

SRI NANDAA SPINNERS LIMITED

Registered Office: Prince Centre 2nd Floor, 248, Anna Saalai, Chennai-600006.

E-mail: nandaaspinners@gmail.com / investor.srinandaaspinners@gmail.com

Website: www.srinandaaspinners.com

CIN: L17111TN1989PLC018239

Phone: 044-42151234

Date: 28/11/2019.

The Manager – Listing,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001.

Dear Sir,

Sub.: Annual Report for the year ended 31st March 2019.

Ref.: Scrip Code 530667.

Pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 please find enclosed the Annual Report of the Company for the year ended 31st March 2019.

Kindly update the same in your records.

Thanking You,

Yours faithfully,
For Sri Nandaa Spinners Limited,



K.M. Bindhusadhakan,
Director.

Encl.: as stated above.

SRI NANDAA SPINNERS LIMITED
(Previously known as White House Cotton Industries Limited)

ANNUAL REPORT
2019

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty Fifth Annual General Meeting of **SRI NANDAA SPINNERS LIMITED** will be held on **30th September 2019** at **3.00 PM** at Prince Centre II floor, 709 & 710, Anna Saalai Chennai- 600006 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements for the period ended 31 March 2019 and the Reports of Directors and Auditors thereon.

“RESOLVED THAT Pursuant to Section 129 and other applicable provisions, if any of the Companies Act 2013, the financial statements of the Company for the period ended 31 March 2019, together with the Reports of the Directors, Auditors thereon and the report of Secretarial Auditor as circulated to the members and presented at the meeting be and are hereby considered and adopted.”

2. To appoint a Director in place of Jaganathan Venkitasamy Naidu (DIN: 00470350), who retires at this meeting and being eligible, offers himself for re-appointment by passing the following as an Ordinary Resolution:

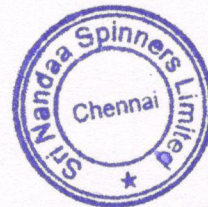
“RESOLVED THAT Pursuant to Section 152 and other applicable provisions, if any of the Companies Act 2013, Jaganathan Venkitasamy Naidu (DIN: 00470350), Director who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company.”

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

“RESOLVED THAT M/s. Mani & Sridharan, Chartered Accountants, (F. R. No: 001967S.) Chennai, be and are hereby appointed as Statutory Auditors of the Company and to hold the office from the conclusion of this 35th Annual General Meeting till the conclusion of 38th Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.

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

“REOLVED THAT pursuant to the provisions of Section 204(1) of the Companies Act 2013 rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act



2013, Consent of the Board is be and is hereby given for appointment of M/s V K S & ASSOCIATES, Company Secretaries as Secretarial Auditors of the Company and Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with Audit Committee”.

“**RESOLVED FURTHER THAT** the engagement letter has been placed before the Board and the same has been signed by the Chairman of the Board for the purpose of identification of appointment of M/s V K S & ASSOCIATES, Company Secretaries as Secretarial Auditors of the Company”

“**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution”

By Order of the Board,
For Sri Nandaa Spinners Limited,




K.M. Bindhusadhakan,
Director.
(DIN: 00671392).

Place: Chennai,
Date: 30.08.2019.

NOTES:

A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member. A blank form of proxy is enclosed, which, if used, should be deposited at the Registered Office of the Company not less than 48 hours before the meeting.

The Register of Members and the Transfer Books will remain closed from 24 September 2019 to 30 September 2019 both days inclusive.

Pursuant to the stipulations in Clause 35B of the Listing Agreement read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has entered into an arrangement with Central Depository Services Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting by electronic means. The detailed process for participating in e-voting is furnished in

the Annexure to the Notice. The Company has appointed Mani & Sridharan, Chartered Accountants, (FRN 001967S) Chennai as the scrutinizer for E-voting.

A person who has participated in e-voting is not debarred from participating in the meeting physically though he shall not be able to vote in the meeting again and his earlier vote cast electronically shall be treated as final. In terms of the provisions of Section 107 read with Section 109, there will be no voting by show of hands at the meeting and hence the provisions relating to demand for poll by the Members is irrelevant. The Chairman of the meeting will regulate the meeting and voting on the resolutions in accordance with the provisions of the Act and the applicable Rules.

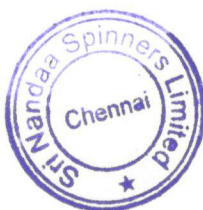
The shareholding of the Members will be reckoned as on the date of 25 September 2019 for the purpose of E-voting

As per SEBI directive, submission of self-attested PAN copy of transferee/ legal heir including joint holders, if any is mandatory for registration of transfer/transmission/transposition of shares. Hence the respective transferee/ legal heir including joint holders are requested to attach their self-attested PAN copy to Company/RTA while lodging the documents for registration

Members those who hold share(s) in physical form are requested to notify immediately any change in their address to the Company/ RTA and those who hold share(s) in demat to concerned depository participants.

Shareholders are aware that, the Ministry of Corporate Affairs has allowed Companies to send Notices for meetings and other shareholders correspondences in electronic form. Hence the Shareholders are requested to register their E-mail ID's with the Registrar of the Companies by submitting EARF (E-mail address Registration Form).

**By Order of the Board,
For Sri Nandaa Spinners Limited,**



**K.M. Bindhusadhakan,
Director.
(DIN: 00671392).**

**Place: Chennai,
Date: 30.08.2019.**

STATEMENT PURSUANT SCHEDULE V PART II OF THE COMPANIES ACT 2013

A. GENERAL INFORMATION

(1) Nature of industry	Spinning			
(2) Year of Commencement of commercial production	1989			
(3) Financial performance	FINANCIAL PARAMETERS (Rs.)			
		2015-16	2016-17	2017-18
	Gross Revenue			
	PAT	(6,33,638)	71,09,198	(9,76,163)
Dividend	Nil	Nil	Nil	
(4) Foreign investments or collaborations, if any	None			



MGT-11

Proxy form

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

CIN:	L17111TN1989PLC018239
Name of the company	SRI NANDAA SPINNERS LIMITED
Registered office:	Prince Centre II floor, 709 & 710, Anna Saalai Chennai – 600 006.
Name of the member	
Registered address	
E-mail Id:	
Folio No/ Client Id:	

I/We, being the member (s) of shares of the above named company, hereby appoint:

- | | | | |
|---|-----------------|---|-----------------|
| 1 | Name | 3 | Name |
| | Address..... | | Address..... |
| | Email Id..... | | Email Id..... |
| | Signature | | Signature |
| | OR failing him | | OR failing him |
| 2 | Name | 4 | Name |
| | Address..... | | Address..... |
| | Email Id..... | | Email Id..... |
| | Signature | | Signature |
| | OR failing him | | |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual general meeting of the company, to be held on Monday the **30th September 2019** at 03:00 P.M. at registered office of the Company at Prince Centre II floor, 709 & 710, Anna Saalai Chennai-600006 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution	For	Against
1.	To receive, consider and adopt the Financial Statements of the Company for the year ended 31 st March, 2019 including Audited Balance Sheet as at 31.03.2019 and statement of Profit and Loss account for the period ended on 31.03.2019 and Cash Flow Statement (if Any) on that date along with the reports of Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Jaganathan Venkatasamy Naidu (DIN: 00470350) who retires at this meeting and being eligible, offers himself for re-appointment by passing the following as an Ordinary Resolution		
3.	To take note of the appointment of M/s. Mani & Sridharan, Chartered Accountants, (F.R.No: 0019675.) Chennai, be and are hereby appointed as Statutory Auditors of the Company and to hold the office from the conclusion of this 35th Annual General Meeting till the conclusion of 38th Annual General Meeting of the Company, subject to ratification as to the said appointment at every Annual General Meeting, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor (up to the Financial Year ending 31.03.2020)		



4.	To appointment a secretarial Auditor pursuant to the provisions of Section 204(1) of the Companies Act 2013 rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, Consent of the Board is be and is hereby given for appointment of M/s V K S & ASSOCIATES, Company Secretaries as Secretarial Auditors of the Company and Directors of the Company be and is hereby authorized to fix the remuneration from time to time in consultation with Audit Committee"		
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Signed this _____ day of _____ 2019

Signature of Shareholder

Signature of Proxy holder(s)

NOTES:-

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not to be a member of the Company.
3. A person can act as a proxy on behalf of member not exceeding fifty and holding in the aggregate not more than 10% of the total share capital carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders shall be stated.
5. For resolutions, explanatory statement and notes please refer to the notice of extra ordinary general meeting.
6. Please complete all the details including details of member.



ATTENDANCE SLIP

Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.

DP ID	N.A.	Client ID	N.A.
Reg. Folio No.		No. of Shares	

Name:

Address:

I/We hereby record my/our presence at the 35th Annual General Meeting of the Company being held on Monday the **30th September 2019** at registered office of the Company at Prince Centre II floor, 709 & 710, Anna Saalai Chennai- 600006 at 03.00 P.M.

Please tick in the box

MEMBERPROX

Signature of Shareholder/ Proxy



BOARD'S REPORT

Your Directors are pleased to present the Annual Report and the Audited Financial Statements of the Company for the period ended 31 March 2019.

REVIEW OF OPERATIONS

During the period the company has reported a Loss of Rs 10,95,043 as against Rs. 9,76,163 in the previous year

FINANCIAL RESULTS

(In Rs)

Description	2018-19	2017-18
Income from Operations	-	-
Total Expenditure	10,95,043	976,163
Profit/(Loss) Before Depreciation	(10,95,043)	(976,163)
Depreciation	-	-
Net Profit/(Loss) before Provision for Tax	(10,95,043)	(976,163)
Deferred Tax	-	-
Profit/(Loss) after Tax	(10,95,043)	(976,163)

DIVIDEND

The Company has not declared any dividend for the period.

FIXED DEPOSIT

The Company has neither accepted nor renewed any deposits during the period under review.

MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATES AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the period to which this financial statement relates and the date of this report.



STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The said provisions of Corporate Social Responsibility are not applicable to the Company for the current period.

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

The Company has not given loans, guarantees or made investments which are covered by section 186 of the companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Company has not entered into any contracts or agreements with related parties during the period ended 31 March 2019 under review

EXPLANATIONS OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There are no qualifications / reservations / adverse remarks made by the auditors of the Company. The Observation made by the practicing company secretary has been explained in this report.

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

The Company has devised a Policy relating to appointment of Directors, Payment of Managerial remuneration, Directors qualifications, positive attributes, Independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

The Company had Eight Board meetings during the period under review. Details of the same are given in the Corporate Governance Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

FUTURE OUTLOOK

The Company is now looking for a new investor who would infuse funds to revive the business. It has been proposed to change the main object of the business. Also, the Company has applied for revocation of suspension of trading with Stock Exchanges.



OPPORTUNITIES AND THREATS

As the Indian economy is experiencing a slow growth phase, the long-term prospects for infrastructural activities continues to be attractive.

RISKS & CONCERNS

Delay in revocation of suspension of trading will delay the revival process of the company.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of section 134(5) of the Companies Act, 2013 the Board hereby submits its Responsibility Statement: -

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

(ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial period and of the profit and loss of the company for the period ended 31 March 2019;

(iii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(iv) the directors had prepared the annual accounts on a going concern basis;

(v) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and are operating effectively. Internal financial control means the policies and procedures adopted by the company 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 and

(vi) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS

The Company's Board comprises of the following directors as on 31st March 2019:

Mr. K.M. Bindhu Sadhakan
Mr. Jaganathan Venkatasamy Naidu
Mr. Devaraj Venkatasamy Naidu
Mr. Krishnasamy Narayanasamy



Mr. Raman Radhakrishnan
Mr. Subrahmaniam Muthuraman
Mrs. Srividhya Bindhusadhakan
Mr. Narayanan

COMMITTEES OF THE BOARD

Currently, the Board has three Committees:

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee

A detailed note on board and its committees is provided in the Corporate Governance Report.

DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013, so as to qualify themselves for the continuance / appointment as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

CFO APPOINTMENT

During the year was not appointed as Chief Financial officer of the Company.

SECRETARIAL AUDIT REPORT

The Company has appointed V K Shankaramann, Company Secretary in Practice to undertake the Secretarial Audit for the period ended 31 March 2019. The Report of the Secretarial Audit Report is annexed to this report

DIRECTOR'S REPLY TO SECRETARIAL AUDITOR'S OBSERVATION

With regard to the suspension of trading, the Company has already submitted the revocation application to BSE Limited.

Further to the filing of statutory compliances under listing regulations, the Company has already initiated necessary filings with the Listing Authorities.

The Company is taking steps to appoint Company Secretary.

CORPORATE GOVERNANCE

A Report on Corporate Governance as stipulated under LODR forms part of this Annual Report. The requisite certificate from a Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as is attached to this Report.



DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND WHISTLE BLOWER POLICY

The Audit Committee as on 31 March 2019 consists of four Directors:

Mr. S. Muthuraman
Mr. K. Narayanan
Mr. K M Bindhu Sadhakan
Mrs. Srividhya Bindhusadhakan

SHARES

The Company has not bought back any of its shares during the period under review. The Company also has not issued any Sweat Equity Shares, Bonus Shares or Stock Option Scheme during the period under review.

ANNUAL RETURN

The extracts of Annual Return in Form MGT 9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is annexed to this report.

PARTICULARS OF EMPLOYEES

The Company has no Employees whose salary exceeds the limits as prescribed under Rule (5)(2) of Companies (Appointment and Remuneration of Key Managerial Personnel) Rules, 2014.

INFORMATION PURSUANT TO RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The ratio of the remuneration of each director to the median remuneration of the employees of the company for the period ended 31 March 2019	Not applicable	
The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the period ended 31 March 2019	Not applicable	
The Percentage Increase in the median Remuneration of Employees In the period ended 31 March 2019	Not applicable	
The number of permanent employees on the rolls of Company period ended 31 March 2019	Not applicable	
The explanation on the relationship between average increase in remuneration and Company performance.	Profit (Loss) After Tax (` lakhs)	Not Applicable
	Average increase in Remuneration	Not applicable



Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	Income from operations (in Rs)	Nil
	Remuneration of Key Managerial Personnel (in Rs)	Nil
Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current period and percentage increase over decrease in the market quotations of the shares of the company	Share Price	Capitalisation in lakhs
	Not applicable	
Price Earnings Ratio	Not applicable	
Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof	Average Percentile Increase already made in the salaries of employees and managerial personnel in the period ended 31 March 2019	Not applicable

AFFIRMATION THAT THE REMUNERATION IS AS PER THE REMUNERATION POLICY OF THE COMPANY


The Company has devised remuneration policy for fixing the remuneration of the Officers / Executives. The policy would be followed during payment of remuneration to Directors and Key Managerial Personnel of the Company

ACKNOWLEDGEMENT

Your Directors express their grateful thanks for the assistance, co-operation and support extended to the Company by Promoters, shareholders and the bankers for their continued support. The Directors also place on record their appreciation of the good work put in by the employees of the company.

For and On behalf of the Board of Sri Nandaaa Spinners Limited,


K.M. Bindhu Sadhakan
Director.
(DIN: 00671392)


Srividhya Bindhusadakan
Director.
(DIN: 00671437)



Place: Chennai,
Date: 30/08/2019.

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

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	L17111TN1989PLC018239
2	Registration Date	27-October-89
3	Name of the Company	Sri Nandaa Spinners Limited
4	Category/Sub-category of the Company	Public / Listed
5	Address of the Registered office & contact details	Prince Centre, II floor, 709 & 710, Anna Salai, Chennai- 600006
6	Whether listed company	Yes (Suspended trading)
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Cameo Corporate Services Limited Subramanian Building #1, Club house road Chennai- 600 002 Ph- 044-28460390/95

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: -

SI. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Cotton Yarn	5205	-
2	Home Appliances	7321	-

*The Company has stopped manufacturing activities and has not booked any income during the last 3 years.



III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

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

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

The Details of the Shareholding pattern has been enclosed (Annexure -1)

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-		
Change in Indebtedness during the financial year				
<ul style="list-style-type: none">• Addition• Reduction				
Net Change	-	-		

not due for payment



Indebtedness at the end of the financial year	-	-		
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-		

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-



B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
	3. Independent Directors					
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, please specify 	-	-	-	-	-
	Total (1)	-	-	-	-	-
	4. Other Non-Executive Directors					
	<ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, please specify 	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-	-

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total



1.	<p>Gross salary</p> <p>(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961</p> <p>(b) Value of perquisites u/s 17(2) Income-tax Act, 1961</p> <p>(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961</p>	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	<p>Commission</p> <p>- as % of profit</p> <p>- others, specify...</p>	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total	-	-	-	-	-

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the	Brief Description	Details of Penalty / Punishment/	Authority [RD / NCLT /	Appeal made , if
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	Companies Act		Compounding fees imposed		(give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B.					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-



Annexure to Form MGT 9 (Annual Return extract)-2019

I. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Share holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% of Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) <i>Indian</i>	0	0	0	0	0	0	0	0	0
a) Individual/ HUF	3745428	0	3745428	24.97	3745428	0	3745428	24.97	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	3745428	0	3745428	24.97	3745428	0	3745428	24.97	0
2) <i>Foreign</i>									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	0	0	0	0	0	0	0	0	0
B. Public Shareholding									
1. <i>Institutions</i>	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	27300	27300	0.18	0	27300	27300	0.18	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0



Sub-total (B)(1)	0	27300	27300	0.18	0	27300	27300	0.18	0
2. Non-Institutions									
a) Bodies Corp.									
(i) Indian	5900	82200	88100	0.59	5500	79400	84900	0.57	0.02
(ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
(i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	134500	1788200	1922700	12.82	139000	1766900	1905900	12.71	0.11
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3600000	5551572	9151572	61.01	6990972	2180600	9171572	61.14	0.13
c) Others (Specify)									
Clearing Members	200	0	200	0	200	0	200	0.00	0
HINDU UNDIVIDED FAMILIES	2700	0	2700	0.02	2600	0	2600	0.02	0
NRI - Repat	0	62000	62000	0.41	100	62000	62100	0.41	0
Sub-total(B)(2)	3743300	7483972	11227272	74.85	7138372	4088900	11227272	74.85	0
Total Public Shareholding (B)=(B)(1) + (B)(2)	3743300	7511272	11254572	75.03	7138372	4116200	11254572	75.03	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	7488728	7511272	15000000	100.00	10883800	4116200	15000000	100	0



ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	R RADHAKRISHNAN	1522086	10.15	0	1522086	10.15	0	0
2.	V JAGANATHAN	944170	6.29	0	944170	6.29	0	0
3.	K NARAYANASAMY	772086	5.15	0	772086	5.15	0	0
4.	V DEVARAJ	507086	3.38	0	507086	3.38	0	0
	Total	3745428	24.97	0	3745428	24.97	0	0

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

Sr. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3745428	24.97	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No Change			
	At the End of the year	3745428	24.97	0	0



V K SHANKARARAMANN

M.Com., F.C.S., B.G.L., D.L.T., D.L.A., M.B.A, M.Phil

Practising Company Secretary

Regd. Office : Kumaran Kudil, Flat No. A, Plot No.69, Anbu Nagar Main Road, Alwarthirunagar, Chennai - 600 087.
Email : shankararamann@yahoo.co.in, 1967vks@gmail.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019

[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]

To,

The Members,

Sri Nandaa Spinners Limited

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s Sri Nandaa Spinners Limited ("the Company") for the financial year ended on March 31, 2019 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -



V K S & ASSOCIATES
Company Secretaries

Admn. Office : 1st Floor, 95 / 5, AVM Colony, 3rd Street, Virugambakkam, Chennai - 600 092.
Phone No. : 044 - 2376 6853. Email : shankararamann@yahoo.co.in, 1967vks@gmail.com

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

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

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

v) The other laws as may be applicable specifically to the company in our opinion

a) Law of Contracts

I have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with BSE Limited and Madras Stock Exchange Limited.

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

The trading of the equity share was suspended and the Company is in the process of filing the application of revocation of suspension of trade in Stock Exchange. The company has to take necessary action to comply with various clauses as per the listing norms.

The Company has not appointed Company Secretary as on the date of this report.

I report that there were no actions / events in pursuance of

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.

The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and



The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; requiring Compliance thereof by the Company during the year under review and the Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable during the year.

As on 31st March 2019, The Board of Directors of the Company has been duly constituted as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

I further report that, during the year the operations of the Company was very low and the application of various laws does not arise

I further report that during the audit period, there were no other specific events/ actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. having a major bearing on the company's affairs

Place: Chennai

Date:30.08.2019



V K SHANKARARAMANN

Practicing Company Secretary

C.P. No. 5255

SRI NANDAA SPINNERS LIMITED

Registered Office: Prince Centre 2nd Floor, 248, Anna Saalai, Chennai-600006.

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Website: www.srinandaaspinners.com

CIN: L17111TN1989PLC018239

Phone: 044-42151234

Corporate Governance Report

1. Philosophy on Code of Governance:

The Company strives to conduct business with sound corporate governance practices. Your company's principles of Corporate Governance are based on the philosophy of responsibility. The Company has implemented the guidelines and the existing practices and policies, which are significantly in conformity with the requirements stipulated by Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR). The report covers the corporate governance aspects in your company relating to the period ended 31 March 2019.

2. Board of Directors

Composition and membership in other Boards

As on 31st March 2019, the board comprised of 8 directors, as detailed below:

Sl. No.	Name of the director	Category	No. of other Directorships
1	Mrs. BindhuSadhakan Srividhya	Non-Executive Director	5
2	Mr. Jaganathan Venkitasamy Naidu	Executive Director	1
3	Mr. Krishnasamy Narayanasamy	Non-Executive Director	-
4	Mr. Devaraj Venkitasamy Naidu	Executive Director	1
5	Mr. Raman Radhakrishnan	Non-Executive Director	1
6	Mr. Subrahmaniam Muthuraman	Independent Director	1
7	Mr. K Bindhu Sadhakan	Executive Director	5
8	Mr. K. Narayanan	Independent Director	1

Board Meetings

The Board met 8 times during the financial year 2018-2019 on the following dates: 18.05.2018, 02.08.2018, 30.08.2018, 30.10.2018, 03.12.2018, 02.02.2019, 27.02.2019 and 30.03.2019.

None of the directors of the Company is a Chairman of more than five board-committees or a member of more than ten board-committees as stipulated under the corporate governance code.

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Particulars of the Board's composition, attendance at board meetings and the previous annual general meeting, number of other directorships held and board-committee memberships of the Company's Directors as at 31st March, 2019 are given below:

Sl. No	Name of the director	Meetings held	Meetings attended
1	Mr. Jaganathan Venkitasamy Naidu	8	8
2	Mr. Krishnasamy Narayanasamy	8	7
3	Mr. Devaraj Venkitasamy Naidu	8	6
4	Mr. Raman Radhakrishnan	8	8
5	Mr. Subrahmaniam Muthuraman	8	8
6	Mr. Bindhu Sadhakan	8	8
7	Ms. Bindhu Sadhakan Srividhya	8	6
8	Mr. K Narayanan	8	5

The terms of reference of the audit committee cover the matters specified for audit committees under Section 148 of the Companies Act, 2013, the rules made thereon and SEBI (LODR) Regulations, 2015.

The role of the audit committee shall include the following:

1. Oversee the company's financial reporting process and review its financial statements.
2. In addition to the normal overall review of the financial performance, audit committee will also recommend the quarterly results, appointment of auditors, recommendation of dividend, application of accounting standards, discussion on financial audit reports, etc.
3. Recommend the appointment, re-appointment and if required, the replacement or removal of the statutory auditors and fixation of their fees.
4. Review of internal control and internal audit system.
5. Review of risk management policies and practices and also include the following:
 - a) To investigate any activity within its terms of reference.
 - b) To seek information from any employee, if needed.

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- c) To obtain outside legal or other professional advice.
- d) To secure attendance of outsiders with relevant expertise.

Composition.

Mr. K Narayanan	Chairman
Mr. S P Muthuraman	Member
Mr. R Radhakrishnan	Member
Ms. Srividhya Bindhusadhakan	Member
Mr. Bindhu sadhakan	Member

e) Meetings & Attendance during the Year

During the financial year the Audit Committee met four times i.e. on 18th May 2018, 2nd August 2018, 30th October 2018 and 2nd February 2019. The attendance of each member of the committee is as furnished below:

Name of Director	No. of Meetings	Meetings attended
Mr. K. Narayanan	4	2
Mr. S.P. Muthuraman	4	4
Mr. R. Radhakrishnan	4	4
Mrs. K. M. Bindhu sadhakan	4	4
Mrs. Srividhya Bindhusadhakan	4	4

The statutory auditors and the internal auditor attended the audit committee meetings as invitees. The Whole-time director and Chief Financial Officer of the company attended the meetings by invitation. All the recommendations of the Audit Committee during the year, were considered, accepted and approved by the Board.

4. Nomination and Remuneration Committee

The Nomination and Remuneration committee was constituted to formulate and recommend the new appointment to the board and also the compensation structure for key managerial personnel of the company.

The Nomination and remuneration committee comprises of the following Directors:

Mr. K. Narayanan	Chairman
Mr. S P Muthuraman	Member
Mr. R Radhakrishnan	Member
Mrs. Srividhya Bindhusadhakan	Member
Mr. K.M. Bindhusadhakan	Member

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Stakeholders Relationship Committee:

The terms of reference to the stakeholder's relationship committee are related to transfer, transmission, split/consolidation of shares and issue of duplicate share certificates, etc and also to oversee the redressal of investors' complaints.

Composition of the committee:

Mr. K. Narayanan	Chairman
Mr. S P Muthuraman	Member
Mr. R Radhakrishnan	Member
Mrs. Srividhya Bindhusadhakan	Member
Mr. K.M. Bindhusadhakan	Member

Details of Shareholders Complaints:

Number of complaints received during the year: NIL

Number of complaints solved during the year: NIL

The Company had no pending documents for transfer as on 31st March, 2019.

6. Code of Conduct

The Board of directors has laid down a code of conduct for all Board members and senior management personnel of the Company who have affirmed compliance with the code of conduct. A declaration signed by the Director to this effect is enclosed at the end of this Report. The code of conduct is also posted in the website of the Company viz., www.srinandaaspinners.com.

Prevention of Insider Trading

Pursuant to the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has prescribed a code of conduct for prevention of insider trading and code of corporate disclosure practices. The code of fair disclosure practices and procedures for unpublished price sensitive information is available at www.srinandaaspinners.com.

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5. General Meetings

Details of location, date and time of Annual General Meetings held during the last three years:

YEAR	DATE	TIME	VENUE
2017-18	28.09.2018	3.00 PM	Prince Centre 2 nd Floor, 248, Anna Saalai, Chennai-60006.
2016-17	30.09.2017	3.00 PM	Devi Kruppa, Plot No.6 First Cross Street, Off Fifth Street, Mahalakshmi Nagar, Madipakkam, Chennai- 600091
2015-16	19.09.2016	3.30 PM	Devi Kruppa, Plot No.6 First Cross Street, Off Fifth Street, Mahalakshmi Nagar, Madipakkam, Chennai- 600091

6. Disclosures

During the year ended 31st March, 2019, there were no materially significant related party transactions having conflict with the interests of the Company.

There were no instances of non-compliance by the Company, penalties, structures imposed on the company by the stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

7. Means of Communication:

The quarterly, half-yearly and yearly financial results of the company are forwarded to the Bombay Stock Exchange upon approval by the board of directors.

Functional website of the company as per Regulation 46 of SEBI (LODR) Regulations, 2015

Pursuant to the requirement of Regulation 46 of the SEBI (LODR) Regulations, the company maintains a functional website and the website address is www.srinandaaspinners.com. Website of the company provides the basic information about the company e.g. details of its business, financial information, various policies, shareholding pattern & other details relevant to the shareholders and the company is regularly updating the information provided on its website.

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General Shareholder Information:

1.	Annual General Meeting: Date Time Venue	30 th September 2019 3.00 pm Prince Centre 2 nd Floor, 248, Anna Saalai, Chennai- 60006.
2.	Financial calendar April 2019 – March 2020	First quarter results - Second week of August, 2019 Half-yearly results -Second week of November, 2019 Third quarter results - Second week of February, 2020 Annual results 31 March 2020 - Last week of May, 2020
3.	Record date Book closure date	28/09/2019 to 30/09/2019
4.	Listing of equity shares on stock exchanges	Bombay Stock Exchange Limited.
5.	Registrar and Transfer Agents	Cameo Corporate Services Limited Subramanian Building, 1, Club House Road, Off. Anna Salai, Chennai – 600 002
6.	Stock Code ISIN	530667- Bombay Stock Exchange Limited. INE836E01011
7.	Share transfer system	The authority to approve share transfers has been delegated by the Board of Directors to the Stakeholders Relationship Committee. The Shares sent for transfer in physical form are registered and returned to the shareholders by Registrar and Share Transfer Agent (RTA) within fifteen days of receipt of documents, provided the documents are found to be in order.
8.	Dematerialisation of shares and liquidity	The shares are held in Physical form and dematerialized. The Company's equity shares are suspended from trading the Bombay Stock Exchange Limited in the compulsory demat form.
9.	Details of public funding obtained in the last three years Depository Registry - For providing connectivity to both the depositories viz., National Securities Depository Services Limited and Central Depository Services (India) Limited	No capital has been raised in the last three years from public. Cameo Corporate Services Limited Subramanian Building, 1, Club House Road Off. Anna Salai, Chennai – 600 002 Telephone No.28460390: Fax No. 28460129 Email: cameo@cameoindia.com

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10.	Compliance Officer & address for communication	- Email: investor.srinandaaspinners@gmail.com
11.	Website	www.srinandaaspinners.com

DISTRIBUTION OF HOLDINGS

Shares Rs.	Rs.	Number	% of total	Amount	% of total
10	- 5000	7887	93.7589	10901000	7.2673
5001	- 10000	266	3.1621	2164000	1.4426
10001	- 20000	134	1.5929	2057000	1.3713
20001	- 30000	50	0.5943	1297000	0.8646
30001	- 40000	16	0.1902	562000	0.3746
40001	- 50000	12	0.1426	568000	0.3786
50001	- 100000	16	0.1902	1163000	0.7753
100001	and above	31	0.3685	131288000	87.5253
Total		8412	100.0000	150000000	100.0000

Market / Share Price Data

The Company's Shares were suspended from trading and hence no data relating to market price is available.

DECLARATION TO THE MEMBERS PURSUANT TO SCHEDULE II - CORPORATE GOVERNANCE - SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To the Members of Sri Nandaa Spinners Limited:

I, K.M. Bindhusadhakan, Director hereby declare that all Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct, formulated by the Company, for the year ended 31st March, 2019.

For and on behalf of the Board of Directors,



Director.

V K SHANKARARAMANN

M.Com., F.C.S., B.G.L., D.L.T., D.L.A., M.B.A, M.Phil

Practising Company Secretary

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CERTIFICATE TO THE MEMBERS OF SRI NANDAA SPINNERS LIMITED

We have examined the compliance of conditions of Corporate Governance by Sri Nandaa Spinners Limited, for the year ended 31st March, 2019 as stipulated in SEBI (LODR) Regulations, 2015 I state that the shares of the company is suspended from trading and needs more compliance as required under the listing requirement and Companies Act 2013. The company has approached BSE to update the compliance as required under the listing agreement.

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

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 Listing Regulations.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Shareholders' / Investors' Grievance Committee.

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.

Date: 30.08.2019,
Place: Chennai.



V. K. SHANKARARMANN,
Practising Company Secretary.
C.P No: 5255.

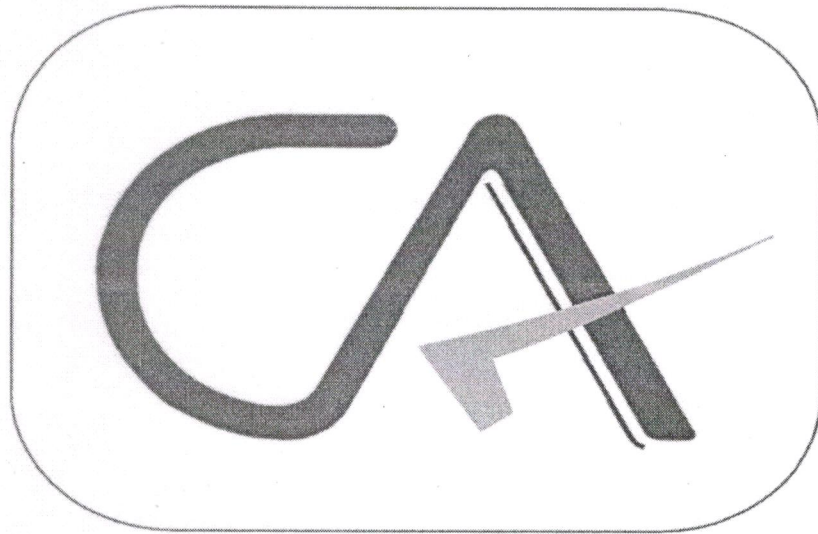


V K S & ASSOCIATES
Company Secretaries

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SRI NANDAA SPINNERS LIMITED

AUDITED FINANCIALS FOR THE YEAR ENDED 31st MARCH 2019



Mani & Sridharan
Chartered Accountants
Chennai-17



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SRI NANDAA SPINNERS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Sri Nandaa Spinners Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income) and the Statement of Cash Flows for the year ended on that date and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

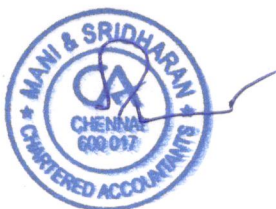
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements of the current period. There were no such key audit matters identified for the reason that the company has not carried out any business operations during the current year.





Mani & Sridharan
Chartered Accountants

Management's Responsibility for the Financial Statements

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

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

The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



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- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Emphasis of Matter – Going Concern

In forming our opinion on the financial statements, we have considered the adequacy of the disclosures made in note A of the financial statements concerning the company's ability to continue as a going concern. The company has incurred accumulated losses amounting to Rs.16,04,10,704 as on 31st March 2019. These conditions indicate existence of material uncertainty which may cause significant doubt about the company's ability to continue as a going concern. The financial statements do not include adjustments that would result if the company was unable to continue as a going concern.





Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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.
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.





Mani & Sridharan
Chartered Accountants

- iii. There are no amounts required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For *Mani & Sridharan*,

Chartered Accountants

F.R. No. 001967S

CA S. Sridharan,

Partner.

M.No. 028138

PLACE: CHENNAI

DATE: 28/05/2019



Parsn Residential Apartments
D-2, 1 Floor, B-Block
No. 46/109, G.N. Chetty Road
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Phone : 28341309
Mobile : 94444 04012
E-mail : srimns@vsnl.com



ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sri Nandaa Spinners Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 NANDAA SPINNERS LIMITED** ("the Company") as of March 31, 2019 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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





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 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.

Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For *Mani & Sridharan*,

Chartered Accountants

F.R.No. 001967S


CA S. Sridharan

Partner.

M.No. 028138

PLACE: CHENNAI
DATE: 22/05/2019





ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sri Nandaa Spinners Limited of even date)

- i. In respect of the Company's fixed assets:
 - a. The company does not possess any fixed assets, hence reporting under this clause is not applicable
 - b. As per information provided to us, there are no immovable properties held in the name of the company and hence this clause is not applicable.
- ii. The Company does not hold any inventory and hence reporting under clause (ii) of the Order is not applicable to the Company.
- iii. The company has not granted loans to parties covered in the register maintained under section 189 of the Companies Act 2013.
- iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments, guarantees or securities as mentioned as per the provisions of section 185 and 186 of the Companies Act. Hence, we do not comment on compliance with respect to the said sections.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year and therefore, clause 3(v) is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Goods and Service Tax and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Income Tax, Goods and Service Tax and other material statutory dues in arrears as at March 31, 2019.
- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- ix. The Company has not raised moneys 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 to the Company.
- x. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.





- xi. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 197 read with Schedule V to the Act.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For *Mani & Sridharan,*

Chartered Accountants

F.R. No. 001967S

S. Sridharan

Partner.

M.No. 028138



M/s. SRI NANDAA SPINNERS LIMITED
Prince Center II Floor, 709 & 710, Anna Salai, Chennai-600006.

BALANCE SHEET AS AT 31-03-2019

Amount in Rupees

<i>Particulars</i>	<i>Notes</i>	<i>31-Mar-19</i>	<i>31-Mar-18</i>	<i>31-Mar-17</i>	<i>#</i>
ASSETS					
A) Non - Current Assets					
a) Property Plant and Equipment		-	-	-	
b) Deffered tax assets		-	-	-	
B) Current Assets					
a) Financial Assets					
--- (i) Trade Receivables					
--- (ii) Cash and cash Equivalents		566	566	566	
--- (iii) Loans and Advances		-	-	-	
b) Other Current Assets		-	-	-	
Total Assets		566	566	566	
EQUITY & LIABILITIES					
A) Equity					
a) Equity Share Capital	3.1	150,000,000	150,000,000	150,000,000	
b) Other Equity	3.2	(160,410,704)	(159,315,661)	(158,339,498)	
c) Share application money pending allotment					
B) LIABILITIES					
Non - Current Liabilities					
a) Financial Liabilities					
--- (i) Borrowings		10,318,769	9,247,327	8,282,964	
Current Liabilities					
(a) Trade payables		-	-	-	
(b) Other current liabilities	3.3	92,500	68,900	57,100	
Total Equity & Liabilities		566	566	566	

The accompanying notes form an integral part of the financial statemets : (Note No 1)

As per our report of even date attached

For Mani & Sridharan

Chartered Accountants

F.R.No. 001967S



CA Sridharan S

Partner

M. No. 028138

Place: Chennai


Date: 28/05/2019



For on Behalf of Board



Director



Director

M/s. SRI NANDAA SPINNERS LIMITED,
Part II Statement of Profit and Loss for the year ended 31st March, 2019
(Amount in Rs.)

	<i>Particulars</i>	<i>Notes</i>	<i>31-03-19</i>	<i>31-03-18</i>	<i>31-03-17</i>
I	Revenue from Operations		-	-	-
II	Other Income		-	-	-
III	Total Income		-	-	-
IV	Expenses				
	Cost of Material Consumed		-	-	-
	Employee Benefit Expense		-	-	-
	Finance Cost		-	-	790
	Other expenses	5.1	1,095,043	976,163	-7,109,988
	Total Expenses		1,095,043	976,163	-7,109,198
V	Profit / (loss) before exceptional items and tax		(1,095,043)	(976,163)	7,109,198
VI	Exceptional Items		-	-	-
VII	Profit / (loss) before tax		(1,095,043)	(976,163)	7,109,198
VIII	Tax Expense:				
	(1) Current Tax		-	-	-
	(2) Deferred Tax		-	-	-
IX	Profit (Loss) for the period from continuing operations		(1,095,043)	(976,163)	7,109,198
X	Profit (Loss) for the period from discontinued operations				
XI	Profit (Loss) for the period		(1,095,043)	(976,163)	7,109,198
XII	Earnings Per Share:				
	(1) Basic		(0.07)	(0.07)	0.47
	(2) Diluted		(0.07)	(0.07)	0.47

*The accompanying notes form an integral part of the financial statements
As per our report of even date attached*

For Mani & Sridharan

Chartered Accountants

F.R.No. 001967S



CA Sridharan S

Partner

M. No. 028138

Place: Chennai

Date: 28/05/2019



For on Behalf of Board



Director



Director

SRI NANDAA SPINNERS LIMITED

Prince Center II Floor, 709 & 710 Anna salai, Chennai-600006

Cash Flow Statement for the period ended 31st March 2019

<i>Particulars</i>	<i>31-Mar-19</i>	<i>31-Mar-18</i>	<i>31-Mar-17</i>
Cash Flows From Operating Activities:-			
Net Profit After Taxation	(1,095,043)	(976,163)	7,109,198
Add:-			
Depreciation & Amortisation Expenses	-	-	-
Provision for Tax / Deferred Tax	-	-	-
Cash Flow Before Working Capital changes:-	(1,095,043)	(976,163)	7,109,198
(Increase)/ Decrease in Current Assets	-	-	-
Increase/ (Decrease) in Current Liabilities	23,600	11,800	(414,216)
Less:			
Tax Paid	-	-	-
Net Cash Flow From Operating Activities	(1,071,443)	(964,363)	6,694,982
Cash Flow from Investing Activities:-			
Purchase of Fixed Assets	-	-	-
Net Cash flow used in Investing Activities	-	-	-
Cash Flow from Financing Activities:-			
Add:-			
Increase/ (Decrease) in Share application money	-	-	(15,762,946)
Increase/ (Decrease) in Long term borrowings	1,071,443	964,363	8,282,964
Net Cash Flow From Financing Activities	1,071,443	964,363	(7,479,982)
Net Increase/(Decrease) in Cash and Cash Equivalents:-			
(Opening Balance)	566	566	785,566
Net Cash Flow during the year	0	0	(785,000)
(Closing Balance)	566	566	566

1. The cash flow statement has been prepared in accordance with the requirements of Indian Accounting Standards issued by the Institute of Chartered Accountants of India.

2. Cash flows have been reported using the indirect method, whereby the net profit is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments, segregating between cash flows.

3. Significant cash and cash equivalent balances held by the enterprise are available for use by the company.

For Mani & Sridharan

Chartered Accountants

F.R.No. 001967S



CA Sridharan S

Partner

M. No. 028138

Place: Chennai

Date: 28/05/2019



For on Behalf of Board



Director

Director

SRI NANDAA SPINNERS LIMITED,

Registered Office: Prince Centre 2nd Floor, 248, Anna Saalai, Chennai-600006.

E-mail: nandaaspinners@gmail.com / investor.srinandaaspinners@gmail.com

Website: www.srinandaaspinners.com

CIN: L17111TN1989PLC018239

Phone: 044-42151234

SIGNIFICANT ACCOUNTING POLICIES:

1. Basis of preparation of financial statements:

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

Effective April 2016, the Company has adopted all the Ind AS standards and the adoption was carried out in accordance with Ind AS 101 First time adoption of Indian Accounting Standards, with April 1, 2015 as the transition date.

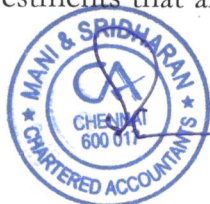
Accounting policies have been consistently applied except where a newly issued account standard is initially adopted or are vision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2. Use of Estimates:

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period.

3. Cash Flow Statement (Ind AS 7) :

Cash Flows are reported using the indirect method, where by profit for the period is adjusted for the effects of transactions of a non-cash nature, and deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The company considers all highly liquid investments that are readily convertible to known amounts of cash to be cash equivalents.



SRI NANDAA SPINNERS LIMITED,

Registered Office: Prince Centre 2nd Floor, 248, Anna Saalai, Chennai-600006.

E-mail: nandaaspinners@gmail.com / investor.srinandaaspinners@gmail.com

Website: www.srinandaaspinners.com

CIN: L17111TN1989PLC018239

Phone: 044-42151234

4. Expenditure:

Expenses are accounted on accrual basis and provisions are made for all known losses and liabilities.

5. Foreign Currency Transactions (Ind AS 21):

There are no such transactions in the current financial year.

6. Segment Reporting (Ind AS 108)

The company is operating in a single segment, and the risk and reward is same for the segment in all the location and hence the segment reporting is not applicable to the company.

7. Earnings Per Share and Diluted Earnings Per Share (Ind AS 33):

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluting earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

8. Auditors Remuneration:

Particulars	2018-19 (Rs.)	2017-18 (Rs.)
Audit Fees	20,000	20,000
Other Services	-	10,000



M/s. SRI NANDAA SPINNERS LIMITED
Notes on accounts _ EQUITY & LIABILITIES

3.1) Equity Share Capital		31-Mar-19	31-Mar-18	31-Mar-17	01-Apr-16
Particulars					
Authorised Capital					
1,90,00,000 Equity Shares of Rs.10/- each		190,000,000	190,000,000	190,000,000	190,000,000
Total		190,000,000	190,000,000	190,000,000	190,000,000
Issued, Subscribed & Paid-up Capital					
1,50,00,000 Equity Shares of Rs.10/- each fully paid up		150,000,000	150,000,000	150,000,000	150,000,000
Total		150,000,000	150,000,000	150,000,000	150,000,000
Number of Equity Shares at the beginning and end of the reporting year					
Particulars		31-Mar-19		31-Mar-18	
		No. of shares	Amount	No. of shares	Amount
Shares Outstanding at the beginning of the year		15,000,000	150,000,000	15,000,000	150,000,000
Shares Issued during the year		-	-	-	-
Shares Outstanding at the close of the year		15,000,000	150,000,000	15,000,000	150,000,000
Details of Shareholders holding more than 5% shares in the company					
Name of Shareholder		31-Mar-19		31-Mar-18	
		No. of shares	% of Holding	No. of shares	% of Holding
1) Mr Narayanasamy		772,086	5%	772,086	5%
2) Mr V Jagannathan		944,170	6%	944,170	6%
3) Mr R. Radhakrishnan		1,522,086	10%	1,522,086	10%
4) Mr. K.M. Bindhu Sadhkan		4,349,500	29%	3,600,000	24%
3.2) Other Equity					
Particulars		31-Mar-19	31-Mar-18	31-Mar-17	01-Apr-16
Profit & Loss Account					
Surplus from Profit & Loss Account					
Add: Profit/(Loss) for the year		-159,315,661	-158,339,498	-165,448,696	-165,127,489
Add: Other adjustments on account of transition to Ind AS		-1,095,043	-976,163	7,109,198	-633,638
					312,431
Less: Deduction during the year					
Closing Balance		-160,410,704	-159,315,661	-158,339,498	-165,448,696
3.3) Other Current Liabilities					
Particulars		31-Mar-19	31-Mar-18	31-Mar-17	01-Apr-16
Audit Fee Payable					
Income Tax Payable		92,500	68,900	57,100	37,100
Other Payables		-	-	-	-
Total		92,500	68,900	57,100	37,100



M/s. SRI NANDAA SPINNERS LIMITED
Notes on Accounts _ PROFIT & LOSS

5.1) OTHER EXPENSES			
Particulars	31-Mar-19	31-Mar-18	31-Mar-17
Audit Fees	23,600	23,600	20,000
Fees to CDSL and MCA	59,600	345,946	379,377
ROC Filing Fees	-	50,298	60,800
Professional charges	191,195	-	-
Other Expenses	183,092	22,976	-
Other Comprehensive Income	637,556	533,343	(7,570,165)
Total	1,095,043	976,163	-7,109,988



SI No	GL Name			Coupon Rate	8.75%	IGAAP Amount 31/03/2018	IND AS Amount as on 31/03/2018	IGAAP Amount 31/12/2017	IND AS Amount as on 31/03/2017	IGAAP Amount as on 01/04/2016	IND AS Amount as on 01/04/2016	Due Date
1	Loan from Director	17,068,820.00	10,318,769	16,634,933	9,247,327	16,203,913	8,282,964	16,203,913	8,282,964	-	-	
		17,068,820	10,318,769	16,634,933	9,247,327	16,203,913	8,282,964	16,203,913	8,282,964	-	-	
			6,750,051		7,387,606		7,920,949		7,920,949			
		To OCI	-637,556	To OCI	-533,343	To OCI	7,920,949	To OCI	7,920,949	To Retained Earnings		
2	Trade payables			434,216	-	434,216	-	434,216	-	-	-	
				434,216	-	434,216	-	434,216	-	-	-	
				To OCI	434,216	To OCI	434,216	To OCI	434,216	To Retained Earnings		
3	Other Current Assets	433887		785,000	-	785,000	-	785,000	-	-	-	
				785,000	-	785,000	-	785,000	-	-	-	
				To OCI	-785,000	To OCI	-785,000	To OCI	-785,000	To Retained Earnings		
					-		-785,000		-785,000			
					-		-785,000		-785,000			



Name of the Assessee	SRI NANDAA SPINNERS LIMITED
Address	Prince Center II Floor, 709 & 710, Anna Salai, Chennai-600006
PAN Number	AAACW1022F
Status	Public Limited Company
CIN	L17111TN1989PLC018239
Date of Incorporation	27-Oct-89
Previous Year	2018-19
Assessment Year	2019-20

Statement of Total Income for the period ended 31st March, 2019

PARTICULARS		Rs.	Rs.
(A) PROFIT AND GAINS OF BUSINESS			
Profit as per Profit and Loss Account			(1,095,043)
Add: Inadmissible Expenses :			
Fair Value adjustments		637,556	
Depreciation as per Companies Act, 2013		-	637,556
Less: Depreciation as per Income Tax Act, 1961			-
GROSS TOTAL INCOME			(457,487)
Rounded Off U/s 288A			(457,490)
Tax on Total Income		-	
Add: EC and SHEC		-	
Tax Payable after credit u/s 115JAA	A	-	
Tax on Total Income U/s 115 JB		-	
Add: EC and SHEC	B	-	
Tax payable (A or B which ever is higher)			-
Less: TDS (As per Books)			-
Tax Payable/(Refundable)			-

For Mani & Sridharan

Chartered Accountants
F.R.No. 001967S

CA Sridharan S

Partner
M. No. 028138
Place: Chennai
Date: 28/05/2019



For on Behalf of Board

[Signature]
Director

[Signature]
Director

Director

SRI NANDAA SPINNERS LIMITED,

Registered Office: Prince Centre 2nd Floor, 248, Anna Saalai, Chennai-600006.

E-mail: nandaaspinners@gmail.com / investor.srinandaaspinners@gmail.com

Website: www.srinandaaspinners.com

CIN: L17111TN1989PLC018239

Phone: 044-42151234

Annexure I

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

Statement on Impact of Audit Qualifications for the Financial Year ended March 31,2019 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications) (Rs.)	Adjusted Figures (audited figures after adjusting for qualifications) (Rs.)
	1.	Turnover / Total income	-	-
	2.	Total Expenditure	10,95,043	10,95,043
	3.	Net Profit/(Loss)	(10,95,043)	(10,95,043)
	4.	Earnings Per Share	(0.07)	(0.07)
	5.	Total Assets	566	566
	6.	Total Liabilities	1,04,11,269	1,04,11,269
	7.	Net Worth	(1,04,11,269)	(1,04,11,269)
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-

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Phone: 044-42151234

II. Audit Qualification:

A. Details of Audit Qualification:

In forming our opinion on the financial statements, we have considered the adequacy of the disclosures made in the note A of the financial statements concerning the company's ability to consider as a going concern. The company has incurred accumulated losses amounting to Rs. 16,04,10,704/- as on 31st March, 2019. These conditions indicate the existence of material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

B. Type of Audit Qualification:

Qualified Opinion / Disclaimer of Opinion / Adverse Opinion

C. Frequency of qualification:

Appeared first time / Repetitive for the third time

D. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:

NIL

E. For Audit Qualification(s) where the impact is not quantified by the auditor:

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

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

(iii) Auditors' Comments on (i) or (ii) above: NOT APPLICABLE.

III. Signatories:

- CEO/Managing Director

- CFO

- Audit Committee Chairman

- Statutory Auditor –

CA S. Sridharan
(Mani & Sridharan, Chartered Accountants)

Place: Chennai
Date: 28/05/2019



For MANI & SRIDHARAN
CHARTERED ACCOUNTANTS
FRN: 001967S

S. SRIDHARAN
Partner.
Membership No : 028438