of the Company	NIL

The instructions for members for voting electronically are as under :-

Voting through electronic means

The instructions for Shareholders for e-voting are as under :

(a) In case of Shareholders' receiving e-mail from NSDL :

- (i) Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" of Shri Matre Power and Infrastructure Limited
- (viii) Now you are ready for e-Voting as Cast Vote page opens
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail akkfcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
- (xiii) The e-voting period will commence on 27th September 2016 at 10.00 a.m. and end on 29th September 2016 at 5:00 p.m. (both days inclusive). During this period members, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Please note that once the vote on a resolution has been cast, members cannot change it subsequently.

(b) In case of Shareholders' receiving notice of Annual General Meeting Form by Post :

- (i) Initial password is provided as below/at the bottom of the address sticker.

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- (c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com.
- (d) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.

Other Instructions :

- (e) The company has appointed M/s Krishna Kumar and Associates represented by its proprietor CS A. Krishna Kumar, Practicing Company Secretary to act as Scrutinizer. The Scrutinizer shall first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the company and make, not later than three (3) days of the conclusion of the meeting, a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
- (f) The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith. The results declared along with the report of the scrutinizer shall be placed on the website of the company after the result is declared by the Chairman and the company shall simultaneously forward the results to the concerned stock exchange where its equity shares are listed.

By Order of the Board

Sd/-

T.Lalitha Devi

Company Secretary

PLACE : HYDERABAD

DATE : 08-08-2016

Explanatory Statement
(Pursuant to section 102 of the Companies Act, 2013)

STATEMENT ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS MENTIONED IN THE NOTICE OF THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE COMPANY

Item No. 4 :

To comply with the provisions of Sections 149, 150, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Dr. Gorantla Govindaiah (Independent) has been appointed as Additional Director (Independent) on the Board of the company at its meeting held on 14th November 2015 to hold the office upto this date of Annual General Meeting . The Company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director-Independent-for a period of 5 (five) years from 30th September 2016 upto 28th Annual General Meeting of the Company and that the position of Director is not liable to retire by rotation.

The Company has received the following from Dr. Gorantla Govindaiah :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014.
- (ii) Intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act.
- (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section 6 of section 149 of the Act.

In the opinion of the Board, Dr. Gorantla Govindaiah, fulfill the conditions specified in the Act and the rules made there under and he is independent of the Management.

Your Directors recommend the resolution for your approval.

Except Dr. Gorantla Govindaiah, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Item No. 5:

To comply with the provisions of Sections 149, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014,

Dr. A. Balasetti has been appointed as Additional Director (Non-Independent) on the Board of the Company in its meeting held on 14th November 2015 to hold the office upto this date of Annual General Meeting. The Company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director of the Company and is liable to determination by retirement of directors by rotation.

The Company has received the following from Dr. A. Balasetti :

- (iv) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014.
- (v) Intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act.

Your Directors recommend the resolution for your approval.

Except Dr. A. Balasetti, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 5.

Item No. 6

The Company had, pursuant to the provisions of clause 49 of the Listing Agreements entered with the Stock Exchanges, appointed Sri Abburry Panduranga Vitthal (DIN 00061080) as Independent Director in the Board meeting held in 28th August 2013, in compliance with the requirements of the clause.

Pursuant to the provisions of section 149 of the Companies Act, 2013, which came into effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Board of Directors at their duly held meeting on 8th August 2016 recommended the appointment of Sri Abburry Panduranga Vitthal (DIN 00061080) as Independent Director for a period of 5 (five) years from 30th September 2016 upto 28th Annual General Meeting of the Company and that the position of Director is not liable to retire by rotation.

In compliance with the provisions of section 149 read with Schedule IV of the Act and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the appointment of Mr. A.P. Vitthal as Independent Director is now being placed before the Members for their approval.

The Company has received notice in writing under the provisions of Section 160 of the Act, from the member proposing the candidature of Sri A.P. Vitthal (DIN 00061080) for the office of Independent Director, and is not liable to determination by retirement of directors by rotation.

The Company has received the following from Sri A.P. Vitthal :

- (vi) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014.
- (vii) Intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act.
- (viii) A declaration to the effect that he meets the criteria of independence as provided in sub-section 6 of section 149 of the Act.

In the opinion of the Board, Sri A.P. Vitthal, fulfill the conditions specified in the Act and the rules made there under and he is independent of the Management.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Sri A. P. Vitthal as Independent Director of the company.

Except Sri A.P. Vitthal, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 6

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing agreement with the Stock Exchange.

DIRECTORS' REPORT

To

The Shareholders,

Shri Matre Power & Infrastructure Ltd.

1. INTRODUCTION

Your Directors have pleasure in presenting their report together with audited accounts for the financial year ended 31st March, 2016

2. FINANCIAL PERFORMANCE

The Financial performance of the Company for the Financial Year 2015-16 is indicated below :

Particulars	2015-16 (₹)	2014-15 (₹)
Gross Income	0	2,91,61,640
Less : Expenditure excluding Interest, Depreciation & prior period and Extraordinary items	77,67,075	71,79,325
Profit / (Loss) before Interest, Depreciation & prior period and Extraordinary items	(77,67,075)	2,19,82,315
Interest	-	-
Profit / (Loss) before Depreciation	(77,67,075)	2,19,82,315
Depreciation	2,74,55,546	2,74,55,546
Profit / (Loss) before prior period and Extraordinary items	(3,52,22,621)	(54,73,231)
Net Profit / (Loss) before provision for Taxation	(3,52,22,621)	(54,73,231)
Net Profit / (Loss)	(3,52,22,621)	(54,73,231)

During the year, the company incurred cash loss of ₹ 77,67,075 (previous year cash profit of ₹ 2,19,82,315). After providing for depreciation amounting to ₹ 2,74,55,546 (previous year ₹ 2,74,55,546), the total loss for the year stood at ₹ 3,52,22,621 (previous year loss of ₹ 54,73,231).

Future Outlook :

Your company's proposed plan for diversification into solar power generation did not materialize due to continuous decline in the prices of solar power which made the project uncertain and un-remunerative. The size of Projects have gone up steeply involving large funds. It is also noted that gestation period to realize profits is substantial and may not be suitable to the Company as of now. After prolonged and vigorous efforts through a bidding process, we could find a buyer for the old LPG machinery at Kakinada which is not being utilized at all for more than 20 year and the machinery is badly rusted & in a scrapped condition.

(Formerly SHRI SHAKTI LPG LTD.)

We are also in a serious dialogue with a buyer for our land at Kakinada & we expect the deal to be finalized soon.

With the funds so mobilized, we would be better equipped to take up the diversification proposals. For a quick turn around your company is exploring possibility of taking over a running company preferably in the field of hospitality and tourism which is experiencing good growth. In this direction Company will seek approval of shareholders for amending Objective Clause in Memorandum of Association of the Company and also Change in the Name to reflect wider activities the Company may pursue.

As you are aware, your company is already debt free and thus in a better position to achieve its objectives once the above is accomplished.

It has always been the endeavor of your Directors to turn around the company & start business operations once again. Your Directors are putting in all out efforts and are leaving no stone unturned to achieve the same.

3. DEPLOYMENT OF FUNDS

	(₹) 31.03.2016	(₹) 31.03.2015
Sources of Funds		
Share Holders Funds	30,82,29,305	34,34,51,926
Non-Current Liabilities	21,58,467	21,58,467
Current Liabilities	8,23,56,239	5,59,43,408
Total	<u>39,27,44,011</u>	<u>40,15,53,801</u>
Application of Funds		
Non-Current Assets	15,54,65,137	18,29,20,683
Long Term Loans and Advances	35,65,051	35,65,051
Other Non-Current Assets	17,34,55,089	15,44,86,934
Current Assets	6,02,58,734	6,05,81,133
Total	<u>39,27,44,011</u>	<u>40,15,53,801</u>

4. SUBSIDIARY COMPANY

No subsidiary company.

5. DIVIDEND

As your Company still has accumulated losses, the Directors regret to inform you that they are not in a position to recommend any Dividend for the year ended 31.03.2016.

6. DEPOSITS

Your Company has not accepted any Deposits during the year.

7. DIRECTORS

In accordance with the provisions of the Companies Act, 2013, Ms. D. Deekshita (DIN 06941753), Woman Director (Non-Independent) retires from office by rotation, and being eligible, offers herself for reappointment at the ensuing Annual General Meeting of the Company :

The following Directors are appointed during the year.

1. Dr. Gorantla Govindaiah - Director (Independent)
2. Dr. A. Balasetti - Director (Non-Independent) -liable to retire by rotation
3. Sri A.P. Vitthal - Director (Independent) - who was appointed under Companies Act, 1956 (as amended) is to be appointed as Independent Director under the provisions of Companies Act, 2013.

The Board recommended appointment / re-appointment of all the four Directors by the members at the ensuing Annual General Meeting.

8. BOARD MEETINGS

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 29th May, 2015, 13th August, 2015, 1st September, 2015, 14th November, 2015 and 2nd February, 2016.

9. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

10. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under Section 179(3) of the Companies Act, 2013, is adopted by the Board. We affirm that the remuneration paid to the Directors is as per the terms laid out in nomination and remuneration policy of the Company.

11. AUDITORS

a) The Statutory Auditors :

The Statutory Auditors M/s. Venugopal & Chenoy, Chartered Accountants, Hyderabad (Firm

Regn. No. 0046715) were appointed by the Members at the 21st Annual General Meeting to hold office for a term of three years subject to the ratification by members at every Annual General Meeting until the conclusion of the 24th Annual General Meeting. The Members are requested to ratify the appointment of M/s. Venugopal & chenoy, Chartered Accountants as Auditors for the FY 2016-2017 on such remuneration as determined by the Board of Directors.

b) Secretarial Auditors :

According to provisions of Sec.204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Secretarial Audit Report submitted by Company Secretary In practice is enclosed as part of this report.

12. PERSONNEL

During the year none of the employees is in receipt of remuneration in excess of the limits prescribed u/s. 197(12) of the Companies Act, 2013, read with Rule 5 (1) of the Companies (Appointment and Remuneration) Rules, 2014.

13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A "Management Discussion and Analysis Report" has been furnished separately and the same forms part of this report.

14. RISK MANAGEMENT COMMITTEE

The Risk Management Committee Comprises of the following Directors:

SRI D.V.MANO HAR, CHAIRMAN

SRI A.P.VITHAL, DIRECTOR

SRI B.K.SINHA, DIRECTOR

The Committee helps in :

- Assisting the Board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategic, operational and external environment risks.
- Monitoring and approving the risk management framework and reviewing and approving risk related disclosures.

Only one meeting was held for laying down the policy on Risk Management on 29/10/2014.

15. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Though the provisions of Corporate Social Responsibility are not applicable to the Company, the Company is actively promoting cycling which is the most eco friendly means of commuting.

16. CORPORATE GOVERNANCE

A brief report on Corporate Governance in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, is annexed.

17. DEMATERIALISATION OF SHARES

Around 42% of the paid up Equity Share Capital of the Company was dematerialized as on 31st March 2016 and balance Paid Up Equity Share Capital is in physical form. The Company's Registrars are XL Softech Systems Ltd., 3, Sagar Society, Banjara Hills, Hyderabad.

18. REMUNERATION RATIO OF THE DIRECTORS

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial personnel) Rules 2014 and Companies (Particulars of employees) Rules 1975 in respect of employees of the Company and Directors is furnished below:

Rs.in Lakhs

Sl. No	Name of the Director	Designation	Remuneration 2015-16	Remuneration 2014-15	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Sri.D.V.Manohar	Chairman & Managing Director	13.32	13.32	Nil	Nil (As there was No increase)

Sl. No	Name of the Key Managerial Personnel	Designation	Remuneration 2015-16	Remuneration 2014-15	Increase in Remuneration	Ratio / times of Median of Employee Remuneration
1.	Sri.A.Ramesh	Company Secretary	2.4	Nil	Nil	Nil
2.	Ms.T.Lalitha Devi	Company Secretary	1.5	4.2	Nil	Nil
3.	Sri.V.Padmanabham	Chief Financial Officer	4.6	4.2	Nil	Nil

19. LISTING WITH STOCK EXCHANGE

The Company made application for Delisting of Securities of the Company with NSE where there was no trading for the last seven years.

The Company's securities continue to be listed at the Bombay Stock Exchange and the new Listing Agreement as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been entered with the Bombay Stock Exchange. The issue with BSE regarding lifting of suspension on trading of our shares is still pending. The revocation process is going on & we expect the suspension to be lifted shortly.

20. DIRECTORS RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) (C) OF THE COMPANIES ACT, 2013.

Pursuant to the requirement under SECTION 134(3)(c) OF THE COMPANIES ACT, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed:

- (i) that in the preparation of the accounts for the financial year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (ii) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year and of the profit or loss of your Company for the year under review;
- (iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the Provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities.
- (iv) that the Directors have prepared the accounts for the financial year ended 31st March, 2016 on a 'going concern' basis.
- (v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- (vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

21. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as Annexure.

22. ACKNOWLEDGEMENT

The Board wishes to place on record its deep sense of gratitude and appreciation to all the Promoters and Shareholders for their whole hearted support to your Company. The Board also wishes to acknowledge the help and assistance rendered by the Banks, Dealers, Customers, Suppliers, Collaborators, Consultants and Contractors. The Board wishes to further record its gratitude to various Departments of the Government of Andhra Pradesh, Government of Telangana and Government of India and other State Governments for their support and encouragement given to your Company.

The Board records its appreciation for the contribution of all the team members of your Company.

23. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE

The prescribed details as required under sub-section (3) (m) of section 134 of the Companies Act, 2013, read with the companies (Accounts) Rules, 2014 are annexed.

For and on behalf of the Board of Directors

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Place : Hyderabad

Date : 08.08.2016

MANAGEMENT DISCUSSION AND ANALYSIS

Shri Matre Power And Infrastructure Limited (SMPIL) formerly known as Shri Shakti LPG Ltd (SSLPG) was engaged in business of LPG marketing.

INDUSTRY STRUCTURE AND DEVELOPMENTS

LPG marketing was the monopoly of the Government Oil Companies who had piled up a huge waitlist. The Government of India in 1993 permitted the private sector participation with a commitment that the subsidy enjoyed by the Government Oil Companies would be removed in a phased manner in the next few years. It had also committed that the commercial and industrial LPG markets in India would be reserved exclusively for the private sector, till the subsidy withdrawal in the domestic sector is completed. None of the promises were implemented as a result of which the private sector companies were unable to run the LPG business on a profitable basis due to the total absence of the level playing field.

After a long suffering due to Government policies explained above and enormous amount of toil that has gone in to developing LPG business as a largest Private Sector player, Company had to abandon that activity.

The Company is now in the process of identifying suitable diversification activities including solar energy, hospitality and tourism industry.

OPPORTUNITIES AND THREATS

Your company has succeeded in implementing the strategy for its turn around which was as follows :

- a) One time Settlement (OTS) with term loan, working capital lenders and for unsecured loans wherein the entire accumulated interest along with considerable part of the principle amount is waived.
- b) Met OTS commitments and has become DEBT FREE.
- c) All efforts are being made for realization of amounts on unused assets which will be the seed capital for future Diversified businesses.

OUTLOOK

An area of diversification of Shri Matre Power & Infrastructure Limited (SMPIL) is Solar Energy and accordingly participating in various tenders for Solar Power Generation including the AP Government. In the AP Tender, SMPIL' s bid was the best at the location Amangal about 75 kms from Hyderabad. However, due to the bifurcation of the State in the meantime, the tender was cancelled.

The scenario of Solar Energy has drastically changed involving large out lay projects.

The Board decided that Hospitality and Tourism industry is one area with considerable potential particularly in the States of AP and Telangana. The Board accordingly decided that Company should explore possibility of acquiring /merging any other Company which is in Hospitality/Tourism business so that operations can be commenced within a short time. Keeping this in view it is proposed to broad base the Objective Clause in Memorandum of Association of Company and also change the name suitably to reflect new objectives.

Your Directors are optimistic that your Company would succeed in the above and commence operations in diversified activities during the year 2016-17.

RISKS & CONCERNS

The management of the company analyses and evaluates on a continuous basis the various risks associated with the business and adopts Risk Management Practices to minimize the adverse impact of these risks. Both external as well as internal developments are assessed regularly.

The management constantly scans the environment covering areas like market scenario, Government policies, National as well as global developments, technological changes etc. Business risks and uncertainties are identified and prioritized. Appropriate strategies are planned and implemented.

INTERNAL CONTROL SYSTEMS

The company has an effective Internal Control System with respect to purchase and sale of inventory, fixed assets and goods. It has an internal audit department wherein audit of the transactions of the plants and the corporate offices are done at periodical intervals in order to ensure that recording and reporting are adequate and proper. The internal audit also verifies whether internal controls and checks and balances in the system are adequate, proper and upto date. Corrective actions for any weaknesses in the system that are disclosed by the audit are taken.

The Audit Committee consists of eminent Independent Directors. It reviews the important observations of the Internal Audit and suggests corrective action for the management to implement. It also meets periodically to review and recommend quarterly, half - yearly and annual financial statements of the company. The Committee also holds discussions with the Internal Auditors, Statutory Auditors and the Management on the matters relating to internal controls, auditing and financial reporting. The Committee also reviews with the statutory auditors, the scope and results of the audits.

FINANCIAL PERFORMANCE VS. OPERATIONS PERFORMANCE

During the year, the company incurred cash loss of Rs 77,67,075/- (previous year cash profit of Rs. 2,19,82,315). After providing for depreciation amounting to Rs. 2,74,55,546/- (previous year Rs. 2,74,55,546), the total Loss for the year stood at Rs. 3,52,22,621/- (previous year Loss of Rs. 54,73,231).

HUMAN RESOURCES & INDUSTRIAL RELATIONS

The Company continues to maintain cordial industrial relations. Retention of the workforce is a key challenge considering the exponential growth in the industrial sector. The company has been consistently working on learning development of employees to enable them to take on larger responsibilities.

The company had on its rolls 7 permanent employees at the end of financial year 2015-16.

CAUTIONARY STATEMENT

Statement in this Management Discussion & Analysis describing the company's objectives, projected estimates and expectations may constitute forward looking statement within the meaning of applicable laws and regulations. Actual results might differ marginally or materially from those either expressed or implied.

FORM NO.MGT 9
EXTRACT OF ANNUAL RETURN
as at Financial Year ended 31st March, 2016

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of the Company
(Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS

1	CIN	L40102TG1993PLC015988
2	Registration Date	13/07/1993
3	Name of the Company	SHRI MATRE POWER AND INFRA STRUCTURE LIMITED
4	Category/Sub-category of the Company	Public Limited
5	Address of the Registered Office & Contact details	Venus Plaza, Adjacent to Old Airport, Begumpet, Hyderabad-500 016 (Telangana) India.
6	Whether listed Company	YES
7	Name, Address & contact details of the Registrar & Transfer Agent, if any	M/s XL Softtech Systems Ltd., 3, Sagar Society, Banzara Hills, Hyderabad-500 034, Telangana State; Tel : 91-040-23545913/14/15, Fax : 91-040-23553214; email : xlfield@rediffmail.com, website:www.xlsofttech.org

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

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (All the business activities contributing 10% or more of the total turnover of the company shall be stated)

S.No.	Name of and Description of main products/services	NIC Code of the Product/service	% of total turnover of the Company
NIL			

(Formerly SHRI SHAKTI LPG LTD.)

IV. SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity) Category-wise Shareholding

Category of Shareholders	No. of shares held at the beginning of the year (as on 31st March 2015)				No. of shares held at the end of the year (as on 31st March 2016)				% Change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	6627090	4115700	10742790	7.00	6627090	4162590	10789680	7.03	0.44
b) Central Govt						0			
c) State Govt						0			
d) Bodies Corp+-	2947005	34014600	36961605	24.07	2947005	34014600	36961605	24.07	NO CHANGE
e) Banks/FI						0			
f) Any Other -NRI	3626550	603390	4229940	2.76	3626550	556500	4183050	2.72	-1.11
Total shareholding of Promoter (A)	13200645	38733690	51934335	33.83	13200645	38733690	51934335	33.83	NO CHANGE
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	149100	149100	0.10	0	149100	149100	0.10	0	NO CHANGE
b) Banks/FI	600000	0	600000	0.39	600000	0	600000	0.39	NO CHANGE
c) Central Govt									
d) State Govt									
e) VCF									
f) Insurance Cos.									
g) FIs									
h) FVCF									
i) Others									
Sub Total(B) (1)	600000	149100	749100	0.49	600000	149100	749100	0.49	NO CHANGE
(2) Non-Institutions									
a) Bodies Corpo.									
i) Indian	3073733	618000	3692633	2.41	2980304	618000	3598304	2.34	-2.55
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	15159496	9854904	25014400	16.29	15190825	9847704	25038529	16.31	0.1
ii) Individual shareholders holding nominal share capital excess Rs.1 lakh	21667335	16960596	38627931	25.16	23141295	15621936	38763231	25.25	0.35
c) Other (specify) NRI	9380838	24136563	33517401	21.83	9315738	24136563	33452301	21.79	-0.19
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members	900	0	900	0	900	0	900	0	NO CHANGE
Trusts									
Foreign Bodies - DR									
Sub Total(B) (2)	49282302	51570063	100852365	65.69	50628162	50224203	100852365	65.69	0.94
Total Public Shareholding									
(B)=(B)(1)+(B) (2)	49870902	51719163	101601465	66.17	51228162	50373303	101601465	66.17	NO CHANGE
C. Shares held by Custodian for GDRs & ADRs									
Grant Total (A+B+C)	63082947	90452853	153535800	100	64428807	89106993	153535800	100	NO CHANGE

(Formerly SHRI SHAKTI LPG LTD.)

B.shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% of change during the year
		No.of Shares	% of total shares of the company	% of shares Pledged/ Encumbered of Total Shares	No.of Shares	% of total shares of the company	% of shares Pledged/ Encumbered of Total Shares	
1	Nri Prosperity Limited	11121000	7.24300	0	11121000	7.24300	0	No Change
2	Nri Prosperity Limited	9604500	6.25600	0	9604500	6.25600	0	No Change
3	Shri Shakti Cylinders Pvt Ltd	9179100	5.97800	0	9179100	5.97800	0	No Change
4	D V Manohar	6290190	4.09700	0	6290190	4.09700	0	No Change
5	Shri Shakti Resorts &Hotels Ltd.	3300000	2.14900	0	3300000	2.14900	0	No Change
6	Shri Shakti Cylinders Pvt Ltd	2947005	1.91900	0	2947005	1.91900	0	No Change
7	Bharat H Barai	1407450	0.91700	0	1407450	0.91700	0	No Change
8	D Dharmin	1391700	0.90600	0	1391700	0.90600	0	No Change
9	D T Veni	753300	0.49100	0	753300	0.49100	0	No Change
10	Vijaya Aroor Kinni	655830	0.42700	0	655830	0.42700	0	No Change
11	Kirti Precision Works P Ltd	630000	0.41000	0	630000	0.41000	0	No Change
12	B Vikram Reddy	556500	0.36200	0	556500	0.36200	0	No Change
13	Jayant Haridas Barai	524910	0.34200	0	524910	0.34200	0	No Change
14	Jeeves Kundapur	522360	0.34000	0	522360	0.34000	0	No Change
15	Ranjan Jayant Sanghvi	468000	0.30500	0	468000	0.30500	0	No Change
16	D V Satya Kumar	401100	0.26100	0	401100	0.26100	0	No Change
17	Sujata Dontamsetti	336900	0.21900	0	336900	0.21900	0	No Change
18	D Appa Rao	305400	0.19900	0	305400	0.19900	0	No Change
19	D V Rajasekhar	266100	0.17300	0	266100	0.17300	0	No Change
20	Satya Pinjala	210000	0.13700	0	210000	0.13700	0	No Change
21	Shakti Schools Pvt Ltd	180000	0.11700	0	180000	0.11700	0	No Change
22	Deekshita Dontamsetti	157800	0.10300	0	157800	0.10300	0	No Change
23	D V Prabhu Kumar	117600	0.07700	0	117600	0.07700	0	No Change
24	D Thriveni	94200	0.06100	0	94200	0.06100	0	No Change
25	Ratna Reddy	60300	0.03900	0	60300	0.03900	0	No Change
26	Kamala Kumar	60300	0.03900	0	60300	0.03900	0	No Change
27	D V Manohar	0	0.00000	0	46890	0.03100	0	0.031
28	Neelu Sruti	46800	0.03000	0	46800	0.03000	0	No Change
29	Vasanth Raja Sural	46800	0.03000	0	46800	0.03000	0	No Change
30	Pinjala Ramakrishna	42000	0.02700	0	42000	0.02700	0	No Change
31	Ravi Pinjala	41700	0.02700	0	41700	0.02700	0	No Change
32	Abhiteja Dontamsetti	39900	0.02600	0	39900	0.02600	0	No Change
33	Trinadh Dontamsetti	36900	0.02400	0	36900	0.02400	0	No Change
34	Rekha Rajasekhar	23400	0.01500	0	23400	0.01500	0	No Change
35	Nikhila Pinjala	23400	0.01500	0	23400	0.01500	0	No Change
36	Ranjeet	21900	0.01400	0	21900	0.01400	0	No Change
37	Ranjan	21900	0.01400	0	21900	0.01400	0	No Change
38	Kishorchandra Tulsidas Maniar	1200	0.00100	0	1200	0.00100	0	No Change
	Total	51934335	33.83	0	51934335	33.83	0	No Change

(Formerly SHRI SHAKTI LPG LTD.)

C.Changes in Promoters' Shareholding (Please specify, if there is no change - NO CHANGE)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	Day wise increase/decrease in the promoters shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc)	0	0	46890	0.03
	At the end of the year	0	0	46890	0.03

D. Shareholding Pattern of top ten shareholders : (Other than Directors, Promoters, and Holders of GDRs and ADRs)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	Day wise increase/decrease in the promoters shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc)	13125969	8.64	14598429	9.51
	At the end of the year	13125969	8.64	14598429	9.51

E) Shareholding of Directors and Key Managerial Personnel

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding the year	
		No.of shares	% of Total shares of the company	No.of shares	% of Total shares of the company
1	Day wise increase/decrease in the promoters shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/ transfer/bonus/sweat equity etc)	6447990	4.2	6494880	4.231
	At the end of the year	6290190	4.1	6290190	4.1

VI Indebtedness : Indebtedness of the Company including interest outstanding/accrued but not due for payment-----NIL-----

(Formerly SHRI SHAKTI LPG LTD.)

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A.Remuneration of Managing Director, Whole-Time Directors and/or Manager :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
		Sri D.V.Manohar	
1	Gross Salary (a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	11.52	11.52
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	1.8	1.8
	Total	13.32	13.32

B.Remuneration to Other Directors :

Rs. In lakhs

S.No.	Particulars of Remuneration	Name of the Directors					Total Amount
		Sri B.K.Sinha	Sri R.Prabhakar Rao	Sri V.Subrahmanyam	Sri A.P.Vithal	Kum.Deekishita D.	
1	Independent Directors Fee for attending board committee meeting	0.43	0.50	0.11	0.42		1.46
	Total	0.43	0.50	0.11	0.42		1.46
2	Other Non-Executive Directors Fee for attending board committee meeting					0.30	0.30
	Total	0.43	0.50	0.11	0.42	0.30	1.76

A.Remuneration of Managing Director, Whole-Time Directors and/or Manager/Key Managerial Personnel :

Rs. In lakhs

S.No.	Particulars of Remuneration	CS	CFO	TOTAL
1	Gross Salary (a) Salary as per provisions contained in Sec.17 (1) of the I.T.Act, 1961	4.2	4.6	8.8
	(b) Value of perquisites u/s (17(2) I.T.Act 1961	0	0	0
	Total	4.2	4.6	8.8

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

A.	COMPANY	NIL
B.	DIRECTORS	NIL
C.	OTHER OFFICERS IN DEFAULT	NIL

NOTE : POINTS TO BE ATTACHED/INCLUDED IN DIRECTORS REPORT

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/ arrangements/ transactions
 - (c) Duration of the contracts / arrangements/ transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - (e) Justification for entering into such contracts or arrangements or transactions
 - (f) date(s) of approval by the Board
 - (g) Amount paid as advances, if any:
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis : NIL
 - (a) Name(s) of the related party and nature of relationship
 - (b) Nature of contracts/ arrangements/ transactions
 - (c) Duration of the contracts / arrangements/ transactions
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - (e) Date(s) of approval by the Board, if any:
 - (f) Amount paid as advances, if any:

For and on behalf of the Board of Directors

Sd/-

D. V. MANOHAR
Chairman & Managing Director

Place : Hyderabad

Date : 08.08.2016

KRISHNA KUMAR A, FCS

KRISHNA KUMAR & ASSOCIATES
COMPANY SECRETARIES
H. No 2-2-114/27, New Nallakunta
HYDERABAD-500044, TS
Ph.9849064163
E mail : akkfcs@yahoo.co.in

Secretarial Audit Report

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

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016

To,

M/s. SHRI MATRE POWER & INFRASTRUCTURE LIMITED,
CIN: L40102TG1993PLC015988
Hyderabad.

Dear Sirs,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Shri Matre Power & Infrastructure Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books,(except financial statements and books of accounts and related documents) papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2015 according to the provisions of :
 - i. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
 - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act) viz.,
 - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ;
 - (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ;
 - (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue Companies Act and Share Transfer Agents) Regulations, 1993 regarding the companies Act, and dealing with client ;
- 2. The provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not applicable to the Company for the financial year under report.
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Take overs) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - c. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - d. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- 3. We have also examined the compliances with the applicable clauses of the following :
 - i. Secretarial Standards issued by the Institute of company Secretaries of India
 - ii. The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited.
- 4. During the financial year under review the Company has complied with the provisions of the New Companies Act 2013, Old Companies Act 1956, to the extent applicable and the Rules, Regulations, Guidelines, etc., mentioned above subject to the following observations:

OBSERVATIONS:

As per the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we report that the provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of

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- a) Foreign Direct Investment (FDI) were not attracted to the Company during the period under review.
 - b) Overseas Direct Investment (ODI) by Residents in joint venture/ Wholly Owned Subsidiary abroad were not attracted during the period under review.
 - c) External Commercial Borrowings were not attracted to the company during the period under review.
 - d) As per the information and explanations provided by the Company and its officers, agents, and authorised representatives during the conduct of the secretarial audit, we report that the Company has not made any GDR/ADRs or any Commercial instrument during the period under review.
4. We further report that
- i. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 - ii. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
 - iii. Majority decision is carried through while the dissenting members' views if any, are captured and recorded as part of the minutes.
5. We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
6. We have relied on the information supplied and representation made by the Company and its officers for systems and mechanism followed by the Company for compliance under the applicable Acts, Laws and Regulations to the Company.

For KRISHNA KUMAR & ASSOCIATES,

Company Secretaries,

A. KRISHNA KUMAR

FCS: 5356

CP : 4707

Place: Hyderabad

Date: 3rd August, 2016

This report is to be read with our letter of even date which is annexed as Annexure - III and forms an integral part of this report.

KRISHNA KUMAR & ASSOCIATES

ANNEXURE - II to the Secretarial Audit Report dated 03-08-2016

Registered office of the Company:

To

M/s. Shri Matre Power & Infrastructure Limited
CIN: L40102TG1993PLC015988
Hyderabad.

Dear Sirs,

**SL. NO. APPLICABLE LAWS, ACT, REGULATIONS AS PER THE INFORMATION
PROVIDED BY THE COMPANY UNDER MAJOR HEAD/GROUP.**

- | | |
|----|---|
| 1 | The Companies Act, 2013 |
| 2 | Foreign Exchange Management Act, 1999 |
| 3 | The Securities Contracts (Regulation) Act, 1956 |
| 4 | The Depositories Act, 1996 |
| 5 | The Payment of Wages Act, 1936 |
| 6 | The Minimum Wages Act, 1948 |
| 7 | The Employees Compensation Act, 1923 |
| 8 | The Employees Provident Fund and Miscellaneous Provisions Act, 1952 |
| 9 | The Payment of Bonus Act, 1965 |
| 10 | The payment of Gratuity Act, 1972 |
| 11 | Equal Remuneration Act, 1976 |
| 12 | The Environment Protection Act, 1986 |
| 13 | Labour Laws and allied laws both State and Central Labour Departments |
| 14 | The ESI Act |
| 15 | Industry related Specific Acts/ Laws |
| | 1. The Electricity Act, 2000 |
| | 2. National Tariff Policy |
| | 3. Essential Commodities Act, 1955 |
| | 4. Explosives Act, 1884 |

For KRISHNA KUMAR & ASSOCIATES,
Company Secretaries,

A. KRISHNA KUMAR

Proprietor

FCS: 5356

COP: 4707

Place : Hyderabad

Dated: 03rd August, 2016

KRISHNA KUMAR A, FCS

KRISHNA KUMAR & ASSOCIATES
COMPANY SECRETARIES

H. No 2-2-114/27, New Nallakunta
HYDERABAD-500044, TS
Ph.9849064163
E mail : akkfcs@yahoo.co.in

Annexure - III

(to the Secretarial Report of M/s. Shri Matre Power & Infrastructure Limited for the FY 2015-16)

To

M/s. Shri Matre Power & Infrastructure Limited
CIN: L40102TG1993PLC015988
Hyderabad.

Dear Sirs,

Sub: Annexure - II to the Secretarial Audit Report to your Company for the FY 2014-15.

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. We 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 test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where-ever required, we have obtained the Management oral representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For KRISHNA KUMAR & ASSOCIATES,
Company Secretaries,

A. KRISHNA KUMAR

FCS : 5356

CP : 4707

Dated : 03rd August, 2016

A REPORT ON CORPORATE GOVERNANCE

a) COMPANY'S PHILOSOPHY

Shri Matre Power & Infrastructure Ltd. is committed to the highest standards of Corporate Governance in all its activities and processes. The driving forces of Corporate Governance at Shri Matre Power & Infrastructure Ltd are its core competence and core values - Belief in Core Competence, people, leadership, consumer orientation and pursuit of excellence and strive to achieve the best in all the fields.

b) BOARD OF DIRECTORS

i) Composition and Category of Directors:

The Board comprises of 8 Directors, who bring in a pool of collective knowledge from various disciplines. The Board has been constituted in a manner which will result in an appropriate mix of Independent and Non-Independent Directors. The Independent Directors bring independent judgment in the Board's deliberations and decisions. This has been done to preserve the independence of Board and effective discharge of its functions of Governance and Management. As on date the Board consists of Five (5) Independent Directors and Three (3) Executive/Promoter/Non-Independent Directors.

None of the Directors on the Board is a Member on more than 10 Committees and Chairman of more than 5 Committees (as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015).

The names, categories of the Directors on the Board, their attendance at the Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships held by them in other companies given below :

Name	Category	Designation	No. of meetings held during the last financial year	No. of meetings attended	No. of memberships in Boards of other Companies	Attendance of each Director at last AGM
Mr. D.V.Manohar	Promoter and Executive Director	Chairman and Managing Director	5	5	6	Yes
Dr. A. Balasetti	NRI Director	Director	5	1	1	No
Dr. Gorantla Govindaiah	NRI Director	Director	5	1	-	No
Mr. B.K. Sinha	Independent and Non-Executive Director	Director	5	3	2	Yes
Mr. R. Prabhakara Rao	Independent and Non-Executive Director	Director	5	5	-	Yes
Mr. V. Subrahmanyam	Independent and Non-Executive Director	Director	5	3	1	Yes

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Mr. A.P. Vitthal	Independent and Non-Executive Director	Director	5	5		Yes
Ms. Deekshitha Dontamsetti	Woman Director	Director	5	1	-	Yes

(i) Board Meetings :

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 29th May 2015, 13th August 2015, 1st September 2015, 14th November, 2015 and 2nd February 2016.

(ii) Directors seeking appointment / Re-appointment :

As per the provisions of sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Dr. Gorantla Govindaiah (DIN 00139453) and Sri Abburu Panduranga Vitthal (DIN 0061080) is proposed to be appointed as Independent Directors for a term of 5 years at this Annual General Meeting. Dr. A. Balasetti (DIN 07361951) proposed to be appointed as Non-Independent Director and is liable to determination by retirement of directors by rotation.

Further Ms. Deekshitha Dontamsetti (DIN 06941753), Woman Director who is liable to retire by rotation seeks reappointment as a rotational director.

The Board of Directors at their duly held meeting on 8th August 2016 recommended the appointment / re-appointment of the following Directors :

1. Dr. Gorantla Govindaiah and Sri A.P. Vitthal as Independent Directors for a term of 5 years from 30th September 2016 up to 28th Annual General Meeting.
2. Dr. A. Balasetti as Non-Independent Director and is liable to determination by retirement of directors by rotation.
3. Ms. Deekshitha Dontamsetti retires by rotation at this Annual General Meeting & the Board recommended her reappointment on rotational basis.

The Board recommends appointment/re-appointment of the above directors.

(iii) Board Committees :

To enable better and more focused attention on the affairs of the Company, the Board delegates certain matters to the Committees of the Board set up for the purposes.

(iv) Shares held by Independent & Non-Executive Directors :

None of the Independent and Non-Executive Directors hold any Shares in the Company except Sri A.P. Vitthal which is less than 2% of the total voting power of the Company.

c) AUDIT COMMITTEE

As a measure of good Corporate Governance and to provide assistance to the Board of Directors in fulfilling the Board's overall responsibilities, an Audit Committee has been constituted as a sub-committee to the Board as per Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The functions of the Audit Committee include;

- Reviewing the adequacy of internal control systems and the Internal Audit Reports, and their compliance thereof.
- Overseeing of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending the appointment of external auditors and fixation of their audit fee, and also approval for payment for any other services.
- Reviewing with Management the quarterly and annual financial statements before submission to the Board.

COMPOSITION AND OTHER DETAILS

The Audit Committee of the Company consists of three Independent Directors and one Promoter Director viz.,

1. Mr. V. Subrahmanyam – Chairman (Independent Director)
2. Mr. A.P. Vitthal – Member (Independent Director)
3. Mr. B.K. Sinha – Member (Independent Director)
4. Mr. D.V. Manohar – Member (Chairman & Managing Director)

Members possess adequate knowledge of Accounts, Audit, Finance etc.

During the year under review, Mr. B.K. Sinha has attended 3 meetings, Mr. V. Subrahmanyam has attended 3 meetings, Mr. A.P. Vitthal has attended 4 meetings and Mr. D V Manohar has attended 4 meetings.

The meetings of the Audit Committee were attended by the heads of Finance, and Auditors as invitees. Members held discussions with the Statutory Auditors during the meetings of the Committee and the quarterly and annual Audited Financial results of the Company were reviewed by the Audit Committee before consideration and approval by the Board of Directors.

d) REMUNERATION COMMITTEE

Scope of Remuneration committee is to review the performance of the Managing Director, after considering the company's performance, recommends to the Board remuneration including salary, perquisites to be paid to the Managing Director. The Company has only one Managerial Personnel at present i.e. Managing Director who is appointed for 5 years w.e.f 25th July 2014.

The remuneration committee reconstituted and at present consists of three independent directors and one Promoter Director viz.,

1. Mr. V. Subrahmanyam – Chairman (Independent Director)
2. Mr. A.P. Vitthal – Member (Independent Director)
3. Mr. B.K. Sinha – Member (Independent Director)
4. Mr. D.V. Manohar – Member (Chairman & Managing Director)

Remuneration Policy :

The Remuneration Committee of the Board of the Company generally decides and makes recommendations to the Board about the remuneration to be paid to the Directors, subject to the approval of the Members of the Company in the General Meeting. The Managing Director is paid a remuneration of ₹ 11,52,000/- and perquisites during the year.

The non Executive Directors are paid a sitting fee of ₹ 10,000/- each for the Board Meetings held during the year.

e) SHARE TRANSFER / INVESTORS' GRIEVANCE COMMITTEE

The Share Transfer Committee meets periodically and approves the share transfers received and placed before the Board for ratification.

As a measure of good Corporate Governance and to focus on the shareholders' grievances towards strengthening investor relations, an Investors' Grievance Committee, as a sub-committee to the Board of Directors has been constituted.

a) The functions of the Committee include;

to specifically look into the redressal of investors' grievances pertaining to

- 1) Transfer of rights/bonus/split share certificates
- 2) Other related shares
- 3) Dividends
- 4) Dematerialization of shares
- 5) Replacement of lost/stolen/mutilated share certificates
- 6) Non-receipt of issues

The Committee focuses on the strengthening of investor relations.

b) Constitution and Composition.

The Committee was re-constituted during the year as follows :

1. Mr. B.K. Sinha – Chairman (Independent Director)
2. Mr. A.P. Vitthal – Member (Independent Director)
3. Mr. V. Subrahmanyam – Member (Independent Director)
4. Mr. D.V. Manohar – Member (Chairman & Managing Director)

f) VENUE AND TIME OF THE LAST THREE ANNUAL GENERAL MEETINGS

Date	Venue	Time	No. of Special Resolutions	Members present by	
				Person	Proxy
28.09.2015	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	1	58	6
29.09.2014	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	1	51	0
27.09.2013	Hari Hara Kala Bhavan, Secunderabad	10.30 a.m.	-	91	5

g) DISCLOSURES

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently and comply with material aspects with the accounting standards notified under section 133 of the Companies Act, 2013

There are no materially significant related party transactions i.e. transactions, material in nature, with its promoters, the Directors or the Management, their subsidiaries or relatives etc., having potential conflict with the interests of the company at large.

h) MEANS OF COMMUNICATION

The Company has a website viz., www.shrishakti.com. The annual financial results are posted on the Company's website for the information of its shareholders. The audited financial results are generally published in the leading English Dailies and as well as in the vernacular (Telugu) Newspaper.

All material information about the Company is promptly sent through mail to the Indian Stock Exchanges where the Company's shares are listed and released to the Press for information of the public at large.

i) VIGIL MECHANISM

To strengthen its policy of corporate transparency, the company has established an innovative and

empowering mechanism for employees. Employees can report to the Management their concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

j) GENERAL SHAREHOLDERS INFORMATION

(a) Annual General Meeting

The 23rd Annual General Meeting of the Company will be held on 30th September, 2016 at Hari Hara Kala Bhavan, S.P. Road, Secunderabad - 500 003.

(b) Financial results were approved as follows :

Un-audited

- First Quarter - August, 2015
- Second Quarter - November, 2015
- Third Quarter - February, 2016

Audited

- Fourth Quarter - May, 2016

(c) Book closure on 30th September, 2016

i) The shares of the Company are originally listed on :

- a) The Hyderabad Stock Exchange Limited (HSE), The Stock Exchange, Mumbai (BSE), The National Stock Exchange of India Limited (NSE), The Delhi Stock Exchange Association Limited (DSE), The Stock Exchange, Ahmedabad (ASE), and Bangalore Stock Exchange Ltd (BSE)
- b) The Company's shares at Rs 2/- each are being listed with Bombay Stock Exchange,
- c) The company has been complying with all statutory requirements.
- d) The new Listing Agreement as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been entered with the Bombay Stock Exchange. The issue with BSE regarding lifting of suspension on trading of our shares is still pending. The revocation process is going on & we expect the suspension to be lifted shortly.
- e) The Shares of the company have also been listed at National Stock Exchange. Since the BSE has suspended the trading NSE also has suspended stating that once BSE revokes NSE will also revoke. However, even after repeated requests and complying with all the requirements NSE has neither responded nor revoked the suspension. Hence, it is proposed to voluntarily delist our securities at National Stock Exchange.

ii) Depository for Equity Shares : NSDL and CDSL.

(Formerly SHRI SHAKTI LPG LTD.)

ISIN for the Company's Equity Shares : INE 293 B 01011

STOCK CODE : BSE : 531322

NSE : SHAKTIGAS

k) MARKET PRICE DATA : From 01.04.2015 to 31.03.2016

During the period reported, the trading of company's shares is suspended.

l) SHARE TRANSFER AGENT

M/s. XL Softech Systems Ltd., whose address is given below has been appointed as Registrar & Share Transfer Agents for looking after the work related to Share registry for both physical and electronic modes.

XL SOFTECH SYSTEMS LTD.,

3, Sagar Society, Banjara Hills,

Hyderabad - 500 034.

Tel : 91-040-23545913 / 14 /15

Fax : 91-040-23553214

E-mail : xlfield@rediffmail.com

Website : www.xlsoftech.org

m) SHARE TRANSFER SYSTEM

The Board has authorised the Chairman & Managing Director or one Director to approve transfer/ transmission/transposition of Shares.

n) DISTRIBUTION OF SHAREHOLDING

Range		No. of Shareholders	
From	To	No.	%
Upto	5000	1407	10.49
5001	- 10000	1465	10.92
10001	- 20000	5079	37.87
20001	- 30000	2848	21.23
30001	- 40000	270	2.01
40001	- 50000	293	2.18
50001	- 100000	982	7.32
100001	& Above	1069	7.97

o) OUTSTANDING GDRs/ADRs etc.

The Company has not issued any GDRs / ADRs and there are no outstanding warrants or any convertible warrants.

p) REGISTERED OFFICE/ADDRESS FOR CORRESPONDENCE

SHRI MATRE POWER & INFRASTRUCTURE LTD.

Venus Plaza, Begumpet, Hyderabad-500 016

Phone : 040-27902929 ; Fax : 040-27908989

Email : info@shrishakti.com

Website: <http://www.shrishakti.com//>

q) PLANT LOCATION

- (a) Kakinada : Shri Matre Power & Infrastructure Limited
Nemam (Village), Beach Road, Kakinada
Phone : 0884-6563346

It is hereby confirmed that the Board and senior management personnel have affirmed compliance with the code of conduct for the financial year 2015-16

for and on behalf of the Board of Directors

Place : Hyderabad

Date : 08.08.2016

Sd/-

D. V. Manohar

Chairman & Managing Director

CEO & CFO CERTIFICATION

We, D.V.Manohar, Chairman & Managing Director and V. Padmanabham, Chief Financial Officer, to the best of our knowledge and belief, do hereby certify that

1. We have reviewed financial statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief,
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. 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 violative the Company's code of conduct.
3. We accept the responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we 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 that the steps they have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee.
 - i) The significant changes if any in internal control over financial reporting during the year,
 - ii) The significant changes in accounting policies if any during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
D.V.Manohar
Chairman & Managing Director

Sd/-
V.Padmanabham
Chief Financial Officer

Place : Hyderabad
Date : 08.08.2016

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND
SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S
CODE OF CONDUCT**

I hereby declare that all the Directors and designated employees in the senior management of the company have affirmed compliance with the respective codes for the Financial Year ended March 31, 2016.

Sd/-

D.V.Manohar

Chairman & Managing Director

Place : Hyderabad

Date : 08.08.2016

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of
Shri Matre Power & Infrastructure Ltd.,
Hyderabad.

We have examined the compliance of conditions of corporate governance by Shri Matre Power & Infrastructure Ltd., for the year ended 31.03.2016, as stipulated in Clause 49 of the Listing Agreement of the Company with Stock Exchanges for the period from 1st April to 30th November 2015 and as per the relevant provisions of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for the period from 1st December 2015 to 31st March 2016.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for examining 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 to the best of our information and according to explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that generally no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Company.

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

For VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS

Sd/-
(P.V.SRI HARI)
Partner
M.No.21961

Place: Hyderabad
Date : 08.08.2016

INFORMATION UNDER SUB-SECTION (3) (M) OF SECTION 134 OF THE COMPANIES ACT 2013, READ WITH THE COMPANIES (ACCOUNTS) RULES 2014 AND FORMING PART OF THE DIRECTORS' REPORT.

A. CONSERVATION OF ENERGY

Energy Consumption measures taken :

- a. The Company in its first year of operation itself has initiated effective measures for saving all forms of Energy. The measures taken were as under:
 - Installed automatic un-loaders on Air Compressors to operate on reaching the adequate pressure required for bottling operations and to run the equipment in no load condition at Kakinada Terminal.
 - The street lights and plant lighting circuits are modified so that during non-working hours only 30% of the lights are illuminated at Kakinada Terminal.
 - The bulk and bottling operations are synchronised to optimise the running of the LPG and related equipment at Kakinada Terminal.
- b. Additional investments and proposals, if any being implemented for reduction in consumption of energy. The proposals are :
 - Installed 25 KVA Generator set for exclusive lighting load in the absence of SEB supply during non-working hours at Kakinada Terminal.
- c. Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of bottling.
- d. Total Energy Consumption and Energy Consumption per unit of product.

Energy Conservation Measures :

The following Energy Conservation Measures were implemented during the year.

1. Auto switching off of A/c Units, Exhaust Fans, Street Lights.
2. Reduction in compressed air consumption by fixing Regulators and Auto Controllers.

Power & Fuel Consumption at Bottling Plants :

Particulars	Unit	
a) Purchased Unit	KWH	12,530
Rate	₹ /KWH	8.40
Total	₹	3,69,168/-

B. TECHNOLOGY ABSORPTION

The Company has taken up several initiatives for undertaking Research and Development (R&D) on Technology, Absorption, Adaptation and Innovation during the year. The Company has indigenously developed a Conversion Kit with fixed tank for Three Wheelers to run on LPG. The company holds two patents jointly with M/s. Automotive Research Association of India (ARAI) towards the same.

C. FOREIGN EXCHANGE EARNINGS AND OUTGOINGS

(₹ in Lakhs)

Current Year

1)	Foreign Exchange earned	NIL
2)	Foreign Exchange used	NIL
a.	Import of Capital Goods	NIL
b.	Import of raw materials and spares	NIL
c.	Travelling and other expenditure	NIL

For and on behalf of the Board of Directors

Sd/-

D. V. Manohar

Chairman & Managing Director

Place : Hyderabad

Date : 08.08.2016

INDEPENDENT AUDITORS' REPORT

To,

The Members,
Shri Matre Power & Infrastructure Ltd.,
Hyderabad.

Report on Standalone Financial Statements

We have audited the accompanying financial statements of Shri Matre Power & Infrastructure Ltd., which comprises the Balance Sheet as at March 31st, 2016 the statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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; and making judgements 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 standalone financial statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the 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, 2016 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, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a 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 obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) on the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164(2) of the Act, 1956 ; and

- f) 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 There are no pending litigations for the company.
 - II There are no foreseeable losses on long-term contract including derivative contracts.
 - III There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

FRN : 004671S

For VENUGOPAL & CHENoy
CHARTERED ACCOUNTANTS

Place: Hyderabad
Date : 30.05.2016

Sd/-
(P.V.SRI HARI)
Partner
M.No.021961

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March, 2016, we report that :

- (i) a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets, which require to be updated.
- b. As explained to us, the fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies between the books/record and the physical inventory were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) a. As explained to us, inventories have been physically verified by the management at reasonable intervals during the year.
- b. In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. The Company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of inventory as compared to the book of records.
- (iii) The Company has not granted loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act")
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits from the public.
- (vi) We have been informed that, though maintenance of Cost Records has been prescribed by the Central Government for the company's product, the maintenance of such records are not applicable to the Company as the aggregate value of the turnover does not exceed the threshold limit prescribed.
- (vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees state insurance, central excise, income tax, sales tax, wealth tax, service tax, duty of customs, value added

tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, Income tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Value Added Tax, Cess and other material statutory dues were in arrears as at 31, March 2016 for a period of more than six months from the date they became payables except :

- b) According to the information and explanations given to us, there are no material dues of Wealth Tax, Duty of Customs and Cess which have not been deposited with the appropriate authorities on account of any dispute. However according to the information and explanations given to us, the following dues of Income tax, Sales Tax, Service Tax, Value Added Tax have not been deposited by the Company on account of disputes :

Sl. No.	Name of the Statute Nature of the Dues	Period to which the Amount relates	Forum where Dispute is pending	Amount ₹ in Lakhs
EXCISE DEPARTMENT				
1.	Customs Duty	2010-2011	CEGAT	352.77

- (viii) The Company has not defaulted in the repayment of dues to a financial institution or banks during the year.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of public issue. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) To the best of our knowledge and belief and according to the information and explanations given to us, we report that no fraud by the company or by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us, and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. According, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) Not According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made any preferential allotment or private placement of equity shares or partly or fully paid debentures during the year. Accordingly, paragraph 3 (xiv) of the Order is not applicable.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

**For VENUGOPAL & CHENOY
CHARTERED ACCOUNTANTS**

Sd/-

(P. V. SRI HARI)

Partner

M.No.021961

Place : Hyderabad
Date : 30.05.2016

(Formerly SHRI SHAKTI LPG LTD.)

STATEMENT OF ASSETS AND LIABILITIES OF SHRI MATRE POWER & INFRASTRUCTURE LIMITED

	Note No.	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
I EQUITY & LIABILITIES			
1. Share Holders Funds			
a. Share Capital	2.1	307,071,600	307,071,600
b. Reserves & Surplus	2.2	1,157,705	36,380,326
2 Non-Current Liabilities			
a. Long Term Borrowings	2.3	2,158,467	2,158,467
3. Current Liabilities			
a. Trade Payables	2.4	67,344,034	44,844,034
b. Other Current Liabilities	2.5	15,012,205	11,099,374
Total		392,744,011	401,553,801
II ASSETS			
1. Non-Current Assets :			
a. Fixed Assets :			
Tangible Assets	2.6	155,465,137	182,920,683
b. Long-Term Loans and Advances	2.7	3,565,051	3,565,051
c. Other Non-Current Assets	2.8	173,455,089	154,486,934
2. Current Assets :			
a. Inventories	2.9	56,454,543	56,454,543
b. Trade Receivables	2.10	2,745,487	2,745,487
c. Cash and Cash Equivalents	2.11	150,675	449,208
d. Short Term Loans and Advances	2.12	908,029	931,895
Total		392,744,011	401,553,801
Significant Accounting Policies and Notes to Accounts	2.17		

Our Report Attached

For VENUGOPAL & CHENYOY,
Chartered Accountants,

Sd/-

(CA P.V.SRI HARI)
Partner
Membership No.21961

Sd/-

(CS T.Lalitha Devi)
Company Secretary

For and on behalf of the Board,

Sd/-

(D.V.MANO HAR)
Chairman & Managing Director

Sd/-

(B.K.SINHA)
Director

Place : Hyderabad

Date : 30.05.2016

(Formerly SHRI SHAKTI LPG LTD.)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

	Note No.	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
REVENUE :			
Revenue from Operations	2.13	0	0
Other Income	2.14	0	794,640
Profit on sale of Asset		0	0
Amounts written back		0	28,367,000
Total Revenue		0	29,161,640
EXPENSES :			
Employee Benefit Expenses	2.15	3,106,819	2,638,542
Administrative & Other Expenses	2.16	4,660,256	4,540,783
Depreciation	2.6	27,455,546	27,455,546
Total Expenses		35,222,621	34,634,971
Loss for the year		-35,222,621	-5,473,231
Add : Balance brought forward from previous year		-31,500,364	-25,380,986
Balance Carried to Balance Sheet		-66,722,985	-30,854,217
Significant Accounting Policies and Notes to Accounts	2.17		

Our Report Attached

For VENUGOPAL & CHENYOY,
Chartered Accountants,

Sd/-
(CA P.V.SRI HARI)
Partner
Membership No.21961

Sd/-
(CS T.Lalitha Devi)
Company Secretary

For and on behalf of the Board,

Sd/-
(D.V.MANO HAR)
Chairman & Managing Director

Sd/-
(B.K.SINHA)
Director

Place : Hyderabad
Date : 30.05.2016

(Formerly SHRI SHAKTI LPG LTD.)

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
NOTE - 2.1 : SHARE CAPITAL		
Authorised Capital :		
30,00,00,000 Equity Shares of ₹ 2/- each	600,000,000	600,000,000
Total	600,000,000	600,000,000
Issued and Subscribed Capital		
16,03,57,200 Equity Shares of ₹ 2/- each	320,714,400	320,714,400
Total	320,714,400	320,714,400
Paid up Capital :		
15,35,35,800 Equity Shares of ₹ 2/- each fully paid	307,071,600	307,071,600
Total	307,071,600	307,071,600

Additional Notes :

1. No New Shares were issued during the year.
2. The details of shares in the company held by each shareholder holding more than 5% of total Shares.

Name of the Shareholder	As at 31 st March 2016		As at 31 st March 2015	
	% of Shareholding	No.of Shares	% of Shareholding	No.of Shares
1. NRI Prosperity Limited	13.499	20,725,500	13.499	20,725,500
2. Shri Shakti Cylinders Pvt. Ltd.	7.299	11,207,505	7.299	11,207,505

(Formerly SHRI SHAKTI LPG LTD.)

NOTE 2.2 : RESERVES & SURPLUS

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
A .Capital Reserve		
As per Last Balance Sheet	2,000,000	2,000,000
Add : Profit on forfeiture of Shares	10,232,100	10,232,100
B Revaluation Reserve		
As per last year Balance Sheet	33,167,960	33,167,960
C. General Reserve		
Opening Balance	22,480,630	22,480,630
D : Profit & Loss Account as per annexure (B)	-66,722,985	-30,854,217
Add : Depreciation pertaining to earlier years	0	646,147
Total	-66,722,985	-31,500,364
Total	1,157,705	36,380,326

NOTE 2.3 : LONG TERM BORROWINGS

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
Security Deposit From Dealers	2,158,467	2,158,467
Total	2,158,467	2,158,467
Additional Notes :		
Unsecured	2,158,467	2,158,467

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
NOTE - 2.4 : TRADE PAYABLES		
Outstanding dues of Micro and Small Enterprises	0	0
Other than Micro and Small Enterprises	67,344,034	44,844,034
Total	67,344,034	44,844,034

Disclosure relating to Micro and Small Enterprises:

i)	(a) The principal amount remaining unpaid to the supplier as at the end of the year	NIL	NIL
	(b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year	NIL	NIL
ii)	the amount of interest paid in terms of Section 16, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
iii)	the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the day during the year but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
(iv)	the amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
(v)	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

NOTE - 2.5 : OTHER CURRENT LIABILITIES

Other Payables	15,012,205	11,099,374
Total	15,012,205	11,099,374

(Formerly SHRI SHAKTI LPG LTD.)

NOTE 2.6 - FIXED ASSETS

(₹)

DESCRIPTION OF ASSET	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	DEP	AS AT	ADDITIONS	DELETIONS/	AS AT	FOR THE	DELETIONS/	UPTO	AS AT
	%	01.04.2015	01.04.2015	ADJUSTMENTS	31.03.2016	PERIOD	ADJUSTMENTS	31.03.2016	31.03.2016
LAND/DEVELOPMENT	0.0000	47,100,780	0	0	47,100,780	0	0	0	47,100,780
BUILDINGS-FACTORY	0.0334	17,491,230	0	0	17,491,230	584,207	0	12,615,029	4,876,201
BUILDINGS-OTHERS	0.0163	22,169,968	0	0	22,169,968	361,370	0	7,379,416	14,790,552
PLANT & MACHINERY	0.0475	558,104,596	0	0	558,104,596	26,509,968	0	469,406,991	88,697,605
VEHICLES	0.0950	1,445,669	0	0	1,445,669	0	0	1,445,669	0
OFFICE EQUIPMENTS	0.0475	1,913,925	0	0	1,913,925	0	0	1,913,925	0
COMPUTERS	0.1621	3,770,925	0	0	3,770,925	0	0	3,770,925	0
OTHER EQUIPMENTS	0.0475	243,159	0	0	243,159	0	0	243,159	0
MISCELLANEOUS ASSETS	0.0475	3,087,173	0	0	3,087,173	0	0	3,087,173	0
CYLINDERS	0.1621	355,382,579	0	0	355,382,579	0	0	355,382,579	0
REGULATORS	0.1621	72,932,780	0	0	72,932,780	0	0	72,932,780	0
FURNITURE & FIXTURES	0.0633	6,369,055	0	0	6,369,055	0	0	6,369,055	0
TECHNICAL KNOW-HOW	0.1000	10,172,824	0	0	10,172,824	0	0	10,172,824	0
TOTAL		1,100,184,663	0	0	1,100,184,663	27,455,546	0	944,719,526	155,465,137
PREVIOUS YEAR		1,100,184,663	0	0	1,100,184,663	27,455,546	0	916,617,833	182,920,683
									211,022,376

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
NOTE - 2.7 : LONG TERM LOANS & ADVANCES		
Deposits		
Deposits with Government Bodies	3,565,051	3,565,051
Total	3,565,051	3,565,051
Secured, Considered Good	0	0
Unsecured, Considered Good	3,565,051	3,565,051
Doubtful	0	0
NOTE - 2.8 : OTHER NON-CURRENT ASSETS		
Other Advances and Deposits	106,747,568	87,795,339
Staff Advances & Employee Loans	107,521	91,595
Others	66,600,000	66,600,000
Total	173,455,089	154,486,934
Secured, Considered Good	0	0
Unsecured, Considered Good	173,455,089	154,486,934
Doubtful	0	0
NOTE - 2.9 : INVENTORIES		
Stock of Cylinders, Regulators, Steel and ACK Spares	56,293,543	56,293,543
Finished Good	161,000	161,000
Total	56,454,543	56,454,543
Inventories are valued at cost or NRV whichever is lower		
NOTE - 2.10 : TRADE RECEIVABLES		
Outstanding for a period exceeding six months	2,745,487	2,745,487
Others	0	0
Total	2,745,487	2,745,487
Notes :		
Particulars of Trade Receivables		
Secured, Considered Good	0	0
Unsecured, Considered Good	2,745,487	2,745,487
Doubtful	0	0

(Formerly SHRI SHAKTI LPG LTD.)

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
--	--	--

NOTE - 2.11 : CASH & BANK BALANCES**Cash & Cash Equivalents****Balances with Banks :**

- In Current Accounts	123,900	436,476
Cash on hand	26,775	12,732
Total	150,675	449,208

NOTE - 2.12 : SHORT TERM LOANS & ADVANCES

Advance Income Tax & TDS (Net of Provision)	908,029	931,895
Total	908,029	931,895
Secured, Considered Good	0	0
Unsecured, Considered Good	908,029	931,895
Doubtful	0	0

NOTE - 2.13 : REVENUE FROM OPERATIONS

Sale of LPG	0	0
Total	0	0

NOTE - 2.14 : OTHER INCOME

Bottling Charges	0	0
Sale of Cylinders	0	0
Other Miscellaneous Income	0	794,640
Total	0	794,640

	Figures at the end of March 31, 2016 ₹	Figures at the end of March 31, 2015 ₹
NOTE - 2.15 : EMPLOYEE BENEFIT EXPENSES		
Salaries & Wages	3,043,499	2,568,383
Contribution to Provident Fund & Other Funds		
Provident Fund, EPS & DLI	60,820	66,659
Staff Welfare Expenses	2,500	3,500
Total	3,106,819	2,638,542
NOTE - 2.16 : ADMINISTRATIVE & OTHER EXPENSES		
Insurance	19,690	10,249
Rates & Taxes	340,661	365,741
Payments to Auditors		
As Auditors	60,000	60,000
For Taxation Matters	15,000	15,000
Sundries		
Security Charges	620,088	604,891
Travelling Expenses	125,016	157,235
Advertisement & Publicity	46,946	56,026
Postage, Telephone & Telex	45,805	36,235
Printing & Stationery	61,480	14,106
Bank Charges & Commission	4,292	6,118
Legal & Professional Fees	969,070	460,924
Transport & Conveyance	106,390	70,912
Power & Fuel	417,367	387,920
Repairs		
Machinery	37,531	22,633
Others	17,180	589
Office Maintenance	319,217	215,616
Directors Sitting Fee	187,000	176,000
RTA Charges	89,545	59,189
AGM Expenses	326,993	298,378
Miscellaneous Expenses	850,985	1,523,021
Total	4,660,256	4,540,783

NOTES ON ACCOUNTS SCHEDULE

2.17 ACCOUNTING POLICIES :

1. BASIS OF ACCOUNTING :

Financial Statements are prepared under historical cost convention, on accrual basis.

2. FIXED ASSETS :

Fixed Assets are stated at cost less accumulated depreciation plus revaluation done on the basis of technical evaluation. Cost is inclusive of freight, duties, levies and any directly attributable cost of bringing the assets to their working condition for intended use.

3. DEPRECIATION :

Depreciation on Fixed Assets provided as per the rates prescribed in Schedule - II to the Companies Act, 2013.

4. INVENTORY VALUATION:

- a) Raw Materials and Stores and Spares are valued at cost
- b) Finished goods are valued at lower of cost or net realisable value.
- c) Cylinders, Valves, Adaptors, Regulators and Steel are classified under stores and spares (Current Assets) and are valued at cost.

5. INCOME RECOGNITION:

- a) Sales are inclusive of all taxes wherever applicable, and net of returns.
- b) Sales are accounted on dispatch of goods.
- c) Income on services is recognized on release of regulators.

6. PRIOR PERIOD ADJUSTMENTS:

Expenditure / Income relating to prior period not exceeding ₹10,000/- in each case is debited/ credited to relevant Heads of Account.

7. PREPAID EXPENSES:

Prepaid expenses not exceeding ₹10,000/- in each case are charged to revenue in the year of incurrence.

8. FOREIGN CURRENCY TRANSACTIONS :

Foreign Currency transactions are accounted at equivalent rupee value.

9. CLAIMS:

Claims are accounted on receipt / acceptance.

10. INVESTMENT SUBSIDY:

Subsidies received from Governments, both Central and State, and from any other appropriate authorities, which are in the nature of capital receipt, are credited to Capital Reserve.

2.18 NOTES ON ACCOUNTS

1. CONTINGENT LIABILITIES

	As on 31.03.2016 (₹)	As on 31.03.2015 (₹)
Differential Customs Duties demanded by Customs authorities pending in Appeals	35,277,000	35,277,000

2. As the operations of the company by the way of bottling LPG are going on and as the company has various new scheme of activities and plans for the future, the accounts of the Company for the year are drawn up 'on going concern' basis.
3. Balances standing to the debit/credit of parties are subject to reconciliation by the company confirmation by them and review by the Company.
4. "Other Non-Current Assets" represent amount encashed by The Kerala State Co-operative Consumer Federation Ltd. from State Bank of Hyderabad and Punjab National Bank by invoking guarantees given in their favour by the company and are considered good and recoverable by the Company, and the Company has filed a suit for the recovery of the amount.
5. All Current Assets as at 31.03.2016 have a value on realization in the ordinary course of business atleast value equal to amounts at which they have been stated in the Balance Sheet as on that date.

6. Quantitative details and value of consumption of materials, opening and closing stock.

	2015 -16			2014 -15		
	KKD	HYD	B'LORE	KKD	HYD	B'LORE
i. Annual Installed Capacity (MT)	45000	0	0	45000	20000	12000
ii. Production (MT)	-	0	0	-	0	0
iii. Capacity Utilisation Bottling of LPG (MT)%	-	0	0	-	0	0

(Formerly SHRI SHAKTI LPG LTD.)

	2015 -16		2014 -15	
	Qty. MT	Value (₹)	Qty. MT	Value (₹)
iv. Opening Stock of LPG	0	0	0	0
v. Closing Stock	0	0	0	0
vi. Turnover : Bottled LPG	0	0	0	0

	2015 -16		2014 -15	
	Qty. Nos.	Value (₹)	Qty. Nos.	Value (₹)
vii. Auto Conversion Kits				
- Closing Stock of Kits	23	161000	23	161000
- Kits Turnover	0	0	0	0

7. Managerial Remuneration (₹)

	2015 -16		2014 -15	
	Salary (₹)	Perks (₹)	Salary (₹)	Perks (₹)
Managing Director	11,52,000	1,80,000	11,52,000	1,80,000

(Formerly SHRI SHAKTI LPG LTD.)

9. Segment information for the year ended 31st March 2016

(I) Information about Primary Business Segments (₹)

	Liquified Petroleum Gas		Auto Conversion Kits		Total	
	2016	2015	2016	2015	2016	2015
Revenue						
External	0	0	0	0	0	0
Inter segment	0	0	0	0	0	0
Total Revenue	0	0	0	0	0	0
Result						
Segment result	-35222621	-5473231	0	0	-35222621	-5473231
Unallocated expenditure net of unallocated income	0	0	0	0	0	0
Interest expenses	0	0	0	0	0	0
Interest income	0	0	0	0	0	0
Provision for Taxation	0	0	0	0	0	0
Profit/(loss) after taxation and before exceptional items	-35222621	-5473231	0	0	-35222621	-5473231
Exceptional items	0	0	0	0	0	0
Net Profit	-35222621	-5473231	0	0	-35222621	-5473231
Other information						
Segment assets	392297011	401106801	447000	447000	392744011	401553801
Segment Liabilities	83270706	56857875	1244000	1244000	84514706	58101875
Capital Expenditure	0	0	0	0	0	0
Depreciation	27455546	26438546	0	1017000	27455546	27455546
Non-cash expenses other than depreciation	0	0	0	0	0	0

(II) Notes :-

(i) The company is organized into two main business segments namely

- Liquified Petroleum Gas - Comprising of Bulk and Packed LPG
- Auto Conversion Kits - LPG conversion kits for three wheelers

Segments have been identified and reported taking into account the nature of products and services, the differing risks and returns, the organization structure, and the Internal financial reporting system

(ii) Segment Revenue in each of the above domestic business segments primarily includes sales and bottling charges

(iii) Segment revenue, results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

(Formerly SHRI SHAKTI LPG LTD.)

10. Related Party Disclosures :

Related party disclosures, as required by Accounting Standard 18, "Related Party Disclosures" issued by the institute of Chartered Accountants of India are given below :

1) Key Management Personnel :**Directors :**

- a) Mr.D.V.Manohar
- b) Sitting fee of ₹ 1,87,000 (Previous Year - ₹ 1,76,000) was paid during the year to all the Directors (except Managing Director) for attending the Board Meetings.

11. Related parties

- a) M/s. Shri Shakti Resorts & Hotels Limited
- b) M/s. Shri Shakti Cylinders Private Limited

The company during the year had no transactions with the above related parties.

Previous Year's figures have been re-grouped/re-classified/re-stated as far as practicable and wherever necessary to confirm with current year presentation.

12. Amounts have been rounded off to the nearest thousands.

For VENUGOPAL & CHENYOY,
Chartered Accountants,

Sd/-

(CA P.V.SRI HARI)

Partner

Membership No.21961

For and on behalf of the Board,

Sd/-

(D.V.MANO HAR)

Chairman & Managing Director

Sd/-

(CS T.Lalitha Devi)

Company Secretary

Sd/-

(B.K.SINHA)

Director

Place : Hyderabad

Date : 30.05.2016

(Formerly SHRI SHAKTI LPG LTD.)

BALANCE SHEET ABSTRACT AND A COMPANY'S GENERAL BUSINESS PROFILE**I. Registration Details**State Code Registration No. Balance Sheet

Date Date Month Year

II. Capital Raised during the year (Amount in ₹)

Public Issue

Rights Issue

Bonus Issue

Private Placement

III. Position of Mobilisation and Deployment of Funds (Amount in `Thousands)

Total Liabilities

Total Assets

Sources of Funds

Paid-up Capital

Reserves & Surplus

Secured Loans

Unsecured Loans

Application of Funds

Net Fixed Assets

Investments

Net Current Assets

Misc. Expenditure

Accumulated Losses

IV. Performance of Company (Amount in ` Thousands)

Turnover

Total Expenditure

+ -

Profit / Loss Before Tax + - Profit / Loss After Tax

(Please tick appropriate box + for Profit - for Loss)

Earning per Share in Rs.

Dividend

V. Generic Names of Three Principal Products/Services of Company (as per monetary terms)

Item Code No. 0 0 0 0 0 0 2 9 0 1

(ITC Code)

Product Description LIQUIFIED PETROLEUM GAS

Item Code No. 0 0 0 0 0 0 8 4 1 0

(ITC Code)

Product Description LPG CYLINDERS

Item Code No. 0 0 0 0 0 0 8 4 1 0

(ITC Code)

Product Description LPG REGULATORS

For and on behalf of the Board

Sd/-

D. V. MANOHAR

Chairman & Managing Director

Sd/-

B.K.SINHA

Director

Place : Hyderabad

Date : 30.05.2016

(Formerly SHRI SHAKTI LPG LTD.)

CASH FLOW STATEMENT OF SHRI MATRE POWER & INFRASTRUCTURE LIMITED AS AT 31ST MARCH, 2016

	YEAR ENDED 31.03.16	YEAR ENDED 31.03.15
	₹	₹
A. Cash Flow From Operating Activities		
Profit Before Tax And Extraordinary Items	-35222621	-5,473,231
Adjustments For:		
Depreciation	27,455,546	27,455,546
Foregin Exchange	0	0
Investments	0	0
Interest / Dividend	0	0
	<u>27,455,546</u>	<u>27,455,546</u>
Operating Profit Before Working Capital Changes	-7,767,075	21,982,315
Adjustments For :		
Trade And Other Receivables	0	0
Inventories	0	0
Trade Payables	26,412,831	-41,210,377
	<u>26,412,831</u>	<u>41,210,377</u>
Cash Generated From Operations	18,645,756	-19,228,062
B. Cash Flow From Investing Activities		
Purchase / Reduction of Fixed Assets	0	28,101,693
	0	28,101,693
Net Cash Used In Investing Activities	18,645,756	8,873,631
C. Cash Flow From Financing		
Payment of Long Term Borrowings	0	28,567,000
Increase in Non-Current Assets	-18,944,289	-47,490,430
Net Cash Used In Financing Activities	-18,944,289	-18,923,430
Net Increase In Cash And Cash Equivalents	-298,533	-10,049,799
Cash And Cash Equivalent As At 1.4.14	449,208	0
Cash And Cash Equivalent As At 31.3.15	150,675	449,208

For and on behalf of the Board of Directors

Place : Hyderabad
Date : 30.05.2016

Sd/-
D.V.Manohar
Chairman & Managing Director

Sd/-
B.K.Sinha
Director

Auditor's Certificate

We have verified the above Cash Flow Statement compiled from the audited financial statements of M/s Shri Matre Power & Infrastructure Ltd. for the years ended 31.03.2015 and 31.03.2016. According to the information and explanations given to us, the above cash flow statement has been prepared in consonance with the applicable accounting standards on cash flow statements issued by the Institute of Chartered Accountants of India and found the same to be in accordance with the requirements of the amended clause 32 of the Listing Agreement with the Stock Exchanges.

For Venugopal & Chenoy
Chartered Accountants

Sd/-
(CA P.V.Sri Hari)
Partner
M.No. 21961

Place : Hyderabad
Date : 30.05.2016

ATTENDANCE SLIP

23rd Annual General Meeting

SHRI MATRE POWER & INFRASTRUCTURE LTD

CIN L40102TG1993PLC015988

Registered Office : Venus Plaza, Adjacent to Airport,

Begumpet, S.P. Road, Hyderabad - 500 016

Ph : 040-27902929/Fax : 040-27908989 ;

Email : info@shrishakti.com Website: <http://www.shrishakti.com//>

Date	Venue	Time
30th September, 2016	Hari Hara Kala Bhavan, S.P. Road, Secunderabad	10:30 A.M

Name of the Shareholder	Folio/DP & Client ID No.	No.of shares

I Certify that I am a registered shareholder of the Company, holding above mentioned shares in the Company, and hereby record my presence at the 23rd Annual General Meeting of the Company.

Member's/Proxy Signature

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

23rd Annual General Meeting

SHRI MATRE POWER & INFRASTRUCTURE LTD

(Formerly SHRI SHAKTI LPG LTD.)

CIN L40102TG1993PLC015988

Registered Office : Venus Plaza, Adjacent to Airport, Begumpet, Hyderabad - 500 016
Phone : 040-27902929 / Fax : 040-27908989 ; Email : info@shrishakti.com ; Website: http://
www.shrishakti.com//

FORM NO. MGT - 11

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

Name of the Member (s)

Email id :

Registered Address

Folio No/Client id

DP ID*

I/We being the Member (s) of _____ shares of M/s SHRI MATRE POWER & INFRASTRUCTURE Ltd, hereby appoint :

1).....of.....having e-mail id.....or failing him/her

2).....of.....having e-mail id.....or failing him/her

3).....of.....having e-mail id.....or failing him/her

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd Annual General Meeting of the Company, to be held on Friday, 30th September 2016 at 10.30 A.M. at Hari Hara Kala Bhavan, S.P. Road, Secunderabad and at any adjournment thereof in respect of such resolutions as are indicated below :

S.No	Resolutions	For	Against
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements for the financial year 2015-16.		
2.	To appoint a Director in place of Ms. Deekshita Dontamsetti, Woman Director (Non-Independent), who retires by rotation and being eligible, offers herself for re-appointment.		
3.	To ratify the appointment of Statutory Auditors - Ordinary Resolution.		
	SPECIAL BUSINESS		
4.	To appoint Dr.Gorantla Govindaiah as Director (Independent) of the Company.		
5.	To appoint Dr.A.Balasetti as Director of the Company (Non-Independent)		
6.	To appoint Mr.A.P.Vitthal as Independent Director of the Company.		

Signed this.....day of.....2016

Signature of Shareholder

Signature of Proxy holder(s)

Note :

The Proxy need not be a member of the Company.

The proxy form duly signed across Revenue Stamp should reach the Company's Registered Office at least 48 hours before the time of the meeting.

INDEPENDENT AUDITOR'S REPORT

To

The Members,

**SHRI SHAKTI RESORTS AND HOTELS LIMITED,
HYDERABAD.**

1. Report on the Financial Statements

We have audited the accompanying financial statements of **M/s.SHRI SHAKTI RESORTS AND HOTELS LIMITED** ("the Company") which comprise the Balance Sheet as at 31st March 2018 and the Statement of Profit and Loss and also a summary of significant accounting policies for the year ended on that date and other explanatory information.

2. Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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, Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. 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 thereunder.



Address

5th Floor, Aparna Crest, Road No. 2, Banjara Hills, Hyderabad, Telangana. Pin : 500034

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 of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the 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.

4. 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: -

- a) in the case of Balance Sheet, of the State of Affairs of the Company as at 31st March, 2018, and
- b) in the case of the Statement of Profit and Loss, of the LOSS of the company for the year ended on that date.

5. Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

- a) Note 2.23.8 to the financial statements (Claims against the Company not acknowledged as debts) relating to amounts paid to Airports Authority of India (AAI) during the earlier year and kept under Loans & Advances pending settlement of disputes with AAI to the extent of Rs.187.22 lakhs.

Our opinion is not modified in respect of these matters.



6. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016, as amended, issued by the Central Government of India in terms of Section 143(11) of the Act, we enclose an Annexure, which is a statement on the matters specified in paragraphs 3 of the said order.

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

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

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

c) The Balance Sheet and the Statement of Profit and Loss dealt with by the 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 the Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of written representations received from the Directors of the Company as on 31.03.2018 and taken on record by the Board of Directors, we report that none of the directors of the company is disqualified from being appointed as director of the company in terms of section 164 (2) of the Act.

f) In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31.03.2018, 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.

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended 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, in the Notes to financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts that need to be transferred, to the Investor Education and Protection Fund by the Company.



Hyderabad
Date: 23.05.2018

For Murthy & Kanth
Chartered Accountants
Firm Regn. No.02195 S

T. Umakanth
Partner
Membership No: 23126

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT
Re: SHRI SHAKTI RESORTS AND HOTELS LIMITED
(Referred to in paragraph 6 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date for the year ended 31st March, 2018)

- (i) (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) The company has taken the land on long term lease and hence title deed is not in the name of the company. However, the Buildings constructed in the leased land are held in the name of the company.
- (ii) (a) The inventory has been physically verified by the management of the company at reasonable intervals.
- (b) The discrepancies noticed on physical verification of stocks as compared to the Book records, though not material, have been properly dealt with in the books of account.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013 during the year and hence clause (iii) (a) and (d) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of the loans and investments made, and guarantees and security provided by it.
- (v) The company has not accepted any deposits from the public.
- (vi) The maintenance of Cost Records as required under sub section (1) of Section 148 of the Companies Act, 2013 does not apply to the company.
- (vii) (a) According to the information and explanations given to us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employee Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs duty, Excise Duty and Cess and other statutory dues wherever applicable.



(b). According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty as at 31.03.2018 other than the following :

Name of Statute	Nature of Dues	Rs.000s	Forum where dispute is pending
AP VAT Act	Penalty	694	Appellate Dy. Commissioner (CT)
AP VAT Act	VAT	735	Sales Tax Appellate Tribunal, Telangana

- (viii) Based on the audit procedures and the information and explanations given to us, we observed that the Company has not defaulted in repayment of its dues to banks. The company has not taken any loans from Financial institutions or debenture holders at any time during the year.
- (ix) As per our report Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the order are not applicable to the company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the Management, we report that no fraud by the company or on the company by its officers or employees have been noticed or reported during the year under audit.
- (xi) In our opinion, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company and therefore the provisions of clause (xii) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements 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. Accordingly, the provisions of clause (xiv) of the Order are not applicable.

(xv) As per our report Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the order are not applicable to the company and hence not commented upon.

(xvi) In our Opinion, the company is not required to be registered under section 45 1A of the Reserve bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the order are not applicable to the company and hence not commented upon.



Place: Hyderabad
Date: 23.05.2018

For Murthy & Kanth
Chartered Accountants
(Firm Reg No.02195 S)

(T. Umakanth)
Partner
Membership No.23126

Annexure B to the Independent Auditor's Report on the financial statements

The Annexure B referred in our report of even date to the Members of M/s. **SHRI SHAKTI RESORTS AND HOTELS LIMITED** ("the company") on the financial statements for the year ended 31 March 2018.

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

We have audited the internal financial controls over financial reporting of M/s. **SHRI SHAKTI RESORTS AND HOTELS LIMITED** ("the company") as of 31st March 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 Control over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of it's business, including adherence to Company's policies, the safeguarding of it's 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 conduct 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 issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.



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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the 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 expenditure of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the 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 procedure 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 31st March 2018, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.



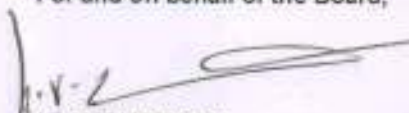
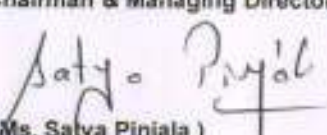
Hyderabad
23.05.2018

For **Murthy & Kanth**
Chartered Accountants
Firm Regn.No.02195 S

T.Umakanth
Partner
Membership No.23126

SHRI SHAKTI RESORTS & HOTELS LIMITED

BALANCE SHEET AS AT MARCH 31, 2018


	Note No.	Figures at the end of March 31 2018	Figures at the end of March 31 2017
		'000's	'000's
I. EQUITY & LIABILITIES			
(1) Shareholder's Funds:			
(a) Share Capital	2.1	203,598	203,598
(b) Reserves & Surplus	2.2	(108,353)	(87,377)
(2) Non-Current Liabilities:			
(a) Long Term Borrowings	2.3	213,073	216,078
(b) Deferred Tax Liability		22,056	22,056
(3) Current Liabilities:			
(a) Short Term Borrowings	2.4	14,999	14,529
(b) Trade Payables	2.5	1,398	1,450
(c) Other Current Liabilities	2.6	32,350	37,502
Total:		379,120	407,835
II. ASSETS			
(1) Non-Current Assets:			
(a) Fixed Assets:			
Tangible Assets	2.7	225,095	254,933
Capital Work-in-Progress		45,305	45,305
(b) Non Current Investments	2.8	13,400	13,400
(c) Long-Term Loans and Advances	2.9	16,638	23,960
(d) Other Non-Current Assets	2.10	118	118
(2) Current Assets:			
(a) Inventories	2.11	21,965	22,780
(b) Trade Receivables	2.12	8,070	8,160
(c) Cash and Cash Equivalents	2.13	8,039	6,109
(d) Short Term Loans and Advances	2.14	39,050	30,504
(e) Other Current Assets	2.15	1,441	2,566
Total:		379,120	407,835
		(0)	0
Significant Accounting Policies and Notes to Accounts	2.23		
<p>As per our report of even date For Murthy & Kanth Chartered Accountants Firm Reg No.02195 S</p> <p>(T.Umakanth) Partner M.No.23126 Place : Hyderabad Date : 23-05-2018</p> <p>For and on behalf of the Board,  (D.V.MANO HAR) Chairman & Managing Director  (Ms. Satya Pinjala) Whole Time Director</p>			

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2018

	Note No.	Figures at the end of March 31 2018	Figures at the end of March 31 2017
		'000's	'000's
REVENUE:			
I. Revenue from Operations	2.16	124,329	139,485
II. Other Income	2.17	17,390	17,705
III. Total Revenue		141,719	157,190
EXPENSES :			
Materials & Stores consumed	2.18	26,553	21,163
Operating Expenses	2.19	39,557	43,193
Employee's Benefit Expenses	2.20	40,557	39,275
Administration, Selling & Other Expenses	2.21	14,435	17,775
Total Expenses		121,102	121,405
VI Profit Before Interest , Depreciation and Taxation		20,617	35,784
VII. Interest	2.22	10,857	18,917
VIII Profit before Depreciation and Taxation		9,760	16,867
IX Depreciation	2.7	30,736	32,014
X Profit/(Loss) before Taxation		-20,976	-15,146
XI Tax expense:-			
Current Tax (MAT)		0	0
Deferred Tax (As per AS -22)		0	0
XII Profit /(Loss) for the year		-20,976	-15,146
XIII Earnings per Share		0	0
Significant Accounting Policies and Notes to Accounts	2.23		

As per our report of even date

For Murthy & Kanth
Chartered Accountants
Firm Reg No.02195 S



(T. Umakanth)
Partner

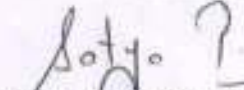
M.No.23126
Place : Hyderabad

Date : 23-05-2018



For and on behalf of the Board


(D.V. MANOHAR)
Chairman & Managing Director


(Ms. Satya Pinjala)
Whole Time Director



	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Authorised:		
a) 2,30,00,000 (Previous year 2,30,00,000) Equity Shares of Rs.10/- each	230,000	230,000
Total:	230,000	230,000
Issued, Subscribed, Called up & Paid up:		
2,03,59,839 Equity Shares of Rs.10/- each, fully paid up (of the above , 38,49,031 Equity Shares of Rs.10/- each were allotted as fully paid-up by way of Bonus Shares by capitalisation of General Reserve during the years 2005-06, 2006-07 & 2007-08)	203,598	203,598
Total:	203,598	203,598

Additional Notes:

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

	As at 31 Mar 2018		As at 31 Mar 2017	
	No. of shares	Rs.	No. of shares	Rs.
At the beginning of the period	20,359,839	203,598,390	20,359,839	203,598,390
Issued during the period	0	0	0	0
Outstanding at the end of the period	20,359,839	203,598,390	20,359,839	203,598,390

b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a face value of Rs.10/- each. Each shareholder is eligible for one vote per share held.

c) Details of shares in the Company held by each shareholder holding more than 5% shares.

Name of the Shareholder	As at 31st March 2018		As at 31st March 2017	
	% of Shareholding	No. of Shares	% of Shareholding	No. of Shares
Mr. D.V. Manohar	18.32%	3729497	18.32%	3729497
M/s. BVM Medicals Ltd	9.41%	1916622	9.41%	1916622
Mr. Dharmin Dontamsetti	6.66%	1355233	6.66%	1355233
M/s. NRI Prosperity Ltd	6.39%	1300146	6.39%	1300146
Dr. Tulsi Sawlani (NRI Director)	5.59%	1138232	5.59%	1138232
Mrs. D.Sujata	5.41%	1102435	5.41%	1102435
Ms D. Deekshita	5.38%	1095682	5.38%	1095682
M/s. Shri Shakti Cylinders Private Limited	0.00%	0	0.00%	0

d) Bonus Shares

Equity shares allotted as fully paid bonus shares for the period of five years immediately preceding 31st March 2018 - Nil



Saty - P. Nigal

NOTE - 2.2 : RESERVES & SURPLUS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
a) General Reserve:		
Opening Balance	2,000	2,000
Less : Transferr to Profit & Loss Account	0	0
Sub-Total (A)	2,000	2,000
b) Surplus / (Deficit) in the Statement of Profit & Loss: (B)		
Balance as per the last Balance Sheet	(113,377)	(98,231)
Add: Profit/ (Loss) for the year	(20,976)	(15,146)
Add: Depreciation pertaining to previous years	0	0
Add: Transfer from Preference Share Redemption Reserve	0	0
Net Surplus / (Deficit) : (B)	(134,353)	(113,377)
c) Preference Share Redemption Reserve	0	0
Less: Transfer to Preference Share Redemption A/c		
Sub-Total (C)	0	0
d) Share Premium (D)	24,000	24,000
TOTAL (A +B+C+D)	(108,353)	(87,377)

NOTE - 2.3 : LONG TERM BORROWINGS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Term Loan from Indian Overseas Bank (The Term Loan is secured by Mortgage of Lease Hold rights of Land together with all Buildings, Structures, Erections etc. & Hypothecation of Plant & Machinery, Furniture & Fixtures of the Company . Also secured by Guarantee of the Managing Director)	47,564	74565
Working Capital Term Loan from Allahabad Bank (Secured by hypothecation of raw materials, stocks -in-process finished goods, consumable spares and book debts of "The Hotel." Also secured by personal guarantee of the Managing Director)	5,790	9049
Other Loans and Advances		
Unsecured Deposit	17500	17500
Loans from Shareholders & others	138425	111170
NRI Deposits	3794	3794
Total:	213,073	216,078
Additional Notes:		
Secured	53354	83614
Unsecured	159719	132464



Aty. Pijal

NOTE - 2.4: SHORT TERM BORROWINGS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
CASH CREDIT from Allahabad Bank (Secured by hypothecation of raw materials, stocks -in-process finished goods, consumable spares and book debts of "The Hotel." Also secured by personal guarantee of the Managing Director)	14999	14529
Total:	14999	14529
Additional Notes:		
Secured	14999	14529
Unsecured	0	0

NOTE - 2.5 : TRADE PAYABLES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Outstanding dues of Micro and Small Enterprises	0	0
Other than Micro and Small Enterprises	1,398	1,450
Total:	1,398	1,450

Disclosure relating to Micro and Small Enterprises:

i) (a) The principal amount remaining unpaid to the supplier as at the end of the year

NIL

NIL

i) (b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year

NIL

NIL

ii) the amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the day during each accounting year

NIL

NIL

iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under Micro, Small and Medium Enterprises development Act, 2006

NIL

NIL

(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year and

NIL

NIL

(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise, for the purpose of disallowance as deductible expenditure under section 23 of Micro Small and Medium Enterprises Development act 2006

NIL

NIL

NOTE - 2.6- OTHER CURRENT LIABILITIES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Outstanding Liabilities	22,849	28,022
Sundry Deposits	1,508	1,508
Other Payables	2,202	2,202
Provision for Gratuity	3,139	3,134
Provision for Bonus	2,651	2,635
Total:	32,350	37,502



Satya P. Singh

NOTE - 2.8 : NON -CURRENT INVESTMENTS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Long Term Investments:		
NON TRADE		
(Traded, quoted, stated at cost) 11,00,000 equity shares of Rs.10/- each fully paid up in Sri Havisha Hospitality and Infrastructure Ltd. (formerly known as Shri Matre Power & Infrastructure Ltd.)	11000	11000
(Unquoted, stated at cost) 2,40,000 equity shares of Rs.10/- each fully paid up in Shri Shakti Alternative Energy Private Ltd.	2400	2400
Total:	13,400	13,400

NOTE- 2.9 : LONG TERM LOANS & ADVANCES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Deposits:		
Deposits with Government Bodies	7,787	7,787
Other Deposits	261	261
Other Loans and Advances	8,589	15,911
Total:	16,638	23,960
Secured, Considered good	0	0
Unsecured, Considered good	16,638	23,959
Doubtful	0	0

NOTE - 2.10: OTHER NON-CURRENT ASSETS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Others	118	118
Total:	118	118
Secured, Considered good	0	0
Unsecured, Considered good	118	118
Doubtful	0	0

NOTE - 2.11: INVENTORIES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Stores and Provision Materials (as taken, certified and valued by management)	21,965	22,780
Total:	21,965	22,780
Inventories are valued at Cost or NRV whichever is lower		




 Satya Rajal



NOTE - 2.12 : TRADE RECEIVABLES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Outstanding for a period exceeding six months	2,634	2,634
Others	5,436	5,527
Total:	8,070	8,160
Notes:		
Particulars of Trade Receivables:		
Secured, Considered good	0	0
Unsecured, Considered good	8,070	8,160
Doubtful	0	0

NOTE - 2.13: CASH & BANK BALANCES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Balances with Banks:		
- in Current Accounts	7,664	5,655
- in Fixed Deposits	245	245
Cash on hand	130	209
Total:	8,039	6,109

NOTE - 2.14- SHORT TERM LOANS & ADVANCES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Advance for Expenses	3,377	4,048
Advance Income Tax & TDS (Net of Provision)	5,432	5,333
Others	30,241	21,123
Total:	39,050	30,504
Secured, Considered good	0	0
Unsecured, Considered good	39,050	30,504
Doubtful	0	0

NOTE - 2.15- OTHER CURRENT ASSETS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Interest Receivable	1,353	1,188
Prepaid Expenses	88	1,097
Others	0	280
Total:	1,441	2,566
Secured, Considered good	0	0
Unsecured, Considered good	1,441	2,566
Doubtful	0	0



Satya P. J.



NOTE - 2.16 : REVENUE FROM OPERATIONS

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Sales	123,872	138,683
Services	457	802
Total	124,329	139,485

NOTE - 2.17 : OTHER INCOME

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Admission Fees Collections	0	0
Interest	843	708
Rent & Other Charges	15,373	14,127
Miscellaneous Income	1,174	2,870
Total	17,390	17,705

NOTE - 2.18: MATERIALS & STORES CONSUMED

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Opening Stock	22,780	24,438
Add: Purchases	25,739	19,506
	48,519	43,944
Less Closing Stock	21,965	22,780
Total Consumption	26,553	21,163
Total	26,553	21,163

NOTE - 2.19 : OPERATING EXPENSES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
House Keeping & Security Expenses	893	964
Electricity charges	14,774	15,273
Water Charges	1,243	1,494
Repairs and Maintenance	4,064	3,994
Service Tax	3,053	12,776
VAT	566	3,960
Luxury Tax	717	3,721
GST	13,264	0
Wealth Tax	0	0
Functions & Activities Expenses	982	1,012
Total	39,557	43,193



Satyam Prasad

NOTE - 2.20: EMPLOYEE BENEFIT EXPENSES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Salaries & Wages	37,612	36,836
Provision for Bonus	121	103
Provision for Gratuity	285	251
Contribution to Provident Fund & Other Funds:		
Provident Fund & ESIC	1,915	1,488
Staff Welfare Expenses	625	597
Total	40,557	39,274

NOTE : 2.21 ADMINISTRATION , SELLING & OTHER EXPENSES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Other Operating Expenses :		
Lease Rent	6,307	6,137
Insurance	776	772
Rates and Taxes	661	3,569
Cess on Turnover (A.A.I)	1,604	1,812
Selling Expenses :		
Business Promotion Expenses	888	538
Advertisement Expenses	102	100
Credit Card Commission	687	833
Telephone Charges	796	759
Bank Charges	43	42
Conveyance	161	170
Printing and Stationery	94	101
Postage and Courier Charges	61	59
Books and Periodicals	88	96
Professional & Consultancy Charges	101	760
Travelling Expenses - Directors	186	180
Travelling Expenses - Others	204	240
Vehicle Maintenance	425	403
Directors Sitting fees	65	45
Miscellaneous Expenses	1032	1058
Total	14285	17675

NOTE - 2.21 (A) : AUDIT FEES

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Payment to Auditors :		
- Statutory and Tax Audit Fee	100	100
- Fee for Tax Matters	50	-
Total	150	100

NOTE - 2.22 : FINANCE COST

	Figures at the end of March 31 2018	Figures at the end of March 31 2017
	'000's	'000's
Interest on Term Loans	9275	13980
Interest on Working Capital Loan	1,427	2,263
Interest on Others	155	2,684
Total	10,857	18,917



Satya Rajab



Sl. No.	NAME OF THE ASSET	GROSS BLOCK			DEPRECIATION BLOCK				NET BLOCK	
		as at 01.04.17	Additions	Sale/Adj.	as at 31.03.18	as at 01.04.17	for the year	Sale/Adj.	as at 31.03.18	as at 31.03.17
		"000	"000	"000	"000	"000	"000	"000	"000	"000
1.	Lease Hold Land	3,642	0	0	3642	2894	158	0	3053	569
2.	Plant & Machinery	239,313	0	0	239313	198528	13149	0	212777	26,537
3.	Computers	12,497	542	0	13039	12470	111	0	12581	458
4.	Electrical Installations	3,008	41	0	3049	2593	48	0	2641	408
5.	Buildings	246,101	46	0	246147	69097	6592	0	75689	177,004
6.	Office Equipments	21,264	261	0	21525	20026	412	0	20438	1,088
7.	Library(Books)	401	0	0	401	400	0	0	400	1
8.	Furniture & Fixtures	176,073	6	0	176079	145274	9661	0	154935	30,800
9.	Vehicles	23,231	0	0	23231	18217	602		18819	5,014
	TOTAL	725531	896	0	726427	470599	30733	0	501332	225,095
										254932

Satyajit



NOTE 2.23 : Statement on Significant Accounting Policies:

1. Basis of Accounting

These accounts have been prepared under the historical cost convention and on the accounting principles of going concern. Accounting Policies not specifically referred to otherwise, are consistent and in consonance with Generally Accepted Accounting Principles.

2. Revenue Recognition

- a) Income on services to guests is recognized on a day-to-day basis.
 - (i) In respect of accommodation, after the guest checks in to the Hotel.
 - (ii) In respect of sale of food & beverage etc., at the point of serving these items to the guests.
- b) Sales are inclusive of taxes wherever applicable.
- c) Income from Investments is recognized in the accounts in the year of receipt of the same.
- d) Other Incomes are recognized on accrual basis.

3. Fixed Assets

- a) Fixed assets are accounted at cost of acquisition inclusive of inward freight, duties and taxes and incidentals related to acquisitions.

b) Land:

The Company has acquired on lease 21,214.31 sq.yds of Land for a period of 30 years w.e.f. 5th January, 1990 from National Airports Authority of India, vide registered lease deed dated 5th January, 1990.

c) Other Assets:

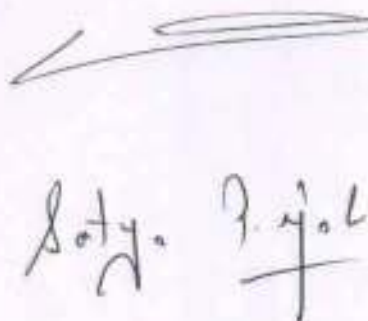
All the assets put to use during the year were capitalized. Since some part of the project is yet to be completed, proportionate expenditure incurred during the construction period will be capitalized upon putting the asset to use.

d) Depreciation:

Depreciation is provided for on Straight Line Method, as per the useful life of assets prescribed in Schedule II to the Companies Act, 2013 in respect of assets acquired during the year. Depreciation on additions made during the year is provided proportionately for the period for which the assets have been put to use, starting at the beginning of the month subsequent to the month in which the asset was put to use. However depreciation on leasehold land is charged equally over the lease period.

For the assets acquired prior to the April 2014, the carrying amount as on 1st April' 2014 is depreciated over the remaining useful life of the assets as estimated by the management.




Satya P. J. J. J.



e) Capital Work in Progress

The Capital Work in Progress includes cost of fixed assets under installation / commissioning, advances on capital account (net of creditors) and unallocated expenditure.

4. Investments

Investments are stated at cost i.e., cost of acquisition inclusive of expenditure incidental to acquisition.

5. Inventories

Inventories are valued as under:

- a) Provisions, Beverages and Consumables - At cost or realizable value whichever is lower;
- b) Cutlery & Crockery - at cost.

6. Foreign Exchange Transactions

Foreign Currency transactions are accounted at equivalent rupee value based on the exchange rate prevailing on the date of the transaction. Realized gains and losses in foreign exchange transaction other than those relating to fixed assets from outside India are recognized in the Profit and Loss Account.

7. Prior Period Adjustments

Expenditure / Income relating to prior period not exceeding Rs.10,000/- in each case is debited / credited to natural Heads of Accounts.

8. Prepaid Expenses

Prepaid expenses not exceeding Rs.10,000/- in each case are charged to revenue in the year of incurrence.

9. Miscellaneous Expenditure

All expenditure, the benefit of which is spread over a number of years is grouped under miscellaneous expenditure and will be amortized over subsequent years, on the basis of the benefit derived in each year, not exceeding five years from the year of incurrence.

10. Taxes

- a) The amount of tax payable in respect of taxable income for the period is determined as current tax and provided for.
- b) Deferred tax, being tax on timing differences between taxable income and accounting income, that originate in a year and are capable of reversal in one or more subsequent years has been recognized in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or subsequently enacted at the Balance Sheet Date.



Satyam P. J.

11. Claims

Claims, if any, are accounted in the year of receipt / acceptance.

12. Retirement Benefits

- a) The Company's contribution to Provident Fund is accounted on accrual basis.
- b) Liability for gratuity is provided on accrual basis as at the end of the year.



Saty. P. Raj



NOTE 2.23 : NOTES TO ACCOUNTS

1. Contingent Liability in respect of -
 - a) Bank guarantees: Rs. 8700 Thousands (previous year Rs.6200 thousands).
 - b) Disputed Demand raised by Sales Tax Authorities with the company has gone on appeal 1429 thousands. (previous year Rs.1429 thousands)
2. Claims against the company not acknowledged as debts Rs.22005 thousands. (Previous year Rs.23901 thousands)
3. Estimated amounts of contracts on capital account remaining to be executed Rs.Nil Thousands (previous year Rs.Nil Thousands).
4. The company has acquired land on lease for a period of 30 years, w.e.f.5th January, 1990, from Airports Authority of India. Depreciation on this leasehold land is charged equally over the lease period.
5. Market value of investment in Sri Havisha Hospitality & Infrastructure Ltd. (formerly known as Shri Matre Power & Infrastructure Ltd.), as at 31-3-2018 could not be ascertained since there is no trading in this share for quite some time. No provision is made for the diminution in the value of the investments, if any, as in the opinion of the management, the decline is considered to be temporary in nature.
6. Balance standing to the credit / debit of creditors, debtors, other current assets, loans and advances are subject to confirmation / reconciliation and review by the Company.
7. No provision is made towards loans / amounts due from ex-employees as the Company is confident of recovering the dues.
8. The company has gone an appeal to Honourable Delhi High Court (Division Bench) against the Order of Hon'ble Delhi High Court (single Bench) in respect of pending issues related to lease rent and cess on Turnover payable to AAI and the disputed amount is Rs.187.22 Lakhs, Pending resolution of the dispute, the company has paid this amount to AAI and the debit balance outstanding in the books of the company in the name of AAI as on 31.03.2018 is Rs.187.22 lacs. No provision is considered necessary by the company since the negotiations for a settlement are in progress.
9. NRI deposits are exclusive of interest accrued thereon.
10. An amount of Rs.5179 thousands has been debited by Indian Overseas Bank during the year 2016-17 towards Penal Interest on Term Loan A/c and the same



[Signature]
Satya Raj

has been contested by the company with the Bank. Balance of the said Penal Interest on amount of Rs.1893 thousands has been recovered and credited to the Advance account under Current Asset bringing down the recoverable amount to Rs. 3286 thousands.

11. Additional information to the financial statements

	(Rs.'000)	
	Year ended 31.03.2018	Year ended 31.03.2017

A. Earning in Foreign Currency:

Sales & Service	0	0
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B. Expenditure in Foreign Currency:

Travelling	0	0
Others	0	0

C. Consumption of Provisions and Stores

Opening Stock	22780	24438
Purchases	25739	19506
Consumption	26553	21163
Closing Stock	21965	22780

12. Managerial Remuneration

Details of Managerial Remuneration paid or provided

(Rs.'000)

	Year ended 31.03.2018	Year ended 31.03.2017
Remuneration to Managing Director	2995	2995
Remuneration to Director	1500	1500
Total	4495	4495

13. The company has not recognized Deferred Tax Liability/Asset for the year, as a matter of prudence, keeping in view of the carry forward of losses. The breakup of Net Deferred Tax Liability as shown in the Balance Sheet as on



Satyam Rajal



31.03.2018 as per the Accounting Standard -22 issued by the Institute of Chartered Accountants of India is as follows:

(Rs.'000)

	Year ended 31.03.2018	Year ended 31.03.2017
a) Deferred Tax Liability on account of Difference In the net block of fixed assets as per the books and IT rules	22056	22056
Net deferred Tax liability	22056	22056

14. Related Party Disclosures:-

Related party disclosures as required by Accounting Standard - 18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are given below:

a).Key Management Personnel:

Directors:

Mr. D V .Manohar

Mrs .Satya Pinjala

b).Enterprises in which the key management personnel are interested

/ related : M/s. Sri Havisha Hospitality & Infrastructure Ltd. (formerly known as Shri Matre Power & Infrastructure Limited)

c) Transactions with related parties:

i) Remuneration to Directors – Rs.4495 thousands (Previous year Rs.4495 thousands)

ii) Balances Outstanding:

(Rs.'000)

	Year ended 31.03.2018	Year ended 31.03.2017
a) Unsecured Deposit Received	17500	17500



Satya Pinjala

b) Loans from shareholders & others	138425	111170
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16. Previous figures have been re-grouped/ re-classified / re-stated as far as applicable and wherever necessary to confirm with current year presentation.

17. Amounts have been rounded off to the nearest thousands.

Signatures to Notes 2.1 to 2.23

As per our report of even date

for and on behalf of the Board of Directors

For Murthy & Kanth

SHRI SHAKTI RESORTS & HOTELS LTD.

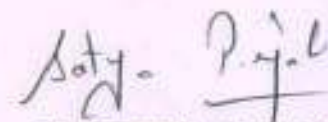
Chartered Accountants

Firm Registration No: 02195 S


T. Umakanth
Partner
Membership No: 23126




D.V. MANOHAR
CHAIRMAN & MANAGING DIRECTOR


Ms. SATYA PINJALA
DIRECTOR

Place : HYDERABAD
Date : 23-05-2018



Twenty Eighth Annual Report 2016-17

Shri Shakti Resorts & Hotels Limited

Old Airport Exit Road, Begumpet, Hyderabad-500 016. TS., India

Tel: 040-6654 3456 Fax: 040-6654 3040

SHRI SHAKTI RESORTS & HOTELS LIMITED

REGISTERED OFFICE: AIRPORT EXIT ROAD, BEGUMPET,
HYDERABAD – 500 016

BOARD OF DIRECTORS

MR. D.V. MANOHAR	CHAIRMAN & MANAGING DIRECTOR (NON-INDEPENDENT)
MS. SATYA PINJALA	WHOLE TIME DIRECTOR (NON-INDEPENDENT)
MR. B.K. SINHA	DIRECTOR (INDEPENDENT)
PROF. SYDNEY PRABHU	DIRECTOR (INDEPENDENT)
MR. D.V. SATYA KUMAR	DIRECTOR (NON-INDEPENDENT)
DR. A. BALA SETTI	DIRECTOR (NON-INDEPENDENT)
DR. TULSI SAWLANI	DIRECTOR (NON-INDEPENDENT)
MR. DHARMIN DONTAMSETTI	DIRECTOR (NON-INDEPENDENT)

AUDITORS

: M/s. P. SURYANARAYANA & CO.
CHARTERED ACCOUNTANTS
6-3-1092/93, N.I.A.R. CAMPUS
RAJ BHAVAN ROAD
SOMAJIGUDA, HYDERABAD – 500 082

BANKERS

: INDIAN OVERSEAS BANK
RASHTRAPATHI ROAD BRANCH
SECUNDERABAD

ALLAHABAD BANK
SECUNDERABAD BRANCH
MINERVA COMPLEX, S.D. ROAD
SECUNDERABAD

AXIS BANK LTD.
6-3-879/B, GREENLANDS
BEGUMPET ROAD, HYDERABAD

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY EIGHTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON WEDNESDAY, THE 27TH SEPTEMBER 2017 AT 2.30 P.M. AT ITS REGISTERED OFFICE AT HOTEL THE MANOHAR, AIRPORT EXIT ROAD, BEGUMPET, HYDERABAD – 500016 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 and the Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Dr. A. Balasetti (DIN 07361951) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Dr. Tulsi Sawlani (DIN 07468295) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Statutory Auditors of the Company and fix their remuneration.

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

“RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. Murthy & Kanth, Chartered Accountant, (Firm Registration No. 002195S) be and is hereby appointed as the Statutory Auditors of the Company, in place of the retiring Statutory Auditors M/s. P. Suryanarayana & Co., Chartered Accountants (Membership No. 201195), Hyderabad, to hold office from the conclusion of this 28th Annual General Meeting for a term of consecutive five years till conclusion of the 33rd Annual General Meeting of the Company to be held in 2022, subject to ratification of their appointment by the members at every Annual General Meeting held after this Annual General Meeting, on such remuneration including applicable taxes and out of pocket expenses as may be mutually agreed by and between the Board of Directors of the Company and the Auditor.

SPECIAL BUSINESS:

5. To consider and, if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, approval of the company

be and is hereby accorded for payment of remuneration to Mr. D.V. Manohar, Managing Director of the company (holding DIN 00223342) on the same terms and conditions as approved by the members at the 25th Annual general meeting of the Company held on 29th September 2014 and further recommended by the Board of Directors in the Board Meeting held on 3rd January 2017, that the same remuneration on the same terms and conditions may be paid for the time being till there is an improvement in the company's revenue for another period of 3 years i.e. upto 15th January 2020.

In case of absence or inadequacy of profits in any year, the total remuneration payable to the Director shall be as per the limits specified in the Section II & III of Part II of Schedule V to the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors and Company Secretary, be and is hereby authorized to do all acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

6. To consider and if thought fit to pass with or without modification the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the re-appointment of Mr. D.V. Manohar as Managing Director of the Company, for a period of 5 (five) years with effect from 16th January 2018 upto 15th January 2023 on the existing terms and conditions of his earlier appointment."

By Order of the Board

For Shri Shakti Resorts & Hotels Ltd.

PLACE : HYDERABAD

DATE : 03.09.2017

Sd/-
CS T. LALITHA DEVI
Company Secretary

NOTE :

1. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy and the Proxy so appointed need not be a member of the Company.
2. The instrument appointing the Proxy should however be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. Members are requested to kindly notify the company of any change in their address and also provide their email IDs for future correspondence.
4. Members/Bodies, Corporate/Proxies to bring the Entry Pass / Attendance slip duly filled in for attending the Meeting.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In terms of Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
7. Electronic copy of the Annual Report for the financial period ended 31.03.2017 is being sent to all the members whose email IDs are registered with the Company for communication purposes. For members who have not registered their email address, physical copy of the of the Annual Report is being sent in the permitted mode.

For Shri Shakti Resorts & Hotels Ltd.

PLACE : HYDERABAD

DATE : 03.09.2017

Sd/-
CS T. LALITHA DEVI
Company Secretary

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

STATEMENT ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS MENTIONED IN THE NOTICE OF THE TWENTY EIGHTH ANNUAL GENERAL MEETING OF THE COMPANY

Item No. 5

Mr. D.V. Manohar (DIN 00223342) has been appointed as Managing Director of the Company for a period of 5 years with effect from 16th January 2013 to 15th January, 2018. However his remuneration approval was for a period of 3 years i.e. upto 15th January, 2017. The Board of Directors at its meeting held on 3rd January 2017 approved to pay him same remuneration as per the provisions of Schedule V to the Companies Act, 2013 on the same terms and conditions for the time being till there is an improvement in revenues for another period of 3 years from 16th January 2017 to 15th January 2020, subject to the approval of members in the Annual General Meeting.

Your Directors recommend the resolution for your approval.

No other Director is interested in this resolution either financially or otherwise except Mr. D.V. Manohar himself, Mr. D.V. Satya Kumar, Ms. Satya Pinjala and Mr. Dharmin Dontamsetti being relatives.

Item No. 6

The term of the appointment of Mr. D.V. Manohar as Managing Director of the company will come to an end by 15th January 2018. The proposal for the re-appointment of Mr. D.V. Manohar as Managing Director of the Company for a further period of 5 years w.e.f. 16th January 2018 has been approved by the Board in its meeting held on 3rd September 2017 subject to the approval of the members at the ensuing Annual General Meeting of the Company.

Mr. D.V. Manohar is the Founder Promoter Director of the Company and has contributed to the growth and development of the company. In view of his dedicated services and in the interests of the company, it is proposed to re-appoint Mr. D.V. Manohar as Managing Director of the Company for a further period of 5 years w.e.f. 16th January 2018 on the existing terms and conditions of his earlier appointment.

Your Directors recommend the resolution for your approval.

No other Director is interested in this resolution either financially or otherwise except Mr. D V Manohar himself, Ms. Satya Pinjala, Mr. D.V. Satya Kumar and Mr. Dharmin Dontamsetti being his relatives.

DIRECTORS' REPORT

To
The Members of
Shri Shakti Resorts & Hotels Ltd.
Hyderabad

1. INTRODUCTION

Your Directors have pleasure in presenting the 28th Annual Report of your company for the year ended 31st March 2017 as follows:

2. FINANCIAL PERFORMANCE

The overall financial performance of the company is given below:

Particulars	Current Year	Previous Year
	(Rs '000)	(Rs '000)
Income	1,57,190	1,66,385
Expenditure	1,21,406	1,29,607
Profit before depreciation and other adjustments	35,784	36,778
Interest	18,916	19,712
Depreciation	32,014	30,887
Profit / (loss) Before Tax	(15,146)	(13,820)
Cash Profit	16,868	17,066

Outlook:

To improve its revenues, your company is diversifying into other areas such as Public Bike Sharing (PBS) systems for which the market potential is good. Indian cities are plagued with vehicular pollution menace and there is an urgent need to contain the same. The Government of India under its Smart Cities Mission is promoting cycling as the alternate mode of travel by encouraging Public Bike Sharing Systems in all Smart Cities.

Your company in consortium with Smartbike Mobility Pvt Ltd and Nextbike of Germany participated in the New Delhi Municipal Council tender for PBS in NDMC area. The above consortium led by your company emerged as the front runner and the likely winner in the above prestigious and high potential tender. It is expected that the above diversification will add to the revenues and profitability of the hotel.

Your company adopted cycling as its theme and in tune with that set up a Bike Station for our hotel room guests which is very much appreciated. Similarly, the cycling theme is extended to

cover our new lobby, public areas corridors etc. with cycling pictures, portraits and artifacts adorning the walls. With this, your hotel is probably the first hotel with the cycling theme. Your company filed a case in the High Court in respect of Himayat Sagar Land issue where way back in 2002 about 50 acres of land was given to your company for construction of a theme park. The High Court granted a stay in this matter. The project could not be implemented due to several issues with the government. First some part of the land was taken away due to ORR construction and thereafter when we started taking statutory approvals for implementing the project, the Government did not give the same on environmental issues. They wanted us to change the theme and we went back with a more environmental friendly theme but in 2013 the Government sent a cancellation letter. With the above stay from the High Court, your company hopes to implement the above project once the matter is finally decided by the High Court.

Your Directors are putting their best efforts to ensure that this positive trend should continue in future and the coming FY shall conclude on a profitable note.

3. AMOUNTS PROPOSED TO BE CARRIED FORWARD TO RESERVES

The company has not proposed any amounts to be carried forward to the Reserves.

4. DIVIDEND

Due to inadequacy of profits, the directors regret to inform you that they are not in a position to recommend any dividend on the equity shares for the year ended 31-03-2017.

5. DEPOSITS

The company has not invited and accepted any public deposits within the meaning of provisions of Companies Act, 2013 during the year.

6. DIRECTORS

No Directors were appointed by the Board during the year in terms of the provisions of the Companies Act 2013.

7. NO. OF MEETINGS OF THE BOARD

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 25th June 2016, 6th September 2016, 12th October 2016 and 3rd January 2017.

8. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

9. DISCLOSURE OF COMPOSITION OF COMMITTEES AND PROVIDING VIGIL MECHANISM

AUDIT COMMITTEE

As per the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers), the company has an Audit Committee constituted with two Non-Executive Independent Directors and one Executive Director.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to section 178 read with Rule 7, a Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted a Nomination and Remuneration Committee constituting of two Non-Executive Independent Directors.

The Policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178(3) of the Companies Act 2013, adopted by the Board. We affirm that the remuneration paid to the directors is as per the terms laid out in nomination and remuneration policy of the company.

10. AUDITORS

The Statutory Auditors M/s. P. Suryanarayana & Co., Chartered Accountants, Hyderabad (Firm Regn. No.009288S) who hold office until the conclusion of the this Annual General Meeting will be retiring w.e.f. the conclusion of this Annual General Meeting. The Members are requested to approve the appointment of M/s. Murthy & Kanth, Chartered Accountants (Firm Regn. No.002195S) as Statutory Auditors of the Company for a term of 5 years from the conclusion of 28th Annual General Meeting upto the conclusion of the 33rd Annual General Meeting subject to the ratification of appointment by members at every Annual General Meeting on such remuneration as determined by the Board of Directors.

11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS IN THEIR REPORT

There are no qualifications, reservations or adverse remarks made by the Auditors in their report.

12. PARTICULARS OF SOFT LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186

During the period, the Company has not made any investment and has neither directly nor indirectly given any loan or guarantee to any person or other body corporate. The Company has also not acquired the securities of any other body corporate by way of subscription, purchase or otherwise.

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO UNDER SECTION 188(1)

The Company has not entered into any contracts or arrangements with related parties referred in Sec. 188(1).

14. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes or commitments affecting the financial position of the company during the year reported

15. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

Pursuant to section 134(3) of the Companies Act, 2013, the Company has formulated a proactive risk management policy to counter various risks posing a threat to the business. The Company has efficiently implemented the policy and constituted a committee which works under the constant supervision and control of the Board of Directors.

16. PERSONNEL

During the year none of the employees is in receipt of remuneration in excess of the limits prescribed u/s 187(2) of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration) Rules, 2014.

17. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company has not developed and implemented any corporate Social Responsibility initiatives as the provisions of section 135 of the Companies Act 2013 are not applicable. However, the company has taken up a social cause viz., cycling and promoting it aggressively.

18. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts and tribunals impacting the going concern status and company's operations in future.

19. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3)(c) OF THE COMPANIES ACT, 2013

Pursuant to the requirement under section 134(3)(c) of the Companies Act 2013, with respect to Directors Responsibility Statement, it is hereby confirmed :

- i) that in the preparation of the Annual Accounts for the financial year ended 31st March 2017, the applicable accounting standards have been followed, the Generally Accepted Accounting Principles have been followed along with proper explanation relating to material departures;
- ii) that the Directors have selected the 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 your Company for the year under review;
- iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) that the Directors have prepared the accounts for the financial year ended 31st March 2017, on a "going concern" basis.
- v) that the Directors have laid down internal financial controls, which are adequate and are operating effectively.

- vi) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

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

The prescribed details as required under sub-section (3)(m) of Section 134 of the Companies Act 2013 are given as under :

A. CONSERVATION OF ENERGY

Steps taken for Conservation of Energy

The Company is continuously taking necessary steps for Energy conservation. The computers and peripherals used are advanced versions and energy efficient.

Steps taken by Company for utilizing alternate sources of energy

The Directors have discussed about the importance of various alternate sources of energy and are deliberating on use of alternate sources of energy for conservation.

Capital Investment on Energy Conservation Equipment

During the period, the company has not made any investment in energy conservation equipment.

B. TECHNOLOGY ABSORPTION

Efforts made towards technology absorption

The company has made considerable efforts towards technology absorption in the fields of constant technology upgradation.

Benefits derived

The company has achieved better efficiency and cost reduction as a result of technology upgradation.

Expenditure incurred on Research and Development

The company has not incurred any expenditure towards research and development during the current period.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year the company has earned foreign exchange of Rs. NIL (previous year NIL).

ACKNOWLEDGMENTS

Your Directors wish to place on record their deep sense of gratitude to the Financial Institutions, Bankers, Suppliers, Customers, Airports Authority of India, Government and other allied bodies and to you, dear Share Holders, for the continuous cooperation and support extended to your company. The Board also wishes to place on record its appreciation of the valuable services rendered by all the staff members of the company.

For and on behalf of the Board of Directors of
SHRI SHAKTI RESORTS & HOTELS LTD.

PLACE : HYDERABAD
DATE : 03.09.2017

Sd/-
D V MANOHAR
CHAIRMAN & MANAGING DIRECTOR

ANNEXURE TO DIRECTORS' REPORT

STATEMENT CONTAINING PARTICULARS PURSUANT TO SECTION 134(3)(m) OF COMPANIES ACT 2013 AND FORMING PART OF DIRECTORS' REPORT.

CONSERVATION OF ENERGY

Conservation of energy is considered as one of the most important and high priority areas for the company. Hence, the company is doing its utmost to conserve energy and steps are taken to periodically review the recommendation made by the Energy Audit Committee and act upon the same. The Company also has set up solar panels for in house energy generation.

TECHNOLOGY ABSORPTION

In the opinion of the Directors, since the Hotel and Club belong to service oriented industry, the necessity for undertaking significant and permanent activities relating to R&D on technology absorption, does not apply and accordingly the required particulars in terms of Rule-2 of the Companies (Disclosure of the Particulars with the Report of Directors) Rules 1988 is deemed not to be applicable or relative.

FOREIGN EXCHANGE EARNED AND USED:

For the year ended	For the year ended 31-3-2017 (Rs '000)	For the year ended 31-3-2016 (Rs '000)
1 Foreign exchange earned	NIL	NIL
2 Outgo of foreign exchange		
Travel	-	-
Others	-	-

For and on behalf of the Board of Directors of
SHRI SHAKTI RESORTS & HOTELS LTD.

PLACE : HYDERABAD
DATE : 03.09.2017

Sd/-
D V MANOHAR
CHAIRMAN & MANAGING DIRECTOR

INDEPENDENT AUDITORS' REPORT

To

The Members,

SHRI SHAKTI RESORTS & HOTELS LIMITED,

HYDERABAD.

1. Report on the Financial Statements

We have audited the accompanying financial statements of M/s. SHRI SHAKTI RESORTS AND HOTELS LIMITED ("the Company") which comprise the Balance Sheet as at 31st March 2017 and the Statement of Profit and Loss and also a summary of significant accounting policies for the year ended on that date and other explanatory information.

2. Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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, Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. 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 thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and 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 true and fair view in order to design audit procedures that are

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

4. 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: -

- a) in the case of Balance Sheet, of the State of Affairs of the Company as at 31st March, 2017, and
- b) in the case of the Statement of Profit and Loss, of the LOSS of the company for the year ended on that date.

5. Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

- a) Note 2.23.8 to the financial statements (Claims against the Company not acknowledged as debts) relating to amounts paid to Airports Authority of India (AAI) during the earlier year and kept under Loans & Advances pending settlement of disputes with AAI to the extent of Rs.187.22 lakhs.

Our opinion is not modified in respect of these matters.

6. Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016, as amended, issued by the Central Government of India in terms of Section 143(11) of the Act, we enclose an Annexure, which is a statement on the matters specified in paragraphs 3 of the said order.
- 2. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper Books of Accounts as required by Law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by the 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 the Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the Directors of the Company as on 31.03.2017 and taken on record by the Board of Directors, we report that none of the directors of the company is disqualified from being appointed as director of the company in terms of section 164 (2) of the Act.

- f) In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31.03.2017, 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.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the details of pending litigations which would impact its financial position, in the Notes to financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts that need to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the Notes to financial statements as regards its holding and dealings in Specified Bank Notes as defined in the Notification S.O.3407 (E) dated November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management, we report that the disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the management.

for **P. SURYANARAYANA & Co.**
Chartered Accountants
Firm Regn. No.009288S.

PLACE : HYDERABAD
DATE : 03.09.2017

Sd/-
(P. SURYANARAYANA)
Partner
M. No.201195

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

Re: Shri Shakti Resorts & Hotels Limited

(Referred to in paragraph 6 under the heading "**Report on Other Legal and Regulatory Requirements**" of our report of even date for the year ended 31st March, 2017)

- (i) (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) The company has taken the land on long term lease and hence title deed is not in the name of the company. However, the Buildings constructed in the leased land are held in the name of the company.
- (ii) (a) The inventory has been physically verified by the management of the company at reasonable intervals.
- (b) The discrepancies noticed on physical verification of stocks as compared to the Book records, though not material, have been properly dealt with in the books of account.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013 during the year and hence clause (iii) (a) and (d) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of the loans and investments made, and guarantees and security provided by it.
- (v) The company has not accepted any deposits from the public.
- (vi) The maintenance of Cost Records as required under sub section (1) of Section 148 of the Companies Act, 2013 does not apply to the company.
- (vii) (a) According to the information and explanations given to us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employee Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs duty, Excise Duty and Cess and other statutory dues wherever applicable.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty as at 31.03.2017 other than the following :

Name of Statute	Nature of Dues	Rs.'000 s	Forum where dispute is pending
AP VAT Act	Penalty	694	Appellate Dy. Commissioner (CT)
AP VAT Act	VAT	735	Sales Tax Appellate Tribunal, Telangana

- (viii) Based on the audit procedures and the information and explanations given to us, we observed that the Company has not defaulted in repayment of its dues to banks. The company has not taken any loans from Financial institutions or debenture holders at any time during the year.
- (ix) According to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year under audit and the term loans were applied for the purpose for which they were raised.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the Management, we report that no fraud by the company or on the company by its officers or employees have been noticed or reported during the year under audit.
- (xi) In our opinion, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company and therefore the provisions of clause (xii) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements 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. Accordingly, the provisions of clause (xiv) of the Order are not applicable.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause (xv) of the Order are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause (xvi) of the Order are not applicable.

for **P. SURYANARAYANA & Co.**
Chartered Accountants
Firm Regn. No.009288S.

PLACE : HYDERABAD
DATE : 03.09.2017

Sd/-
(P. SURYANARAYANA)
Partner
M. No.201195

**STATEMENT OF ASSETS AND LIABILITIES OF SHRI SHAKTI RESORTS & HOTELS LTD.
AS AT MARCH 31, 2017**

	Note No.	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
I. EQUITY & LIABILITIES			
(1) Shareholder's Funds:			
(a) Share Capital	2.1	203,598	203,598
(b) Reserves & Surplus	2.2	(87,377)	(72,232)
(2) Non-Current Liabilities:			
(a) Long Term Borrowings	2.3	216,078	204,202
(b) Deferred Tax Liability		22,056	22,056
(3) Current Liabilities:			
(a) Short Term Borrowings	2.4	14,529	14,981
(b) Trade Payables	2.5	1,450	5,429
(c) Other Current Liabilities	2.6	37,501	45,935
Total:		407,835	423,969
II. ASSETS			
(1) Non-Current Assets:			
(a) Fixed Assets:			
Tangible Assets	2.7	254,933	278,905
Capital Work-in-Progress		45,305	42,845
(b) Non Current Investments	2.8	13,400	13,400
(c) Long-Term Loans and Advances	2.9	23,959	18,853
(d) Other Non-Current Assets	2.10	118	118
(2) Current Assets:			
(a) Inventories	2.11	22,780	24,438
(b) Trade Receivables	2.12	8,161	6,390
(c) Cash and Cash Equivalents	2.13	6,109	4,218
(d) Short Term Loans and Advances	2.14	30,504	31,493
(e) Other Current Assets	2.15	2,566	3,309
Total:		407,835	423,969
Significant Accounting Policies and Notes to Accounts	2.23		

AS PER OUR REPORT OF EVEN DATE

For **P. SURYANARAYANA & CO**
CHARTERED ACCOUNTANTS

Firm Registration No:009288S

Sd/-

P. SURYANARAYANA
PARTNER

Membership No: 201195

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
SHRI SHAKTI RESORTS & HOTELS LIMITED

Sd/-

D.V. MANOHAR
CHAIRMAN & MANAGING
DIRECTOR

Sd/-

B.K.SINHA
DIRECTOR

Place : HYDERABAD

Date : 03-09-2017

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2017

	Note No.	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
III. REVENUE:			
I. Revenue from Operations	2.16	139,485	152,724
II. Other Income	2.17	17,705	13,661
Total Revenue		157,190	166,385
IV. EXPENSES :			
Materials & Stores consumed	2.18	21,163	24,376
Operating Expenses	2.19	43,193	46,095
Employee's Benefit Expenses	2.20	39,275	38,345
Administration, Selling & Other Expenses	2.21	17,775	20,790
Total Expenses		121,406	129,606
V. Profit Before Interest, Depreciation and Taxation		35,784	36,779
VI. Interest	2.22	18,916	19,712
VII. Profit before Depreciation and Taxation		16,868	17,066
VIII. Depreciation	2.7	32,014	30,887
IX Profit/(Loss) before Taxation		-15,146	-13,820
X Tax expense:-			
Current Tax (MAT)		0	0
Deferred Tax (As per AS -22)		0	0
XI Profit/(Loss) for the year		-15,146	-13,820
XII Earnings per Share		0.00	0.00
Significant Accounting Policies and Notes to Accounts	2.23		

AS PER OUR REPORT OF EVEN DATE

For **P. SURYANARAYANA & CO**
CHARTERED ACCOUNTANTS
 Firm Registration No:009288S

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
SHRI SHAKTI RESORTS & HOTELS LIMITED

Sd/-
P. SURYANARAYANA
PARTNER
 Membership No: 201195

Sd/-
D.V. MANOHAR
 CHAIRMAN & MANAGING
 DIRECTOR

Sd/-
B.K.SINHA
 DIRECTOR

Place : HYDERABAD
 Date : 03-09-2017

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
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NOTE - 2.1 : SHARE CAPITAL**Authorised:**

- a) 2,30,00,000 (Previous year 2,30,00,000)
Equity Shares of Rs.10/- each

	230,000	230,000
Total:	230,000	230,000

Issued, Subscribed, Called up & Paid up:

2,03,59,839 Equity Shares of Rs.10/- each, fully paid up (of the above , 38,49,031 Equity Shares of Rs.10/- each were allotted as fully paid-up by way of Bonus Shares by capitalisation of General Reserve during the years 2005-06, 2006-07 & 2007-08)	203,598	203,598
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Total:	203,598	203,598
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Additional Notes:**a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting period**

	As at 31 Mar 2017		As at 31 Mar 2016	
	No. of shares	Rs.	No. of shares	Rs.
At the beginning of the period	20,359,839	203,598,390	20,359,839	203,598,390
Issued during the period	0	0	0	0
Outstanding at the end of the period	20,359,839	203,598,390	20,359,839	203,598,390

b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a face value of Rs.10/- each. Each shareholder is eligible for one vote per share held.

c) Details of shares in the Company held by each shareholder holding more than 5% shares.

Name of the Shareholder	As at 31 Mar 2017		As at 31 Mar 2016	
	% of Shareholding	No. of shares	% of Shareholding	No. of shares
Mr. D.V. Manohar	18.32%	3729497	9.57%	1947634
M/s. BVM Medicals Ltd	9.41%	1916622	9.41%	1916622
Mr. Dharmin Dontamsetti	6.66%	1355233	-	-
M/s. NRI Prosperity Ltd	6.39%	1300146	6.39%	1300146
Dr. Tulsi Sawlani (NRI Director)	5.59%	1138232	5.59%	1138232
Mrs. D.Sujata	5.41%	1102435	5.13%	1043539
Ms.D. Deekshita	5.38%	1095682	-	-
Shri Shakti Cylinders Pvt Ltd.	-	-	8.01%	1630619

d) Bonus Shares

Equity shares allotted as fully paid bonus shares for the period of five years immediately preceding 31st March 2017 - Nil

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE - 2.2 : RESERVES & SURPLUS		
a) General Reserve:		
Opening Balance	2,000	2,000
Less : Transfer to Profit & Loss Account	0	0
Sub-Total (A)	2,000	2,000
b) Surplus / (Deficit) in the Statement of Profit & Loss: (B)		
Balance as per the last Balance Sheet	(98,231)	(84,411)
Add: Profit/ (Loss) for the year	(15,146)	(13,821)
Add: Transfer from preference Share Redemption Reserve	0	0
Net Surplus / (Deficit) : (B)	(113,377)	(98,231)
c) Share Premium (C)	24,000	24,000
TOTAL (A +B+C)	(84,377)	(72,232)

NOTE - 2.3 : LONG TERM BORROWINGS**Term Loan from Indian Overseas Bank**

(The Term Loan is secured by Mortgage of Lease Hold rights of Land together with all Buildings, Structures, Erections etc. & hypothecation of Plant & Machinery, Furniture & Fixtures of the Company. Also secured by Guarantee of the Managing Director)

74,565 94,592

Working Capital Term Loan from Allahabad Bank

(Secured by hypothecation of raw materials, stock in process, finished goods, consumables spares and book debts of "The Hotel" also secured by personal guarantee of the Managing Director)

9,049 11,798

Other Loans and Advances

Unsecured Deposit	17,500	17,500
Loans from Shareholders & others	111,170	76,518
NRI Deposits	3,794	3,794

Total:	216,078	204,202
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Additional Notes:

Secured	83,614	106,389
Unsecured	132,464	97,812

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE - 2.4: SHORT TERM BORROWINGS		
CASH CREDIT FROM ALLAHABAD BANK		
(Secured by hypothecation of raw materials, stocks -in-process finished goods, consumable spares and book debts of "The Hotel:" Also secured by personal guarantee of the Managing Director)	14,529	14,981
Total:	14,529	14981

Additional Notes:

Secured	14,529	14,981
Unsecured	0	0

NOTE - 2.5 : TRADE PAYABLES

Outstanding dues of Micro and Small Enterprises	0	0
Other than Micro and Small Enterprises	1,450	5,429
Total:	1,450	5,429

Disclosure relating to Micro and Small Enterprises:

i) (a) The principal amount remaining unpaid to the supplier as at the end of the year	NIL	NIL
i) (b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year	NIL	NIL
ii) the amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the day during each accounting year	NIL	NIL
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year and	NIL	NIL
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise , for the purpose of disallowance as deductible expenditure under section 23 of Micro Small and Medium Enterprises Development Act, 2006	NIL	NIL

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE - 2.6- OTHER CURRENT LIABILITIES		
Outstanding Liabilities	28,022	35,349
Sundry Deposits	1,508	1,508
Other Payables	2,202	3,153
Provision for Gratuity	3,134	3,294
Provision for Bonus	2,635	2,631
Total:	37,501	45,935

NOTE -2.7 FIXED ASSETS AND DEPRECIATION

Sl. No.	NAME OF THE ASSET	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
		As at 01-04-2016	Additions	Sales/ Adj	As at 31-03-2017	As at 01-04-2016	for the Year	Sales/ Adj	As at 31-03-2017	As at 31-03-2017	As at 31-03-2016
		₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000
1.	Lease Hold Land	3642	0	0	3642	2736	158	0	2894	746	907
2.	Plant & Machinery	239313	0	0	239313	186478	13150	0	199628	39686	52836
3.	Computers	12469	28	0	12497	12461	9	0	12470	27	7
4.	Electrical Installations	2891	118	0	3009	2124	469	0	2593	416	766
5.	Buildings	245608	493	0	246101	62505	6592	0	69097	177004	183102
6.	Office Equipments	21160	104	0	21264	19641	385	0	20026	1239	1520
7.	Library(Books)	401	0	0	401	400	0	0	400	1	1
8.	Furniture & Fixtures	174390	1683	0	176073	135612	9662	0	145274	30800	38780
9.	Vehicles	18741	5615	1125	23231	17753	1589	1125	18217	5014	987
	TOTAL	718615	8041	1125	725531	439710	32014	1125	470599	254933	278905
	PREVIOUS YEAR	710849	7766	0	718615	408824	30887	0	439710	278905	302026

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
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NOTE - 2.8 : NON-CURRENT INVESTMENTS**Long Term Investments:****NON TRADE**

(Traded, quoted, stated at cost)

11,00,000 equity shares of Rs.10/- each fully paid
up in Sri Havisha Hospitality and Infrastructure Ltd .(formerly known as Shri Matre Power & Infrastructure Ltd
and Shri Shakti LPG Ltd.)

11,000

11,000

(Unquoted, stated at cost)

2,40,000 equity shares of Rs.10/- each fully paid
up in Shri Shakti Alternative Energy Private Ltd.

2,400

2,400

Total:**13,400****13,400****NOTE- 2.9 : LONG TERM LOANS & ADVANCES****Deposits:**

Deposits with Government Bodies

7,787

7,787

Other Deposits

261

261

Other Loans and Advances

15,911

10,805

Total:**23,959****18,853**

Secured, Considered good

0

0

Unsecured, Considered good

23,959

18,853

Doubtful

0

0

NOTE - 2.10: OTHER NON-CURRENT ASSETS

Others

118

118

Total:**118****118**

Secured, Considered good

0

0

Unsecured, Considered good

118

118

Doubtful

0

0

NOTE - 2.11: INVENTORIES

Stores and Provision Materials

22,780

24,438

(as taken , certified and valued by management)

Total:**22,780****24,438**

Inventories are valued at Cost or NRV whichever is lower

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE - 2.12 : TRADE RECEIVABLES		
Outstanding for a period exceeding six months	2,634	2,633
Others	5,527	3,757
Total:	8,161	6,390

Notes:

Particulars of Trade Receivables:

Secured, Considered good	0	0
Unsecured, Considered good	8,161	6,390
Doubtful	0	0

NOTE - 2.13: CASH & BANK BALANCES

Balances with Banks:

- in Current Accounts	5,655	3,592
- in Fixed Deposits	245	445
Cash on hand	209	181

Total:	6,109	4,218
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NOTE - 2.14- SHORT TERM LOANS & ADVANCES

Advance for Expenses	4,048	3,959
Advance Income Tax & TDS (Net of Provision)	5,333	6,184
Others	21,123	21,350

Total:	30,504	31,493
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Secured, Considered good	0	0
Unsecured, Considered good	30,504	31,493
Doubtful	0	0

NOTE - 2.15- OTHER CURRENT ASSETS

Interest Receivable	1,189	1,216
Prepaid Expenses	1,097	1,813
Others	280	280

Total:	2,566	3,309
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Secured, Considered good	0	0
Unsecured, Considered good	2,566	3,309
Doubtful	0	0

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE - 2.16 : REVENUE FROM OPERATIONS		
Sales	138,683	151,656
Services	802	1,068
Total	139,485	152,724
NOTE - 2.17 : OTHER INCOME		
Interest	708	910
Rent & Other Charges	14,127	10,682
Miscellaneous Income	2,870	2,069
Total	17,705	13,661
NOTE - 2.18: MATERIALS & STORES CONSUMED		
Opening Stock	24,438	26,423
Add: Purchases	19,506	22,391
	43,944	48,814
Less: Closing Stock	22,780	24,438
Total Consumption	21,163	24,376
Total	21,163	24,376
NOTE - 2.19 : OPERATING EXPENSES		
House Keeping & Security Expenses	964	848
Electricity charges	15,273	15,962
Water Charges	1,493	1,649
Repairs and Maintenance	3,994	4,711
Service Tax	12,776	11,057
VAT	3,960	6,750
Luxury Tax	3,721	3,390
Functions & Activities Expenses	1,012	1,729
Total	43,193	46,095
NOTE - 2.20: EMPLOYEE BENEFIT EXPENSES		
Salaries & Wages	36,836	36,280
Provison for Bonus	103	118
Provision for Gratuity	251	341
Contribution to Provident Fund & Other Funds:		
Provident Fund & ESIC	1,488	1,243
Staff Welfare Expenses	597	364
Total	39,275	38,345

	Figures at the end of March 31, 2017 in '000's	Figures at the end of March 31, 2016 in '000's
NOTE : 2.21 ADMINISTRATION, SELLING & OTHER EXPENSES		
Other Operating Expenses :		
Lease Rent	6,137	6,075
Insurance	772	666
Rates and Taxes	3,569	4,346
Cess on Turnover (A.A.I)	1,812	2,003
Selling Expenses :		
Business Promotion Expenses	538	1,721
Advertisement Expenses	100	860
Credit Card Commission	833	1,110
Administration Expenses:		
Payment to Auditors :		
-Statutory and Tax Audit Fee	100	100
Telephone Charges	760	750
Bank Charges	42	52
Conveyance	170	210
Printing and Stationery	101	101
Postage and Courier Charges	59	18
Books and Periodicals	96	98
Professional & Consultancy Charges	760	426
Travelling Expenses - Directors	180	744
Travelling Expenses - Others	240	262
Vehicle Maintenance	403	399
Directors Sitting fees	45	35
Miscellaneous Expenses	1058	814
Total	17775	20790

NOTE - 2.22 : FINANCE COST

Interest on Term Loans	13,980	16,011
Interest on Working Capital Loan	2,253	2,488
Interest on Others	2,683	1,213
Total	18,916	19,712

NOTE 2.23 : Statement on Significant Accounting Policies:**1. Basis of Accounting**

These accounts have been prepared under the historical cost convention and on the accounting principles of going concern. Accounting Policies not specifically referred to otherwise, are consistent and in consonance with Generally Accepted Accounting Principles.

2. Revenue Recognition

- a) Income on services to guests is recognized on a day-to-day basis.
 - (i) In respect of accommodation, after the guest checks in to the Hotel.
 - (ii) In respect of sale of food & beverage etc., at the point of serving these items to the guests.
- b) Sales are inclusive of taxes wherever applicable.
- c) Income from Investments is recognized in the accounts in the year of receipt of the same.
- d) Other Incomes are recognized on accrual basis.

3. Fixed Assets

- a) Fixed assets are accounted at cost of acquisition inclusive of inward freight, duties and taxes and incidentals related to acquisitions.
- b) **Land:**

The Company has acquired on lease 21,214.31 sq.yds of Land for a period of 30 years w.e.f. 5th January, 1990 from National Airports Authority of India, vide registered lease deed dated 5th January, 1990.
- c) **Other Assets:**

All the assets put to use during the year were capitalized. Since some part of the project is yet to be completed, proportionate expenditure incurred during the construction period will be capitalized upon putting the asset to use.
- d) **Depreciation:**

Depreciation is provided for on Straight Line Method, as per the useful life of assets prescribed in Schedule II to the Companies Act, 2013 in respect of assets acquired during the year. Depreciation on additions made during the year is provided proportionately for the period for which the assets have been put to use, starting at the beginning of the month subsequent to the month in which the asset was put to use. However depreciation on leasehold land is charged equally over the lease period. For the assets acquired prior to the April 2014, the carrying amount as on 1st April' 2014 is depreciated over the remaining useful life of the assets as estimated by the management.
- e) **Capital Work in Progress:**

The Capital Work in Progress includes cost of fixed assets under installation / commissioning, advances on capital account (net of creditors) and unallocated expenditure.

4. Investments

Investments are stated at cost i.e., cost of acquisition inclusive of expenditure incidental to acquisition.

5. Inventories

Inventories are valued as under:

- a) Provisions, Beverages and Consumables – At cost or realizable value whichever is lower;
- b) Cutlery & Crockery – at cost.

6. Foreign Exchange Transactions

Foreign Currency transactions are accounted at equivalent rupee value based on the exchange rate prevailing on the date of the transaction. Realized gains and losses in foreign exchange transaction other than those relating to fixed assets from outside India are recognized in the Profit and Loss Account.

7. Prior Period Adjustments

Expenditure / Income relating to prior period not exceeding Rs.10,000/- in each case is debited / credited to natural Heads of Accounts.

8. Prepaid Expenses

Prepaid expenses not exceeding Rs.10,000/- in each case are charged to revenue in the year of incurrence.

9. Miscellaneous Expenditure

All expenditure, the benefit of which is spread over a number of years is grouped under miscellaneous expenditure and will be amortized over subsequent years, on the basis of the benefit derived in each year, not exceeding five years from the year of incurrence.

10. Taxes

- a) The amount of tax payable in respect of taxable income for the period is determined as current tax and provided for.
- b) Deferred tax, being tax on timing differences between taxable income and accounting income, that originate in a year and are capable of reversal in one or more subsequent years has been recognized in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or subsequently enacted at the Balance Sheet Date.

11. Claims

Claims, if any, are accounted in the year of receipt / acceptance.

12. Retirement Benefits

- a) The Company's contribution to Provident Fund is accounted on accrual basis.
- b) Liability for gratuity is provided on accrual basis as at the end of the year.

NOTE 2.23 : NOTES TO ACCOUNTS

1. Contingent Liability in respect of -
 - a) Bank guarantees: Rs. 6200 Thousands (previous year Rs.6200 thousands).
 - b) Disputed Demand raised by Sales Tax Authorities with the company has gone on appeal 1429 thousands. (previous year Rs.1429 thousands)
2. Claims against the company not acknowledged as debts Rs.23901 thousands. (Previous year Rs.18722 thousands)
3. Estimated amounts of contracts on capital account remaining to be executed Rs.Nil Thousands (previous year Rs.Nil Thousands).
4. The company has acquired land on lease for a period of 30 years, w.e.f.5th January, 1990, from Airports Authority of India. Depreciation on this leasehold land is charged equally over the lease period.
5. Market value of investment in Shri Matre Power & Infrastructure Ltd., as at 31-3-2017 could not be ascertained since there is no trading in this share for quite some time. No provision is made for the diminution in the value of the investments, if any, as in the opinion of the management, the decline is considered to be temporary in nature.
6. Balance standing to the credit / debit of creditors, debtors, other current assets, loans and advances are subject to confirmation / reconciliation and review by the Company.
7. No provision is made towards loans / amounts due from ex-employees as the Company is confident of recovering the dues.
8. The company has gone an appeal to Honourable Delhi High Court (Division Bench) against the Order of Hon'ble Delhi High Court (single Bench) in respect of pending issues related to lease rent and cess on Turnover payable to AAI and the disputed amount is Rs.187.22 Lakhs, Pending resolution of the dispute, the company has paid this amount to AAI and the debit balance outstanding in the books of the company in the name of AAI as on 31.03.2017 is Rs.187.22 lacs. No provision is considered necessary by the company since the negotiations for a settlement are in progress.
9. NRI deposits are exclusive of interest accrued thereon.
10. Disclosures regarding details of Specified Bank Notes (SBNs) and other Denomination Notes held and transacted during the period from 08.11.2016 to 30.12.2016.

	SBNs (Rs.)	Other denomination Notes (Rs.)	('000) Total (Rs.)
Closing Cash on hand as on 08.11.2016	1,421	50	1,471
(+) Permitted Receipts	-	1,456	1,456
(-) Permitted Payments	114	1,052	1,166
(-) Amount deposited in Banks	1,307	259	1,566
Closing Cash on hand as on 30.12.2016	-	195	195

11. An amount of Rs.5,179 thousands has been debited by Indian Overseas Bank during the year 2016-17 towards Penal Interest on Term Loan A/c and the same has been contested by the company with the Bank. This amount has been kept to the debit of Advance A/c under Current Assets as on 31.03.2017, since the matter is pending with the Bank authorities.

12. Additional information to the financial statements

	Year ended 31.03.2017 (Rs.'000)	Year ended 31.03.2016 (Rs.'000)
A. Earning in Foreign Currency:		
Sales & Service	0	0
B. Expenditure in Foreign Currency:		
Travelling	0	305
Others	0	0
C. Consumption of Provisions and Stores		
Opening Stock	24,438	26,423
Purchases	19,506	22,391
Consumption	21,163	24,376
Closing Stock	22,780	24,438
13. Managerial Remuneration		
Details of Managerial Remuneration paid or provided		
Remuneration to Managing Director	2,995	2,995
Remuneration to Director	1,500	1,500
Total	4,495	4,495

14. The company has not recognized Deferred Tax Liability/ Asset for the year, as a matter of prudence, keeping in view of the carry forward of losses. The breakup of Net Deferred Tax Liability as shown in the Balance Sheet as on 31.03.2017 as per the Accounting Standard - 22 issued by the Institute of Chartered Accountants of India is as follows:

(Rs.'000)

	Year ended 31.03.2017	Year ended 31.03.2016
a) Deferred Tax Liability on account of Difference in the net block of fixed assets as per the books and IT rules	22,056	22,056
Net deferred Tax liability	22,056	22,056

15. Related Party Disclosures:-

Related party disclosures as required by Accounting Standard - 18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are given below:

a). Key Management Personnel:

Directors:

Mr. D. V. Manohar

Mrs. Satya Pinjala

b) Enterprises in which the key management personnel are interested / related :

M/s. Shri Matre Power & Infrastructure Limited

c) Transactions with related parties:

i) Remuneration to Directors - Rs.4495 thousands (Previous year Rs.4495 thousands)

ii) Balances Outstanding:

(Rs.'000)

	Year ended 31.03.2017	Year ended 31.03.2016
a) Unsecured Deposit Received	17,500	17,500
b) Loans from shareholders & others	108,487	76,518

16. Previous figures have been re-grouped/ re-classified / re-stated as far as applicable and wherever necessary to confirm with current year presentation.

17. Amounts have been rounded off to the nearest thousands.

Signatures to Notes 2.1 to 2.23

For P. SURYANARAYANA & CO
Chartered Accountants
Firm Registration No:009288S

for and on behalf of the Board of Directors
SHRI SHAKTI RESORTS & HOTELS LTD.

Sd/-

P. SURYANARAYANA

Partner

Membership No: 201195

Sd/-

D.V. MANOHAR

CHAIRMAN & MANAGING DIRECTOR

Sd/-

B.K.SINHA

DIRECTOR

Place : HYDERABAD

Date : 03-09-2017

ATTENDANCE SLIP
28th Annual General Meeting

SHRI SHAKTI RESORTS & HOTELS LTD

CIN U55101AP1989PLC010115

Registered Office : Airport Exit Road, Begumpet, Hyderabad - 500 016

Ph : 040- 66543456/Fax : 040-66543008 ; Email : cs@shrishakti.com

Website: <http://www.shrishakti.com//>

DATE	VENUE	TIME
27th September, 2017	At its registered Office ie., Shri Shakti Resorts & Hotels Ltd, Hotel The Manohar Airport Exit Road, Begumpet, Hyderabad - 500 016	2.30 PM

Name of the Shareholder	Folio/DP & Client ID No	No.of shares

I, certify that I am a registered shareholder of the Company, holding above mentioned shares in the Company, and hereby record my presence at the 28th Annual General Meeting of the Company.

Member's/Proxy Signature

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

28th Annual General Meeting

SHRI SHAKTI RESORTS & HOTELS LTD

CIN U55101AP1989PLC010115

Registered Office : Airport Exit Road, Begumpet, Hyderabad - 500 016

Ph : 040- 66543456/Fax : 040-66543008 ; Email : cs@shrishakti.com

Website: <http://www.shrishakti.com//>**Form No. MGT-11**

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

Name of the Member(s)

Email id :

Registered Address

Folio No/Client id

DP ID*

I/We being the Member (s) of _____ shares of M/s SHRI SHAKTI RESORTS & HOTELS Ltd, hereby appoint:

1).....of.....having e-mail Id.....or failing him/her

2).....of.....having e-mail id.....or failing him/her

3).....of.....having e-mail id.....or failing him/her

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company, to be held on Wednesday 27th September 2017 at 2.30 pm at its registered Office ie., Shri Shakti Resorts & Hotels Ltd., Old Airport Exit Road, Begumpet, Hyderabad - 500 016 and at any adjournment thereof in respect of such resolutions as are indicated below :

Sl.	Resolution	For	Against
1.	ORDINARY BUSINESS: To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2017 and Balance Sheet as at that date together with Directors' Report and Auditors' Report thereon - Ordinary Resolution		
2	To appoint a Director in place of Dr. A.Balsetti (DIN 07361951) who retires by rotation and being eligible, offers himself for re-appointment. Ordinary Resolution		
3	To appoint a Director in place of Dr. Tulsi Sawlani (DIN 07468295) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution		
4	To appoint the Statutory Auditors		
5	SPECIAL BUSINESS To approve the payment of remuneration to the Mr. D.V. Manohar, Chairman and Managing Director of the Company – Special Resolution		

Sl.	Resolution	For	Against
6	To approve the re-appointment of Mr. D.V. Manohar and Managing Director of the Company – Special Resolution		

Signed this.....day of.....2017

Signature of Shareholder

Signature of Proxy holder (s)

Note : The Proxy need not be a member of the Company.

The proxy form duly signed across Revenue Stamp should reach the Company's Registered Office at least 48 hours before the time of the meeting.

SHRI SHAKTI RESORTS & HOTELS LIMITED

REGISTERED OFFICE: AIRPORT EXIT ROAD, BEGUMPET,
HYDERABAD – 500 016

BOARD OF DIRECTORS

MR. D.V. MANOHAR	CHAIRMAN & MANAGING DIRECTOR (NI)
MS. SATYA PINJALA	WHOLE TIME DIRECTOR (NI)
MR. D.V. SATYA KUMAR	DIRECTOR (NI)
MR. B.K. SINHA	DIRECTOR (INDEPENDENT)
DR. A. BALA SETTI	ADDITIONAL DIRECTOR (NI)
PROF. SYDNEY PRABHU	DIRECTOR (INDEPENDENT)
DR. TULSI SAWLANI	ADDITIONAL DIRECTOR (NI)
MR. D. DHARMIN	ADDITIONAL DIRECTOR (NI)

AUDITORS

: M/s. P. SURYANARAYANA & CO.
CHARTERED ACCOUNTANTS
6-3-1092/93, N.I.A.R. CAMPUS
RAJ BHAVAN ROAD
SOMAJIGUDA, HYDERABAD – 500 082

BANKERS

: INDIAN OVERSEAS BANK
RASHTRAPATHI ROAD BRANCH
SECUNDERABAD

ALLAHABAD BANK
SECUNDERABAD BRANCH
MINERVA COMPLEX, S.D. ROAD
SECUNDERABAD

AXIS BANK LTD.
6-3-879/B, GREENLANDS
BEGUMPET ROAD, HYDERABAD

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON FRIDAY, THE 30TH SEPTEMBER 2016 AT 4.30 P.M. AT ITS REGISTERED OFFICE AT HOTEL MANOHAR, AIRPORT EXIT ROAD, BEGUMPET, HYDERABAD – 500016 TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2016 and the Profit and Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. D.V.Satya Kumar (DIN 01859842) who retires by rotation and being eligible, offers himself for re-appointment.
2. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s. P. Suryanarayana & Co., Chartered Accountants (Firm No. 009288S), Hyderabad made for Three Years (i.e. from 1st April 2014 to 31st March 2017) at the AGM held on 30-09-2014 be and is hereby ratified for auditing the Accounts for the FY 2016-17 (01.04.2016 to 31.03.2017) as auditors of the company to hold office till the Annual General Meeting to be held in 2017, at such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS

3. To appoint Dr. A. Balasetti as Director of the Company (Non-Independent)

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. A. Balasetti (DIN 07361951), who was appointed as Additional Director (Non-Independent) on the Board during the year and who holds office upto this date of Annual General Meeting and in respect of whom the company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director (Non-Independent) of the Company whose term of office shall be liable for determination by retirement of directors by rotation.”

4. To appoint Mr. D. Dharmin as Director of the Company (Non-Independent)

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. D. Dharmin (DIN 07350807), who was appointed as Additional Director (Non-Independent) on the Board during the year and who holds office upto this date of Annual General Meeting and in respect of whom the company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director (Non-Independent) of the Company whose term of office shall be liable for determination by retirement of directors by rotation.”

5. To appoint Dr. Tulsi Chanchaldas Sawlani as Director of the Company (Non-Independent)

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161(1) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), Dr. Tulsi C. Sawlani (DIN 07468295), who was appointed as Additional Director (Non-Independent) on the Board during the year and who holds office upto this date of Annual General Meeting and in respect of whom the company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director be and is hereby appointed as a Director (Non-Independent) of the Company whose term of office shall be liable for determination by retirement of directors by rotation.”

6. To appoint Mr. Binod Kumar Sinha as Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Binod Kumar Sinha (DIN 00290750), a Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, with effect from 30th September 2016 upto 32nd Annual General Meeting of the Company to be held in 2021.”

7. To appoint Dr. Sydney Prabhu as Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Dr. Sydney Prabhu (DIN 02087483), a Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years, with effect from 30th September 2016 upto 32nd Annual General Meeting of the Company to be held in 2021.”

By Order of the Board

For Shri Shakti Resorts & Hotels Ltd.

PLACE : HYDERABAD

DATE : 06.09.2016

Sd/-
CS T. LALITHA DEVI
Company Secretary

NOTE :

1. A member entitled to attend and vote at the Meeting is entitled to appoint a Proxy and the Proxy so appointed need not be a member of the Company.
2. The instrument appointing the Proxy should however be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. Members are requested to kindly notify the company of any change in their address and also provide their email IDs for future correspondence.
4. Members/Bodies, Corporate/Proxies to bring the Entry Pass / Attendance slip duly filled in for attending the Meeting.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In terms of Circular No. 17/2011 dated 21.04.2011 and Circular No. 18/2011 dated 29.04.2011 issued by the Ministry of Corporate Affairs, under Green initiative in the Corporate Governance all the members are requested to intimate their e-mail address to the Company so as to enable the company to send the Annual Report and Accounts, Notices and other documents through Electronic Mode to their e-mail address.
7. Electronic copy of the Annual Report for the financial period ended 31.03.2016 is being sent to all the members whose email IDs are registered with the Company for communication purposes. For members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode.

By Order of the Board

For Shri Shakti Resorts & Hotels Ltd.

PLACE : HYDERABAD

DATE : 06.09.2016

Sd/-
CS T. LALITHA DEVI
Company Secretary

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

STATEMENT ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS MENTIONED IN THE NOTICE OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING OF THE COMPANY

Item No. 3:

To comply with the provisions of Sections 149, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Dr. A. Balasetti (DIN 07361951) has been appointed as Additional Director (Non-Independent) on the Board of the company in its meeting held on 28th December 2015 to hold the office upto this date of Annual General Meeting. The company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director of the Company and is liable to determination by retirement of directors by rotation.

The Company has received the following from Dr. A. Balasetti :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

Your Directors recommend the resolution for your approval.

Except Dr. A. Balasetti, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 3.

Item No. 4:

To comply with the provisions of Sections 149, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Mr. D. Dharmin (DIN 07350807) has been appointed as Additional Director (Non-Independent) on the Board of the company in its meeting held on 29th December 2015 to hold the office upto this date of Annual General Meeting. The company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director of the Company and is liable to determination by retirement of directors by rotation.

The Company has received the following from Mr. D. Dharmin :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

Your Directors recommend the resolution for your approval.

Except Mr. D. Dharmin, being appointee, Mr. D.V. Manohar, Ms. Satya Pinjala and Mr. D.V. Satya Kumar being relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 4.

Item No. 5

To comply with the provisions of Sections 149, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Dr. Tulsi C. Sawlani (DIN 07468295) has been appointed as Additional Director (Non-Independent) on the Board of the company in its meeting held on 16th February 2016 to hold the office upto this date of Annual General Meeting. The company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director of the Company and is liable to determination by retirement of directors by rotation.

The Company has received the following from Dr. Tulsi C. Sawlani :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and

Your Directors recommend the resolution for your approval.

Except Dr. Tulsi C. Sawlani, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 5.

Item No. 6 :

Mr. Binod Kumar Sinha has been appointed earlier as Independent Director of the company under the provisions of the Companies Act, 1956. To comply with the provisions of Sections 149, 150, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Mr. B.K. Sinha (DIN 00290750) has been appointed as Director (Independent) on the Board of the company at its meeting held on 6th September 2016 to hold the office upto the ensuing Annual General Meeting. The company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director – Independent – for a period of 5 (five) years from 30th September 2016 upto 32nd Annual General Meeting of the Company and that the position of Director is not to determination by retirement of directors by rotation.

The Company has received the following from Mr. B.K. Sinha :

- i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;

- (ii) intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and
- (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section 6 of section 149 of the Act.

In the opinion of the Board, Mr. B.K. Sinha, fulfill the conditions specified in the Act and the rules made there under and he is independent of the Management.

Your Directors recommend the resolution for your approval.

Except Mr. B.K. Sinha, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 6.

Item No. 7 :

Dr. Sydney Prabhu has been appointed earlier as Independent Director of the company under the provisions of the Companies Act, 1956. To comply with the provisions of Sections 149, 150, 152 and 161(1) and other applicable provisions of the Companies Act, 2013 and The Companies (Appointment & Qualification of Director) Rules, 2014, Dr. Sydney Prabhu (DIN 02087483) has been appointed as Director (Independent) on the Board of the company at its meeting held on 6th September 2016 to hold the office upto the ensuing Annual General Meeting. The company has received notice in writing pursuant to Section 160 of the Companies Act, 2013 from the member proposing his candidature for the office of the Director – Independent – for a period of 5 (five) years from 30th September 2016 upto 32nd Annual General Meeting of the Company and that the position of Director is not liable to determination by retirement of directors by rotation by rotation.

The Company has received the following from Dr. Sydney Prabhu :

- i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- (ii) intimation in Form DIR-8 in terms of the said Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and
- (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section 6 of section 149 of the Act.

In the opinion of the Board, Dr. Sydney Prabhu, fulfill the conditions specified in the Act and the rules made there under and he is independent of the Management.

Your Directors recommend the resolution for your approval.

Except Dr. Sydney Prabhu, being appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions set out at Item No. 7.

DIRECTORS' REPORT

To
The Members of
Shri Shakti Resorts & Hotels Ltd.
Hyderabad

1. INTRODUCTION

Your Directors have pleasure in presenting the 27th Annual Report of your company for the year ended 31st March, 2016 as follows:

2. FINANCIAL PERFORMANCE

The overall financial performance of the company is given below:

Particulars	Current Year	Previous Year
	(Rs '000)	(Rs '000)
Income	1,66,385	132,876
Expenditure	1,29,607	118,779
Profit before depreciation and other adjustments	36,778	14,097
Interest	19,712	21,084
Depreciation	30,887	32,380
Profit / (loss) Before Tax	(13,821)	(39,367)
Cash Profit	17,066	(6,987)

Outlook:

As could be seen from the financial performance, we have succeeded in turning around the company under our direct management after we terminated the agreement with ITC Fortune Hotels. There is a considerable cash profit, however after depreciation there is a loss. We are sure that very soon we would be able to come up with a good profit after depreciation.

Your company has tied up with various online portals for both room sales as well as F&B sales. We expect this to further increase our revenues in the current year. Infact our room sales have already registered a robust growth and our occupancy percentage is quite healthy in the current year.

The challenges before our company primarily relate to the equipment facing maintenance issues. The same is being addressed on utmost priority and necessary action is already initiated out of which upgradation of the elevators, latest TVs in all the rooms, upgrading the air conditioning etc. are already completed.

Your company has signed an MoU with the Government of Andhra Pradesh for an integrated project for setting up 3 Star Hotels with Hotel Management Colleges in Andhra Pradesh. Your company is working on avenues to retire the high cost debt and take up the above plans soon.

Your Directors are putting their best efforts to ensure that this positive trend should continue in future and the coming FY should conclude on a profitable note.

3. AMOUNTS PROPOSED TO BE CARRIED FORWARD TO RESERVES

The company has not proposed any amounts to be carried forward to the Reserves.

4. DIVIDEND

Due to inadequacy of profits, the directors regret to inform you that they are not in a position to recommend any dividend on the equity shares for the year ended 31-03-2016.

5. DEPOSITS

The company has not invited and accepted any public deposits within the meaning of provisions of Companies Act, 2013 during the year.

6. DIRECTORS

In terms of the provisions of the Companies Act, 2013 the following Directors are appointed by the Board during the year

1. Mr. B.K. Sinha and Dr. Sydney Prabhu were appointed as Independent Directors for a tenure of 5 years
2. Dr. A. Balasetti, Mr. D. Dharmin and Dr. Tulsi C. Sawlani were appointed as Additional Directors (Non-Independent).

Your directors recommend their appointment by the members at the ensuing Annual General Meeting.

7. NO. OF MEETINGS OF THE BOARD

The Board has a formal schedule of matters reserved for its consideration and decision. These include approving business strategy, setting performance targets, reviewing performance, approving investments, ensuring adequate availability of financial resources and reporting to the Shareholders. Board Meetings were held during the year on 24th July 2015, 2nd September 2015, 28th December 2015 and 16th February 2016.

8. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

9. DISCLOSURE OF COMPOSITION OF COMMITTEES AND PROVIDING VIGIL MECHANISM

AUDIT COMMITTEE

As per the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers), the company has an Audit Committee constituted with two Non-Executive Independent Directors and one Executive Director.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Pursuant to section 178 read with Rule 7, a Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board.

NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted a Nomination and Remuneration Committee constituting of two Non-Executive Independent Directors & one Executive Director

The Policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under section 178(3) of the Companies Act 2013, adopted by the Board. We affirm that the remuneration paid to the directors is as per the terms laid out in nomination and remuneration policy of the company.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The company has constituted a Stakeholders Relationship Committee constituting of two Non-Executive Independent Directors and one Executive Director which takes care of grievances of the stakeholders.

10. AUDITORS

M/s. P. Suryanarayana & Co., Chartered Accountants (Firm No. 009288S), were appointed as Statutory Auditors of the company for three years (i.e. from 01 April 2014 to 31st March 2017) at the Annual General Meeting held on 30.09.2014, subject to the ratification by the members at every annual general meeting.

11. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS IN THEIR REPORT

There are no qualifications, reservations or adverse remarks made by the Auditors in their report.

12. PARTICULARS OF SOFT LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186:

During the period, the Company has not made any investment and has neither directly nor indirectly given any loan or guarantee to any person or other body corporate. The Company has also not acquired the securities of any other body corporate by way of subscription, purchase or otherwise.

13. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO UNDER SECTION 188(1)

The Company has not entered into any contracts or arrangements with related parties referred in Sec. 188(1).

14. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes or commitments affecting the financial position of the company which have occurred between the end of the financial year and the date of the report.

15. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY:

Pursuant to section 134(3) of the Companies Act, 2013, the Company has formulated a proactive risk management policy to counter various risks posing a threat to the business. The Company has efficiently implemented the policy and constituted a committee which works under the constant supervision and control of the Board of Directors.

The various elements of risks identified and evaluated by the Company are :

- a. Business risk
- b. Employee attrition risk.

The committee assists the board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of strategies, operational and external environment risks and monitoring and approving the risk management framework reviewing and approving risk related disclosures.

16. PERSONNEL

During the year none of the employees is in receipt of remuneration in excess of the limits prescribed u/s 187(2) of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration) Rules, 2014.

17. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES.

The company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of section 135 of the companies act 2013 are not applicable. However, the company has taken up a social cause viz., cycling and promoting it aggressively.

18. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts and tribunals impacting the going concern status and company's operations in future.

19. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED UNDER SECTION 134(3) C OF THE COMPANIES ACT, 2013

Pursuant to the requirement under section 134(3)(c) of the Companies Act 2013, with respect to Directors Responsibility Statement, it is hereby confirmed :

- i) that in the preparation of the Annual Accounts for the financial year ended 31st March 2016, the applicable accounting standards have been followed, the Generally Accepted Accounting Principles have been followed along with proper explanation relating to material departures;
- ii) that the Directors have selected the 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 your Company for the year under review;
- iii) that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

- iv) that the Directors have prepared the accounts for the financial year ended 31st March 2016, on a "going concern" basis.
- v) that the Directors have laid down internal financial controls, which are adequate and are operating effectively.
- vi) that the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

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

The prescribed details as required under sub-section (3)(m) of Section 134 of the Companies Act 2013 are given as under :

A. CONSERVATION OF ENERGY

Steps taken or Impact on Conservation of Energy:

The Company is continuously taking necessary steps for Energy conservation. The computers and peripherals used are advanced versions and energy efficient.

Steps taken by Company for utilizing alternate sources of energy :

The Directors have discussed about the importance of various alternate sources of energy and are deliberating on use of alternate sources of energy for conservation.

Capital Investment on Energy Conservation Equipment:

During the period the company has not yet made any investment in energy conservation equipment.

B. TECHNOLOGY ABSORPTION

Efforts made towards technology absorption:

The company has made considerable efforts towards technology absorption in the fields of constant technology upgradation.

Benefits derived :

The company has achieved better efficiency and cost reduction as a result of technology upgradation.

Expenditure incurred on Research and Development

The company has not incurred any expenditure towards research and development during the current period.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year the company's foreign exchange earnings are NIL (previous year Rs. 11.23 lacs).

ACKNOWLEDGMENTS

Your Directors wish to place on record their deep sense of gratitude to the Financial Institutions, Bankers, Suppliers, Customers, Airports Authority of India, Government and other allied bodies and to you, dear Share Holders, for the continuous cooperation and support extended to your company. The Board also wishes to place on record its appreciation of the valuable services rendered by all the staff members of the company.

For and on behalf of the Board of Directors of
SHRI SHAKTI RESORTS & HOTELS LTD.

Sd/-

D V MANOHAR

CHAIRMAN & MANAGING DIRECTOR

PLACE : HYDERABAD

DATE : 06.09.2016

ANNEXURE TO DIRECTORS' REPORT

STATEMENT CONTAINING PARTICULARS PURSUANT TO SECTION 134(3)(m) OF COMPANIES ACT 2013 AND FORMING PART OF DIRECTORS' REPORT.

CONSERVATION OF ENERGY

Conservation of energy is considered as one of the most important and high priority areas for the company. Hence, the company is doing its utmost to conserve energy and steps are taken to periodically review the recommendation made by the Energy Audit Committee and act upon the same. The Company also has set up solar panels for in house energy generation.

TECHNOLOGY ABSORPTION

In the opinion of the Directors, since the Hotel and Club belong to service oriented industry, the necessity for undertaking significant and permanent activities relating to R&D on technology absorption, does not apply and accordingly the required particulars in terms of Rule-2 of the Companies (Disclosure of the Particulars with the Report of Directors) Rules 1988 is deemed not to be applicable or relative.

FOREIGN EXCHANGE EARNED AND USED:

	For the year ended 31-3-2016 (Rs '000)	For the year ended 31-3-2015 (Rs '000)
1 Foreign exchange earned	-	1,123
2 Outgo of foreign exchange		
Travel	-	-
Others	-	-

For and on behalf of the Board of Directors of
SHRI SHAKTI RESORTS & HOTELS LTD.

PLACE : HYDERABAD
DATE : 06.09.2016

Sd/-
D V MANOHAR
CHAIRMAN & MANAGING DIRECTOR

INDEPENDENT AUDITORS' REPORT

To
The Members,
SHRI SHAKTI RESORTS AND HOTELS LIMITED,
HYDERABAD.

1. Report on the Financial Statements

We have audited the accompanying financial statements of M/s. SHRI SHAKTI RESORTS AND HOTELS LIMITED ("the Company") which comprise the Balance Sheet as at 31st March 2016 and the Statement of Profit and Loss and also a summary of significant accounting policies for the year ended on that date and other explanatory information.

2. Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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, Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the 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 the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. 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 thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and 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 true and fair view in order to design audit procedures that are

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

4. 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: -

- a) in the case of Balance Sheet, of the State of Affairs of the Company as at 31st March, 2016, and
- b) in the case of the Statement of Profit and Loss, of the LOSS of the company for the year ended on that date.

5. Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

- a) Note 2.23.8 to the financial statements (Claims against the Company not acknowledged as debts) relating to amounts paid to Airports Authority of India (AAI) during the earlier year and kept under Loans & Advances pending settlement of disputes with AAI to the extent of Rs.187.22 lakhs.

Our opinion is not modified in respect of these matters.

6. Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016, as amended, issued by the Central Government of India in terms of Section 143(11) of the Act, we enclose an Annexure, which is a statement on the matters specified in paragraphs 3 of the said order.
2. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper Books of Accounts as required by Law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet and the Statement of Profit and Loss dealt with by the 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 the Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the Directors of the Company as on 31.03.2016 and taken on record by the Board of Directors, we report that none of the directors of the company is disqualified from being appointed as director of the company in terms of section 164 (2) of the Act.

- f) In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31.03.2016, 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.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2015, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the details of pending litigations which would impact its financial position, in the Notes to financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts that need to be transferred, to the Investor Education and Protection Fund by the Company.

for **P. SURYANARAYANA & Co.**
Chartered Accountants
Firm Regn. No.009288S.

PLACE : HYDERABAD
DATE : 06.09.2016

Sd/-
(P. SURYANARAYANA)
Partner
M. No.201195

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

Re: Shri Shakti Resorts & Hotels Limited

(Referred to in paragraph 6 under the heading "**Report on Other Legal and Regulatory Requirements**" of our report of even date for the year ended 31st March, 2016)

- (i) (a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) The company has taken the land on long term lease and hence title deed is not in the name of the company. However, the Buildings constructed in the leased land are held in the name of the company.
- (ii) (a) The inventory has been physically verified by the management of the company at reasonable intervals.
- (b) The discrepancies noticed on physical verification of stocks as compared to the Book records, though not material, have been properly dealt with in the books of account.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013 during the year and hence clause (iii) (a) and (d) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of the loans and investments made, and guarantees and security provided by it.
- (v) The company has not accepted any deposits from the public.
- (vi) The maintenance of Cost Records as required under sub section (1) of Section 148 of the Companies Act, 2013 does not apply to the company.
- (vii) (a) According to the information and explanations given to us, the company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employee Insurance, Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs duty, Excise Duty and Cess and other statutory dues wherever applicable.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty as at 31.03.2016 other than the following :

Name of Statute	Nature of Dues	Rs.'000 s	Forum where dispute is pending
AP VAT Act	Penalty	694	Appellate Dy. Commissioner (CT)
AP VAT Act	VAT	735	Sales Tax Appellate Tribunal, Telangana

- (viii) Based on the audit procedures and the information and explanations given to us, we observed that the Company has not defaulted in repayment of its dues to banks. The company has not taken any loans from Financial institutions or debenture holders at any time during the year.
- (ix) According to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year under audit and the term loans were applied for the purpose for which they were raised.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the Management, we report that no fraud by the company or on the company by its officers or employees have been noticed or reported during the year under audit.
- (xi) In our opinion, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company and therefore the provisions of clause (xii) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013, where applicable and the details have been disclosed in the Financial Statements 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. Accordingly, the provisions of clause (xiv) of the Order are not applicable.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause (xv) of the Order are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause (xvi) of the Order are not applicable.

for **P.SURYANARAYANA & Co.**
Chartered Accountants
Firm Regn. No.009288S.

PLACE : HYDERABAD
DATE : 06.09.2016

Sd/-
(P.SURYANARAYANA)
Partner
M. No.201195

**STATEMENT OF ASSETS AND LIABILITIES OF SHRI SHAKTI RESORTS & HOTELS LTD. AS
AT MARCH 31, 2016**

	Note No.	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
I. EQUITY & LIABILITIES			
(1) Shareholder's Funds:			
(a) Share Capital	2.1	203,598	203,598
(b) Reserves & Surplus	2.2	-72,232	-58,411
(2) Non-Current Liabilities:			
(a) Long Term Borrowings	2.3	204,202	230,029
(b) Deferred Tax Liability		22,056	22,056
(3) Current Liabilities:			
(a) Short Term Borrowings	2.4	14,981	9,479
(b) Trade Payables	2.5	5,429	4,231
(c) Other Current Liabilities	2.6	45,935	39,884
Total:		423,969	450,867
II. ASSETS			
(1) Non-Current Assets:			
(a) Fixed Assets:			
Tangible Assets	2.7	278,905	302,026
Capital Work-in-Progress		42,845	44,205
(b) Non Current Investments	2.8	13,400	13,400
(c) Long-Term Loans and Advances	2.9	18,853	20,178
(d) Other Non-Current Assets	2.10	118	477
(2) Current Assets:			
(a) Inventories	2.11	24,438	26,423
(b) Trade Receivables	2.12	6,390	5,502
(c) Cash and Cash Equivalents	2.13	4,218	4,766
(d) Short Term Loans and Advances	2.14	31,493	30,279
(e) Other Current Assets	2.15	3,309	3,611
Total:		423,969	450,867
Significant Accounting Policies and Notes to Accounts	2.23		

AS PER OUR REPORT OF EVEN DATE

For **P. SURYANARAYANA & CO**
CHARTERED ACCOUNTANTS
 Firm Registration No:009288S

Sd/-
P. SURYANARAYANA
PARTNER
 Membership No: 201195

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
SHRI SHAKTI RESORTS & HOTELS LIMITED

Sd/-
D.V. MANOHAR
 CHAIRMAN & MANAGING
 DIRECTOR

Sd/-
B.K.SINHA
 DIRECTOR

Place : HYDERABAD
 Date : 06-09-2016

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

	Note No.	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
III. REVENUE:			
I. Revenue from Operations	2.16	152,724	118,958
II. Other Income	2.17	13,661	13,919
Total Revenue		166,385	132,876
IV. EXPENSES :			
Materials & Stores consumed	2.18	24,376	27,059
Operating Expenses	2.19	46,095	37,775
Employee's Benefit Expenses	2.20	38,345	35,615
Administration, Selling & Other Expenses	2.21	20,790	18,331
Total Expenses		129,607	118,779
V. Profit Before Interest, Depreciation and Taxation		36,778	14,097
VI. Interest	2.22	19,712	21,084
VII. Profit before Depreciation and Taxation		17,066	-6,987
VIII. Depreciation	2.7	30,887	32,380
IX Profit/(Loss) before Taxation		-13,821	-39,367
X Tax expense:-			
Current Tax (MAT)		0	0
Deferred Tax (As per AS -22)		0	0
XI Profit/(Loss) for the year		-13,821	-39,367
XII Earnings per Share		-0.01	-0.02
Significant Accounting Policies and Notes to Accounts	2.23		

AS PER OUR REPORT OF EVEN DATE

For P. SURYANARAYANA & CO
CHARTERED ACCOUNTANTS

Firm Registration No:009288S

Sd/-

P. SURYANARAYANA
PARTNER

Membership No: 201195

Place : HYDERABAD

Date : 06-09-2016

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS OF
SHRI SHAKTI RESORTS & HOTELS LIMITED

Sd/-

D.V. MANOHAR
CHAIRMAN & MANAGING
DIRECTOR

Sd/-

B.K.SINHA
DIRECTOR

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.1 : SHARE CAPITAL		
Authorised:		
a) 2,30,00,000 (Previous year 2,30,00,000) Equity Shares of Rs.10/- each	230,000	230,000
Total:	230,000	230,000
Issued, Subscribed, Called up & Paid up:		
2,03,59,839 Equity Shares of Rs.10/- each, fully paid up (of the above , 38,49,031 Equity Shares of Rs.10/- each were allotted as fully paid-up by way of Bonus Shares by capitalisation of General Reserve during the years 2005-06, 2006-07 & 2007-08)	203,598	203,598
Total:	203,598	203,598

Additional Notes:**a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting**

	As at 31 Mar 2016		As at 31 Mar 2015	
	No. of shares	Rs.	No. of shares	Rs.
At the beginning of the period	20,359,839	203,598,390	20,359,839	203,598,390
Issued during the period	0	0	0	0
Outstanding at the end of the period	20,359,839	203,598,390	20,359,839	203,598,390

b) Rights, preferences and restrictions attached to equity shares

The company has one class of equity shares having a face value of Rs.10/- each. Each shareholder is eligible for one vote per share held.

c) Details of shares in the Company held by each shareholder holding more than 5% shares.

Name of the Shareholder	As at 31 Mar 2016		As at 31 Mar 2015	
	% of Shareholding	No. of shares	% of Shareholding	No. of shares
Mr. D.V. Manohar	9.57%	1947634	9.57%	1947634
Dr. Tulsi Sawlani (NRI Director)	5.59%	1138232	5.59%	1138232
M/s. Shri Shakti Cylinders Pvt Ltd.	8.01%	1630619	8.01%	1630619
M/s. NRI Prosperity Ltd	6.39%	1300146	6.39%	1300146
M/s. BVM Medicals Ltd	9.41%	1916622	9.41%	1916622
Mrs. D.Sujata	5.13%	1043539	5.13%	1043539

d) Bonus Shares

Equity shares allotted as fully paid bonus shares for the period of five years immediately preceding 31st March 2016 - Nil

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.2 : RESERVES & SURPLUS		
a) General Reserve:		
Opening Balance	2,000	2,000
Less : Transfer to Profit & Loss Account	0	0
Sub-Total (A)	2,000	2,000
b) Surplus / (Deficit) in the Statement of Profit & Loss: (B)		
Balance as per the last Balance Sheet	(84,411)	(42,131)
Add: Profit/ (Loss) for the year	(13,821)	(39,367)
Add: Depreciation pertaining to previous years	0	(2,913)
Net Surplus / (Deficit) : (B)	(98,321)	(84,411)
c) Share Premium (C)	24,000	24,000
TOTAL (A +B+C)	(72,232)	(58,411)

NOTE - 2.3 : LONG TERM BORROWINGS**Term Loan from Indian Overseas Bank**

(The Term Loan is secured by Mortgage of Lease Hold rights of Land together with all Buildings, Structures, Erections etc. & hypothecation of Plant & Machinery, Furniture & Fixtures of the Company. Also secured by Guarantee of the Managing Director)

94,592 116,302

Working Capital Term Loan from Allahabad Bank

(Secured by hypothecation of raw materials, stock in process, finished goods, consumables spares and book debts of "The Hotel" also secured by personal guarantee of the Managing Director)

11,798 14,205

Other Loans and Advances

Unsecured Deposit 17,500 17,500
Loans from Shareholders & others 76,518 78,229

NRI Deposits 3,794 3,794

Total: 204,202 230,029

Additional Notes:

Secured 106,389 130,507
Unsecured 97,812 99,522

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.4: SHORT TERM BORROWINGS		
CASH CREDIT FROM ALLAHABAD BANK		
(Secured by hypothecation of raw materials, stocks -in-process finished goods, consumable spares and book debts of "The Hotel:" Also secured by personal guarantee of the Managing Director)	14,981	9,479
Total:	14,981	9,479

Additional Notes:

Secured	14,981	9,479
Unsecured	0	0

NOTE - 2.5 : TRADE PAYABLES

Outstanding dues of Micro and Small Enterprises	0	0
Other than Micro and Small Enterprises	5,429	4,231
Total:	5,429	4,231

Disclosure relating to Micro and Small Enterprises:

i) (a) The principal amount remaining unpaid to the supplier as at the end of the year	NIL	NIL
i) (b) The interest due on the above amount, remaining unpaid to the supplier as at the end of the year	NIL	NIL
ii) the amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the day during each accounting year	NIL	NIL
iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	NIL	NIL
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year and	NIL	NIL
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise , for the purpose of disallowance as deductible expenditure under section 23 of Micro Small and Medium Enterprises Development Act, 2006	NIL	NIL

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.6- OTHER CURRENT LIABILITIES		
Outstanding Liabilities	35,349	29,654
Sundry Deposits	1,508	1,513
Other Payables	3,153	2,919
Provision for Gratuity	3,294	3,141
Provision for Bonus	2,631	2,656
Total:	45,935	39,884

NOTE -2.7 FIXED ASSETS AND DEPRECIATION

Sl. No.	NAME OF THE ASSET	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
		As at 01-04-2015	Additions	Sales/ Adj	As at 31-03-2016	As at 01-04-2015	for the Year	Sales/ Adj	As at 31-03-2016	As at 31-03-2016	As at 31-03-2015
		₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000	₹'000
1.	Lease Hold Land	3642	0	0	3642	2576	158	0	2735	907	1066
2.	Plant & Machinery	239094	219	0	239313	173348	13129	0	186477	52836	65746
3.	Computers	12463	6	0	12469	12446	17	0	12462	7	17
4.	Electrical Installations	2629	262	0	2890	1688	436	0	2124	766	940
5.	Buildings	239689	5919	0	245608	55995	6511	0	62506	183102	183694
6.	Office Equipments	21079	81	0	21160	19287	353	0	19640	1520	1792
7.	Library(Books)	401	0	0	401	351	49	0	400	1	50
8.	Furniture & Fixtures	172986	1404	0	174390	126240	9371	0	135611	38780	46747
9.	Vehicles	18866	-125	0	18741	16892	862	0	17754	987	1974
	TOTAL	710849	7766	0	718615	408824	30887	0	439710	278905	302026
	PREVIOUS YEAR	709517	1332	0	710849	373532	35292	0	408824	302026	335987

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
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NOTE - 2.8 : NON-CURRENT INVESTMENTS**Long Term Investments:****NON TRADE**

(Traded, quoted, stated at cost)

11,00,000 equity shares of Rs.10/- each fully paid
up in Shri Matre Power & Infrastructure Ltd.

(formerly known as Shri Shakti LPG Ltd.

11000

11000

(Unquoted, stated at cost)

2,40,000 equity shares of Rs.10/- each fully paid
up in Shri Shakti Alternative Energy Private Ltd.

2400

2400

Total:**13,400****13,400****NOTE- 2.9 : LONG TERM LOANS & ADVANCES****Deposits:**

Deposits with Government Bodies

7,787

6,887

Other Deposits

261

431

Other Loans and Advances

10,805

12,860

Total:**18,853****20,178**

Secured, Considered good

0

0

Unsecured, Considered good

18,853

20,178

Doubtful

0

0

NOTE - 2.10: OTHER NON-CURRENT ASSETS

Others

118

477

Total:**118****477**

Secured, Considered good

0

0

Unsecured, Considered good

118

477

Doubtful

0

0

NOTE - 2.11: INVENTORIES

Stores and Provision Materials

24,438

26,423

(as taken , certified and valued by management)

Total:**24,438****26,423**

Inventories are valued at Cost or NRV whichever is lower

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.12 : TRADE RECEIVABLES		
Outstanding for a period exceeding six months	2,633	58
Others	3,757	5,444
Total:	6,390	5,502

Notes:

Particulars of Trade Receivables:

Secured, Considered good	0	0
Unsecured, Considered good	6,390	5,502
Doubtful	0	0

NOTE - 2.13: CASH & BANK BALANCES

Balances with Banks:

- in Current Accounts	3,592	4,332
- in Fixed Deposits	445	245
Cash on hand	181	189

Total:	4,218	4,766
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NOTE - 2.14- SHORT TERM LOANS & ADVANCES

Advance for Expenses	3,959	4,172
Advance Income Tax & TDS (Net of Provision)	6,184	5,832
Others	21,350	20,275

Total:	31,493	30,279
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Secured, Considered good	0	0
Unsecured, Considered good	31,493	30,279
Doubtful	0	0

NOTE - 2.15- OTHER CURRENT ASSETS

Interest Receivable	1,216	1,708
Prepaid Expenses	1,813	1,624
Others	280	279

Total:	3,309	3,611
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Secured, Considered good	0	0
Unsecured, Considered good	3,309	3,611
Doubtful	0	0

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE - 2.16 : REVENUE FROM OPERATIONS		
Sales	151,656	117,970
Services	1,068	988
Total	152,724	118,958

NOTE - 2.17 : OTHER INCOME

Admission Fees Collections	0	330
Interest	910	912
Rent & Other Charges	10,682	11,289
Miscellaneous Income	2,069	1,388
Total	13,661	13,919

NOTE - 2.18: MATERIALS & STORES CONSUMED

Opening Stock	26,423	25,843
Add: Purchases	22,391	27,638
	48,814	53,481
Less Closing Stock	24,438	26,423
Total Consumption	24,376	27,059
Total	24,376	27,059

NOTE - 2.19 : OPERATING EXPENSES

House Keeping & Security Expenses	848	406
Electricity charges	15,962	14,674
Water Charges	1,649	1,337
Repairs and Maintenance	4,711	3,948
Service Tax	11,057	7,531
VAT	6,750	5,690
Luxury Tax	3,390	1,950
Functions & Activities Expenses	1,729	2,239
Total	46,095	37,775

NOTE - 2.20: EMPLOYEE BENEFIT EXPENSES

Salaries & Wages	36,279	32,891
Provision for Bonus	118	115
Provision for Gratuity	341	384
Contribution to Provident Fund & Other Funds:		
Provident Fund & ESIC	1,243	1,605
Staff Welfare Expenses	364	621
Total	38,345	35,615

	Figures at the end of March 31, 2016 in '000's	Figures at the end of March 31, 2015 in '000's
NOTE : 2.21 ADMINISTRATION, SELLING & OTHER EXPENSES		
Other Operating Expenses :		
Lease Rent	6,075	5,341
Insurance	666	691
Rates and Taxes	4,346	4,160
Cess on Turnover (A.A.I)	2,003	1,055
Selling Expenses :		
Business Promotion Expenses	1,721	1,324
Advertisement Expenses	860	560
Credit Card Commission	1,110	633
Administration Expenses:		
Payment to Auditors :		
-Statutory and Tax Audit Fee	100	100
Telephone Charges	750	652
Bank Charges	52	274
Conveyance	210	158
Printing and Stationery	101	75
Postage and Courier Charges	18	24
Books and Periodicals	98	95
Professional & Consultancy Charges	426	300
Travelling Expenses - Directors	744	77
Travelling Expenses - Others	262	27
Vehicle Maintenance	399	1123
Directors Sitting fees	35	40
Miscellaneous Expenses	814	1621
Total	20,970	18,331

NOTE - 2.22 : FINANCE COST

Interest on Term Loans	16,011	17,151
Interest on Working Capital Loan	2,488	3,803
Interest on Others	1,213	129
Total	19,712	21,084

NOTE 2.23 : Statement on Significant Accounting Policies:**1. Basis of Accounting**

These accounts have been prepared under the historical cost convention and on the accounting principles of going concern. Accounting Policies not specifically referred to otherwise, are consistent and in consonance with Generally Accepted Accounting Principles.

2. Revenue Recognition

- a) Income on services to guests is recognized on a day-to-day basis.
 - (i) In respect of accommodation, after the guest checks in to the Hotel.
 - (ii) In respect of sale of food & beverage etc., at the point of serving these items to the guests.
- b) Sales are inclusive of taxes wherever applicable.
- c) Income from Investments is recognized in the accounts in the year of receipt of the same.
- d) Other Incomes are recognized on accrual basis.

3. Fixed Assets

- a) Fixed assets are accounted at cost of acquisition inclusive of inward freight, duties and taxes and incidentals related to acquisitions.

b) Land:

The Company has acquired on lease 21,214.31 sq.yds of Land for a period of 30 years w.e.f. 5th January, 1990 from National Airports Authority of India, vide registered lease deed dated 5th January, 1990.

c) Other Assets:

All the assets put to use during the year were capitalized. Since some part of the project is yet to be completed, proportionate expenditure incurred during the construction period will be capitalized upon putting the asset to use.

d) Depreciation:

Depreciation is provided for on Straight Line Method, as per the useful life of assets prescribed in Schedule II to the Companies Act, 2013 in respect of assets acquired during the year. Depreciation on additions made during the year is provided proportionately for the period for which the assets have been put to use, starting at the beginning of the month subsequent to the month in which the asset was put to use. However depreciation on leasehold land is charged equally over the lease period.

For the assets acquired prior to the April 2014, the carrying amount as on 1st April' 2014 is depreciated over the remaining useful life of the assets as estimated by the management.

e) Capital Work in Progress

The Capital Work in Progress includes cost of fixed assets under installation / commissioning, advances on capital account (net of creditors) and unallocated expenditure.

4. Investments

Investments are stated at cost i.e., cost of acquisition inclusive of expenditure incidental to acquisition.

5. Inventories

Inventories are valued as under:

- a) Provisions, Beverages and Consumables – At cost or realizable value whichever is lower;
- b) Cutlery & Crockery – at cost.

6. Foreign Exchange Transactions

Foreign Currency transactions are accounted at equivalent rupee value based on the exchange rate prevailing on the date of the transaction. Realized gains and losses in foreign exchange transaction other than those relating to fixed assets from outside India are recognized in the Profit and Loss Account.

7. Prior Period Adjustments

Expenditure / Income relating to prior period not exceeding Rs.10,000/- in each case is debited / credited to natural Heads of Accounts.

8. Prepaid Expenses

Prepaid expenses not exceeding Rs.10,000/- in each case are charged to revenue in the year of incurrence.

9. Miscellaneous Expenditure

All expenditure, the benefit of which is spread over a number of years is grouped under miscellaneous expenditure and will be amortized over subsequent years, on the basis of the benefit derived in each year, not exceeding five years from the year of incurrence.

10. Taxes

- a) The amount of tax payable in respect of taxable income for the period is determined as current tax and provided for.
- b) Deferred tax, being tax on timing differences between taxable income and accounting income, that originate in a year and are capable of reversal in one or more subsequent years has been recognized in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or subsequently enacted at the Balance Sheet Date.

11. Claims

Claims, if any, are accounted in the year of receipt / acceptance.

12. Retirement Benefits

- a) The Company's contribution to Provident Fund is accounted on accrual basis.
- b) Liability for gratuity is provided on accrual basis as at the end of the year.

NOTE 2.23 : NOTES TO ACCOUNTS

1. Contingent Liability in respect of -
 - a) Bank guarantees: Rs. 6200 Thousands (previous year Rs.6200 thousands).
 - b) Disputed Demand raised by Sales Tax Authorities with the company has gone on appeal 1429 thousands. (previous year Rs.1429 thousands)
 - c) Disputed Income Tax and Wealth Tax liability on which the Company has gone on appeal – Nil. (Previous year Rs. Nil Thousands)
2. Claims against the company not acknowledged as debts Rs.187.22 Thousands. (Previous year Rs.187.22 thousands)
3. Estimated amounts of contracts on capital account remaining to be executed Rs.Nil Thousands (previous year Rs.Nil Thousands).
4. The company has acquired land on lease for a period of 30 years, w.e.f. 5th January, 1990, from Airports Authority of India. Depreciation on this leasehold land is charged equally over the lease period.
5. Market value of investment in Shri Matre Power & Infrastructure Ltd., as at 31-3-2016 could not be ascertained since there is no trading in this share for quite some time. No provision is made for the diminution in the value of the investments, if any, as in the opinion of the management, the decline is considered to be temporary in nature.
6. Balance standing to the credit / debit of creditors, debtors, other current assets, loans and advances are subject to confirmation / reconciliation and review by the Company.
7. No provision is made towards loans / amounts due from ex-employees as the Company is confident of recovering the dues.
8. The company has gone an appeal to Honourable Delhi High Court (Division Bench) against the Order of Hon'ble Delhi High Court (single Bench) in respect of pending issues related to lease rent and cess on Turnover payable to AAI and the disputed amount is Rs.187.22 Lakhs, Pending resolution of the dispute, the company has paid this amount to AAI and the debit balance outstanding in the books of the company in the name of AAI as on 31.03.2016 is Rs.187.22 lacs. No provision is considered necessary by the company since the negotiations for a settlement are in progress.
9. NRI deposits are exclusive of interest accrued thereon.

10. Additional information to the financial statements

	Year ended 31.03.2016 (Rs.'000)	Year ended 31.03.2015 (Rs.'000)
A. Earning in Foreign Currency:		
Sales & Service	0	1123
B. Expenditure in Foreign Currency:		
Travelling	305	0
Others	0	0
C. Consumption of Provisions and Stores		
Opening Stock	26423	25843
Purchases	22391	27638
Consumption	24376	27059
Closing Stock	24438	26423

11. Managerial Remuneration

Details of Managerial Remuneration paid or provided

Remuneration to Managing Director	2995	2995
Remuneration to Director	1500	1500
Total	4495	4495

12. The company has not recognized Deferred Tax Liability/ Asset for the year, as a matter of prudence, keeping in view of the carry forward of losses. The breakup of Net Deferred Tax Liability as shown in the Balance Sheet as on 31.03.2016 as per the Accounting Standard - 22 issued by the Institute of Chartered Accountants of India is as follows:

a) Deferred Tax Liability on account of Difference in the net block of fixed assets as per the books and IT rules	22056	22056
Net deferred Tax liability	22056	22056

13. Related Party Disclosures:-

Related party disclosures as required by Accounting Standard - 18 "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are given below:

a). Key Management Personnel:

Directors:

Mr. D V .Manohar

Mrs .Satya Pinjala

b) Enterprises in which the key management personnel are interested / related:

M/s. Shri Matre Power & Infrastructure Limited

M/s. Shri Shakti Alternative Energy Pvt Ltd

M/s. Shri Shakti Schools Pvt Ltd.

c) Transactions with related parties:

i) Remuneration to Directors – Rs.4495 lakhs (Previous year Rs.4495 lakhs)

ii) Balances Outstanding:

(Rs.'000)

	Year ended 31.03.2016	Year ended 31.03.2015
a) Unsecured Deposit Received	17500	17500
b) Loans from shareholders & others	76518	78229

14. Previous years figures have been re-grouped re-classified re-stated as far as applicable and wherever necessary to confirm with current year presentation.

15. Amounts have been rounded off to the nearest thousands.

Signatures to Notes 2.1 to 2.23

As per our report of even date

For P. SURYANARAYANA & CO
Chartered Accountants
Firm Registration No:009288S

for and on behalf of the Board of Directors
SHRI SHAKTI RESORTS & HOTELS LTD.

Sd/-

P. SURYANARAYANA

Partner

Membership No: 201195

Sd/-

D.V. MANOHAR

CHAIRMAN & MANAGING DIRECTOR

Sd/-

B.K.SINHA

DIRECTOR

Place : HYDERABAD

Date : 06-09-2016

ATTENDANCE SLIP
27th Annual General Meeting

SHRI SHAKTI RESORTS & HOTELS LTD
CIN U55101AP1989PLC010115

Registered Office : Airport Exit Road, Begumpet, Hyderabad - 500 016

Ph : 040- 66543456/Fax : 040-66543008 ; Email : cs@shrishakti.com

Website: <http://www.shrishakti.com//>

DATE	VENUE	TIME
30th September, 2016	At its registered Office ie., Shri Shakti Resorts & Hotels Ltd, Airport Exit Road, Begumpet, Hyderabad - 500 016	4.30 PM

Name of the Shareholder	Folio/DP & Client ID No	No.of shares

I, certify that I am a registered shareholder of the Company, holding above mentioned shares in the Company, and hereby record my presence at the 27th Annual General Meeting of the Company.

Member's/Proxy Signature

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

27th Annual General Meeting

SHRI SHAKTI RESORTS & HOTELS LTD

CIN U55101AP1989PLC010115

Registered Office : Airport Exit Road, Begumpet, Hyderabad - 500 016

Ph : 040- 66543456/Fax : 040-66543008 ; Email : cs@shrishakti.com

Website: <http://www.shrishakti.com//>**Form No. MGT-11**

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

Name of the Member(s)

Email id :

Registered Address

Folio No/Client id

DP ID*

I/We being the Member (s) of _____ shares of M/s SHRI SHAKTI RESORTS & HOTELS Ltd, hereby appoint:

1).....of.....having e-mail Id.....or failing him/her

2).....of.....having e-mail id.....or failing him/her

3).....of.....having e-mail id.....or failing him/her

and whose signatures are appended below as my/our proxy to attend and vote (on a poll) for me/ us and on my/our behalf at the 27th Annual General Meeting of the Company, to be held on Friday 30th September 2016 at 4.30 pm at its registered Office ie., Shri Shakti Resorts & Hotels Ltd Airport Exit Road, Begumpet, Hyderabad - 500 016 and at any Adjournment thereof in respect of such resolutions as are indicated below :

Sl.	Resolution	For	Against
1.	ORDINARY BUSINESS: To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March 2016 and Balance Sheet as at that date together with Directors' Report and Auditors' Report thereon - Ordinary Resolution		
2	To appoint a Director in place of Mr.D.V.Satya Kumar (DIN 01859842) who retires by rotation and being eligible, offers himself for re-appointment. Ordinary Resolution		
3	To ratify the appointment of Statutory Auditors - Ordinary Resolution		
4	SPECIAL BUSINESS To appoint Dr. A. Balasetti as Director (Non-Independent) of the Company - Ordinary Resolution		
5	To appoint Mr. D. Dharmin as Director of the Company (Non-Independent) - Ordinary Resolution		

Sl.	Resolution	For	Against
6	To appoint Dr. Tulsi Chanchaldas Sawlani as Director of the Company (Non-Independent) - Ordinary Resolution		
7	To appoint Mr. Binod Kumar Sinha as Independent Director of the Company – Ordinary Resolution		
8	To appoint Dr. Sydney Prabhu as Independent Director of the Company – Ordinary Resolution		

Signed this.....day of.....2016

Signature of Shareholder

Signature of Proxy holder (s)

Note : The Proxy need not be a member of the Company.

The proxy form duly signed across Revenue Stamp should reach the Company's Registered Office at least 48 hours before the time of the meeting.

