



LYKIS LIMITED

Corporate Office: Grandeur Bldg., 4th Floor, Veera Desai Road, Opp Gundecha Symphony, Near Country Club, Andheri-West, Mumbai- 400 053.
Registered Office: 57B, C.R. Avenue, 1st Floor, Kolkata 700 012
Tel.: (+9122) 4069 4069 website: www.lykisgroup.com
CIN NO. L74999WB1984PLC038064

September 06, 2019

To,
The Manager,
Department of Corporate Services,
BSE Limited,
P.J.Towers, Dalal Street,
Mumbai – 400 001.

Script Code: 530689

Subject: Notice of Annual General Meeting and Annual Report for Financial Year 2018-19

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 please find enclosed herewith the following for the financial year 2018-19:

1. Notice of the 35th Annual General Meeting
2. Annual Report for the Financial Year 2018-19

The aforesaid documents are being dispatched to all eligible shareholders and are also available on the website of the company www.lykisgroup.com

Kindly acknowledge and take on record.

Yours Faithfully,

For Lykis Limited

Neha Mankame

Neha Mankame

Company Secretary & Compliance Officer





ANNUAL REPORT
2018-19

www.lykisgroup.com



Lykis Limited is the fastest growing Home & Personal care Company in India. Lykis has a portfolio of 1000+ SKU product that stretches across the Beauty & Grooming segment, Homecare segment, Food & Beverages segment, Health & Wellbeing segment. These include an enviable portfolio of brand names such as Lykis, Cheers, Britex, Rox, Vogly, etc.

Lykis isn't just a name to us; it is an emotion. Since from its humble beginning with the object of managing tea plantation, manufacturing of quality tea and sale of tea in domestic market, now company has diversified its business and launched multiple products under various brands. For international segment, we have exported our products in more than 45 countries.

Lykis believes on honesty, integrity & fairness in all aspects of its business & expects the same in its relationship. We work to create a better future everyday & help *"People look good, feel good everyday with brands that are good for them"*.



Lykis
Limited



PURE
ASSAM TEA



Rich Aroma &
Great Taste

H & HTM

him and her

PERFUMED BODY SPRAY





PREMIUM BODY OIL



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BRIEF PROFILE OF THE DIRECTORS

- 1 Mr. Vijay Kishanlal Kedia** (DIN: 00230480)
He joined the Board on 19th May, 2009. Mr Vijay Kedia is a Chairman – Non Executive Non Independent Director. He has completed his graduation in Bachelors of Commerce. He is an industrialist and has over 38 years of experience in financial and industrial matters. He is a member of Nomination & Remuneration Committee.
- 2 Mr. Prince Tulsian** (DIN: 02691348)
He joined the Board on 22nd December, 2009. Mr. Prince Tulsian is Managing Director. He has completed his graduation in Bachelors of Commerce. He has more than 20 years vast experience in tea plantation and production of good quality tea. He is a member of Audit Committee and Stakeholder Relationship Committee.
- 3 Mr. Nadir Umedali Dhrolia** (DIN: 03303675)
He joined the Board on 05th December, 2011. Mr. Nadir Dhrolia is Non-Executive, Non-Independent Director. He has completed his graduation in Bachelors of Commerce. He has more than 21 years of rich experience and expertise in the African markets. His contribution towards export business is of immense importance for the company to grow in the industry. He is a member of Nomination & Remuneration Committee.
- 4 Mr. Mayank Jhunjhunwala** (DIN: 02695948)
He joined the Board on 26th February, 2014. Mr. Mayank Jhunjhunwala is Non-Executive, Independent Director. He is a Chartered Accountant and has completed his graduation in Bachelors of Commerce. He has over 13 years of experience in financial and industrial matters. He is a Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee.
- 5 Ms. Jyoti Budhia** (DIN: 00332044)
She joined the Board on 31st March, 2015. Ms. Jyoti Budhia is Non-Executive, Independent Director. She has completed her graduation in Bachelors of Commerce. She has over 31 years of experience in financial and industrial matters. She is a Member of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee.
- 6 Mr. Rajendra Singh Singhvi** (DIN: 08322932)
He joined the Board on January 08, 2019. He is Chartered Accountant. He has over 30 years of rich & post qualification experience in accounts & finance management, corporate planning (mergers & de-mergers/IPO management), financial restructuring, treasury functions, predominately in auto & telecom sectors. He was appointed as CFO or Head Finance of large Domestic & International organizations like Tata Autocomp (TACO), Automotive Stampings (ASAL), Dish TV India Ltd, Idea Cellular Limited, LG Electronics, Escorts Communications Limited, Usha Martin, Coates of India, JK Tornel (Mexico) & Quality Group (Tanzania).

CHAIRMAN'S MESSAGE

To Dear Shareholders,

It has been a better year where all the restructuring we talked about took shape. We have on boarded a new team leading the organization, with good experience and very motivated to instill corporate governance into the DNA of this company. We are now out of the bad phase I spoke about in our last annual report, and we shall soon see the company ones envisioned together.

In addition to that, we launched various new products last year and intend to launch some new interesting products this year as well with strong focus on our quality.

Your Company is working very hard to create shareholders wealth.

I would like to take this opportunity to thank all our shareholders for their continued support and confidence in the company, also thankful to the employees, my colleagues on the Board of Directors and all other stakeholders for their significant contribution to the company.

Warm Regards,

Vijay Kedia

Chairman

DIN: 00230480

August 13, 2019

CORPORATE INFORMATION

The Board of Directors:

Mr. Vijay Kedia

Chairman and Non-Executive Director

Mr. Prince Tulsian

Managing Director

Mr. Nadir Dhrolia

Non-Executive Non Independent Director

Mr. Mayank Jhunjunwala

Independent Director

Ms. Jyoti Budhia

Independent Director

Mr. Rajendra Manilal Shah

*Independent Director
(Up to October 09, 2018)*

Mr. Rajendra Singh Singhvi

*Independent Director
(with effect from January 08, 2019)*

Executive Officers:

Mr. Pratik Kedia

*Chief Financial Officer
(upto January 08, 2019)*

Mr. Sunil Purohit

*Chief Financial Officer
(with effect from January 08, 2019)*

Ms. Neha Mankame

Company Secretary & Compliance Officer

Mr. Rajesh Tendolkar

*Chief Executive Officer
(with effect from June 03, 2019)*

Auditors:

M/s. Sanjay P. Agarwal & Associates
Chartered Accountants
4, Fairlie Place, "HMP House"
Mazzenine Floor, Room No. M-29
Kolkata- 700 001.

Bankers:

HDFC Bank
ICICI Bank

Registrar and Share Transfer Agent:

M/s. R & D Infotech Pvt. Ltd.
7A, Beltala Road, 1st Floor,
Kolkata- 700 026.
Phone no. 033-24192642.

Registered Office:

CIN: L74999WB1984PLC038064
57B, C. R. AVENUE, 1ST FLOOR,
Kolkata 700012
Phone no. 033-40045265.

Corporate Office:

Grandeur Building, 4th Floor,
Veera Desai Road,
Opp. Gundecha Symphony,
Near Country Club,
Andheri (West),
Mumbai- 400 053.
Phone No. 022-40694069.
www.lykisgroup.com
Email. Id- lykisho@lykisgroup.com /
cs@lykisgroup.com

World Presence

International Presence - 45 Countries

Haiti
El Salvador
United Kingdom
Georgia
Russia
Azerbaijan
Angola
Namibia
Zambia
Mali
Madagascar
Mozambique

D. R. Congo
Mauritania
Benin
Burkina Faso
Cameroon
Gambia
Ghana
Senegal
Togo
Nigeria
Guinea
Algeria

Ivory Coast
Armenia
Chad
Tanzania
Uganda
Malawi
Sierra Leone
Cape Verde
Djibouti
Kenya
South Africa

Jordan
India
Afghanistan
Kuwait
Palestine
Oman
Saudi Arabia
Singapore
Bahrain
Dubai

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DIRECTORS' REPORT

Dear Members,

Yours Company's Directors have pleasure in presenting 35th Annual Report of the Company Lykis Limited along with Audited Financial Statement for the year ended March 31, 2019.

1. FINANCIAL HIGHLIGHTS

(₹ In Lakhs)

Particulars	For the year ended on 31.03.2019 (standalone)	For the year ended on 31.03.2018 (standalone)	For the year ended on 31.03.2019 (consolidated)	For the year ended on 31.03.2018 (consolidated)
Income				
Revenue from Operation	14,669.54	14,828.78	14,732.09	14,825.45
Other Income	103.09	256.49	105.95	271.55
Total Income	14,772.63	15,085.27	14,838.04	15,097.00
Expenditure				
Less: Operating & Other Expenses	14,746.66	15,077.37	14,936.41	15,420.60
Profit Before Depreciation and Tax	25.97	7.90	(98.37)	(323.60)
Less: Depreciation	68.45	47.42	68.59	47.90
Profit/(Loss) Before Tax	(42.48)	(39.52)	(166.96)	(371.50)
Less : Provision for Taxes	54.46	7.67	75.13	(12.90)
Net Profit/(Loss) for the year	(97.04)	(47.19)	(242.09)	(358.60)
Total Comprehensive Income / Loss for the year	(97.04)	(47.19)	(242.09)	(358.60)

2. COMPANY'S PERFORMANCE

During the year ended March 31, 2019, Operational Revenue including other income on standalone basis was ₹14,772.63 lakhs vs ₹15,085.27 lakhs last year (For a like to like comparison). Profit/(Loss) Before Tax was ₹ (42.48) Lakhs vs ₹ (39.52) Lakhs while Net Profit/(Loss) for the financial year ended March 31, 2019 was ₹ (97.04) Lakhs vs ₹ (47.19) lakhs in previous year.

On a consolidated basis the operational revenue including other income was ₹ 14,838.04 Lakhs vs ₹ 15,097 Lakhs last year and Profit/ (Loss) Before Tax was ₹ (166.96) Lakhs vs ₹ (371.50) Lakhs last year.

Your Company has taken several remedial steps to meet the challenges viz. measures in saving cost at all front of operations, optimize use of available resources etc.

A detailed analysis on the operations of the Company during the year under report and outlook for the current year is included in the Management Discussion and Analysis Report forming part of this Annual Report.

3. DIVIDEND

Your Directors have not recommended dividend for the financial year March 31, 2019.

4. RESERVES

There is no amount proposed to be transferred to the General Reserve during the year under review.

5. SUBSIDIARY AND ASSOCIATES ENTITIES:

As on March 31, 2019, your company has one subsidiary company and two associate companies, details whereof as under:

➤ SUBSIDIARY ENTITIES

Lykis Marketing is the wholly owned subsidiary of Lykis Limited. The Company has main focused on domestic market of Tea and FMCG product.

In accordance with the provision of section 136 of the Companies Act, 2013, the annual report of the Lykis Marketing Private Limited are placed on the company website i.e. www.lykisgroup.com

➤ **ASSOCIATE ENTITIES**

Lykis Packaging Private Limited, Lykon Food Private Limited are the associates company of the company.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiary and associate company in Form AOC-1 is attached as **Annexure A** to this report.

6. BOARD OF DIRECTOR

i. Appointment:

As per Recommendation of Nomination and Remuneration Committee and pursuant to the provision of section 161 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including statutory modifications or re-enactment thereof) Mr. Rajendra Singh Singhvi (DIN: 08322932) was appointed as Additional Director in the capacity of Independent director with effect from January 08, 2019 who shall hold office upto the date of the ensuing Annual General Meeting of the Company to be held on Monday, September 30, 2019. The Board recommend his appointment as Non-Executive Independent Director of the Company, for term of 2 (two) consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 37th Annual General Meeting of the company and whose office shall not be liable to retire by rotation.

ii. Re-appointment

As per Recommendation of Nomination and Remuneration Committee, the Board at its meeting held on August 13, 2019 has approved the re-appointment of Mr. Mayank Jhunjhunwala (DIN: 02695948) as a Non-Executive Independent Director of the Company to hold office for second term of five consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and whose office shall not be liable to retire by rotation subject to the approval of shareholders in the ensuing Annual General Meeting.

iii. Retire by Rotation

Mr. Vijay Kedia (DIN: 00230480) shall retire by rotation at the ensuing Annual General Meeting and is eligible for re-appointment. The Board recommends his re-appointment and the same forms part of the Annual General Meeting Notice.

iv. Resignation

Mr. Rajendra Manilal Shah (DIN: 07259569) Non-Executive Independent Director of the company has resigned from the said post with effect from October 09, 2018. The Board of Directors places on records the contribution made by them during their long association with the Company.

The necessary resolutions for the appointment /re-appointment of the above mentioned director and their brief profile have been included in the notice convening the ensuing Annual General Meeting. The brief resume of the Director seeking appointment / re-appointment at the ensuing Annual General Meeting, in pursuance of Regulation 36(3) of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 is annexed to the Annual General Meeting Notice.

All the directors of the company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of section 164(2) of the Companies Act, 2013.

7. INDEPENDENT DIRECTORS

Mr. Mayank Jhunjhunwala, Mr. Rajendra Singh Singhvi and Mrs. Jyoti Budhia are Independent Directors of the company. The Company has received declaration from all Independent Directors of the company confirming that they meet with criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

8. BOARD EVALUATION

The Board of Directors have carried out an annual evaluation of its own performance, board committee and individual directors pursuant to provision of the Act and the corporate governance requirement as prescribed by the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation 2015. The

performance of the board was evaluated by the board after taking inputs from all the directors on the basis of criteria such as the Board Composition and structure, effectiveness of board process, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

In a separate meeting of Independent directors which was held on February 05, 2019, performance of Non-Independent and the board as whole was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. Performance evaluation of Independent Director was done by the entire board, excluding the Independent Director being evaluated.

9. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, the Board, to the best of their knowledge, hereby confirmed that:

- i. In the preparation of annual accounts, the applicable accounting standards have been followed and they are no material departures.
- ii. They have selected such accounting policies and applied them consistently and made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period.
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in according with the provision of this Act for safeguard the assets of the company and for preventing and detecting fraud and other irregularities.
- iv. They have prepared annual accounts on a going concern basis.
- v. They have laid down internal financial control to be followed by the company and that such internal financial control are adequate and were operating effectively.
- vi. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

10. MEETINGS OF BOARD OF DIRECTORS

The board met 5 (five) times during the year. The details about the board meeting and the attendance of the directors are provided in Corporate Governance Report.

11. BOARD COMMITTEES

Details of all the following Committees constituted by the Board along with their composition, terms of references and meetings held during the year are provided in the Report on Corporate Governance which forms part of this Report.

1. Audit Committee
2. Stakeholder Committee
3. Nomination & Remuneration Committee

12. BOARD DIVERSITY

The Board recognizes the importance of a diverse composition and has adopted a "Board Diversity Policy" which sets out the approach to diversity. The Board Diversity Policy of the Company is available at <http://www.lykisgroup.com/investor-relation.html>.

13. KEY MANAGERIAL PERSONNEL

Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel (KMP) of the Company are Mr. Prince Tulsian (Managing Director), Mr. Sunil Purohit (Chief Financial Officer) and Ms. Neha Mankame (Company Secretary).

Mr. Pratik Kedia has resigned from post of Chief Financial Officer of the Company with effective from January 08, 2019. The Board of Directors places on record the contribution made by them during their association with Company. Mr. Sunil Purohit was appointed as Chief Financial Officer with effective from January 08, 2019 in place of Mr. Pratik Kedia.

The Board of Directors of the Company in its meeting held on June 03, 2019 appointed Mr. Rajesh Tendolkar as Chief Executive Officer of the Company.

14. EXTRACT OF ANNUAL RETURN

Pursuant to provision of section 134(3) (a) of the Companies Act, 2013, the extract of Annual Return in Form MGT-9 is attached as **"Annexure B"**.

15. AUDITORS STATUTORY AUDITOR

M/s Sanjay P Agarwal & Associates, Chartered Accountants (Firm Registration No.: 325683E) were appointed as Statutory Auditor of the Company by the Members at the 30th Annual General Meeting held on 30th September, 2014 to hold office from the conclusion of 30th Annual General Meeting until the conclusion of 35th Annual General Meeting on such remuneration as may be determined by the Board of Directors. M/s Sanjay P Agarwal & Associates, Chartered Accountants (Firm Registration No.: 325683E) had shown unwillingness for re-appointment as Statutory Auditor of the Company for another term.

As per recommendation of the Audit Committee of the Company, the Board of Directors of the company have proposed for the appointment of M/s Banshi Jain & Associates, Chartered Accountant (Firm Registration No. 100990W) as Statutory Auditor of the Company for term of five consecutive years from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company. The Company has also received a consent from M/s Banshi Jain & Associates, Chartered Accountant (Firm Registration No.100990W) to act as an Statutory Auditor of your company for the period of five years.

There are no qualification, reservation or adverse remark or disclaimer made in the audit report for the financial year 2018-19.

INTERNAL AUDITORS

The Board at its meeting held on May 29, 2019 had appointed M/s KTPS & CO., Chartered Accountants (Firm Registration No.:134942W) for a period of one year.

SECRETARIAL AUDITOR

Pursuant to provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24(A) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, the Company had appointed Mr. Prateek Lalawat, Practicing Company Secretary as Secretarial Auditor of the Company for the financial year 2018-19.

The Secretarial audit report for the financial year ended March 31, 2019 is appended to this Report as **Annexure C**. There are no qualifications, reservations, adverse remark or disclaimers made by the Secretarial Auditors, in their Report.

16. COMPLIANCE WITH SECRETARIAL STANDARDS

The company has complied with Secretarial Standards on meetings of Board of Directors and on General Meeting issued by the Institute of Company Secretaries of India in terms of Section 118 (10) of the Companies Act, 2013.

17. INTERNAL FINANCIAL CONTROL

The company has put in place adequate policies and procedures to ensure that system of Internal Financial Control is commensurate with the size and nature of the Company's business. The evaluation of these internal financial controls were done through internal audit process, established within the company and also through appointing professional firm to carry out such tests by way of systematic internal audit programme. Based on the review of the reported evaluations, the directors confirms that the financial statement for the year ended March 31, 2019, are in accordance with the applicable accounting standards.

18. RISK MANAGEMENT

The company has established a robust Risk Management system to identify & assess the key risks and ensure smooth and efficient operations of the business. Your company is well aware of these risks and challenges and has put in place mechanism to ensure that they are managed and mitigate with adequate timely actions. The audit committee reviews business risk area covering operational, financial, strategic and regulatory risks.

19. RELATED PARTY TRANSACTION

All contracts, arrangements/transactions entered into during the year by the Company with Related Parties were in ordinary course of business and on an arm's length basis. During the year under review, the company had not entered into any contract/arrangement/ transactions with related parties which could be considered as material. The particulars of contracts or arrangements referred to in section 188 (1) of the Companies Act, 2013 with related parties and as mentioned in form AOC-2 is attached as **"Annexure D"**.

20. PARTICULARS OF EMPLOYEE

In terms of the provisions of section 197(12) of the Companies Act, 2013, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. However pursuant to provision of section 136(1) of the Act, this report is being sent to the shareholders excluding the aforesaid information. Any shareholder interested in obtaining said information, may write to the Company Secretary at the Registered Office/Corporate Office of the company and the said information is open for inspection at the Register office of the company.

21. HUMAN RESOURCES

Your Company considers Great Brand and Great People as its biggest asset. The Company is continued to organize various inbound and outbound training programs, recreation and team building activities to enhance employee skills and motivation. The Company also conducted various workshops and events for grooming and upgrading vocational skills of the talent pool in order to meet future talent requirements.

22. DEPOSITS

The company has not accepted any deposits from public and as such no amount on account of principal or interest on deposit from public was outstanding as on the date of the balance sheet.

23. CORPORATE SOCIAL RESPONSIBILITY

In accordance with section 135 of the Companies Act, 2013 Corporate Social Responsibility is not applicable to the company.

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are given the notes to the Financial Statements.

25. PREVENTION OF SEXUAL HARASSMENT POLICY

Considering gender equality, the Company has zero tolerance for sexual harassment at workplace. The Company has an Anti-Sexual Harassment Policy in line with the requirement of the Sexual Harassment of woman at workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaint receive regarding sexual harassment. In Financial Year 2019 there were no complaints were received from any of the employee.

- i. Number of Complaints filed during the financial year - NIL
- ii. Number of complaints disposed of during the financial year - NIL
- iii. number of complaints pending as on end of the financial year - NIL

26. WHISTLE BLOWER/ VIGIL MECHANISM

The Company has established a Vigil Mechanism and adopted a whistle blower policy for its directors and employees, to report concern about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides adequate safeguards against victimisation of persons who use this mechanism. During the financial year 2018-19, no cases under this mechanism were reported to the company and /or to any of its subsidiaries / association. Policy on whistle blower is available at <http://www.lykisgroup.com/invester-relation.html>.

27. CORPORATE GOVERNANCE

The report on Corporate Governance as stipulated under the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 forms an integral part of this report. A certificate from Mr. Prateek Lalawat, Practicing Company Secretary regarding compliance on conditions of corporate governance as stipulated in the Listing Regulations is also appended to the report on Corporate Governance.

28. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 is presented in a separate section forming part of the Annual Report.

29. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

A. Conservation of Energy:

The Company has initiated to take adequate measures for conservation of energy. The Company shall explore alternative source of energy as and when the necessity arises.

B. Technology Absorption:

The Company continues to use the latest technologies for improving the productivity and quality of its services and products.

C. Foreign Exchange Earnings and Outgo:

(₹ in lakhs)

Particulars	Current Year	Previous Year
Foreign Exchange Outgo	454.69	1,064.02
Foreign Exchange Inflow	11,481.59	15,476.44

30. MATERIAL CHANGES AND COMMITMENTS

There are no material changes and commitments which could affect the Company's financial position which have occurred during the year and till the date of this report.

31. ACKNOWLEDGEMENT

The Board of Director take this opportunity to thank all its shareholders, valued customer, banks, government and statutory authorities, investor and stock exchange for their continued support to the company. Your Directors wishes to place on record their deep sense of appreciation for the committed services by employees. Your Directors acknowledge with gratitude the encouragement and support extended by our valued shareholders and the Promoters of the Company.

For and on behalf of the Board of Directors

Vijay Kedia

Chairman

DIN: 00230480

Date: 13th August, 2019

ANNEXURE A

AOC-1 STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARY AND ASSOCIATE COMPANIES

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of the Companies (Accounts) Rules, 2014 (₹ Lakhs)

Sr. No.	Name of Subsidiary or Associate Company	Reporting Period	Reporting Currency	Exchange Rate on last day of financial year	Share Capital & Surplus	Reserves	Total Assets	Total Liabilities	Investments (excluding investment in subsidiaries)	Turnover	Profit/ (Loss) before Taxation	Provision for Taxation	Profit/ (Loss) after Taxation	Proposed Dividend	% of Shareholding
1	Lykis Marketing Private Limited (Subsidiary Company)	April to March	NA	NA	20	(1457.03)	171.38	171.38	0	118.97	(131.87)	0	(152.44)	0	99.5
4	Lykis Packaging Private Limited (Associate Company)	April to March	NA	NA	112.27	(129.84)	160.74	160.74	0	93.69	(65.79)	0	(86.48)	0	41.22
5	Lykon Food Private Limited (Associate Company)	April to March	NA	NA	20	(26.51)	3.60	3.60	0	0.18	(7.46)	0	(7.46)	0	36.67

ANNEXURE B

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2019

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	L74999WB1984PLC038064
2.	Registration Date	15/10/1984
3.	Name of the Company	Lykis Limited
4.	Category/Sub-category of the Company	Company limited by shares / Indian Non-Government Company
5.	Address of the Registered office & contact details	57.B, C.R. Avenue 1st Floor, Kolkata 700012
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s R&D Infotech Pvt. Ltd. 7A, Beltala Road, 1st Floor, Kolkata - 700 026

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)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Perfumes, Soap, Oral & Dental hygiene, Cosmetics & Toiletries, Confectionery, Tea	20231, 20234, 20235, 20236, 20237, 10712, 10791	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name of the Company	Address of the Company	CIN	Holding/ Subsidiary/ Associate Company	% of shares held	Applicable section under Companies Act, 2013
1.	Lykis Marketing Pvt. Ltd.	Grandeur Building, 4th Floor, Opp. Gundecha Symphony, Andheri West, Mumbai - 400053.	U71420MH2012PTC230365	Wholly Owned Subsidiary	99.50%	2(87)
2.	Lykis Packaging Pvt. Ltd.	Grandeur Building, 4th Floor, Gundecha Symphony, Andheri West, Mumbai - 400 053.	U74900MH2012PTC230784	Associate Company	41.23%	2(6)
5	Lykon Food Private Limited	Grandeur Building, 4th Floor, Opp. Gundecha Symphony, Andheri West, Mumbai - 400053.	U15122MH2016PTC274568	Associate Company	36.67%	2(6)

IV SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
A. Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01- April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	4184383	-	4184383	21.60%	4184383	-	4184383	21.60%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	2479435	-	2479435	12.80%	2479435	-	2479435	12.80%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total (A) (1)	6663818	-	6663818	34.39%	6663818	-	6663818	34.39%	-
(2) Foreign									
a) Individual (NRIs/Foreign Individuals)	-	-	-	-	-	-	-	-	-
b) Bodies Corporate	-	-	-	-	-	-	-	-	-
C) Institutions	-	-	-	-	-	-	-	-	-
d) Others	-	-	-	-	-	-	-	-	-
Sub Total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	6663818	-	6663818	34.39%	6663818	-	6663818	34.39%	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	416598	15100	431698	2.23%	336687	7900	344587	1.78%	-0.45%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 2 lacs	1170154	504506	1674660	8.64%	2521317	4319625	6840942	35.31%	26.66%
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lacs	2174357	8318225	10492582	54.15%	1359073	4062206	5421279	27.98%	-26.17%
c) Director Relation	-	-	-	-	-	-	-	-	-
d) Others (specify)	-	-	-	-	-	-	-	-	-
NRI's	112397	-	112397	0.58%	104529	-	104529	0.54%	-0.04%
Sub-total (B)(2):-	3873506	8837831	12711337	65.61%	4321606	8389731	12711337	65.61%	0.49%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3873506	8837831	12711337	65.61%	4321606	8389731	12711337	65.61%	0.49%
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	10537324	8837831	19375155	100.00%	10985424	8389731	19375155	100.00%	0.49%

B. Shareholding of Promoter

Shareholder's Name	Shareholding at the beginning of the period			Shareholding at the end of the period			% change in shareholding 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	
Mr. Vijay Kishanlal Kedia	4184383	21.60	Nil	4184383	21.60	Nil	Nil
Kedia Securities Pvt. Ltd.	2479435	12.80%	Nil	2479435	12.80	Nil	Nil

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

Not Applicable

D. Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	Name	Shareholding at the beginning of the year		Date-wise Increase/Decrease in Shareholding during the year			Cumulative Shareholding during the year	
		No. of Shares	% of Total shares of the company	Date	Reason	No. of Shares	No. of Shares	% of Total Shares of the company
1	Nazim Sadrudin Charania	2998585	15.48%	No Change During the Period			2998585	15.48%
2.	Salim Anwarali Kamani	2441170	12.60%	No Change During the Period			2441170	12.60%
3.	Sajid Umedali Dhrolia	2359370	12.18%	No Change During the Period			2359370	12.18%
4.	Pawan Kumar Gupta	939359	4.85	No Change During the Period			939359	4.85
							939359	4.85
5.	Anirudh Anil Gaggar	477422	2.46	20-04-2018	SELL	-250	477172	2.46
				27-04-2018	SELL	500	476672	2.46
				18-05-2018	SELL	250	476422	2.46
				25-05-2018	SELL	538	475884	2.46
				01-06-2018	SELL	212	475672	2.46
				15-06-2018	SELL	250	475422	2.45
				20-07-2018	SELL	200	475222	2.45
				31-03-2019	-	-	475222	2.45
6.	Aditya Anil Gaggar	476777	2.46	13-04-2018	SELL	319	476458	2.46
				20-04-2018	SELL	255	476203	2.46
				27-04-2018	SELL	495	475708	2.46
				18-05-2018	SELL	250	475458	2.46
				25-05-2018	SELL	500	474958	2.46
				01-06-2018	SELL	8	474950	2.46
				08-06-2018	SELL	242	474708	2.46
				15-06-2018	SELL	250	474458	2.45
				20-06-2018	SELL	200	474258	2.45
				31-03-2019	-	-	474258	2.45
7.	Uttam Bharat Bagri	68349	0.35	25-05-2018	SELL	19324	49025	0.25
				01-06-2018	SELL	23643	25382	0.13
				28-09-2018	BUY	50216	75598	0.39
				19-10-2018	BUY	2872	78470	0.41
				26-10-2018	BUY	6530	85000	0.44
				30-11-2018	BUY	80000	165000	0.85
				31-03-2019	--	-	165000	0.85

Sr. No.	Name	Shareholding at the beginning of the year		Date-wise Increase/Decrease in Shareholding during the year			Cumulative Shareholding during the year	
		No. of Shares	% of Total shares of the company	Date	Reason	No. of Shares	No. of Shares	% of Total Shares of the company
8.	P L Sutodia (HUF)	160000	0.83	20-07-2018	SELL	11042	148958	0.77
				15-03-2019	SELL	2020	146938	0.76
				22-03-2019	SELL	405	146533	0.76
				31-03-2019	-	-	146533	0.76
9.	Manicklal Daga	745000	0.38	No Change During the Period			745000	0.38
10.	Ankit Uttam Bagri	-	-	28-09-2018	BUY	56314	56314	0.29
				05-10-2018	BUY	7134	63448	0.33
				31-03-2018	-	-	63449	0.33

E. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding at the beginning of the year		Date-wise Increase/Decrease in Shareholding during the year			Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	Date	Reason	No. of Shares	No. of Shares	% of total shares of the Company
1.	Mr.Vijay Kedia, Chairman	4184383	21.60	No Change During the year			4184383	21.60

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	65.87	10817.40	-	10883.27
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	65.87	10817.40	-	10883.27
Change in Indebtedness during the financial year				
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	58.88	4231.38	-	4290.26
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	58.88	4231.38	-	4290.26

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Prince Tulsian (Managing Director)	Total Amount
1	Gross salary	7,20,0000	7,20,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - others, specify	0	0
5	Others, please specify	0	0
	Total (A)	7,20,000	7,20,000

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Vijay Kedia	Mr. Nadir Dhrolia	Mr. Mayank Jhunhunwala	Mr. Rajendra Singh Singhvi	Ms. Jyoti Budhia	
1	Independent Directors	-	-	-	10,000	40,000	50,000
	Fee for attending board committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (1)	-	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-	-
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	10,000	40,000	50,000

C. Remuneration to Key Managerial Personnel other than Managing Director

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Mr. Pratik Kedia (Chief Financial Officer) (up to January 08, 2019)	Mr. Sunil Purohit (Chief Financial Officer) (w.e.f January 08, 2019 to March 31, 2019)	Ms. Neha Mankame (Company Secretary)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	730,645	329,632	428,600	1488877
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	730,645	329,632	428,600	1488877

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

ANNEXURE C

FORM NO.MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019.

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

To,
The Members,
M/s Lykis Limited,
57B, C. R. Avenue,
1st floor, Kolkata 700012

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by 'M/s Lykis Limited' (CIN: L74999WB1984PLC038064) (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2019, and made available to us, 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 to the extent of Regulation 55A;
- (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; (Not Applicable)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
Not applicable as the Company has not issued any shares during the financial year under review.
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
Not applicable as the Company has not granted any Options to its employees during the financial year under review.
 - (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
Not applicable as the Company has not issued any issued any debt securities during the financial year under review.

- (g) 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;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review.
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
Not applicable as the Company has not bought back any of its securities during the financial year under review.
- (vi) We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof the Company has complied with the following laws applicable specifically to the Company:
- The Employees' Provident Fund and Miscellaneous Provisions Act, 1952, and rules made thereunder.
 - Food Safety and Standards Act, 2006, and rules made thereunder
 - Environmental Protection Act 1986

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

- (i) Secretarial Standards with respect to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India under the provisions of the Companies Act, 2013
- (ii) The Listing Agreements entered into by the Company with Stock Exchange.

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:

- Corporate Social Responsibility Policy, pursuant to Section 135(5) of the Companies Act, 2013 is not applicable to the Company.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings/Committee Meetings, agenda and detailed notes on agenda were sent generally seven days in advance.

During the audit period under review all decisions at Board meeting and Committee Meeting were carried out unanimously

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.

We further report that the compliance by the Company of applicable financial laws including but not limited to direct and indirect tax laws has not been reviewed in this audit since the same have been subject to review by statutory financial auditor and other designated professional.

We further report that during the audit period, there was no event / action having major bearing on company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

(PRATEEK LALAWAT)
 Company Secretary
 C. P. No.17085
 Membership No.44296

Place: Mumbai
 Date: 13th August, 2019

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

“ANNEXURE A”

To,
The Members,
M/s Lykis Limited,
57B, C. R. Avenue,
1st floor, Kolkata 700012

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records 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 the 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 representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Mumbai
Date: 13th August, 2019

(Prateek Lalawat)
Company Secretary
C. P. No.17085
Membership No.44296

Annexure D

AOC-2 Related Party Transaction

Sr. No	Name of the Related Party	Nature of Relationship	Nature of Transaction	Trasnacation Value	Duration
1	Lykis Marketing Pvt Ltd	Subsidiary	Sales	1,507,415.00	April 18 - March19
2	Lykis Marketing Pvt Ltd	Subsidiary	Purchases	4,179,692.00	April 18 - March19
3	Lykis Biscuits	Common Director	Loan Given	31,500.00	April 18 - March19
4	Lykon Foods Pvt Ltd	Associates	Loan Given	294,052.00	April 18 - March19
5	Lykon Foods Pvt Ltd	Associates	Loan Repaid	674,509.00	April 18 - March19
6	Lykis Packaging Pvt Ltd	Associates	Purchases	7,670,000.00	April 18 - March19
7	Lykis Packaging Pvt Ltd	Associates	Loan Given	1,378,410.00	April 18 - March19
8	Lykis Packaging Pvt Ltd	Associates	Loan Repaid	14,036,220.00	April 18 - March19
9	Lykis Confectionary Pvt. Ltd.	Common Director	Purchases	22,934,938.00	April 18 - March19
10	Lykis Confectionary Pvt. Ltd.	Common Director	Loans Repaid	70,000,000.00	April 18 - March19
11	Lykis Confectionary Pvt. Ltd.	Common Director	Advance given	343,753.00	April 18 - March19
12	Lykis Herbals Pvt. Ltd.	Common Director	Purchases	85,292,714.10	April 18 - March19
13	Lykis Herbals Pvt. Ltd.	Common Director	Trade Advances	68,441,152.00	April 18 - March19
14	Dhrolia LLP	Common Director	Investment	200,000.00	April 18 - March19
15	Sanzi Group Imp. & Exp.	Common Director	Purchases	170,206.00	April 18 - March19
16	Cheers Consumers Private Ltd.	Common Director	Loans taken	493,987.00	April 18 - March19
17	Spectra International Ltd.	Common Director	Rent	5,616,000.00	April 18 - March19
18	Dharamnagar Tea Estate Pvt. Ltd.	Common Director	Cost of Material Consumed (Purchase)	16,183,314.75	April 18 - March19
19	Vijay Kedia	Chairman	Loan Received	16,984,000.00	April 18 - March19
20	Vijay Kedia	Chairman	Loan Repaid	3,000,000.00	April 18 - March19
21	Prince Tulsian	MD	Director Remmuneration	720,000.00	April 18 - March19
22	Pratik Kedia	Relative of Chariman	Remmuneration	1,359,000.00	April 18 - March19
23	Priyanka Tulsian	Related to Key Managerial Personnel	Remmuneration	420,000.00	April 18 - March19
24	Sonam Tulsian	Related to Key Managerial Personnel	Remmuneration	360,000.00	April 18 - March19

MANAGEMENT DISCUSSION AND ANALYSIS

Statements in this Management Discussion and Analysis Report, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

Management Discussion & Analysis Report is divided into following points:

- Economic Review
- Segment Wise Report
- Outlook
- Internal Control System And Adequacy
- Strengths
- Risk And Concern
- Threats
- Opportunities
- Human Resource

ECONOMIC REVIEW:

➤ **Indian Tea Industry:**

India is largest producer and major consumer of tea. Indian Tea Industry is about 172 years old. The industry occupies an important place and plays a very useful part in the national economy. Tea plantations are mainly located in rural hills and backward areas of Northern Eastern and Southern states. The major tea growing areas in India are concentrated in Assam, West Bengal, Tamilnadu and Kerala. Your company has tea plant location in one of the major growing area in Assam as Iringmara Tea Estate. Out of the total production, India accounts for 3/4th domestic consumption of tea.

We have been investing in Plant & Machinery and extending our Tea plantation area, planting new tea bushes with a view that we will get fruitful results year on year.

➤ **Fast Moving Consumer Generation (FMCG):**

Fast moving consumer goods (FMCG) are the 4th largest sector in the Indian economy with household and personal care which accounts for the 50 per cent of FMCG Sector.

Advantages of FMCG in India:

1. Growing Demand
2. Attractive Opportunities
3. Higher Investments

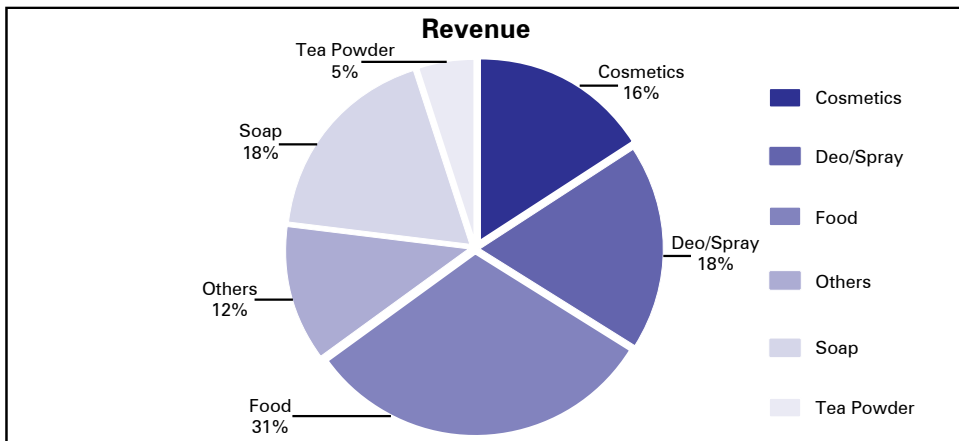
Your Company has main focus on personal care. In 2018-19 we have launched various new products in personal care like oral care (toothpaste), hair removing cream, body oil, baby care products, herbal soaps, face wash, body & face scrub, etc and intend to launch some more new interesting products in this year as well.

SEGMENT WISE REPORT

During the year ended March 31, 2019, Operational Revenue including other income on standalone basis was ₹14,772.63 lakhs vs ₹15,085.27 lakhs last year (For a like to like comparison). Profit/(Loss) Before Tax was ₹(42.48) Lakhs vs ₹(39.52) Lakhs while Net Profit/(Loss) for the financial year ended March 31, 2019 was ₹(97.04) Lakhs vs ₹(47.19) lakhs in previous year.

On a consolidated basis the operational revenue including other income was ₹14,838.04 lakhs vs ₹ 15,097.00 lakhs last year and Profit/ (Loss) Before Tax was ₹ (166.96) Lakhs vs ₹ (371.50) Lakhs last year. Net Profit/(Loss) for the financial year ended March 31, 2019 was ₹(242.09) Lakhs vs ₹(358.60) lakhs in previous year.

Financial year 2018-19, our segment wise revenue stood as under:



For international segment, we have exported our products in more than 45 countries as on date. The Company is striving hard to expand its geographical base by exporting too many more countries in future.

OUTLOOK

Fast Moving Consumer Goods (FMCG) sector is the 4th largest sector in the Indian economy with Household and Personal Care accounting for 50 per cent of FMCG sale in India as per latest economic survey. The urban segment (accounts for a revenue share of around 40 per cent) is the largest contributor to the overall revenue generated by the FMCG sector in India. However, in the last few years, the FMCG market has grown at a faster pace in rural India compared with urban India. Semi-urban and rural segments are growing at a rapid pace and FMCG products account for 50 per cent of total rural spending. We expect these challenges and trends to remain constant from time to time. We expect the retail environment to be very competitive with aggressive promotions to sustain growth. The Company continues to constantly strive to meet these challenges with a continuous support to brands, category expansion, innovation and cost rationalization.

INTERNAL CONTROL SYSTEM AND ADEQUACY

The Company has proper and adequate system of Internal Controls which is commensurate with the size and the nature of business, to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposal and commercial transactions are authorised, recorded and reported correctly. The internal control is supplemented by an extensive program of internal and external audits. The Company accords greatest importance to the security of its information assets and has the requisite security controls and checks. Adequate storage and back-up system is maintained to ensure security and availability of data at all times.

STRENGTHS

Lykis is an existing brand, experienced in operations and management of FMCG products. Operations are handled by a strong experienced management and professional team and also there is a strong technical and development team for support. Moreover, the Company launched packet tea brand "CHEERS" and is getting fair response in the normal domestic market, malls and departmental stores.

RISK AND CONCERN

Fast expansion in various geographical locations may require more exposure in management and control.

THREATS

Since it is a growing industry, there is a threat of competition from the other players who might try to create an unhealthy practice of competition by compromising on the quality and pricing. We have an established team of professionals to handle the operations and are in the process of hiring more such kinds of professionals.

OPPORTUNITIES

Growing awareness, easier access, and changing lifestyles are the key growth drivers for the consumer market. The focus on agriculture, MSMEs, education, healthcare, infrastructure and employment under the Union Budget 2018-19

is expected to directly impact the FMCG sector. These initiatives are expected to increase the disposable income in the hands of the common people, which will be beneficial for the sector.

KEY FINANCIAL RATIOS:

Ratios	Consolidated		Standalone	
	FY 2018-19	FY 2017-18	FY 2018-19	FY 2017-18
Interest Coverage Ratio	0.23	0.24	0.80	0.92
Current Ratio	1.03	1.00	1.21	1.08
Debt Equity Ratio	4.30	9.45	2.35	4.54
Operating Profit Margin	0.003	0.01	0.01	0.03
Net Profit Margin	(0.02)	(0.02)	(0.01)	(0.003)
Debtors Turnover Ratio	5.44	4.26	3.29	2.88

HUMAN RESOURCE

Employees are the valuable assets and the strength of an organisation in its growth, prosperity and development. Your Company has a team of qualified and dedicated personnel who have contributed to the growth and progress of the Company. Necessary training is being imparted to the employees and various seminars and workshops are being conducted to continuously hone their skills.

For and on behalf of the Board of Directors

Date: 13th August, 2019

Vijay Kedia
Chairman
DIN: 00230480

Report on Corporate Governance

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company consider Good Corporate Governance for the systematic rules, practices and process by which a firm is directed and controlled. Your Company firmly believes that the same could be achieved by maintaining transparency in its dealings, creating robust policies and practices for key processes and systems with clear accountability, integrity, transparent governance practices and the highest standards of regulatory compliances.

The Company has adopted a Code of Conduct for its Directors, Employees, and has also adopted a Code of Conduct to regulate, monitor and report trading by insider and also fair disclosure code. Some of the most important best practices of Corporate Governance framework are timely and accurate disclosure of information regarding the financial position, performance, ownership and governance of the company.

Your Company believe that timely reporting, transparent accounting policies and a strong and Independent Board go a long way in preserving shareholders' trust.

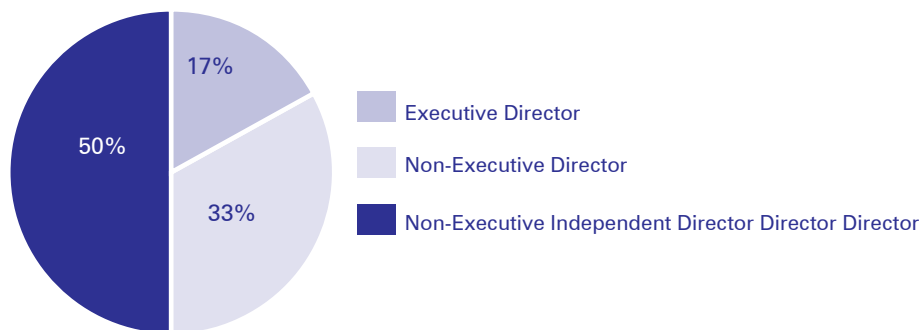
The Corporate Governance framework is guided by its core values of professionalism, integrity and excellence. The Company is committed to continually evolve and adopt the best corporate governance practice.

2. BOARD OF DIRECTORS

i. COMPOSITION

The Company maintains optimum combination of Executive, Non-Executive and Independent Directors on the Board of the Company. The Board of Directors comprises of six (6) members out of which one (1) is Executive Directors two (2) are Non-Executive Directors and three (3) are Non-Executive Independent Directors. The Company has Non-Executive Promoter Chairman and the number of Independent Directors is one half of the total number of Directors. The composition of the Board of Directors of the Company is in compliance with Regulation 17(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Composition of Director



The Composition of Board of Directors of the Company as on March 31, 2019 is given below:

Name	Designation	Category	Shareholding as on 31.03.2019
Mr. Vijay Kedia	Chairman & Promoter	Non-Executive Director	4184383
Mr. Prince Tulsian	Managing Director	Executive Director	-
Mr. Nadir Dhrolia	Director	Non-Executive Director	-
Mr. Mayank Jhunjhunwala	Director	Non-Executive Independent Director	-
Mr. Rajendra Singh Singhvi	Director	Non-Executive Independent Director	-
Ms. Jyoti Budhia	Director	Non-Executive Independent Director	-

*Mr. Rajendra Manilal Shah ceased to be an Independent Director of the Company with effect from October 09, 2018.

* Mr. Rajendra Singh Singhvi appointed as Additional Directors in the capacity of Independent Director with effect from January 08, 2019

- ii. The information relating to the number directorship and committee chairmanship/memberships held by directors in public companies including this listed entity as on March 31, 2019 is given below as required under the Listing Regulation:

Directors	Board Meeting held during the year	Board Meeting attended during the year	Whether attended last AGM	Directorship of Indian Public Companies	Name of the Listed Entity	Committee Membership or Chairmanship	
						Chairmanship	Membership
Mr. Vijay Kedia	5	5	No	3	i. Lykis Limited – Chairman ii. Atul Auto Limited - Non-Executive Non Independent Director	-	-
Mr.Prince Tulsian	5	5	Yes	2	i. Lykis Limited – Managing Director	-	2
Mr. Nadir Dhrolia	5	5	No	2	i. Lykis Limited – Non Executive Director	-	-
Mr. Mayank Jhunjunwala	5	5	Yes	2	i. Lykis Limited – Non- Executive Independent Director	2	2
Mr.Rajendra Shah*	3	3	No	1	i. Lykis Limited – Non- Executive Independent Director	-	-
Mr. Rajendra Singh Singhvi	1	1	No	1	i. Lykis Limited – Non- Executive Independent Director		
Mrs. Jyoti Budhia	5	5	No	2	i. Lykis Limited – Non- Executive Independent Director ii. Yash Trading And Finance Limited - Non-Executive Independent Director	0	3

*Mr. Rajendra Manilal Shah ceased to be an Independent Director of the Company with effect from October 09, 2018.

Notes:

- The Other Directorship and Chairmanship / Membership of Committee held in foreign companies, private limited companies, companies incorporated under section 8 of the Companies Act, 2013 are excluded
 - The Chairmanship and Membership of Audit Committee and Stakeholder Relationship Committee alone are considered.
 - None of the Directors have any inter-se relation among themselves.
- iii. None of the Directors of the Company hold directorships in more than twenty (20) companies including in more than ten (10) public companies. In accordance with the Listing Regulations, none of the Directors of the Company hold directorship in more than eight (8) listed companies and independent directorship in more than seven (7) listed companies. The Managing Director of the Company does not hold directorship as an Independent Director in any other listed company. Also, none of the Directors is serving as a member of more than ten (10) committees or as the Chairman of more than five (5) committees in accordance with the requirements of the Listing Regulations.

iv. BOARD MEETINGS AND BOARD PROCEDURE

The Board and its Committees meet at regular intervals to consider, discuss and approve inter alia, the unaudited and audited standalone and consolidated financial results of the company, to decide on the business policies and strategies of the company. The Board/Committee meetings are pre-scheduled and tentative dates of such meetings are informed well in advance to facilitate the Directors to plan their schedule.

The Company Secretary drafts the agenda for each meeting, along with explanatory notes, in consultation with the Chairman and Management and circulate to the Directors as per timelines. In special and exception circumstances, additional or supplementary items are permitted to be taken up as any other item with the permission of the Chairman and consent of a majority of the Board Members/ Committee members.

During the year 2018-19 Board met for the five times in a year. The meetings were held at least once in a quarter and the time period between two meetings did not exceed 120 days. The required quorum was presented at all the below meetings. Dates for the Board Meetings for the ensuing financial year are decided well in advance and communicated to the Directors.

Board Meeting Date	Board Strength	No. of directors Present
30th May, 2018	6	6
13th August, 2018	6	6
14th November, 2018	5	5
08th January, 2019	6	6
05th February, 2019	6	6

The draft minutes of the Board and Committee meetings are circulated amongst the Directors/ Members of their perusal and comments in accordance with Secretarial Standards -1 (SS-1) issued by the Institute of Company Secretaries of India. Suggestions, if any received from the Directors/ Members are suitably incorporated in the draft minutes, in consultation with the Chairman of the Board/Committee. Minutes are signed by the Chairman of the Board/Committee at the next meeting.

v. SEPARATE MEETING OF INDEPENDENT DIRECTOR

During the year, the Independent Directors meeting was held on February 05, 2019 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the board.

All Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulation read with Section 149(6) of the Act. All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulation read with Section 149(6) of the Act. At the time of appointment and thereafter at the beginning of each financial year, the Independent Directors submit a self-declaration confirming their independence and compliance with various eligibility criteria, among other disclosures. All such declarations are placed before the Board for information and noting.

The Independent Directors are given a formal letter of appointment containing the terms of appointment, roles, duties and code of conduct, among other items, as required by Regulation 46 of the Listing Regulation. The draft letter of the appointment is available on the Company's website at www.lykisgroup.com

The Board, based on the disclosures received from all Independent Directors, confirms that all Independent Directors fulfil the conditions of Independence as specified in SEBI Listing Regulation, 2015 and are independent of the management of the Company for the year ended March 31, 2019.

As per Recommendation of Nomination and Remuneration Committee and pursuant to the provision of section 161 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including statutory modifications or re-enactment thereof) Mr. Rajendra Singh Singhvi (DIN:08322932) was appointed as Additional Director in the capacity of Independent director with effect from January 08, 2019 who shall hold office upto the date of the ensuing Annual General Meeting of the Company to be held on Monday, September 30, 2019. The Board recommend his appointment a Non-Executive Independent Director of the Company, for term of 2 (two) consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 37th Annual General Meeting of the company and whose office shall not be liable to retire by rotation.

As per Recommendation of Nomination and Remuneration Committee, the Board at its meeting held on August 13, 2019 has approved the re-appointment of Mr. Mayank Jhunjunwala (DIN: 02695948) as a Non-Executive Independent Director of the Company to hold office for second term of five consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and whose office shall not be liable to retire by rotation subject to the approval of shareholders in the ensuing Annual General Meeting.

Mr. Rajendra Manilal Shah (DIN: 07259569) Non-Executive Independent Director of the company has resigned from the Independent Director post with effect from October 09, 2018. The Board of Directors places on records the contribution made by them during their long association with the Company.

vi. BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance, board committee and individual directors pursuant to provision of the Act and the corporate governance requirement as prescribed by the Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement) Regulation

2015. The performance of the board was evaluated by the board after taking inputs from all the directors on the basis of criteria such as the Board Composition and structure, effectiveness of board process, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

In a separate meeting of Independent directors which was held on February 05, 2019, performance of non-independent and the board as whole was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. Performance evaluation of Independent Director was done by the entire board, excluding the Independent Director being evaluated.

vii. RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 is annexed to the Notice convening the Annual General Meeting and forms part of this Annual Report.

viii. KEY EXPERTISE OF THE BOARD OF DIRECTORS

The Board of Directors of your Company comprises of qualified and proficient Members who bring appropriate expertise and competence enabling them to make effective contribution to the Board and its Committee.

Below are the key skills/expertise/competence identified by the Board of Directors:

- a. Manufacturing Industry
- b. Finance
- c. Compliance & Governance
- d. Global Business
- e. Industry Knowledge
- f. Strategic Vision
- g. Research & Innovations

3. COMMITTEES OF THE BOARD

i. AUDIT COMMITTEE

The Audit Committee of the Board of Directors meets the criteria laid down under Section 177 of the Companies Act, 2013, read with regulation 18 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Audit Committee presently comprises of three director. All the members of the Audit Committee have accounting and financial management knowledge. Mr. Mayank Jhunjhunwala is Chairman of the Audit Committee. He is Chartered Accountant and possessed strong accounting and financial management knowledge.

During the year, the committee met four time i.e. May 30, 2018; August 13, 2018; November 14, 2018; and February 05, 2019.

The Composition of the Audit Committee and the attendance of the members at the meeting held are as follows:

Director	Status	Category	No. of Meeting attended
Mr. Mayank Jhunjhunwala	Chairman	Non-Executive Independent Director	4
Ms. Jyoti Budhia	Member	Non-Executive Independent Director	4
Mr. Prince Tulsian	Member	Executive Director	4

The terms of reference to the Audit Committee inter alia includes:

- Oversight of the Company’s financial reporting process and the disclosure of its financial information to ensure that the financial statement are correct, sufficient and credible.
- Recommendation for appointment, remuneration and terms of appointment of auditor’s i.e. statutory and internal auditor of the company.
- Approval of transaction of the Company with related parties, including modification thereto.
- Evaluation of internal financial controls and risk management systems.
- Reviewing with the management, the annual financial statement and auditors report thereon and quarterly financial statement before the submission to the board for approval.

- To review management discussion and analysis of financial condition and result of operations.
- To review Adequacy of internal control systems and the Company's statement on the same prior to endorsement by the Board, such review to be done in consultation with the management, Statutory and Internal Auditors.
- To review Reports of Internal Audit and discussion with Internal Auditors on any significant findings and follow-up thereon.
- To review the functioning of the Whistle Blower mechanism.

ii. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Board of Directors meets the criteria laid down under Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Nomination and Remuneration Committee presently comprises of four members. Mr. Mayank Jhunjunwala is chairman of the committee.

During the year, the committee met three times i.e. May 30, 2018; August 13, 2018, January 08, 2019.

The Composition of the Nomination and Remuneration Committee and the attendance of the members at the meeting held are as follows:

Director	Status	Category	No. of Meeting attended
Mr. Mayank Jhunjunwala	Chairman	Non-Executive Independent Director	3
Ms. Jyoti Budhia	Member	Non-Executive Independent Director	3
Mr. Vijay Kedia	Member	Non-Executive Director	3
Mr. Nadir Dhrolia	Member	Non-Executive Director	3

The terms of reference to the Nomination and Remuneration Committee inter alia includes:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the directors. Key Managerial Personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors, Committees of Board and the Board.
- Formulating a policy on Board diversity.
- Identifying persons who are qualified to become director and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- The Committee will develop and review induction procedures for new appointees to the Board to enable them to become aware of and understand the Company's policies and procedures and to effectively discharge their duties.

iii. STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder and Relationship Committee of the Board of Directors meets the criteria laid down under Section 178 of the Companies Act, 2013 read with Regulation 19 of SEBI (Listing Obligation Disclosure Requirements) Regulation, 2015. The Stakeholder and Relationship Committee presently comprises of three members. Mr. Mayank Jhunjunwala is chairman of the committee.

During the year, the committee meeting was conducted on February 05, 2019.

The Composition of the Stakeholder and Relationship Committee and the attendance of the members at the meeting held are as follows:

Director	Status	Category	No. of Meeting attended
Mr. Mayank Jhunjunwala	Chairman	Non-Executive Independent Director	1
Ms. Jyoti Budhia	Member	Non-Executive Independent Director	1
Mr. Prince Tulsian	Member	Executive Director	1

The terms of reference to the Stakeholder Relationship Committee inter alia includes:

- Look into the redressing of shareholders complaints and queries and to focus on the strengthening of investor relations.
- To monitor and review performance and service standards of the Registrar and Share Transfer Agents of the Company and provides continuous guidance to improve the service levels of investors.
- Monitor and review any investor complaints received by the Company and through SEBI, SCORES and ensure its timely and speedy resolution, in consultation with the Company Secretary and Compliance Officer and RTA of the Company.

During the financial year, the Company / Company's Registrar and Share Transfer Agent received Nil complaints.

4. GENERAL BODY MEETING

- i. **Details of Annual General Meeting (AGM) held during the last three years and the special resolutions passed thereat are as under:**

Financial Year	Date & Time	Venue	Whether Special Resolution passed	Summary of Special Resolution Passed
2017-18	24-09-2018 10:30 A.M	Sujata Devi Smriti Sadan, 7 Hazra Road, Kolkata 700026	No	No Special Resolution has been passed.
2016-17	22-09-2017 10:30 A.M	"SANAI" 181/1, Upen Banerjee Road, Behala Airport More, Kolkata 700060	Yes	1. Authority for Borrowing Power upto ₹ 200 Crores 2. To Approve Creation of Charge/ Security over the Assets/ Undertaking of the Company in respect of borrowing 3. Adoption of new set of Articles of Association
2015-16	30-09-2016 10:30 A.M	"SANAI" 181/1, Upen Banerjee Road, Behala Airport More, Kolkata 700060	No	No Special Resolution has been passed.

- ii. **Postal Ballot**

During the year Company did not pass any resolution through Postal Ballot.

5. Means of Communication

The un-audited Quarterly Results are announced within 45 days from the end of the quarter and the Annual Audited Results are announced within 60 days from the end of the financial year as per the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015. The company provides the information to the stock exchange where shares of the company are listed. The results are also published in one English Newspaper having national circulation and one Bengali Newspaper.

The financial Results of the company are normally published in the following newspaper:

- i. Business Standards (English Newspaper)
- ii. Kalantar (Bengali Newspaper)

6. RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

In keeping with the requirements of SEBI and the Stock Exchanges, a Secretarial Audit by a practicing Company Secretary is carried out to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The said audit confirms that the total issued / paid-up capital tallies with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

7. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis is given as a Separate Section in Annual Report.

8. CODE OF CONDUCT FOR ALL BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL

The Company has adopted the Code of Conduct for all Board members and Senior Management personnel of the Company in compliance with Regulation 26(3) of the SEBI (Listing Obligation & Disclosure Requirements, 2015)

and the Companies Act, 2013. All Board members and senior management personnel have confirmed compliance to the code of conduct. A declaration signed by the Managing Director of the company to this effect is annexed and form part of this report. This code is available on the Company's website at www.lykisgroup.com

9. CEO & CFO CERTIFICATION

Company's MD & CFO have issued certificate pursuant to the provision of Regulation 17(8) of SEBI LODR, 2015, certifying inter-alia, that the financial statement do not contain any material untrue statement and these statement represent true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Annual Report.

10. CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

As required under Schedule V (E) of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 the Corporate Governance Compliance Certificate from M/s Prateek Lalawat, Practicing Company Secretary is annexed and forms part of this Annual Report.

11. CERTIFICATE FROM PRACTICING COMPANY SECRETARY

As required under the SEBI Listing Regulation (Amendment) 2018, Schedule V Part C (10)(i), the certificate from a Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or to continue as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority. The said certificate is annexed and forms part of this Annual Report.

12. REGISTRAR AND SHARE TRANSFER AGENTS

M/s R & D Infotech Private Limited acted as the Registrar and Share Transfer Agent of the Company for handling all share transfer and related process.

M/s R & D Infotech Private Limited
 7A, Beltala Road, 1st Floor,
 Kolkata 700026
 E-mail Id: rd.infotech@gmail.com
 Web site: rdinfotech@gmail.com
 Contact No: (033) 24192642, (033) 24192641

13. SHARE TRANSFER SYSTEM

Share transfers received by the Company are registered within stipulated time from the date of receipt in most of the cases, provided the documents are complete and valid in all respects. A summary of the transfer / transmission so approved is placed at every Board Meeting. The Board has delegated the authority for approving transfer, transmission, etc. of the Company's Equity shares to a Stakeholders Relationship Committee. The Registrar and Share Transfer Agent, R & D Infotech Private Limited is authorized by the Board for processing of share transfers which are approved by the Company's Stakeholders Relationship Committee.

14. DEMATERIALIZATION OF SHARES

55.85% of total equity share capital of the Company is held in dematerialized form with National Securities Depository Limited and Central Depository Services (India) Limited as on March 31, 2019. The face Value of Share is ₹10/- per share.

15. OUTSTANDING GDRS/ ADRS/ WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

As on March 31, 2019 the Company did not have any outstanding GDRs/ADRs/Warrants or any Convertible instruments.

16. PLANT LOCATION

IRINGMARA TEAR ESTATE P.O. Dwarbund, Dist - Cachar, Pin code – 788 113, Assam.

17. INVESTOR SERVICES

Shareholders may correspond with the Registrar and Transfer Agent, for the entire range of services with regard to share transfer, change of address, change of mandate, dividend, etc. at the address mentioned here in above. Members may contact Ms. Neha Mankame, Company Secretary and Compliance Officer for all investor related matters at the registered office of the company at the following address:

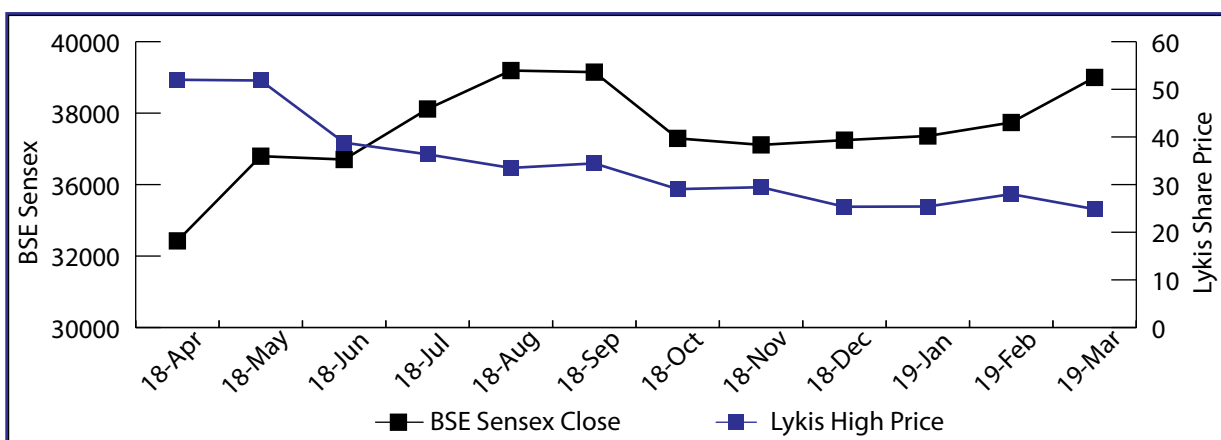
Lykis Limited
 57B, C. R. Avenue,
 1st Floor, Kolkata 700012

18. MARKET PRICE DATA FOR FY 2019

The Company's share are regularly traded on BSE Limited. The monthly high/low and volume of shares of the company from April 01, 2018 to March 31, 2019 is given below:

Month	BSE		
	High	Low	Close
April – 2018	52.00	38.50	50
May – 2018	51.85	35.00	37.70
June – 2018	38.80	31.65	35.50
July – 2018	36.35	26.30	31.35
August – 2018	33.50	28.15	33.20
September – 2018	34.45	27.70	28.00
October – 2018	29.05	23.45	25.80
November – 2018	29.45	22.65	23.00
December – 2018	25.35	21.00	24.15
January – 2019	25.40	20.70	23.85
February – 2019	28.00	21.85	24.70
March – 2019	24.85	21.30	22.90

Lykis and BSE Sensex Share price movement from April 01, 2018 to March 31, 2019



19. SHAREHOLDING AS ON MARCH 31, 2019

i. Categories of Shareholders as on March 31, 2019

Sr. No.	Description	No. of Shares	% of Capital
A.	Promoter	66,63,818	34.39
B.	Public Shareholding		
	Foreign Portfolio Investor	-	-
	Financial Institution	-	-
	NRI	1,04,529	0.54
	Body Corporate	2,65,986	1.37
	HUF	1,88,724	0.97
	LLP	78,451	0.40
	Other	1,20,73,647	62.31
	Total	1,93,75,155	100

ii. **Distribution of Shareholding by value of shares:**

Shareholding of Nominal Value	No. of Shareholders	No. of Shares	Percentage (%) to shareholders	% to Paid Up Equity Capital
Upto 5000	2,215	4,56,449	73.98	2.36
5001 – 10000	428	3,54,161	14.30	1.83
10001 – 20000	174	2,63,728	5.81	1.36
20001 – 30000	38	94,060	1.27	0.49
30001 – 40000	27	94,698	0.90	0.49
40001 – 50000	26	1,22,319	0.87	0.63
50001 – 100000	36	2,76,714	1.20	1.43
100001 – Above	50	1,77,13,026	1.67	91.42
Total	2,764	1,93,75,155	100.00	100.00

20. GENERAL SHAREHOLDER INFORMATION

1.	Annual General Meeting Date, Time & Venue	September 30, 2019 at 10:30 A.M. "SANAI", 181/1, Upen Banerjee Road, Airport More, Behala, Kolkata 700060.
2.	Dates of Book Closure	September 24, 2019 to September 30, 2019 (both days inclusive)
3.	Financial Year (Tentative) Quarter Ending June 30, 2019 Half year ending September 30, 2019 Quarter Ending December 31, 2019 Year Ending March 31, 2020	On or Before 14 th August, 2019 on or before 14 th November, 2019 On or Before 14 th February, 2020 On or Before 30 th May, 2020
4.	Listing on Stock Exchanges	Bombay Stock Exchange Limited (BSE) The Calcutta Stock Exchange Association Ltd. (CSE) The Ahmedabad Stock Exchange (ASE)
5.	Stock Code	BSE – 530689 CSE – 17061 ASE – 19707
6.	Payment of Annual Listing Fees	Listing fees for the Financial Year 2018-19 has been paid to the exchange.
7.	Corporate Identification Number (CIN)	L74999WB1984PLC038064

*The Company's equity shares are regularly traded in BSE. The equity shares are in suspension at CSE & ASE.

21. DISCLOSURES:

i. Related Party Transaction

The transactions between the Company and the Directors and Companies in which the Directors are interested have been disclosed in notes to the Annual Accounts in compliance with the Accounting Standard relating to "Related Party Disclosures". There is no materially significant Related Party Transaction that may have potential conflict with the interests of the Company.

ii. Statutory Compliance

Details of non-compliance by the Company, penalties and strictures imposed on the Company by the stock Exchange or SEBI or any other statutory authority, on any matter related to capital markets during the last three years: Nil

iii. Disclosure of Accounting Treatment

The financial statements have been prepared in accordance with the accounting standards and policies generally accepted in India.

iv. Compliance with Mandatory Requirement

The Company has complied with all mandatory requirements laid down under the provision of SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015.

v. Policy on determining material Subsidiary

The Company has no material subsidiary

Declaration on compliance with the Code of Conduct

In accordance with Clause D of Schedule V of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 I, Mr. Prince Tulsian, Managing Director of the Company, hereby declare that the Members of the Board of Director and Senior Management Personnel have affirmed compliance with the Code of Conduct for Board Members and Senior Management for the year ended March 31, 2019.

Place: Kolkata
Date: August 13, 2019

For **Lykis Limited**
Prince Tulsian
Managing Director
DIN: 02691348

Manging Director & Chief Financial Officer Certification

The Board of Directors,
Lykis Limited

We, Mr. Prince Tulsian (Managing Director) and Mr. Sunil Purohit (Chief Financial Officer), hereby certify that:

- A. We have reviewed the financial statement and the cash flow statements for the year ending March 31, 2019 and to the best of our knowledge and belief:
 1. These statements do not contain any materially untrue statements or omit any material fact or contain statement that might be misleading.
 2. 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 regulation.
- B. There are, to the best of our knowledge and belief, no transaction entered into by the company during the period ending March 31, 2019 which are fraudulent, illegal or violation of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal controls and that we have taken the required steps to rectify these deficiencies.
- D. We have indicated the Auditors and Audit Committee that:
 1. There have been no significant changes in the internal control over financial reporting during the year.
 2. There have been no significant changes in the accounting policies except Ind-As adoption this year and that the same have been disclosed in the notes to the financial statements.
 3. There have been no instances of significant fraud of which we have become aware and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Lykis Limited**
Mr. Prince Tulsian
Managing Director
DIN: 02691348

Place: Kolkata
Date: August 13, 2019

For **Lykis Limited**
Mr. Sunil Purohit
Chief Financial Officer

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members of
Lykis Limited

We have examined the compliance of conditions of Corporate Governance by Lykis Limited ("the company") for the year ended March 31, 2019, as specified in Regulation 17 to 27, 46(2)(b) to (i) and Para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examinations have been limited to a review of the procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the 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, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

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

Place: Mumbai
Date: August 13, 2019

Prateek Lalawat
Practicing Company Secretary
ACS No. 44296
CP No. 17085

CERTIFICATE OF NON – DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015

To,
The Members,
M/s Lykis Limited,
57B, C. R. Avenue,
1st floor, Kolkata 700012

We have examined the relevant register, records, forms, return and disclosures received from the Directors of Lykis Limited having CIN L74999WB1984PLC038064 and having registered office at 57B, C. R. Avenue, 1st floor, Kolkata 700012(hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this certificate in accordance with Regulation 34(3) read with Schedule V Para- C sub clause 10(i) of the Securities and Exchange Board of India (Listing obligation & Disclosure Requirements) Regulation, 2015.

In our opinion and to the best of our information and according to the verification (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as consider necessary and explanation furnished to us by the Company & its officers. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ending on March 31, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry Corporate Affairs.

Sr. No	Name of Director	DIN	Date of Appointment
1	Mr. Vijay Kishanlal Kedia	00230480	02-05-2011
2	Mr. Prince Tulsian	02691348	22-12-2009
3	Mr. Nadir Umedali Dhrolia	03303675	05-12-2011
4	Mr. Mayank Jhunjhunwala	02695948	28-02-2014
5	Ms. Jyoti Deviprasad Budhia	00332044	31-03-2015
6	Mr. Rajendra Singh Singhvi	08322932	08-01-2019

(Prateek Lalawat)
Company Secretary
C. P. No.17085
Membership No.44296

Place: Mumbai
Date: 13th August, 2019

INDEPENDENT AUDITOR'S REPORT

To the Members of Lykis Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Lykis Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

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

Basis for Opinion

We conducted our audit of the standalone 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1.	Loss on Sale of Investments(Long Term) During the F.Y 2018-19 Company has incurred losses Of ₹ 198.25 lacs on sales of investment held in their associate Company i.e Lykis Confectioners Pvt Ltd Refer Note No 34	Principal Audit Procedures We have verified the documents & records relating to sale of investments
2.	Sundry Balance written off During the F.Y 2018-19 Company has written off ₹ 42.74 lacs for advances & receivable which are not recoverable. Refer Note No 34	Management have identifies the advances & Receivable which are not recoverable. We have taken the list of parties from management & checked the respective parties ledger of amount written off.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the

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

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 Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, 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 standalone 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 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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".
- (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:
 1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements Refer No. 42
 2. The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable Losses
 3. There was no amount which required to be transferred by the Company to the investor Education & Protection Fund

For **Sanjay P Agarwal & Associates**
Chartered Accountants
(Firm's Registration No 325683E.)

(Sanjay Agarwal)
Partner
(Membership No.062218)

Place: Kolkata
Date 29/05/2019

“Annexure A” to the Independent Auditor’s

[Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ of our Report to the members of LYKIS LIMITED of even date]

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 Lykis Limited as of March 31, 2019 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.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 procedures may deteriorate.

Opinion

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

For **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Registration No.:325683E

(Sanjay Agarwal)

Partner

(Membership No.062218)

Place: Kolkata

Date: 29/05/2019

“Annexure B” to the Auditors’ Report

[Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ of our Report to the members of LYKIS LIMITED of even date]

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

- (i)
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) The title deeds of the immovable properties are held in the name of the Company.
- (ii) As explained to us, the inventories of Finished goods, semi finished goods, stores, spare parts and raw material physically verified at the end of the year by the Management. In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - a) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification as compared to book records.
- (iii) According to the information and explanations given to us, the Company has not granted any loan to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore paragraph 3 (iii) of the Order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, in respect of loans, investments, guarantees and securities provisions of section 185 and 186 of the Companies Act, 2013 has been complied with.
- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - a) The Company is not regular in depositing undisputed statutory dues, including Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - b) There were undisputed amounts payable in respect of Provident Fund, Employees’ State Insurance, Income Tax, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable as per detail given below

Tea Cess	₹ 19.82 Lakhs
Vat	₹ 2.95 Lakhs
Agricultural Income Tax	₹ 11.75 Lakhs

- c) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2019 on account of dispute are given below:

Nature of the statute	Nature of dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount In lakhs*
The Income Tax Act, 1961	Income Tax	CIT Appeal Kolkata	A.Y. 2015-16	95.06
Central sales Tax	VAT	Deputy Commissioner of Sales tax Mumbai	F.Y. 2012-13	41.44
	CST	Deputy Commissioner of Sales tax Mumbai	F.Y. 2012-13	13.24

Below ₹ 10000/- not considered.

- (viii) According to the information and the explanation given to us the Company has not defaulted in repayment of loans & borrowings to financial institution, bank, government or due to any debenture holder.
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised any money by way of term loans, debt instrument & initial public offer or further public offer during the year.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) According to the information & explanation given to us and based on our examination of records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with schedule V to the act.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc., as required by the applicable accounting standard.
- (xiv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not made any preferential issue of equity shares during the year under review.
- (xv) 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 and according to information given to us, the Company is Not Required to obtain registration under section 45 IA of the Reserve Bank of India Ac.

For **Sanjay P Agarwal & Associates**
Chartered Accountants
Firm Registration No.:325683E

Place: Kolkata
Date: 29/05/2019

Sanjay Agarwal
(Partner)
Membership No. :062218

“Annexure A” to the Independent Auditor’s

Report of even date on the Standalone Financial Statements of LYKIS LIMITED 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 Lykis Limited as of March 31, 2019 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.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 procedures may deteriorate.

Opinion

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

For **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Registration No.:325683E

(Sanjay Agarwal)

Partner

(Membership No.062218)

Place: Kolkata

Date: 29/05/2019

STANDALONE BALANCE SHEET as at March 31, 2019

(INR in Lakhs)

Particulars	Note No.	As at March 31, 2019	As at March 31, 2018
I ASSETS			
1. Non Current Assets			
(a) Property, Plant and Equipment	5	1,299.35	1,351.33
(b) Capital Work-In-Progress	5	131.87	78.83
(c) Intangible Assets	6	0.79	1.32
(d) Financial Assets			
(i) Investments	7	86.82	508.07
(ii) Loans		-	-
(iii) Others	8	1.47	1.47
(e) Income Tax Assets (Net)	9	208.61	183.63
(f) Deferred Tax Assets (Net)		-	-
(h) Other Non Current Assets		-	-
		1,728.91	2,124.65
2. Current Assets			
(a) Inventories	10	407.58	590.02
(b) Financial Assets			
(i) Investments	11	-	4.45
(ii) Trade Receivables	12	3,482.77	4,606.18
(iii) Cash and Cash Equivalents	13	1,201.16	4,185.19
(iv) Loans	14	745.47	1,308.96
(v) Others	15	487.83	1,008.28
(c) Other Current Assets	16	3,170.55	5,246.21
		9,495.36	16,949.29
Total Assets		11,224.26	19,073.94
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	17	1,992.70	1,992.70
(b) Other Equity	18	1,358.23	1,447.61
		3,350.93	3,440.31
LIABILITIES			
1. Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	2.82	3.87
(ii) Deffered Income	20	34.12	-
(b) Deferred Tax Liabilities (Net)	21	11.89	7.00
		48.83	10.87
2. Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	4,274.49	10,860.11
(ii) Trade Payable	23	1,494.25	575.63
(iii) Other Financial Liabilities	24	74.47	441.80
(b) Other Current Liabilities	25	1,763.50	3,475.00
(c) Provisions	26	40.63	91.53
(d) Current Tax Liabilities (Net)	27	177.16	178.69
		7,824.50	15,622.76
Total Equity and Liabilities		11,224.26	19,073.94

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

Place : Kolkata
May 29, 2019

For and on behalf of the Board

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

STANDALONE STATEMENT OF PROFIT AND LOSS for the year ended March 31, 2019

Particulars	Note No.	(INR in Lakhs)	
		For the year ended March 31, 2019	For the year ended March 31, 2018
I Revenue			
Revenue from Operations (Including Excise Duty)	28	14,669.54	14,828.78
Other Income	29	103.09	256.49
Total Income		14,772.63	15,085.27
II Expenses			
Purchases of Stock in Trade		11,576.57	12,957.91
Cost of Material Consumed (Green Leaf)		162.19	140.34
Change in Inventories of Finished Goods/Work-in-progress/ Stock in Trade	30	188.60	(387.26)
Employee Benefits Expenses	31	409.56	412.96
Finance Costs	32	216.29	489.27
Excise Duty		-	0.49
Depreciation and Amortization Expenses	33	68.45	47.42
Other Expenses	34	2,193.44	1,463.66
Total Expenses		14,815.11	15,124.79
III Profit before tax (I- II)		(42.48)	(39.52)
IV Less: Tax Expense:	27		
Current Tax		49.67	11.13
MAT Credit Entitlement			
Deferred Tax		4.89	(3.46)
Total Tax Expense		54.56	7.67
V Profit for the Year (III-IV)		(97.04)	(47.19)
VI Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit obligations			
Tax Effect on above			
Other Comprehensive Income for the year, net of tax		-	-
VII Total Comprehensive Income for the year (V+ VI) (Comprising Profit and Other Comprehensive Income for the year)		(97.04)	(47.19)
VIII Earnings Per Equity Share (Face Value INR 10 Per Share):	35		
Basic and Diluted (INR)		(0.05)	(0.24)
Summary of Significant Accounting Policies	2-4		

The notes referred to above are an integral part of the financial statements.

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

SUNIL PUROHIT
Chief Financial Officer

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VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

Place : Kolkata
May 29, 2019

CASH FLOW STATEMENT for the year ended March 31, 2019

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
A. Cash Flow from Operating Activities		
Net Profit Before Tax	(42.48)	(39.52)
Adjustments:		
Depreciation and Amortization of Property, Plant and Equipment	68.45	46.89
Amortisation and Impairment of Intangible Assets	-	0.53
Transferred To Investment Allowance Reserve	-	4.32
Decrease in Deferred Tax Liability	-	(3.46)
Loss on Sale of property, plant and equipment (net)	(0.34)	0.25
Loss/ (Profit) on Sale of Current Investments (net)	198.25	9.51
Reversal of Provision for Diminution in Value of Current Investments	-	(116.40)
Exchange Fluctuation (Gain)/ Loss on Loan	78.06	(123.58)
Finance Income (including Fair Value Change in Financial Instruments)	-	(3.17)
Provision/ (Reversal of Provision) for Loss Allowance on Trade Receivables	106.99	49.01
Provision for Expenses	11.78	-
Dividend Income	(1.88)	(4.45)
Fees on Guarantee given on behalf of the Subsidiary Company	-	(7.69)
Finance Costs (Including Fair Value Change in Financial Instruments)	216.29	489.27
Subsidy from Government - Tea Division	(4.76)	-
Interest Income	(58.62)	-
Operating cash flows before working capital changes	571.75	301.51
Adjustments for Changes in Working Capital	-	-
Decrease/ (Increase) in Inventories	182.44	(386.45)
Decrease/ (Increase) in Trade receivables	1,123.41	(138.12)
Decrease/ (Increase) in Current Loans advances	563.49	(888.83)
Decrease/ (Increase) in Non-Current Loans	-	-
Decrease/ (Increase) in Income Tax Asset	(208.61)	-
Decrease/ (Increase) in Non-Current Financial Assets - Others	-	(244.61)
Decrease/ (Increase) in Financial Assets - Other	520.45	(0.31)
Decrease/ (Increase) in Other Current Assets	2,101.02	(2,507.42)
Increase/ (Decrease) in Trade Payables	918.62	97.40
Increase/ (Decrease) in Current Financial Liabilities - Other	(367.33)	359.00
Increase/ (Decrease) in Other Current Liabilities	(1,711.50)	3,053.62
Increase/ (Decrease) in Non-Current Provisions	-	-
Increase/ (Decrease) in Current Provisions	(50.90)	-
Cash generated from operations	3,642.85	(354.21)
Income taxes paid	76.19	-
Net cash flow from operating activities	3,566.66	(354.21)
Less : Finance cost paid	-	489.27
Net cash flow(Used in) from operating activities (A)	3,566.66	135.06

CASH FLOW STATEMENT for the year ended March 31, 2019 (Contd.)

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
B. Cash Flow from Investing Activities		
Purchase or construction of property, plant and equipment (including capital work-in-progress and capital advances)	(70.39)	(107.90)
Proceeds from/ (Investment in) fixed deposits (net)	-	(4.41)
Proceeds from/ (Investment in) Other Bank Balances	-	-
Proceed from Investments	4.45	-
Proceeds from sale of property, plant and equipment	2.60	-
Purchase or construction of Investment Properties	-	-
Proceeds from Sale of Investments	223.00	-
Interest Received	42.75	116.40
Dividend Received	(1.88)	4.45
Net cash flow from/ (used in) investing activities (B)	200.53	8.54
C. Cash Flow from Financing Activities		
Proceeds from public issue of shares		
Proceeds from securities premium (net of QIP expenses)		
Proceeds from/ (Repayment of) Non-Current Borrowings (net)	(1.05)	(0.96)
Increase / (Decrease) in Current Borrowings	(6,585.6)	2,332.75
Proceed from subsidy received from Government	38.9	-
Finance Costs	(203.43)	-
Net cash flow from financing activities (C)	(6,751.22)	2,331.79
Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	(2,984.03)	2,475.39
Cash and cash equivalents at the beginning of the year (Refer Note 16)	4,185.19	1,709.80
Cash and cash equivalents at the end of the year (Refer Note 16)	1,201.16	4,185.19
Net cash Increase/(decrease) in cash and cash equivalent	(2,984.03)	2,475.39
The notes referred to above are an integral part of the financial statements.	0.00	(0.00)

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)

Partner

Mem. No. 062218

Place : Kolkata
May 29, 2019

SUNIL PUROHIT

Chief Financial Officer

NEHA MANKAME

Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA

Chairman

DIN: 00230480

PRINCE TULSIAN

Managing Director

DIN: 02691348

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019
A. Equity Share Capital (Equity shares of INR 10 each issued, subscribed and fully paid)

Particulars	Note No.	Numbers in Lakhs	Amount in Lakhs
Balance as at the April 1, 2018		1,992.70	19,927.00
Changes in equity share capital during the year 2018-2019		-	-
Balance at the March 31, 2019	21	1,992.70	19,927.00

B. Other Equity (INR in Lakhs)

Particulars	Note No.	Reserve and Surplus					Total Other Equity
		General Reserve	Development Rebate Reserve	Revaluation Reserve	Investment Allowance Utilised Reserve	Securities Premium Reserve	
Balance as at the April 1, 2018		1.76	0.13	10.76	48.57	1,171.06	215.33
Total Comprehensive income for the year		-	-	-	-	-	(97.04)
Profit for the year		-	-	-	-	-	-
Other Comprehensive Income		-	-	-	-	-	-
Contribution during the Year	22	-	-	-	-	-	-
Income Tax		-	-	-	-	-	8.49
Agricultural Income Tax Paid	22	-	-	-	-	-	(0.83)
Balance at the March 31, 2019	22	1.76	0.13	10.76	48.57	1,171.06	125.95
							1,358.23

BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

Note 2. General Corporate Information

Lykis Limited is incorporate on October 15, 1984. The Company is limited by shares and its shares are listed on Bombay Stock Exchange. The Company is engaged in trading of FMCG and Tea. The Company's registered office is situated at 57B, C. R. Avenue, 1st floor, Kolkata 700012.

The financial statements of the Company were approved by the Board of Directors of the Company on 29, May 2019.

Note 3: Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied in all material respect for all the years presented, unless otherwise started.

(i) Compliance with Ind-AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (INDAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values.

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

(ii) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

3.1 Revenue recognition

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

As the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

However, Goods and Service Tax (GST)/ value added tax (VAT) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

- **Sale of goods**

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Excise duty paid for captive consumption of goods, where CENVAT credit is not available, is shown as excise expense.

Income from export incentives such as duty drawback and premium on sale of import licenses and lease license fee are recognised on accrual basis.

- **Interest income**

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

- **Other Income**

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

- **Dividend**

Dividend income is recognised when to right to receive payment has been established.

- **Trade Receivable, Trade Payables & Advances to vendors**
Trade receivable, trade payables & advances made to the vendors in the course of business are subject to balance confirmation.

3.2 Foreign Currency Transaction and Translation

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 Rupees, which is the Company's functional and presentation currency.

ii. Transactions and Balances

In preparing the financial statements transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items are measured at historical cost. Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise. Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in the statement of profit and loss for the period. Exchange differences arising on retranslation on non-monetary items carried at fair value are included in statement of profit and loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income.

3.3 Taxes

Tax expenses comprise of current and deferred tax.

Current income tax

- a. Current tax is measured at the amount expected to be paid on the basis of reliefs and deductions available in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b. Current tax items are recognised in correlation to the underlying transaction either in P&L, OCI or directly in equity.

Deferred tax

- a. Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
- b. Deferred tax liabilities are recognised for all taxable temporary differences.
- c. 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, the carry forward of unused tax credits and unused tax losses can be utilized.
- d. 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 utilized. 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.
- e. 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.
- f. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.
- g. 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.
- h. The Company recognizes tax credits in the nature of MAT credit as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the

period for which tax credit is allowed to be carried forward. In the year in which the Company recognizes tax credits as an asset, the said asset is created by way of tax credit to the Statement of Profit and Loss.

3.4 Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), fixed assets (including Capital work in progress) are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs, if capitalisation criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use. The Company has elected to regard previous GAAP carrying values of property as deemed cost at the date of transition to IND AS.

Capital Work in progress included in PPE is stated at cost, net accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term constructions projects if the recognition criteria is met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Borrowing cost relating to acquisition/construction of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Depreciation is calculated on WDV basis over the estimated useful life of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013 except for the assets mentioned below for which useful lives estimated by the management. The identified component of fixed assets are depreciated over the useful lives and the remaining components are depreciated over the life of the principal assets.

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Further, the Company evaluated the useful life of certain components of Plant and Machinery, the impact of which is not material. Assets costing ₹ 5,000 or less are fully depreciated in the year of purchase.

3.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expenses on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. Gains or losses arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

The Company has elected to regard previous GAAP carrying value of Intangible Assets as deemed cost at the date of transition to IND AS.

3.6 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the

asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

General borrowing costs are capitalised at the weighted average of such borrowings outstanding during the year.

3.7 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1st April, 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a Lessee. A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except the case where incremental lease reflects inflationary effect and lease expense is accounted in such case by actual rent for the period.

3.8 Inventories

Inventories are valued as under:

a. Raw Materials, Packing Materials And Stores & Spares:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis. Due provision for obsolescence is made.

b. Finished Goods & Work In Progress:

At cost or net realizable value, whichever is lower. Cost is determined on absorption basis. Due provision for obsolescence is made.

c. Stock-In-Trade:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

3.9 Earnings Per Share (EPS)

• **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.

• **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.

3.10 Impairment of financial assets & non-financial assets

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of Profit and Loss.

b. Non-financial assets

Intangible assets and Property, Plant and Equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior year.

Impairment is determined for goodwill by assessing the recoverable amount of each Cash Generating Unit (i.e. CGU) (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

3.11 Provisions, Contingent Liabilities and Contingent Assets

- a) Provisions are recognised when the Company has present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent Liabilities are disclosed by way of notes to Financial Statements. Contingent assets are not recognised in the financial statements but are disclosed in the notes to the financial statements where an inflow of economic benefits is probable. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

3.12 Financial instruments

Initial recognition and measurement:

The Company recognizes a financial asset in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 inputs as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain in the Statement of Profit and Loss only to the extent the such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However trade receivables that do not contain a significant financing component are measured at transaction price.

3.13 Investments and other financial assets

(i) Classification

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

- (1) Those to be measured subsequently at fair value (either through other comprehensive income or through the Statement of Profit and Loss); and
- (2) Those measured at amortised cost.

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

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and 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. The Company classifies its debt instruments into following categories:

(1) 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. Interest income from these financial assets is included in other income using the effective interest rate method.

- (2) Fair value through other comprehensive Income: Assets that do not meet the criteria for amortised cost are measured at fair value through Other Comprehensive Income. Interest income from these financial assets is included in other income.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Company transfers its contractual rights to received cash flows of the financial assets and has substantially transferred all the risk and rewards of ownership of the financial assets;
- iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligations to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);

- iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial assets, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On De-recognition of a financial asset (except as mentioned in ii above for financial assets measured a FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Financial liabilities:

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

3.14 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.15 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any 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.

4. Use of estimates and critical accounting judgments

4.1 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. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in (Note 1.4). Accounting estimates could change from period to period.

Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

4.2 Critical estimates and judgments

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

This note provides an overview of the areas that involved a higher degree of judgment or complexity and 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 judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgment are:

Estimation of current tax expenses – (Refer Note)

Government grant – (Refer Note)

4.3 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value as per IND AS 113 at each balance sheet date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 5 - Property, Plant and Equipment

Particulars	(INR in Lakhs)										
	Land	Building	Roads & Bridges	Plant and Machinery	Computer	Furniture and Fixtures	Vehicles	Office Equipments	Electrical Installations	Total	Capital Work-in Progress
Gross Carrying Amount as at April 1, 2018	1,005.19	162.95	22.78	452.95	43.96	0.85	47.21	20.78	53.00	1,809.67	78.83
Additions / Transfer	-	-	-	4.43	8.21	-	3.00	1.72	-	17.36	53.04
Disposals	-	-	-	-	-	-	-	(2.27)	-	(2.27)	-
As at March 31, 2018	1,005.19	162.95	22.78	457.38	52.17	0.85	50.21	20.23	53.00	1,824.76	131.87
Accumulated depreciation as at April 1, 2018	-	97.53	19.94	232.87	39.21	0.62	31.04	13.45	23.68	458.34	-
Depreciation charge during the year	-	4.17	-	50.32	4.33	0.05	3.66	2.45	2.94	67.92	-
Accumulated depreciation on deletions	-	-	-	(0.85)	-	-	-	-	-	(0.85)	-
As at March 31, 2019	-	101.70	19.94	282.33	43.54	0.67	34.70	15.90	26.62	525.41	-
Net carrying amount as at March 31, 2019	1,005.19	61.25	2.84	175.05	8.62	0.18	15.51	4.33	26.38	1,299.35	131.87
Net carrying amount as at March 31, 2018	1,005.19	65.42	2.84	220.08	4.75	0.23	16.17	7.33	29.32	1,351.33	131.87

Deemed cost exemption

- Para 27AA of Ind AS 101 provides that on transition to Ind As, the group has elected to continue with the carrying value of all of its property, plant and equipment measured as per the previous I GAAP and use that carrying value as the deemed cost of the property, plant and equipment.
- Asset under construction**
Capital Work-in Progress as at March 31, 2018 is INR 131.87 Lakhs
- Property, Plant and Equipments pledged/ mortgaged as security**
All Property, Plant and Equipment are subject to a first charge/ collateral to secure the loans taken by the Company.
- Gross carrying amount of Land includes certain plots having gross block value of INR 1005.19 lakhs (March 31, 2018: INR 1005.19 lakhs) situated at different locations.
- Gross carrying amount of Motor Vehicles includes certain Motor Vehicles having gross block value of INR 16.17 (March 31, 2018: INR 15.51 March 31, 2019).

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 6 - Intangible Assets

	(INR in Lakhs)	
Trade Marks	As at March 31, 2019	As at March 31, 2018
Gross Carrying Amount	2.54	2.54
Additions	-	-
Disposals	-	-
Closing Gross Carrying Amount	2.54	2.54
Accumulated amortisation and impairment		
Opening Accumulated Depreciation	1.22	0.69
Amortisation charge during the year	0.53	-
Disposals	-	-
Closing Accumulated Depreciation	1.75	0.69
Net Carrying Amount	0.79	1.85

Notes:

Intangible assets in case of trademarks are amortised on straight-line basis over a period of 3 years, based on management's estimate. The amortisation period and the amortisation method are reviewed at the end of each financial year.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 7 - Non-Current Financial Assets - Investments

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Investments - Unquoted Equity Instruments		
10,000 (March 31, 2018: 10,000) Equity Shares of Nakamichi Securities Limited of INR 10 each fully paid up	1.00	1.00
Nil (March 31, 2018: 20,02,500) Equity Shares of Lykis Confectioners Limited of INR 10 each fully paid up	-	200.25
5,00,000 (March 31, 2018: 500,000) Equity Shares of Lykis Packaging Private Limited of INR 10 each fully paid up	50.00	50.00
Nil (March 31, 2018: 2,50000,) Equity Shares of Lykis Soaps Private Limited of INR 10 each fully paid up	-	25.00
73,339 (March 31, 2018: 73,339,) Equity Shares of Lykon Foods Private Limited of INR 10 each fully paid up	7.33	7.33
Nil (March 31, 2018: 19,80,000) Equity Shares of Lyfresh Private Limited of INR 10 each fully paid up	-	198.00
65,000 (March 31, 2018:65000) Equity Shares of Lykis Herbals Private Limited of INR 10 each fully paid up	6.50	6.50
Investment carried at cost - In Subsidiaries*	-	
1,99,900 (March 31, 2018: 1,99,900) Equity Shares of Lykis Marketing Private Limited of INR 10 each fully paid up	19.99	19.99
Investment carried at Cost - In LLP	-	
Dhrolia LLP	2.00	
Total	86.82	508.07

* Cost of investments includes INR 86.82 Lakhs (March 31, 2018: INR 508.07 LAKSH) fair value of financial guarantee given by the Company for loans taken by its subsidiary company as per the Ind-AS 109.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 8 - Non-Current Financial Assets - Loans

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Carried at amortised cost		
Security Deposits	-	-
VAT and CST Deposit	-	-
Fixed Deposits with Banks with a maturity period more than 12 months [under lien against bank guarantee and loans from banks]	1.47	1.47
Total	1.47	1.47

Note 9 - Income Tax Assets (Net):

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Income tax assets	208.61	183.63
Less: Provision for Tax	-	-
Total	208.61	183.63

Note 10 - Inventories

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Finished Goods		
Tea (At net relizable value)	29.29	39.28
FMCG Products (At cost)	276.08	456.96
Greenleaf	1.11	0.55
Nursery Plants (At net relizable value)	66.06	64.36
Store, Spare Parts and Consumables	35.03	28.87
Total	407.58	590.02

Note 11 - Current Financial Assets - Investments

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Other Investments		
Investment in Mutual Funds - Quoted		
Nil (as at March 31, 2018: 38.555) units ICICI Prudential Flexible Income Plan	-	4.45
Investments carried at fair value through profit or loss		
Total	-	4.45

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 12 - Current Financial Assets - Trade Receivables

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured		
Considered Good	3,489	4,606.18
Considered Doubtful	-	-
	3,489	4,606.18
Less: Allowances for credit losses	6.70	-
Total	3,482.77	4,606.18

Note 13 - Current Financial Assets - Cash and Cash Equivalents

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Bank Balances		
- In current accounts	246.01	3,259.98
- In fixed deposits with maturity of less than 3 months	950.35	921.05
Cash on Hand	4.79	4.16
Total	1,201.16	4,185.19

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the applicable short-term deposit bank rates.

Note 14 - Current Financial Assets - Loans and Advances

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good		
Advances to Employees	37.76	90.22
Loan to Subsidiary Company	-	-
Loan to Others	244.92	510.32
Other Advances	462.79	708.42
Total	745.47	1,308.96

Note 15 - Current Financial Assets - Others

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good		
Security Deposits	13.87	13.87
Incentive Receivable	473.96	994.41
Total	487.83	1,008.28

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 16 - Other Current Assets

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Accrued Income on Term Deposits	15.87	29.76
Advance Payment to Vendors	2,782.40	3,647.83
Balance with Government Authorities:	-	-
- Service Tax Receivables	-	55.43
- GST Receivables	342.46	1,036.87
Other Receivable	14.04	474.46
Prepaid Expenses	15.79	1.86
Total	3,170.55	5,246.21

Note 17 - Share Capital

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Authorised Capital		
2,00,00,000 (March 31, 2018: 2,00,00,000) Equity Shares of INR 10 each	2,000.00	2,000.00
	2,000.00	2,000.00
Issued, Subscribed and Paid up Capital		
1,93,75,155 (March 31, 2018: 1,93,75,155) Equity Shares of INR 10 each fully paid up	1,937.52	1,937.52
Add: Forfeited Shares	55.18	55.18
Total	1,992.70	1,992.70

**(a) Terms / rights attached to:
Equity Shares**

The Company has one class of equity shares having a par value of INR 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

**(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year
Equity Shares:**

Particulars	Year Ended March 31, 2019		Year Ended March 31, 2018	
	Number of Shares (in Lakhs)	Amount (INR in Lakhs)	Number of Shares (in Lakhs)	Amount (INR in Lakhs)
Balance as at the Beginning of the year	193.75	1,937.52	193.75	1,937.52
Add: Shares issued during the year	-	-	-	-
Balance as at the end of the year	193.75	1,937.52	193.75	1,937.52

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

Equity Shares

Shares held by	As at March 31, 2019		As at March 31, 2018	
	Number of Shares (in Lakhs)	%	Number of Shares (in Lakhs)	%
Vijay Kishanlal Kedia	41.83	21.59%	32.34	16.69%
Nazim S Charania	29.99	15.48%	29.99	15.48%
Kedia Securities Pvt.Ltd.	24.79	12.79%	24.79	12.79%
Salim Anwarali Kamani	24.41	12.60%	24.41	12.60%
Sajid Umedali Dhrolia	23.59	12.18%	23.59	12.18%
Vighnhar Holdings Pvt. Ltd.	-	-	20.00	10.32%

Note 18 - Other Equity

Particulars	INR in Lakhs	
	As at March 31, 2019	As at March 31, 2018
General Reserve	1.76	1.76
Development Rebate Reserve	0.13	0.13
Revaluation Reserve	10.76	10.76
Investment Allowance Utilised Reserve	48.57	48.57
Securities Premium Reserve	1,171.06	1,171.06
Retained Earnings	125.95	215.33
Total	1,358.23	1,447.61

(i) General Reserve:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Balance as at the beginning of the year	1.76	1.76
Add : Additions during the year	-	-
Balance as at the end of the year	1.76	1.76

(ii) Development Rebate Reserve:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Balance as at the beginning of the year	0.13	0.13
Add : Additions during the year	-	-
Balance as at the end of the year	0.13	0.13

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

(iii) Revaluation Reserve:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	10.76	10.76
Add : Additions during the year	-	-
	-	-
Balance as at the end of the year	10.76	10.76

(iv) Investment Allowance Utilised Reserve:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	48.57	44.25
Add : Contribution during the year	-	4.32
Balance as at the end of the year	48.57	48.57

(v) Securities Premium Reserve:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	1,171.06	1,171.06
Add : Additions during the year	-	-
Balance as at the end of the year	1,171.06	1,171.06

(vi) Retained Earnings:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	215.33	262.85
Add: Profit for the year	(97.04)	(47.19)
Add: Items of Other Comprehensive Income recognised directly in Retained Earnings	-	-
Re-measurement gains/ (losses) on defined benefit obligations (net of tax)	-	-
Add: Income tax Provision of A.Y 2016-17 is Write back	8.49	-
Less: Agriculture Income Tax paid for earlier year	(0.83)	(0.33)
Balance as at the end of the year	125.95	215.33

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 19 - Non-Current Financial Liabilities - Borrowings

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Secured Term Loans* (Refer Note (a) below)		
Ruppee Term Loans from Banks	-	-
From Indian Bank - Car Loan - secured by hypothecation of vehicles	2.82	3.87
Total Non-Current Borrowings	2.82	3.87

* Net of Current maturities of long-term debts and Interest accrued, which are included in Note 28

Note:

Note 20 - Non-Current Financial Liabilities - Deferred Income

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Government Grant on Fixed Assets	34.12	-
Total Deferred Income	34.12	-

Note 21 - Deferred Tax Liabilities (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Deferred Tax Liabilities/ (Assets) arising on account of timing differences in:		
Property, Plant and Equipment including Intangible Assets - Depreciation	13.76	7.00
Gratuity	(0.13)	-
Leave Entitlement	-	-
Financial Instruments - Borrowings	-	-
Allowances for credit losses - Trade Receivables	(1.74)	-
Deferred Tax Liabilities (net)	11.89	7.00

Movement in Deferred Tax Liabilities/ (Assets)

Particular	Depreciation	Gratuity	Leave Entitlement	Allowance for Debtors	Borrowings
As at March 31, 2018	7.00	-	-	-	-
Charged/ (Credited):					
To Profit or Loss	6.76	(0.13)	-	(1.74)	-
To Other Comprehensive Income	-	-	-	-	-
As at March 31, 2019	13.76	(0.13)	-	(1.74)	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 22 - Current Financial Liabilities - Borrowings

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Secured Loans (Repayable on demand)		
Working Capital Loans from Banks (Refer Note (a) below)	-	-
Bank Overdraft - From Indian Bank - secured against Fixed Deposits	43.11	42.71
Unsecured Loans (Repayable on demand)		
Working Capital Loans from Banks:		
Packing Credit Foreign Currency Loan (Refer Note (b) below)	2,411.84	9,454.55
Working Capital Loans from Others:		
From Directors (Interest Free)	819.60	679.76
From Others - IIFL Private Wealth Management	-	683.09
From Others - Bajaj Finance	995.00	-
From Others - Cheers Consumer	4.94	-
Total	4,274.49	10,860.11

Note:

- (a) These facilities are secured against the following charge on various assets of the Company:
1. Primary : Hypothecation charge on the entire current assets of the Company, both present & future.
 2. Collateral : Fixed Deposits of Third Party and Fixed deposits of the company.
- (b) Working Capital Loan from HDFC Bank amounting to INR 2,411.84 lakhs (March 31, 2019) & ICICI Bank Limited INR 8759.27 Lakhs (March 31, 2018) and April 1, 2016 : INR Nil) repayable on demand & DBS Bank Limited amounting to NIL (March 31, 2019), INR 683.09 Lakhs (March 31, 2018).
Bank Overdraft Facility from Indian Bank amounting to NIL (March 31, 2019), INR 42.71 lakhs as on March 31, 2018.

Note 23 - Current Financial Liabilities - Trade Payables

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Payable		
Dues to Micro and Small Enterprises	30.88	-
Others	1,463.37	575.63
Total	1,494.25	575.63

Note 24 - Current Financial Liabilities - Others

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Maturities of Long-Term Debt:		
Rupee Term Loans from Banks (Refer Note 23 above)		
Liabilities of Car Loans	-	-
Other Finances	61.51	422.51
Rupee Term Loans from Others: (Refer Note 23 above)		
Plantation Finance Loan from Tea Board	12.95	19.29
Total	74.47	441.80

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 25 - Other Current Liabilities

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Advances	1,763.50	3,475.00
Total	1,763.50	3,475.00

Note 26 - Current Provisions

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Provision for Fringe Benefit Tax (Earlier Years)	1.56	1.56
Provision for Expenses	12.29	2.45
Provision for Bad debts	20.48	75.66
Provision for CHA expenses	6.30	11.86
Provision for Statutory Liabilities	-	-
Total	40.63	91.53

Note 27 - Current Tax Liabilities (Net)

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Provision for Income Tax	177.16	178.69
Less: Income Tax Assets	-	-
Total	177.16	178.69

The gross movement in the current income tax asset/ (liability) for the year ended March 31, 2019 and March 31, 2018 is as follows:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Net current income tax asset/ (liability) at the beginning	4.94	(12.65)
Add : Current income tax expense	(49.67)	(11.13)
Less: Income tax paid (net of refund, if any)	76.19	28.72
Net current income tax asset/ (liability) at the end	31.45	4.94

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 28 - Revenue from Operations

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Sale of Goods:		
Finished Goods sales (Including Excise Duty)	669.06	639.14
Trading Goods sales	-	
FMCG	12.77	491.77
Tea	-	-
Export Sales (FMCG)	13,306.51	13,058.62
	-	
Other Operating Revenue:		
Export- MEIS	537.06	430.50
Export - Drawback	116.38	128.13
Export - VKGUY	-	-
Export -Service Tax incentives	-	0.03
DFIA	27.75	80.26
Export- FMS	-	0.33
Total	14,669.54	14,828.78

Note 29 - Other Income

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Income:		
From Term Deposits with Banks	58.62	81.64
From Loans to Related Party (Refer Note 51)	-	34.76
Foreign Exchange Gain (Net)	2.36	123.58
Miscellaneous Income	26.01	0.94
Profit on Sales of Current Investment - Mutual Fund	-	-
Profit on sale of fixed asset	0.34	0.25
Reversal of Liabilities no longer required	9.14	3.17
Dividend Income	1.88	4.45
Income from Subsidy	4.76	-
Commission Income	-	7.69
Total	103.09	256.49

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 30 - Change in Inventories of Finished Goods/Work-in-progress/ Stock in Trade

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Stock at the beginning of the year		
Stock-In-Trade	561.15	173.89
Stock at the end of the year	-	
Stock-In-Trade	372.55	561.15
Changes in Inventories of Finished Goods, Stock-In-Trade & Work-In-Progress	188.60	(387.26)

Note 31 - Employee Benefits Expenses

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries, Wages and Bonus	343.01	341.51
Contributions to Provident and Other Funds (Refer Note 50)	21.99	26.05
Gratuity Expenses (Refer Note 50)	-	-
Leave Compensation Expenses	-	-
Loss on Food Stuff	12.83	13.60
Staff Welfare Expenses	31.73	31.81
Total	409.56	412.96

Note 32 - Finance Costs

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest on Borrowings from Banks on Car Loans	0.36	0.45
Interest on Borrowings from Others on Bank Overdrafts	2.93	3.23
Interest on Borrowings from Banks on PCFC	114.46	403.90
Dividend on Redeemable Preference Share	-	-
Interest on Unsecured Loans	76.32	66.28
Interest on Others	-	-
Bank Charges and Commission	22.23	15.41
Total	216.29	489.27

Note 33 - Depreciation and Amortisation Expense

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Depreciation on tangible assets	67.92	46.89
Amortisation of intangible assets	0.53	0.53
Total	68.45	47.42

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 34 - Other Expenses

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Direct Expenses		
Manufacturing Expenses	189.28	179.37
Cultivation Expenses	40.54	35.13
Cess on Greenleaf	3.71	3.50
Tea Chest & Components	11.15	13.00
Clearing & Forwarding on Import	10.05	0.64
Miscellaneous Expenses	-	2.72
Freight Charges on Purchases	134.05	68.92
	388.78	303.27
Selling & Distribution Expenses		
Tea Selling Expenses	0.07	6.30
Clearing & Forwarding Expenses	448.06	577.28
Shipping Expenses	9.71	9.44
Commission Charges paid	13.92	4.36
Packing & Development Expenses	55.94	67.49
Sales Promotion Expenses	66.49	41.89
Trade Discount	-	2.84
Factory Stuffing Permission Expenses	0.01	-
	594.19	709.61
Establishment Expenses		
Advertisement Expenses	166.55	3.83
AGM Expenses	0.13	0.15
Payment to Auditors:	-	-
Statutory Audit Fees	2.25	1.25
Taxation Audit	0.75	-
CSR Expenses (Refer Note 53)	-	-
Membership & Subscription Expenses	3.02	5.96
Director Sitting Fees	0.90	0.15
Bungalow Expenses	1.83	1.99
General and Office Expenses	18.19	14.96
Information Technology Expenses	-	-
Inventory Scrap	0.75	11.17
Freight and handling charges	6.57	0.28
Insurance Expenses	1.81	5.09
Foreign Exchange Loss (Net)	392.80	-
Legal and Professional Fees	63.53	62.72
ROC Filing Fees	0.37	0.32
FDA Approval Charges	2.93	0.12
FMS & VKGUY Realisation Expenses	39.96	12.84
Discount Allowed	13.74	5.92
Electricity Expenses	0.46	0.50
GST Input Cess Account	2.20	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 34 - Other Expenses (Contd.)

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
GST Disallowable Expense	46.34	-
Loss on Sale of Property, Plant and Equipment	-	-
Loss on Sale of shares (Long Term Investment)	198.25	-
Short Term Loss on Redemption on Mutual Funds	-	-
Printing & Stationery Expenses	14.41	9.81
CDSL / NSDL Expenses	0.67	1.15
Stock Exchange Expenses	2.50	2.50
Postage & Telegram Expenses	8.87	23.16
Products Testing Expenses	3.23	5.96
Prior Period Expenses 2013-14	-	6.95
Prior Period Expenses 2014-15	-	0.81
Prior Period Expenses 2015-16	-	1.06
Prior Period Expenses 2016-17	-	0.69
Rent Expenses	59.52	61.86
Rates and Taxes	6.91	4.53
Repairs and Maintenance:	-	-
Buildings	5.81	7.39
Machinery	16.18	14.32
Motor Car	35.43	29.45
Computer	3.10	4.40
Other Assets	2.50	8.96
Sales Promotion Expenses	-	-
Speculative Loss from Commodities Trade	-	-
Security Expenses	-	-
Telephone and Internet Charges	3.21	7.61
Trade Marks Registration Charges	1.38	2.26
Travelling Expenses	19.32	44.08
Travelling Expenses - Foreign	14.14	6.82
Loss on sale of ILFS Preference Shares	-	-
Miscellaneous Expenses	0.52	0.90
Sundry Balance Written Off	42.74	3.20
Provision for Loss Allowance on Trade Receivables	6.70	75.66
Total	2,193.44	1,463.66

Note 35 - Earnings Per Equity Share

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Net Profit attributable to Equity Shareholders (INR in Lakhs)	(97.04)	(47.19)
Weighted Average Number of Equity Shares (Nos. in Lakhs)	1,937.50	193.75
Basic and Diluted Earnings Per Share (INR)	(0.05)	(0.24)
Face value per Share (INR)	10.00	10.00

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 36 - Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Non-Current Financial Assets		
Loans	-	-
Others	1.47	1.47
Current Financial Assets		
Trade receivables	3,482.77	4,606.18
Cash and Cash Equivalnets	1,201.16	4,185.19
Other bank balances	-	-
Loans	745.47	1,308.96
Others	487.83	1,008.28
Total	5,918.69	11,110.08

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 37 - Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Non-Current Financial Liabilities		
Borrowings	2.82	3.87
Current Financial Liabilities		
Borrowings	4,274.49	10,860.11
Trade Payable	1,494.25	575.63
Other Financial Liabilities	74.47	441.80
Total	5,846.03	11,881.41

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

Note 38 - Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Financial Assets		
Investments	-	4.45
Foreign currency forward and options contracts	-	-
Total	-	4.45

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level -1 of Fair Value Hierarchy as per the Ind-AS 113.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 39 - Financial Liabilities at Fair Value Through Profit or Loss

The carrying value of the following financial liabilities recognised at fair value through profit or loss:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Financial Liabilities		
Other Financial Liabilities	74.47	441.80
Total	74.47	441.80

Note: The above other financial liabilities includes Foreign Currency Forward and Options Contracts and Liability for Corporate Guarantee. Only observable inputs directly and indirectly are available to recognise the same at fair value, accordingly fair value measurement is done considering the Level -2 of Fair Value Hierarchy as per the Ind-AS 113.

Note 40 - Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations directly or indirectly. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk :

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost.	Aging analysis and Credit ratings	Diversification of bank deposits and credit limits
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market Risk - interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest rate swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. The Company is in the business of Shop activities. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each reEquipping date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reEquipping date is the carrying value of each class of financial assets disclosed in Note 15.

On account of adoption of Ind-AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts as stated in balance sheet except for balances of subsidiary company. The Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in the liquidity table below.

Liquidity Risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans, preference shares and unsecured loans. The Company has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Company believes that the working capital is sufficient to meet its current requirements.

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2019 & March 31, 2018

Particulars	(INR in Lakhs)		
	Less than 1 Years	1 to 5 years	Total
Year ended March 31, 2019			
Secured Loans	43.11	77.29	120.40
Unsecured Loans	2,411.84	1,819.54	4,231.38
Trade Payables	1,494.25	-	1,494.25
Others	74.47	-	74.47
Year ended March 31, 2018			
Secured Loans	42.71	445.67	488.38
Unsecured Loans	9,454.55	1,362.85	10,817.40
Trade Payables	575.63	-	575.63
Others	-	-	-

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates (LIBOR)

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Variable Rate Borrowing	2.50	2.45
Fixed Rate Borrowing	0.75	1.30
Total	3.25	3.75

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that Equipmention of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase/ Decrease in basis points	(INR in Lakhs)
		Effect on Profit before Tax
March 31, 2019	+ 1%	(44.28)
	- 1%	(43.43)
March 31, 2018	+ 1%	(41.40)
	- 1%	(40.61)

Foreign Currency Fluctuation Risk

The Company exposure to Foreign Currency risk at the end of reporting period expressed in INR as follows:

	(INR In Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Financial Assets		
Trade Receivables	1,852.53	3,662.34
Cash & Cash Equivalent	-	2,935.27
Net Exposure to Foreign currency Risk Assets	1,852.53	6,597.61
Financial Liabilities		
Borrowings	2,411.84	9,454.55
Other Financial Liabilities	1,468.58	3,831.51
Net Exposure to Foreign currency Risk Liability	3,880.42	13,286.06
Foreign Currency Sensivity	(2,027.90)	(6,688.45)

Equity price risk

The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as previous GAAP carrying value (i.e. cost of acquisition). The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Company.

Note 41 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of the share and to reduce the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company can adjust the dividend payment to shareholders, issue new shares, etc. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

Particulars	(INR In Lakhs)	
	March 31, 2019	March 31, 2018
A) Debt		
Borrowings (Current and Non-Current)	4,351.78	11,305.78
Debt (A)	4,351.78	11,305.78

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Particulars	(INR In Lakhs)	
	March 31, 2019	March 31, 2018
B) Equity		
Equity share capital	1,992.70	1,992.70
Other Equity	1,358.23	1,447.61
Total Equity (B)	3,350.93	3,440.31
Gearing Ratio (Debt / Capital) i.e. (A / B)	129.87%	328.63%

Note 42 - Contingent Liabilities not Provided for:

Particulars	(INR In Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Disputed Liabilities under MVAT Act 2002 for AY 2013-14	41.44	41.44
Disputed Liabilities under MVAT Act 2002 for AY 2013-14	13.32	-
Disputed Liabilities under Income Tax Act 1961 for AY 2015-16	-	95.05
Total	54.76	136.49

Note 43 : Segment Information:

Information about Primary Business Segment

The Company has identified business segments as its primary segment. The Company is engaged in Trading of FMCG Goods & related activities during the year, consequently the Company have separate reportable business segment for the year ended March 31, 2019.

Year ended March 31, 2019	(INR in Lakhs)		
	TEA	FMCG	Total
Revenue	669.06	14,000.48	14,669.54
Expenses	690.24	14,094.94	14,785.18
Other Income	8.18	94.92	103.10
Segment Profit	(13.00)	0.46	(12.54)
Less : Unallocable Expenses			29.93
Profit Before Tax			(42.47)
Tax Expenses			54.56
Profit after Tax			(97.03)

Year ended March 31, 2018	(INR in Lakhs)		
	TEA	FMCG	Total
Revenue	639.14	14,189.64	14,828.78
Expenses	644.11	14,459.55	15,103.66
Other Income	7.84	248.66	256.50
Segment Profit	2.87	(21.25)	(18.38)
Less : Unallocable Expenses			21.14
Profit Before Tax			(39.52)
Tax Expenses			7.67
Profit After Tax			(47.19)

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 44 - Related Party Disclosure

i) Relationship

Description of relationship	Names of Related Parties
Subsidiary Company (100% wholly owned)	Lykis Marketing Pvt. Ltd.
Enterprises over which key Managerial personnel are able to exercise significant influence	Lykis Packaging Pvt. Ltd. Spectra International Ltd. Lykon Foods Pvt. Ltd. Pragati Aerosols Pvt. Ltd.
Chairman	Vijay Kishanlal Kedia
Key Managerial Personnel	Prince Tulsian (Managing Director) Sunil Chadraprakash Purohit (Chief Financial Officer) Neha Mankame (Company Secretary)
Relative of Key Managerial Person Mr. Prince Tulsian	Priyanka Tulsian Sonam Tulsian

Notes:

- The list of related parties above has been limited to entities with which transactions have taken place.
- Related party transactions have been disclosed till the time the relationship existed.

ii) Transaction with Related Parties during the year

Particulars	(INR in Lakhs)	
	For the year Ended March 31, 2019	For the year Ended March 31, 2018
Directors Remuneration and Salary		
Managing Director's Remuneration	7.20	7.20
Chief Executive Officer's Remuneration	-	29.23
Chief Financial Officer's Remuneration	10.60	14.45
Company secretary Remuneration	4.29	-
Remuneration to Relatives of Key Managerial Person	21.39	7.80
Professional Fee to Relatives of Key Managerial Person	-	33.01
	43.48	91.69
Sitting Fees and Reimbursement of Conveyance	0.90	-
Total	0.90	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Particulars	(INR in Lakhs)	
	For the year Ended March 31, 2019	For the year Ended March 31, 2018
Revenue from Operations		
Lykis Marketing Private Limited	15.07	309.60
	15.07	309.60
Interest Income on Loan given		
Others	-	18.46
	-	18.46
Rent Expenses		
Others	56.16	56.17
	56.16	56.17
Purchases		
Lykis Marketing Private Limited	41.80	-
Others	1,322.51	2,345.79
	1,364.31	2,345.79
Loans and Advances Given		
Key Managerial Person	-	4.44
Others	20.48	509.99
	20.48	514.43
Loans and Advances Repaid		
Others	847.11	-
	847.11	198.00
Loans and Advance Received		
Unsecured Loans	174.78	198.00
	174.78	198.00
Repayment of Loans and Advance		
Unsecured Loans	30.00	-
	30.00	-
Purchase/ Subscription of Investments		
Others	2.00	239.11
	2.00	239.11
Trade Advance (Given)		
Others	684.41	287.51
	684.41	287.51
Development charges		
Others	-	9.66
	-	9.66

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

iii) Balance with Related Parties:

Particulars	(INR in Lakhs)	
	Balances as at March 31, 2019	Balances as at March 31, 2018
Loans and Advances Given		
Subsidiaries	-	-
Key Managerial Personnel	-	55.32
Others	1,069.84	1,174.91
	1,069.84	1,230.23
Trade Receivables		
Subsidiaries	1,598.57	-
Others	446.08	-
	2,044.65	-
Loans Payable (Unsecured)		
Others(Directors)	819.60	679.76
	819.60	679.76
Investments		
in Subsidiaries	19.99	19.99
in Others	65.83	487.08
	85.82	507.07
Trade Advance given		
Others	217.01	1,311.61
	217.01	1,311.61

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

Place : Kolkata
May 29, 2019

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LYKIS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Lykis Limited ("the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2019, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated 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 consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 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 consolidated state of affairs of the Group as at March 31, 2019, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) 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 Consolidated Financial Statements section of our report. We are independent of the Group 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 consolidated 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 consolidated financial statements.

Key Audit Matters

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

Sr. No.	Key Audit Matter	Auditor's Response
1	Loss on Sale of Investments(Long Term) During the F.Y 2018-19 Company has incurred losses Of ₹ 198.25 lacs on sales of investment held in their associate Company i.e Lykis Confectioners Pvt Ltd Refer Note No. 34	Principal Audit Procedures We have verified the documents & records relating to sale of investments
2	Sundry Balance written off During the F.Y 2018-19 Company has written off ₹ 42.74 lacs for advances & receivable which are not recoverable. Refer Note No. 34	Management have identifies the advances & Receivable which are not recoverable. We have taken the list of parties from management & checked the respective parties ledger of amount written off.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure's to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other

information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, 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 ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

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

Other Matter

We did not audit the financial statements /information of subsidiary whose financial statements/information reflect total assets of ₹ 171.38 Lacs and net assets of ₹ (1437.03)lacs as at 31 March, 2019, total revenues of ₹ 118.97 lacs total comprehensive Income ₹ (152.44) lacs and net cash outflow amounting to ₹ 4.88 lacs for the year ended on that date, as considered in the consolidated Ind AS financial statements, These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors. Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

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 of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements
 - d) In our opinion, the aforesaid consolidated 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 of the Company as on March 31, 2019 taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the

reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India 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 and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein
- 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 Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - b. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - c. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

For **SANJAY P AGARWAL & ASSOCIATES**
Chartered Accountants
Firm Registration No.:325683E

(Sanjay Agarwal)
Partner
(Membership No.062218)

Place: Kolkata
Date: 29/05/2019

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Lykis 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")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of LYKIS LIMITED (hereinafter referred to as "Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 ("the 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 the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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 and its subsidiary companies, which are companies incorporated in India.

Meaning of Internal Financial Controls Over Financial Reporting

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, 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 respective companies 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 **SANJAY P AGARWAL & ASSOCIATES**

Chartered Accountants
Firm Registration No.:325683E

(Sanjay Agarwal)

Partner

(M. No. 062218)

Place: Kolkata

Date: 29/05/2019

CONSOLIDATED BALANCE SHEET as at March 31, 2019

Particulars	Note No.	(INR in Lakhs)	
		As at March 31, 2019	As at March 31, 2018
I ASSETS			
1. Non Current Assets			
(a) Property, Plant and Equipment	5	1,299.35	1,351.44
(b) Capital Work-In-Progress	5	131.87	78.83
(c) Intangible Assets	6	0.79	1.32
(d) Financial Assets		-	-
(i) Investments	7	9.50	15.09
(ii) Loans		-	-
(iii) Others	8	1.47	1.47
(e) Income Tax Assets (Net)	9	208.61	183.63
(f) Deferred Tax Assets (Net)		-	20.57
(h) Other Non Current Assets		-	-
		1,651.58	1,652.35
2. Current Assets			
(a) Inventories	10	472.48	813.22
(b) Financial Assets		-	-
(i) Investments	11	-	4.45
(ii) Trade Receivables	12	1,885.41	3,004.21
(iii) Cash and Cash Equivalents	13	1,235.57	4,224.49
(iv) Loans	14	745.47	1,309.17
(v) Others	15	491.13	1,013.48
(c) Other Current Assets	16	3,234.87	5,354.79
		8,064.93	15,723.81
Total Assets		9,716.51	17,376.16
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	17	1,992.70	1,992.70
(b) Other Equity	18	(158.66)	(329.33)
		1,834.04	1,663.37
Minority Interest		(0.72)	(0.64)
LIABILITIES			
1. Non Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	19	2.82	3.87
(ii) Deferred Income	20	34.12	-
(b) Deferred Tax Liabilities (Net)	21	11.89	7.00
		48.83	10.87
2. Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	22	4,275.49	10,861.11
(ii) Trade Payable	23	1,494.53	637.47
(iii) Other Financial Liabilities	24	74.47	450.30
(b) Other Current Liabilities	25	1,767.17	3,479.06
(c) Provisions	26	45.53	95.93
(d) Current Tax Liabilities (Net)	27	177.16	178.69
		7,834.35	15,702.56
Total Equity and Liabilities		9,716.51	17,376.16
Summary of Significant Accounting Policies	2-4		
The notes referred to above are an integral part of the financial statements			

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

Place : Kolkata
May 29, 2019

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

CONSOLIDATED STATEMENT OF PROFIT AND LOSS for the year ended March 31, 2019

Particulars	Note No.	(INR in Lakhs)	
		For the year ended March 31, 2019	For the year ended March 31, 2018
I Revenue			
Revenue from Operations (Including Excise Duty)	28	14,732.09	14,825.45
Other Income	29	105.95	271.55
Total Income		14,838.04	15,097.00
II Expenses			
Purchases of Stock in Trade		11,564.63	12,916.76
Cost of Material Consumed (Green Leaf)		162.19	140.34
Change in Inventories of Finished Goods/Work-in-progress/ Stock in Trade	30	336.26	(334.80)
Employee Benefits Expenses	31	424.40	509.11
Finance Costs	32	216.66	491.88
Excise Duty		-	0.49
Depreciation and Amortization Expenses	33	68.59	47.90
Other Expenses	34	2,232.26	1,696.83
Total Expenses		15,005.00	15,468.51
III Profit before tax (I- II)		(166.96)	(371.51)
IV Less: Tax Expense:	27	-	-
Current Tax		49.67	11.13
MAT Credit Entitlement		-	-
Deferred Tax		25.46	(24.03)
Total Tax Expense		75.13	(12.90)
V Profit for the Year (III-IV)		(242.09)	(358.61)
VI Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Re-measurement gains/ (losses) on defined benefit obligations			
Tax Effect on above			
Other Comprehensive Income for the year, net of tax		-	-
VII Total Comprehensive Income for the year (V+VI) (Comprising Profit and Other Comprehensive Income for the year)		(242.09)	(358.61)
VIII Earnings Per Equity Share (Face Value INR 10 Per Share):	35		
Basic and Diluted (INR)		(0.12)	(1.85)
Summary of Significant Accounting Policies	2-4		

The notes referred to above are an integral part of the financial statements

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

Place : Kolkata
May 29, 2019

CONSOLIDATED CASH FLOW STATEMENT for the year ended March 31, 2019

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
A. Cash Flow from Operating Activities		
Net Profit Before Tax	(166.96)	(371.50)
Adjustments:		
Depreciation and Amortization of Property, Plant and Equipment	68.59	47.37
Amortisation and Impairment of Intangible Assets	-	0.53
Transferred To Investment Allowance Reserve	-	4.32
Decrease in Deferred Tax Liability	-	(3.46)
Loss on Sale of property, plant and equipment (net)	(0.34)	0.25
Loss/ (Profit) on Sale of Current Investments (net)	198.25	9.51
Reversal of Provision for Diminution in Value of Current Investments	-	(116.40)
Exchange Fluctuation (Gain)/ Loss on Loan	78.06	(123.58)
Finance Income (including Fair Value Change in Financial Instruments)	-	(3.17)
Provision/ (Reversal of Provision) for Loss Allowance on Trade Receivables	106.99	183.20
Provision for Expenses	11.84	-
Dividend Income	(1.88)	(4.45)
Fees on Guarantee given on behalf of the Subsidiary Company	-	(7.69)
Finance Costs (Including Fair Value Change in Financial Instruments)	216.29	491.88
Subsidy from Government - Tea Division	(4.76)	-
Interest Income	(58.62)	-
Operating cash flows before working capital changes	447.47	106.81
Decrease/ (Increase) in Inventories	340.74	(333.20)
Decrease/ (Increase) in Trade receivables	1,118.80	(67.97)
Decrease/ (Increase) in Current Loans & Advances	563.70	(886.20)
Decrease/ (Increase) in Non-Current Loans	(1.05)	-
Decrease/ (Increase) in Income Tax Asset	(208.60)	-
Decrease/ (Increase) in Non-Current Financial Assets - Others	-	(244.61)
Decrease/ (Increase) in Financial Assets - Other	522.35	(0.31)
Decrease/ (Increase) in Other Current Assets	2,119.92	(2,520.80)
Increase/ (Decrease) in Trade Payables	857.06	254.57
Increase/ (Decrease) in Current Financial Liabilities - Other	(375.83)	359.00
Increase/ (Decrease) in Other Current Liabilities	(1,711.89)	3,013.70
Increase/ (Decrease) in Non-Current Provisions	-	-
Increase/ (Decrease) in Current Provisions	(50.40)	(4.41)
Increase/ (Decrease) in Deffered Tax Liabilities	15.68	-
Cash generated from operations	3,637.94	(323.42)
Income taxes paid	76.19	-
Net cash flow from operating activities	3,561.75	(323.42)
Less : Finance cost paid	-	486.66
Net cash flow(Used in) from operating activities (A)	3,561.75	163.24

CONSOLIDATED CASH FLOW STATEMENT for the year ended March 31, 2019 (Contd.)

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
B. Cash Flow from Investing Activities		
Purchase or construction of property, plant and equipment (including capital work-in-progress and capital advances)	(70.39)	(107.98)
Proceeds from/ (Investment in) fixed deposits (net)	-	(4.41)
Proceeds from/ (Investment in) Other Bank Balances	-	-
Proceeds from Investment	4.45	-
Proceeds from sale of property, plant and equipment	2.60	-
Purchase or construction of Investment Properties	-	-
Proceeds from Sale of Investments	223.00	-
Interest Received	42.75	116.40
Dividend Received	(1.88)	4.45
Net cash flow from/ (used in) investing activities (B)	200.53	8.46
C. Cash Flow from Financing Activities		
Proceeds from public issue of shares	-	-
Proceeds from securities premium (net of QIP expenses)	-	-
Proceeds from Government Grant	38.90	-
Proceeds from/ (Repayment of) Non-Current Borrowings (net)	(1.05)	(0.96)
Increase / (Decrease) in Current Borrowings	(6,585.62)	2,332.75
Finance Costs	(203.43)	-
Net cash flow from financing activities (C)	(6,751.20)	2,331.79
Net cash Increase/(decrease) in cash and cash equivalents (A+B+C)	(2,988.92)	2,503.49
Cash and cash equivalents at the beginning of the year (Refer Note 16)	4,224.49	1,721.00
Cash and cash equivalents at the end of the year (Refer Note 16)	1,235.57	4,224.49
Net cash Increase/(decrease) in cash and cash equivalent	(2,988.92)	2,503.49
The notes referred to above are an integral part of the financial statements.	0.00	(0.00)

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)
Partner
Mem. No. 062218

Place : Kolkata
May 29, 2019

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

Note 1. STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019
A. Equity Share Capital (Equity shares of INR 10 each issued, subscribed and fully paid)

Particulars	Amount in Lakhs
Balance as at the April 1, 2018	19,927.00
Changes in equity share capital during the year 2018-19	-
Balance at the March 31, 2019	19,927.00

B. Other Equity

Particulars	Note No.	Reserve and Surplus			Total Other Equity
		General Reserve	Development Rebate Reserve	Retained Earnings	
Balance at the April 1, 2018		1.76	0.13	(1,561.61)	(329.33)
Total Comprehensive income for the year		-	-	(242.09)	(242.09)
Profit for the year		-	-	-	-
Other Comprehensive Income		-	-	-	-
Contribution during the Year	22	-	-	-	-
Agricultural Income Tax Paid	22	-	-	-	-
Less- Adjustments		-	-	(0.33)	(0.33)
Balance as at March 31, 2019	22	1.76	0.13	(1,804.03)	(571.75)

BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

Note 2. General Corporate Information

As on March 31, 2019, Your Company has one subsidiary Company and two associate Company.

Sl. No.	Name of the Company	Holding/Subsidiary/Associate Company	% of the Shares held
1.	Lykis Marketing Pvt. Ltd.	Wholly Owned Subsidiary	99.50%
2.	Lykis Packaging Pvt. Ltd.	Associate Company	41.23%
3.	Lykon Foods Pvt. Ltd.	Associate Company	36.67%

Note 3 Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied in all material respect for all the years presented, unless otherwise started.

(i) Compliance with Ind-AS

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (INDAS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended).

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values.

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

(ii) Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

3.1 Revenue recognition

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

As the recovery of excise duty flows to the Company on its own account, revenue includes excise duty.

However, Goods and Service Tax (GST)/ value added tax (VAT) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

The specific recognition criteria described below must also be met before revenue is recognised.

- **Sale of goods**

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Excise duty paid for captive consumption of goods, where CENVAT credit is not available, is shown as excise expense.

Income from export incentives such as duty drawback and premium on sale of import licenses and lease license fee are recognised on accrual basis.

- **Interest income**

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

- **Other Income**
Other income is recognised when no significant uncertainty as to its determination or realisation exists.
- **Dividend**
Dividend income is recognised when to right to receive payment has been established.
- **Trade Receivable, Trade Payables & Advances to vendors**
Trade receivable, trade payables & advances made to the vendors in the course of business are subject to balance confirmation.

3.2 Foreign Currency Transaction and Translation

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 Rupees, which is the Company's functional and presentation currency.

ii. Transactions and Balances

In preparing the financial statements transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items are measured at historical cost. Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise. Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in the statement of profit and loss for the period. Exchange differences arising on retranslation on non-monetary items carried at fair value are included in statement of profit and loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in other comprehensive income.

3.3 Taxes

Tax expenses comprise of current and deferred tax.

Current income tax

- a. Current tax is measured at the amount expected to be paid on the basis of reliefs and deductions available in accordance with the provisions of the Income Tax Act, 1961. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- b. Current tax items are recognised in correlation to the underlying transaction either in P&L, OCI or directly in equity.

Deferred tax

- a. Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.
- b. Deferred tax liabilities are recognised for all taxable temporary differences.
- c. 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, the carry forward of unused tax credits and unused tax losses can be utilized.
- d. 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 utilized. 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.
- e. 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.
- f. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

- g. 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.
- h. The Company recognizes tax credits in the nature of MAT credit as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the specified period, i.e., the period for which tax credit is allowed to be carried forward. In the year in which the Company recognizes tax credits as an asset, the said asset is created by way of tax credit to the Statement of Profit and Loss.

3.4 Property, Plant and Equipment

Under the previous GAAP (Indian GAAP), fixed assets (including Capital work in progress) are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price, borrowing costs, if capitalisation criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use. The Company has elected to regard previous GAAP carrying values of property as deemed cost at the date of transition to IND AS.

Capital Work in progress included in PPE is stated at cost, net accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term constructions projects if the recognition criteria is met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Borrowing cost relating to acquisition/construction of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Depreciation is calculated on WDV basis over the estimated useful life of the assets as prescribed under Part C of Schedule II of the Companies Act, 2013 except for the assets mentioned below for which useful lives estimated by the management. The identified component of fixed assets are depreciated over the useful lives and the remaining components are depreciated over the life of the principal assets.

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Further, the Company evaluated the useful life of certain components of Plant and Machinery, the impact of which is not material. Assets costing ₹ 5,000 or less are fully depreciated in the year of purchase.

3.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in profit and loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expenses on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. Gains or losses arising from de recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

The Company has elected to regard previous GAAP carrying value of Intangible Assets as deemed cost at the date of transition to IND AS.

3.6 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

General borrowing costs are capitalised at the weighted average of such borrowings outstanding during the year.

3.7 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

For arrangements entered into prior to 1st April, 2015, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a Lessee. A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease.

Finance leases are capitalised at the commencement of the lease at the inception date fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalized in accordance with the Company's general policy on the borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except the case where incremental lease reflects inflationary effect and lease expense is accounted in such case by actual rent for the period.

3.8 Inventories

Inventories are valued as under:

a. Raw Materials, Packing Materials And Stores & Spares:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis. Due provision for obsolescence is made.

b. Finished Goods & Work In Progress:

At cost or net realizable value, whichever is lower. Cost is determined on absorption basis. Due provision for obsolescence is made.

c. Stock-In-Trade:

Valued at lower of cost or net realizable value and for this purpose cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

3.9 Earnings Per Share (EPS)

- **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.

- **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.

3.10 Impairment of financial assets & non-financial assets

a. Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in the Statement of Profit and Loss.

b. Non-financial assets

Intangible assets and Property, Plant and Equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior year.

Impairment is determined for goodwill by assessing the recoverable amount of each Cash Generating Unit (i.e. CGU) (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at year end at the CGU level, as appropriate and when circumstances indicate that the carrying value may be impaired.

3.11 Provisions, Contingent Liabilities and Contingent Assets

- a) Provisions are recognised when the Company has present obligation (legal or constructive) as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

Contingent Liabilities are disclosed by way of notes to Financial Statements. Contingent assets are not recognised in the financial statements but are disclosed in the notes to the financial statements where an inflow of economic benefits is probable. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability.

3.12 Financial instruments

Initial recognition and measurement:

The Company recognizes a financial asset in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial assets are recognized initially at fair value, plus in the case of financial assets not

recorded at fair value through profit or loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset.

Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 inputs as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain in the Statement of Profit and Loss only to the extent the such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

However trade receivables that do not contain a significant financing component are measured at transaction price.

3.13 Investments and other financial assets

(i) Classification

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

- (1) Those to be measured subsequently at fair value (either through other comprehensive income or through the Statement of Profit and Loss); and
- (2) Those measured at amortised cost.

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

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and 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. The Company classifies its debt instruments into following categories:

(1) 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. Interest income from these financial assets is included in other income using the effective interest rate method.

- (2) Fair value through other comprehensive Income: Assets that do not meet the criteria for amortised cost are measured at fair value through Other Comprehensive Income. Interest income from these financial assets is included in other income.

Equity instruments:

The Company measures its equity investment other than in subsidiaries, joint ventures and associates at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains and losses on specific equity investments in other comprehensive income (Currently no such choice made), there is no subsequent reclassification, on sale or otherwise, of fair value gains and losses to the Statement of Profit and Loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Company transfers its contractual rights to received cash flows of the financial assets and has substantially transferred all the risk and rewards of ownership of the financial assets;

- iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligations to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial assets, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On De-recognition of a financial asset (except as mentioned in ii above for financial assets measured a FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Financial liabilities:

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

3.14 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.15 Cash flow statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any 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.

4. Use of estimates and critical accounting judgments

4.1 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. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in (Note 1.4). Accounting estimates could change from period to period.

Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of the changes in circumstances surrounding the estimates.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

4.2 Critical estimates and judgments

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

This note provides an overview of the areas that involved a higher degree of judgment or complexity and 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 judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgment are:

Estimation of current tax expenses – (Refer Note)

Government grant – (Refer Note)

4.3 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value as per IND AS 113 at each balance sheet date. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2— Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 5 - Property, Plant and Equipment

Particulars	(INR in Lakhs)										
	Land	Building	Roads & Bridges	Plant and Machinery	Computer	Furniture and Fixtures	Vehicles	Office Equipments	Electrical Installations	Total	Capital Work-in Progress
Gross Carrying Amount as at April 1, 2018	1,005.19	162.95	22.78	452.95	45.93	0.85	47.21	21.35	53.00	1,812.21	78.83
Additions / Transfer	-	-	-	4.43	8.21	-	3.00	1.72	-	17.36	53.04
Disposals	-	-	-	-	-	-	-	(2.27)	-	(2.27)	-
As at March 31, 2018	1,005.19	162.95	22.78	457.38	54.14	0.85	50.21	20.80	53.00	1,827.30	131.87
Accumulated depreciation as at April 1, 2018	-	97.53	19.94	232.87	41.17	0.62	31.04	13.45	23.68	458.34	-
Depreciation charge during the year	-	4.17	-	50.32	4.33	0.05	3.66	2.45	2.94	67.92	-
Accumulated depreciation on deletions	-	-	-	(0.85)	-	-	-	-	-	(0.85)	-
As at March 31, 2019	-	101.70	19.94	282.33	45.50	0.67	34.70	16.37	26.62	525.41	-
Net carrying amount as at March 31, 2019	1,005.19	61.25	2.84	175.05	8.62	0.18	15.51	4.33	26.38	1,299.35	131.87
Net carrying amount as at March 31, 2018	1,005.19	65.42	2.84	220.08	4.75	0.23	16.17	7.33	29.32	1,351.33	131.87

Deemed cost exemption

1 Para 27AA of Ind AS 101 provides that on transition to Ind As, the group has elected to continue with the carrying value of all of its property, plant and equipment measured as per the previous I GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

1 Asset under construction

Capital Work-in Progress as at March 31, 2018 is INR 131.87 Lakhs

2 Property, Plant and Equipments pledged/ mortgaged as security

All Property, Plant and Equipment are subject to a first charge/ collateral to secure the loans taken by the Company.

3 Gross carrying amount of Land includes certain plots having gross block value of INR 1005.19 lakhs (March 31, 2018: INR 1005.19 lakhs) situated at different locations.

4 Gross carrying amount of Motor Vehicles includes certain Motor Vehicles having gross block value of INR 47.21 (March 31, 2018: INR 50.21 lakhs).

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 6 - Intangible Assets

	(INR in Lakhs)	
Trade Marks	As at March 31, 2019	As at March 31, 2018
Gross Carrying Amount	2.54	2.54
Additions	-	-
Disposals	-	-
Closing Gross Carrying Amount	2.54	2.54
Accumulated amortisation and impairment		
Opening Accumulated Depreciation	1.22	1.22
Amortisation charge during the year	0.53	-
Disposals	-	-
Closing Accumulated Depreciation	1.75	1.22
Net Carrying Amount	0.79	1.32

Notes:

Intangible assets in case of trademarks are amortised on straight-line basis over a period of 3 years, based on management's estimate. The amortisation period and the amortisation method are reviewed at the end of each financial year.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 7 - Non-Current Financial Assets - Investments

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Investments - Unquoted Equity Instruments		
10,000 (March 31, 2018: 10,000) Equity Shares of Nakamichi Securities Limited of INR 10 each fully paid up	1.00	1.00
Nil (March 31, 2018 2002500) Equity Shares of Lykis Confectioners Limited of INR 10 each fully paid up	-	-
500,000 (March 31, 2018: 500,000) Equity Shares of Lykis Packaging Private Limited of INR 10 each fully paid up	-	-
Nil (March 31, 2018: 2,50,000) Equity Shares of Lykis Soaps Private Limited of INR 10 each fully paid up	-	-
73,339 (March 31, 2018: 73,339, April 1, 2016: Nil) Equity Shares of Lykon Foods Private Limited of INR 10 each fully paid up	-	7.59
Nil (March 31, 2018: 19,80,000) Equity Shares of Lyfresh Private Limited of INR 10 each fully paid up	-	-
65,000 (March 31, 2018: 65,000) Equity Shares of Lykis Herbals Private Limited of INR 10 each fully paid up	6.50	6.50
	-	-
Investment carried at cost - In Subsidiaries*	-	-
1,99,900 (March 31, 2018: 1,99,900) Equity Shares of Lykis Marketing Private Limited of INR 10 each fully paid up	-	-
	-	-
Investment carried at Cost - In LLP	-	-
Dhrolia LLP	2.00	-
	-	-
Total	9.50	15.09

* Cost of investments includes INR 9.5 Lakhs (March 31, 2018: INR 15.09)

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 8 - Non-Current Financial Assets - Loans

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Carried at amortised cost		
Security Deposits		
VAT and CST Deposit		
Fixed Deposits with Banks with a maturity period more than 12 months [under lien against bank guarantee and loans from banks]	1.47	1.47
Total	1.47	1.47

Note 9 - Income Tax Assets (Net):

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Income tax assets	208.61	183.63
Less: Provision for Tax	-	
Total	208.61	183.63

Note 10 - Inventories

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Finished Goods		
Finished Goods (FMCG)	-	223
Tea (At net relizable value)	29.29	39.28
FMCG Products (At cost)	340.98	456.96
Greenleaf	1.12	0.55
Nursery Plants (At net relizable value)	66.06	64.36
Store, Spare Parts and Consumables	35.03	28.87
Total	472.48	813.22

Note 11 - Current Financial Assets - Investments

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Other Investments		
Investment in Mutual Funds - Quoted		
Nil (as at March 31, 2018: 38.555) units ICICI Prudential Flexible Income Plan	-	4.45
Investments carried at fair value through profit or loss		
Total	-	4.45

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 12 - Current Financial Assets - Trade Receivables

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured		
Considered Good	1,885	3,004.21
Considered Doubtful	31.70	66.52
	1,917	3,070.73
Less: Allowances for credit losses	31.70	66.52
Total	1,885.41	3,004.21

Note 13 - Current Financial Assets - Cash and Cash Equivalents

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Bank Balances		
- In current accounts	261.59	3,274.62
- In fixed deposits with maturity of less than 3 months	950.89	921.59
Cash on Hand	23.08	28.28
Total	1,235.57	4,224.49

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the applicable short-term deposit bank rates.

Note 14 - Current Financial Assets - Loans and Advances

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good		
Advances to Employees	37.76	90.43
Loan to Subsidiary Company	-	-
Loan to Others	244.92	510.32
Other Advances	462.79	708.42
Total	745.47	1,309.17

Note 15 - Current Financial Assets - Others

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Unsecured, considered good		
Security Deposits	17.17	19.07
Incentive Receivable	473.96	994.41
Total	491.13	1,013.48

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 16 - Other Current Assets

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Accrued Income on Term Deposits	15.87	29.76
Advance Payment to Vendors	2,784.64	3,653.85
Balance with Government Authorities:		
- Service Tax Receivables	-	55.43
- GST Receivables	352.32	1,050.06
- VAT Receivables	51.52	89.09
Other Receivable	14.74	474.75
Prepaid Expenses	15.79	1.85
Total	3,234.86	5,354.79

Note 17 - Share Capital

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Authorised Capital		
2,00,00,000 (March 31, 2018: 2,00,00,000) Equity Shares of INR 10 each	2,000.00	2,000.00
	2,000.00	2,000.00
Issued, Subscribed and Paid up Capital		
1,93,75,155 (March 31, 2018: 1,93,75,155) Equity Shares of INR 10 each fully paid up	1,937.52	1,937.52
Add: Forfeited Shares	55.18	55.18
Total	1,992.70	1,992.70

**(a) Terms / rights attached to:
Equity Shares**

The Company has one class of equity shares having a par value of INR 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their share holding.

**(b) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year
Equity Shares:**

Particulars	Year Ended March 31, 2019		Year Ended March 31, 2018	
	Number of Shares (in Lakhs)	Amount (INR in Lakhs)	Number of Shares (in Lakhs)	Amount (INR in Lakhs)
Balance as at the Beginning of the year	193.75	1,937.52	193.75	1,937.52
Add: Shares issued during the year	-	-	-	-
Add: Forfeited Shares	5.52	55.18	5.52	55.18
Balance as at the end of the year	199.27	1,992.70	199.27	1,992.70

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

(c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

Equity Shares

Shares held by	As at March 31, 2019		As at March 31, 2018	
	Number of Shares (in Lakhs)	%	Number of Shares (in Lakhs)	%
Vijay Kishanlal Kedia	41.83	20.99%	32.34	16.23%
Nazim S Charania	29.99	15.05%	29.99	15.05%
Kedia Securities Pvt.Ltd.	24.79	12.44%	24.79	12.44%
Salim Anwarali Kamani	24.41	12.25%	24.41	12.25%
Sajid Umedali Dhrolia	23.59	11.84%	23.59	11.84%
Vighnhar Holdings Pvt. Ltd.	20.00	10.04%	20.00	10.04%
Pawan Kumar Gupta	-	0.00%	-	0.00%

Note 18 - Other Equity

Particulars	As at March 31, 2019	As at March 31, 2018
General Reserve	1.76	1.76
Development Rebate Reserve	0.13	0.13
Revaluation Reserve	10.76	10.76
Investment Allowance Utilised Reserve	48.57	48.57
Securities Premium Reserve	1,171.06	1,171.06
Retained Earnings	(1,334.33)	(1,089.27)
Less Adjustments	(57.33)	472.34
Less Minority Interest	0.72	-
Total	(158.66)	(329.33)

(i) General Reserve:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	1.76	1.76
Add : Additions during the year	-	-
Balance as at the end of the year	1.76	1.76

(ii) Development Rebate Reserve:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	0.13	0.13
Add : Additions during the year	-	-
Balance as at the end of the year	0.13	0.13

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

(iii) Revaluation Reserve

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	10.76	10.76
Add : Additions during the year	-	-
	-	-
Balance as at the end of the year	10.76	10.76

(iv) Investment Allowance Utilised Reserve

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	48.57	44.25
Add : Contribution during the year	-	4.32
Balance as at the end of the year	48.57	48.57

(v) Securities Premium Reserve

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	1,171.06	1,171.06
Add : Additions during the year	-	-
Balance as at the end of the year	1,171.06	1,171.06

(vi) Retained Earnings

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Balance as at the beginning of the year	(1,089.26)	(761.62)
Add: Profit for the year	(249.48)	(358.60)
Add: Items of Other Comprehensive Income recognised directly in Retained Earnings	-	31.28
Re-measurement gains/ (losses) on defined benefit obligations (net of tax)	-	-
Add: Income tax Provision of A.Y 2016-17 is Write back	8.49	-
Less: Agriculture Income Tax paid for earlier year	(0.83)	(0.33)
Less: Closing Stock Profit	(3.24)	-
Balance as at the end of the year	(1,334.33)	(1,089.27)

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 19 - Non-Current Financial Liabilities - Borrowings

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Secured Term Loans* (Refer Note (a) below)		
Ruppee Term Loans from Banks	-	-
From Indian Bank - Car Loan - secured by hypothecation of vehicles	2.82	3.87
Total Non-Current Borrowings	2.82	3.87

* Net of Current maturities of long-term debts and Interest accrued, which are included in Note 28

Note 20 - Non-Current Financial Liabilities - Deferred Income

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Government Grant on Fixed Assets	34.12	-
Total Deferred Income	34.12	-

Note 21 - Deferred Tax Liabilities (Net)

The major components of deferred tax Liabilities/ (Assets) as recognized in the financial statements are as follows:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Deferred Tax Liabilities/ (Assets) arising on account of timing differences in:		
Property, Plant and Equipment including Intangible Assets - Depreciation	13.76	7.00
Gratuity	(0.13)	-
Leave Entitlement	-	-
Financial Instruments - Borrowings	-	-
Allowances for credit losses - Trade Receivables	(1.74)	-
Deferred Tax Liabilities (net)	11.89	7.00

Movement in Deferred Tax Liabilities/ (Assets)

Particular	Depreciation	Gratuity	Leave Entitlement	Allowance for Debtors	Borrowings
As at March 31, 2018	7.00	-	-	-	-
Charged/ (Credited):					
To Profit or Loss	6.76	(0.13)	-	(1.74)	-
To Other Comprehensive Income	-	-	-	-	-
As at March 31, 2019	13.76	(0.13)	-	(1.74)	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 22 - Current Financial Liabilities - Borrowings

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Secured Loans (Repayable on demand)		
Working Capital Loans from Banks (Refer Note (a) below)		
Bank Overdraft - From Indian Bank - secured against Fixed Deposits	43.11	42.71
Unsecured Loans (Repayable on demand)	-	-
Working Capital Loans from Banks:		
Packing Credit Foreign Currency Loan (Refer Note (b) below)	2,411.84	9,454.55
Working Capital Loans from Others:		
From Directors (Interest Free)	820.60	680.76
From Others - IIFL Private Wealth Management	-	683.09
From Others - Bajaj Finance	995.00	-
From Others - Cheers Consumer	4.94	-
Total	4,275.49	10,861.11

Note:

- (a) These facilities are secured against the following charge on various assets of the Company:
- Primary: Hypothecation charge on the entire current assets of the Company, both present & future.
 - Collateral: Fixed Deposits of Third Party and Fixed deposits of the company.
- (b) Working Capital Loan from HDFC Bank amounting to INR 2,411.84 lakhs (March 31, 2019) & ICICI Bank Limited INR 8759.27 lakhs (March 31, 2018) and April 1, 2016 : INR Nil repayable on demand & DBS Bank Limited amounting to NIL (March 31, 2019), INR 683.09 lakhs (March 31, 2018).
Bank Overdraft Facility from Indian Bank amounting to NIL (March 31, 2019), INR 42.71 lakhs as on March 31, 2018.

Note 23 - Current Financial Liabilities - Trade Payables

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Payable		
Dues to Micro and Small Enterprises	30.88	-
Others	1,463.65	637.47
Total	1,494.53	637.47

Note 24 - Current Financial Liabilities - Others

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Maturities of Long-Term Debt:		
Rupee Term Loans from Banks (Refer Note 23 above)		
Liabilities of Car Loans		
Other Finances	61.51	422.51
Security Advances		8.50
Rupee Term Loans from Others: (Refer Note 23 above)		
Plantation Finance Loan from Tea Board	12.95	19.29
Total	74.47	450.30

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 25 - Other Current Liabilities

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Trade Advances	1,766	3,475.0
Statutory Liabilities	1.36	4.06
Total	1,767.2	3,479.1

Note 26 - Current Provisions:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Provision for Fringe Benefit Tax (Earlier Years)	1.56	1.56
Provision for Expenses	17.19	6.85
Provision for Bad debts	20.48	75.66
Provision for CHA expenses	6.30	11.86
Total	45.53	95.93

Note 27 - Current Tax Liabilities (Net)

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Provision for Income Tax	177.16	178.69
Less: Income Tax Assets	-	-
Total	177.16	178.69

The gross movement in the current income tax asset/ (liability) for the year ended March 31, 2019 and March 31, 2018 is as follows:

Particulars	(INR in Lakhs)	
	Year Ended March 31, 2019	Year Ended March 31, 2018
Net current income tax asset/ (liability) at the beginning	4.94	(12.65)
Add : Current income tax expense	(49.67)	(11.13)
Less: Income tax paid (net of refund, if any)	76.19	28.72
Net current income tax asset/ (liability) at the end	31.46	4.94

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 28 - Revenue from Operations

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Sale of Goods:		
Finished Goods sales (Including Excise Duty)	657.25	1,087.57
Trading Goods sales	-	
FMCG	87.13	40.01
Tea	-	-
Export Sales (FMCG)	13,306.51	13,058.62
	-	
Other Operating Revenue:		
Export- MEIS	537.06	430.50
Export - Drawback	116.38	128.13
Export - VKGUY	-	-
Export -Service Tax incentives	-	0.03
DFIA	27.75	80.26
Export- FMS	-	0.33
Total	14,732.09	14,825.45

Note 29 - Other Income

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Income:		
From Term Deposits with Banks	58.62	81.64
From Loans to Related Party (Refer Note 51)	-	34.76
Foreign Exchange Gain (Net)	2.36	123.58
Miscellaneous Income	28.87	0.94
Profit on Sales of Current Investment - Mutual Fund	-	-
Profit on sale of fixed asset	0.34	0.25
Reversal of Liabilities no longer required	9.14	3.17
Dividend Income	1.88	4.45
Income from Subsidy	4.76	15.06
Commission Income	-	7.69
Total	105.95	271.55

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 30 - Change in Inventories of Finished Goods/Work-in-progress/ Stock in Trade

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Stock at the beginning of the year		
Stock-In-Trade	773.70	449.53
Stock at the end of the year		
Stock-In-Trade	437.45	784.33
Changes in Inventories of Finished Goods, Stock-In-Trade & Work-In-Progress	336.26	(334.80)

Note 31 - Employee Benefits Expenses

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries, Wages and Bonus	357.85	437.66
Contributions to Provident and Other Funds (Refer Note 50)	21.99	26.05
Gratuity Expenses (Refer Note 50)	-	-
Leave Compensation Expenses	-	-
Loss on Food Stuff	12.83	13.60
Staff Welfare Expenses	31.73	31.81
Total	424.40	509.11

Note 32 - Finance Costs

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest on Borrowings from Banks on Car Loans	0.36	0.45
Interest on Borrowings from Others on Bank Overdrafts	2.93	3.23
Interest on Borrowings from Banks on PCFC	114.46	403.90
Dividend on Redeemable Preference Share	-	-
Interest on Unsecured Loans	76.32	66.28
Interest on Others	0.36	2.52
Bank Charges and Commission	22.24	15.50
Total	216.66	491.88

Note 33 - Depreciation and Amortisation Expense

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Depreciation on tangible assets	68.06	47.37
Amortisation of intangible assets	0.53	0.53
Total	68.59	47.90

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 34 - Other Expenses

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Direct Expenses		
Conveyance	-	0.23
Manufacturing Expenses	189.28	179.37
Cultivation Expenses	40.54	35.13
Cess on Greenleaf	3.71	3.50
Tea Chest & Components	11.15	13.00
Clearing & Forwarding on Import	10.05	0.64
Miscellaneous Expenses	-	2.72
Freight Charges on Purchases	136.98	68.92
	391.71	303.51
Selling & Distribution Expenses		
Transport Expenses	-	28.07
Collie & Cartage Expenses	-	0.37
Tea Selling Expenses	0.07	6.30
Clearing & Forwarding Expenses	449.86	579.54
Shipping Expenses	9.71	9.44
Commission Charges paid	14.22	5.88
Packing & Development Expenses	55.94	67.49
Sales Promotion Expenses	66.49	42.39
Trade Discount	-	2.84
Factory Stuffing Permission Expenses	0.01	-
	596.29	742.32
Establishment Expenses		
Advertisement Expenses	166.55	11.94
AGM Expenses	0.13	0.15
Payment to Auditors:	-	
Statutory Audit Fees	2.50	1.45
Taxation Audit	1.00	0.20
Listing Fees	-	3.00
License Fees	-	0.11
Labour Charges	-	-
Cylinder Charges	-	0.04
CSR Expenses (Refer Note 53)	-	-
Membership & Subscription Expenses	3.02	5.96
Director Sitting Fees	0.90	0.15
Bungalow Expenses	1.83	1.99
General and Office Expenses	18.27	15.23
Information Technology Expenses	-	-
Inventory Scrap	0.75	11.17
Freight and handling charges	6.57	0.28

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 34 - Other Expenses (Contd.)

Particulars	(INR in Lakhs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
Insurance Expenses	2.37	6.03
Foreign Exchange Loss (Net)	392.80	-
Legal and Professional Fees	66.36	71.54
ROC Filing Fees	0.37	0.32
FDA Approval Charges	2.93	0.12
FMS & VKGUY Realisation Expenses	39.96	12.84
Discount Allowed	13.79	11.43
Electricity Expenses	0.49	0.50
GST Input Cess Account	2.20	-
GST Disallowable Expense	46.34	-
Loss on Sale of Property, Plant and Equipment	-	-
Loss on Sale of shares (Long Term Investment)	198.25	-
Short Term Loss on Redemption on Mutual Funds	-	-
Printing & Stationery Expenses	14.81	10.97
CDSL / NSDL Expenses	0.67	1.15
Stock Exchange Expenses	2.50	2.50
Postage & Telegram Expenses	8.90	23.74
Products Testing Expenses	3.23	5.96
Preliminary Expenses W/Off	0.23	0.09
Prior Period Expenses 2013-14	-	6.95
Prior Period Expenses 2014-15	-	0.81
Prior Period Expenses 2015-16	-	1.06
Prior Period Expenses 2016-17	-	0.69
Rent Expenses	65.31	70.07
Rates and Taxes	20.51	5.87
Repairs and Maintenance:	-	-
Buildings	5.81	7.39
Machinery	16.18	14.32
Motor Car	35.43	29.45
Computer	3.10	4.40
Other Assets	2.50	8.96
Sales Promotion Expenses	-	-
Speculative Loss from Commodities Trade	-	-
Security Expenses	-	-
Telephone and Internet Charges	3.21	7.61
Trade Marks Registration Charges	1.38	2.26
Travelling Expenses	20.08	50.62
Travelling Expenses - Foreign	14.14	6.82
Loss on sale of ILFS Preference Shares	-	-
Miscellaneous Expenses	1.10	89.49
Sundry Balance Written Off	42.74	3.20
Provision for Loss Allowance on Trade Receivables	15.06	142.17
Total	2,232.27	1,696.83

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 35 - Earnings Per Equity Share

(INR in Lakhs)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Net Profit attributable to Equity Shareholders (INR in Lakhs)	(242.09)	(358.61)
Weighted Average Number of Equity Shares (Nos. in Lakhs)	1,937.50	193.75
Basic and Diluted Earnings Per Share (INR)	(0.12)	(1.85)
Face value per Share (INR)	10.00	10.00

Note 36 - Financial Assets at Amortised Cost Method

The carrying value of the following financial assets recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Non-Current Financial Assets		
Loans	-	-
Others	1.47	1.47
Current Financial Assets		
Trade receivables	1,885.41	3,004.21
Cash and Cash Equivalnets	1,235.57	4,224.49
Other bank balances	-	-
Loans	745.47	1,309.17
Others	491.13	1,013.48
Total	4,359.04	9,552.82

Note: The fair value of the above financial assets are approximately equivalent to carrying values as recognised above.

Note 37 - Financial Liabilities at Amortised Cost Method

The carrying value of the following financial liabilities recognised at amortised cost:

(INR in Lakhs)

Particulars	As at March 31, 2019	As at March 31, 2018
Non-Current Financial Liabilities		
Borrowings	2.82	3.87
Current Financial Liabilities		
Borrowings	4,275.49	10,861.11
Trade Payable	1,494.53	637.47
Other Financial Liabilities	74.47	450.30
Total	5,847.31	11,952.75

Note: The fair value of the above financial liabilities are approximately equivalent to carrying values as recognised above.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 38:- Financial Assets at Fair Value Through Profit or Loss

The carrying value of the following financial assets recognised at fair value through profit or loss:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Financial Assets		
Investments	-	4.45
Foreign currency forward and options contracts	-	-
Total	-	4.45

Note: The above investments are quoted instruments in active markets and the same is recognised at fair value. Fair value measurement is done considering the Level -1 of Fair Value Hierarchy as per the Ind-AS 113.

Note 39 - Financial Liabilities at Fair Value Through Profit or Loss

The carrying value of the following financial liabilities recognised at fair value through profit or loss:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Current Financial Liabilities		
Other Financial Liabilities	74.47	450.30
Total	74.47	450.30

Note: The above other financial liabilities includes Foreign Currency Forward and Options Contracts and Liability for Corporate Guarantee. Only observable inputs directly and indirectly are available to recognise the same at fair value, accordingly fair value measurement is done considering the Level -2 of Fair Value Hierarchy as per the Ind-AS 113.

Note 40 - Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations directly or indirectly. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The below note explains the sources of risk which the entity is exposed to and how the entity manages the risk:

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost.	Aging analysis and Credit ratings	Diversification of bank deposits and credit limits
Liquidity Risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market Risk - interest rate	Long-Term borrowings at variable rates	Sensitivity analysis	Interest rate swaps

Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions and other financial instruments.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. The Company is in the business of Shop activities. Credit quality of a customer is assessed by the management on regular basis with market information and individual credit limits are defined accordingly. Outstanding customer receivables are regularly monitored and any further services to major customers are approved by the senior management.

An impairment analysis is performed at each reequipping date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the reequipping date is the carrying value of each class of financial assets disclosed in Note 15.

On account of adoption of Ind-AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's finance department in accordance with the Company's policy. Investments of surplus funds are made generally in the fixed deposits and for funding to subsidiary company. The investment limits are set to minimise the concentration of risks and therefore mitigate financial loss to make payments for vendors.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2019 and March 31, 2018 is the carrying amounts as stated in balance sheet except for balances of subsidiary company. The Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in the liquidity table below.

Liquidity Risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans, preference shares and unsecured loans. The Company has access to a sufficient variety of sources of funding which can be rolled over with existing lenders. The Company believes that the working capital is sufficient to meet its current requirements.

The table below provides details regarding the maturities of significant financial liabilities as of March 31, 2019 & March 31, 2018.

Particulars	(INR in Lakhs)		
	Less than 1 years	1 to 5 years	Total
Year ended March 31, 2019			
Secured Loans	43.11	77.29	120.40
Unsecured Loans	2,411.84	1,820.54	4,232.38
Trade Payables	1,494.53	-	1,494.53
Others	-	-	-
Year ended March 31, 2018			
Secured Loans	42.71	445.67	488.38
Unsecured Loans	9,454.55	1,363.85	10,818.40
Trade Payables	575.63	61.84	637.47
Others	-	-	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Market Risk

Market risk comprises two types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term debt obligations with floating interest rates (LIBOR).

The exposure of the Company to interest rate changes at the end of the reporting period are as under:

Particulars	As at March 31, 2019	As at March 31, 2018
Variable Rate Borrowing	2.50	2.45
Fixed Rate Borrowing	0.75	1.30
Total	3.25	3.75

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that Equipmention of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	(INR in Lakhs)	
	Increase/ Decrease in basis points	Effect on Profit before Tax
March 31, 2019	+ 1%	(174.05)
	- 1%	(170.71)
March 31, 2018	+ 1%	(389.16)
	- 1%	(381.73)

Foreign Currency Fluctuation Risk

The Company exposure to Foreign Currency risk at the end of reporting period expressed in INR as follows:

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Financial Assets		
Trade Receivables	1,852.53	3,662.34
Cash & Cash Equivalent	-	2,935.27
Net Exposure to Foreign currency Risk Assets	1,852.53	6,597.61
Financial Liabilities		
Borrowings	2,411.84	9,454.55
Other Financial Liabilities	1,468.58	3,831.51
Net Exposure to Foreign currency Risk Liability	3,880.42	13,286.06
Foreign Currency Sensivity	(2,027.90)	(6,688.45)

Equity price risk

The Company's unlisted equity securities are of subsidiary and deemed cost of the same are taken as previous GAAP carrying value (i.e. cost of acquisition). The value of the financial instruments is not material and accordingly any change in the value of these investments will not affect materially the profit or loss of the Company.

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Note 41 : Capital Management

For the purpose of the Company's capital management, capital includes issued equity share capital, securities premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the value of the share and to reduce the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company can adjust the dividend payment to shareholders, issue new shares, etc. The Company monitors capital using a gearing ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

Particulars	(INR in Lakhs)	
	March 31, 2019	March 31, 2018
A) Debt		
Borrowings (Current and Non-Current)	4,351.78	11,305.78
Debt (A)	4,351.78	11,305.78
B) Equity		
Equity share capital	1,992.70	1,992.70
Other Equity	1,358.23	1,447.61
Total Equity (B)	3,350.93	3,440.31
Gearing Ratio (Debt / Capital) i.e. (A / B)	129.87%	328.63%

Note 42 - Contingent Liabilities not Provided for:

(a)

Particulars	(INR in Lakhs)	
	As at March 31, 2019	As at March 31, 2018
Disputed Liabilities under MVAT Act 2002 for AY 2013-14	41.44	41.44
Disputed Liabilities under CST Act 1956 for AY 2013-14	13.32	-
Disputed Liabilities under CST Act 1956 for AY 2013-14	14.26	-
Disputed Liabilities under Income Tax Act 1961 for AY 2015-16	-	95.05
Total	69.02	136.49

Note 43 - Segment Information:

Information about Primary Business Segment

The Company has identified business segments as its primary segment. The Company is engaged in Trading of FMCG Goods & related activities during the year, consequently the Company have separate reportable business segment for the year ended March 31, 2019.

Year ended March 31, 2019	(INR in Lakhs)		
	TEA	FMCG	Total
Revenue	669.06	14,063.03	14,732.09
Expenses	690.24	14,284.83	14,975.07
Other Income	8.18	97.77	105.95
Segment Profit	(13.00)	(124.03)	(137.03)
Less: Unallocable Expenses			29.93
Profit Before Tax			(166.96)
Tax Expenses			75.13
Profit after Tax			(242.09)

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Year ended March 31, 2018	(INR in Lakhs)		
	TEA	FMCG	Total
Revenue	639.14	14,186.31	14,825.45
Expenses	644.11	14,803.26	15,447.37
Other Income	7.84	263.71	271.55
Segment Profit	2.87	(353.24)	(350.37)
Less : Unallocable Expenses			21.13
Profit Before Tax			(371.50)
Tax Expenses			(12.90)
Profit After Tax			(358.60)

Note 44 - Related Party Disclosure

i) Relationship

Description of Relationship	Names of Related Parties
Subsidiary Company (100% wholly owned)	Lykis Marketing Pvt. Ltd.
Enterprises over which Key Managerial Personnel are able to exercise significant influence	Lykis Packaging Pvt. Ltd. Spectra International Ltd. Lykon Foods Pvt. Ltd. Pragati Aerosols Pvt. Ltd.
Chairman	Vijay Kishanlal Kedia
Key Managerial Personnel	Prince Tulsian (Managing Director) Sunil Chadraprakash Purohit (Chief Financial Officer) Neha Mankame (Company Secretary)
Relative of Key Managerial Person Mr. Prince Tulsian	Priyanka Tulsian Sonam Tulsian

Notes:

- The list of related parties above has been limited to entities with which transactions have taken place.
- Related party transactions have been disclosed till the time the relationship existed.

ii) Transaction with Related Parties during the year

Particulars	(INR in Lakhs)	
	For the year Ended March 31, 2019	For the year Ended March 31, 2018
Directors Remuneration and Salary		
Managing Director's Remuneration	7.20	7.20
Chief Executive Officer's Remuneration	-	29.23
Chief Financial Officer's Remuneration	10.60	14.45
Company Secretary Remuneration	4.29	-
Remuneration to Relatives of Key Managerial Person	21.39	7.80
Professional Fee to Relatives of Key Managerial Person	-	33.01
	43.48	91.69
Sitting Fees and Reimbursement of Conveyance	0.90	-
	0.90	-
Sale of Service	-	-
	-	-

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

Particulars	(INR in Lakhs)	
	For the year Ended March 31, 2019	For the year Ended March 31, 2018
Interest Income on Loan given		
Others	-	18.46
	-	18.46
Rent Expenses		
Others	56.16	56.17
	56.16	56.17
Purchases		
Others	1,364.31	2,345.79
	1,364.31	2,345.79
Loans and Advances Given		
Key Managerial Person	-	4.44
Others	20.48	509.99
	20.48	514.43
Loans and Advances Repaid		
Others	847.11	-
	847.11	198.00
Loans and Advance Received		
Unsecured Loans	174.78	198.00
	174.78	198.00
Repayment of Loans and Advance		
Unsecured Loans	30.00	-
	30.00	-
Purchase/ Subscription of Investments		
Others	2.00	239.11
	2.00	239.11
Trade Advance (Given)		
Others	684.41	287.51
	684.41	287.51
Development Charges		
Others	-	9.66
	-	9.66

NOTES TO THE FINANCIAL STATEMENTS for the year ended March 31, 2019

iii) Balance with Related Parties:

Particulars	(INR in Lakhs)	
	Balances as at March 31, 2019	Balances as at March 31, 2018
Loans and Advances Given		
Key Managerial Personnel	-	55.32
Others	1,069.84	1,174.91
	1,069.84	1,230.23
Trade Receivables		
Others	-	-
	-	-
Loans Payable (Unsecured)		
Others (Directors)	819.60	679.76
	819.60	679.76
Investments		
In Subsidiaries	19.99	19.99
Others	65.83	487.08
	85.82	507.07
Trade Advance Given		
Others	217.01	1,311.61
	217.01	1,311.61

For SANJAY P AGARWAL & ASSOCIATES

Chartered Accountants
Firm Regn.No.325683E

(SANJAY AGARWAL)

Partner
Mem. No. 062218

Place : Kolkata
May 29, 2019

SUNIL PUROHIT
Chief Financial Officer

NEHA MANKAME
Company Secretary

For and on behalf of the Board

VIJAY KISHANLAL KEDIA
Chairman
DIN: 00230480

PRINCE TULSIAN
Managing Director
DIN: 02691348

Dear Shareholder,

Re: Green Initiative in Corporate Governance

We wish to inform you that the Ministry of Corporate Affairs, New Delhi ("MCA") (vide its Circulars dated April 21, 2011 and April 29, 2011) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by Companies through electronic mode. This move by the MCA is welcome since it will benefit the society at large through reduction in paper consumption and contribute towards greener environment. Also you will be able to receive the Communication promptly and without loss in transit.

Keeping in view the underlying theme and the circulars issued by MCA, we propose to send henceforth all communications /documents including the Notice calling the General Meeting/ Notice of Postal Ballot, Audited Financial Statements, Directors' Report, Auditors' Report etc. via electronic mode on the Email ID registered by shareholders with their Depository Participant (DP).

Shareholders holding shares in demat mode and who have not yet registered their Email ID are requested to kindly register/update their e-mail ID with their concerned Depository Participant, on which they desire to receive all future communications/ documents as specified above. In case of change in your Email Address in future, please update same with your DP.

Please note that the email address indicated in your respective DP accounts periodically downloaded from the depositories viz. NSDL/ CDSL will be deemed to be your registered email address.

Shareholders holding shares in physical mode are requested to register their email address with the Company by sending a written request signed by the First Shareholder mentioning your folio no. to the Registrar & Share Transfer Agents – R & D Infotech Pvt. Ltd.

Please note that, upon receipt of a requisition from you, the Company shall send all these documents on the address registered with the Company free of cost.

Please note that the Annual Report of your Company along with all future notice/ communication/ documents will be displayed on the Company's website www.lykisgroup.com

It is clarified that shareholders holding shares in physical form and have not registered their email address with the Registrar/ Company and those Demat Shareholders who have not registered email ID with their DP, will continue to receive physical copies of these documents.

We are sure, that as a responsible citizen, you will whole-heartedly support this initiative and co-operate with the Company to make it a success.

Thanking You,
Yours faithfully,
For **Lykis Limited**

Vijay Kedia
Chairman
DIN: 00230480

NOTE

LYKIS LIMITED

CIN: L74999WB1984PLC038064

Registered Office: 57B, C. R. Avenue, 1st Floor, Kolkata 700012

NOTICE OF 35th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting of the members of LYKIS LIMITED will be held on Monday, September 30, 2019 at 10:30 A.M at "SANAI", 181/1, Upen Banerjee Road, Airport More, Behala, Kolkata 700060 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statement

To consider and adopt the Financial Statements of the company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.

2. Adoption of Consolidated Financial Statement

To consider and adopt the Consolidated Financial Statements of the company for the financial year ended March 31, 2019 and the Report of the Auditors thereon.

3. Re-appointment of Mr. Vijay Kedia (DIN: 00230480)

To appoint a Director in place Mr. Vijay Kedia (DIN: 00230480), who retires by rotation and being eligible, offer himself for re-appointment.

4. Appointment of Statutory Auditor

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

"RESOLVED THAT pursuant to the provision of Sections 139,141,142 and other applicable provisions, if any of the Companies Act, 2013 and Rules issued thereunder (including any statutory modification(s) or re-enactment thereof), and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s Banshi Jain & Associates Chartered Accountants (FRN: 100990W) be and are hereby appointed as Statutory Auditor of the Company in place of M/s Sanjay P Agarwal, Chartered Accountant (FRN: 325683E) for term of five consecutive years from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and that the Board of Directors be and are hereby authorised to fix such remuneration as may be determined by the audit committee in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company."

SPECIAL BUSINESS

5. Appointment of Mr. Rajendra Singh Singhvi as a Non-Executive Independent Director

To consider and if though fit, to pass with or without modification(s), the following resolution as an **Special Resolution**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajendra Singh Singhvi (DIN: 08322932), who was appointed as an Additional Director pursuant to provision of section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, be and is hereby appointed as a Non-Executive Independent Director of the Company, for term of 2 (two) consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 37th Annual General Meeting of the company and whose office shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

6. Re-appointment of Mr. Mayank Jhunjunwala as a Non-Executive Independent Director

To consider and if though fit, to pass with or without modification(s), the following resolution as a **Special Resolution**.

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mayank Jhunjhunwala (DIN: 02695948), Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Non-Executive Independent Director of the Company to hold office for second term of five consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and whose office shall not be liable to retire by rotation".

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

By order of the Board of Directors
For **Lykis Limited**

Neha Mankame
Company Secretary

Kolkata, August 13, 2019

CIN:L74999WB1984PLC038064

Registered office:
57B, C. R. Avenue, 1st Floor,
Kolkata 700012

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF /HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy for members not exceeding 50 (fifty) and holding in aggregate not more than ten percent of the total share capital of the company.
- Proxy form is sent herewith. The proxy form in order to be effective should be duly completed, signed and deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, etc., must be supported by appropriate resolutions / authority, as applicable.
- Corporate members intending to send their authorised representative to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
- Pursuant to regulation 36 of the Listing Regulation and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, details of Directors who are proposed to be appointed, forms a part of notice.
- The Register of Members and Share Transfer Books of the Company will remain closed from September 24, 2019 to September 30, 2019 (Both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013 and the applicable regulation of the Listing Regulation entered into with the Stock Exchanges.
- The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to M/s. R & D Infotech Pvt. Ltd. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, M/s R & D Infotech Private Limited or to their depository participants in case shares are held in depository form.
- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. All documents referred to in the notice are open for inspection at the registered office of the company during office hours.
9. To support green initiative of the Government, electronic copy of the Annual Report for the year ended March 31, 2019 and notice of 35th Annual General Meeting are being sent to the members whose mail IDs are available with the Company / Depository Participant(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Annual Report 2019 and the Notice are being sent in the permitted mode. Please note that annual report and the notice of 35th Annual General Meeting are also posted on the website www.lykisgroup.com
10. Members desires of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may send the same to the office of the Registrar and Transfer Agent of the Company.
11. Members are requested to:-
 - a. bring their copies of the Annual Report at the time of attending the Annual General Meeting.
 - b. complete the attendance slip and deliver the same at the entrance of the meeting hall.
 - c. send their questions at least 10 days in advance before the Annual General Meeting about any further information on accounts or other related topics in the Annual Report so as to enable the Company to answer their question satisfactorily.
12. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is providing the members with the facility to cast their vote electronically from a location other than the venue of the Annual General Meeting (hereinafter to be referred as "Remote e-voting"). That the business at the Annual General Meeting may be transacted by Remote e-voting. The Company has engaged National Securities Depository Limited (here in after to be referred as "NSDL") to provide to the Members the e-voting platform and services for casting their vote through the said remote E-voting on all resolutions set forth in this Notice.
13. The instruction and other information relating to remote e-voting are as under:
 - A. In case a Member receiving an e-mail from R & D Infotech [for Members whose e-mail IDs are registered with the Company/Depository Participant(s)]:
 - i. Open email and open PDF File viz "LykisLtd_e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for remote e-voting. Please note that the password is an initial password.
 - ii. Launch internet browser by typing the URL: <https://www.evoting.nsdl.com>
 - iii. Enter the login credentials (i.e. User ID and Password). Your Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with R & D Infotech for e-voting, you can use your existing User ID and password for casting your vote.
 - iv. After entering these details appropriately, Click on "LOGIN".
 - v. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one uppercase (A-Z), one lowercase (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to update your contact details like mobile number, e-mail ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - vi. You need to login again with the new credentials.
 - vii. On successful login, the system will prompt you to select the "EVENT" i.e., Lykis Limited.
 - viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either heads.

- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folios/demat accounts.
 - x. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - xi. You may then cast your vote by selecting an appropriate option and click on "Submit".
 - xii. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you confirm, you will not be allowed to modify or change the votes cast. During the voting period, Members can login any number of times till they have voted on all the Resolution(s).
 - xiii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at e-mail ID: agarwaldcs@yahoo.co.in with a copy marked to evoting@nsdl.co.in. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO."
- B. In case of Members receiving physical copy of the Notice [for Members whose e-mail IDs are not registered with the Company/ Depository Participant(s)]:
- i. User ID and initial password as provided on the Attendance Slip.
 - ii. Please follow all steps from Sr. No. (i) to (xiii) as mentioned in (A) above, to cast your vote by electronic means.
14. The members, who have not cast their vote through Remote e-voting can exercise their voting rights at the Meeting through ballot forms for all businesses specified in the accompanying Notice. Members who have already cast their votes by Remote e-voting are eligible to attend the Meeting, however, those Members are not entitled to cast their vote again at the Meeting.
15. The remote e-voting period commences on Friday, September 27, 2019 (9.00 A.M.) and ends on Sunday, September 29, 2019 (5:00 P.M.). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Monday, September 23, 2019, may cast their votes electronically. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
16. The voting rights of Members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut off date i.e. Monday, September 23, 2019.
17. Mr. Dinesh Agarwal Practicing Company Secretary (Membership No. FCS 6315 and CP No. 5881), have been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- Members who do not have access to remote e-voting facility may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, at the address Mr. Dinesh Agarwal, C/o Lykis Limited, 57B, C. R. Avenue, 1st floor, Kolkata 700012, not later than Sunday, September 29, 2019 (5:00 P.M IST). Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted. Members have the option to request for physical copy of the Ballot Form by sending an e-mail to cs@lykisgroup.com by mentioning their Folio/DP ID and Client ID No. However, the duly completed Ballot Form should reach the Scrutinizer not later than Sunday, September 29, 2019. Ballot Form received after this date will be treated as invalid.
18. The Scrutinizer after scrutinizing the votes cast at the Meeting by Poll and through remote e-voting, will not later than two (2) days of conclusion of the Meeting, make a consolidated Scrutinizer's Report and submit the same forthwith to the Chairman of the Company or a person authorised by him in writing, who shall countersign the same.
19. The Result of Annual General Meeting will be announced at the registered office of the company situated at, 57B, C. R. Avenue, 1st Floor, Kolkata 700012, and also available on the website of the Company (www.lykisgroup.com). The Results shall simultaneously be communicated to Stock Exchanges where the Shares of the Company are listed.
20. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. September 30, 2019 subject to receipt of the requisite number of votes in favour of the Resolutions.

Explanatory Statement

(Pursuant to provision of Section 102 of the Companies Act, 2013)

Item No. 5:

The Board of Directors of the Company at the meeting held on January 08, 2019, on the recommendation of the Nomination & Remuneration Committee, appointed in terms of Section 161 of the Companies Act, 2013, Mr. Rajendra Singh Singhvi (DIN: 08322932) as an Additional Director in the capacity of Independent Director.

Pursuant to the provision of section 161 of the Companies Act, 2013, Mr. Rajendra Singh Singhvi will vacate office at ensuing Annual General Meeting. The Board at the meeting held on August 13, 2019 and on recommendation of Nomination & Remuneration Committee, recommended for the approval of the Members, the appointment of Mr. Rajendra Singh Singhvi as Non-Executive Independent Director for the term of two years. The Company has received a declaration from Mr. Rajendra Singh Singhvi that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Rajendra Singh Singhvi fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Rajendra Singh Singhvi as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working days upto and including the date of AGM of the Company.

Additional information in respect of Mr. Rajendra Singh Singhvi pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 is annexed to this notice.

Except Mr. Rajendra Singh Singhvi being an appointee and his relatives, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution. Mr. Rajendra Singh Singhvi is not related to any of the Directors or Key Managerial Personnel of the Company.

Item No. 6:

Mr. Mayank Jhunjunwala was appointed as an Independent Non-Executive Director of the company by the members at the 30th Annual General Meeting held on September 30, 2014 for a period of five years. As per section 149 (10) of the Act, an Independent Director shall hold office for a term of up to five consecutive years on the Board of a company, but shall be eligible for re-appointment on passing special resolution by the company for another term up to five consecutive years on the Board of the Company.

Based on recommendation of Nomination & Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Mayank Jhunjunwala, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and whose office shall not be liable to retire by rotation.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Independent Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Mayank Jhunjunwala fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Mayank Jhunjunwala as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working days upto and including the date of AGM of the Company.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Mayank Jhunjunwala as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Mayank Jhunjunwala as an Independent Director for another term of five consecutive years from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company and whose office shall not be liable to retire by rotation.

Additional information in respect of Mr. Mayank Jhunjunwala pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 is annexed to this notice.

Except Mr. Mayank Jhunjunwala being an appointee and his relatives, none of the other Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Resolution. Mr. Mayank Jhunjunwala is not related to any of the Directors or Key Managerial Personnel of the Company.

By Order of the Board of Directors
For **Lykis Limited**

Place: Kolkata
Date: August 13, 2019

Neha Mankame
Company Secretary

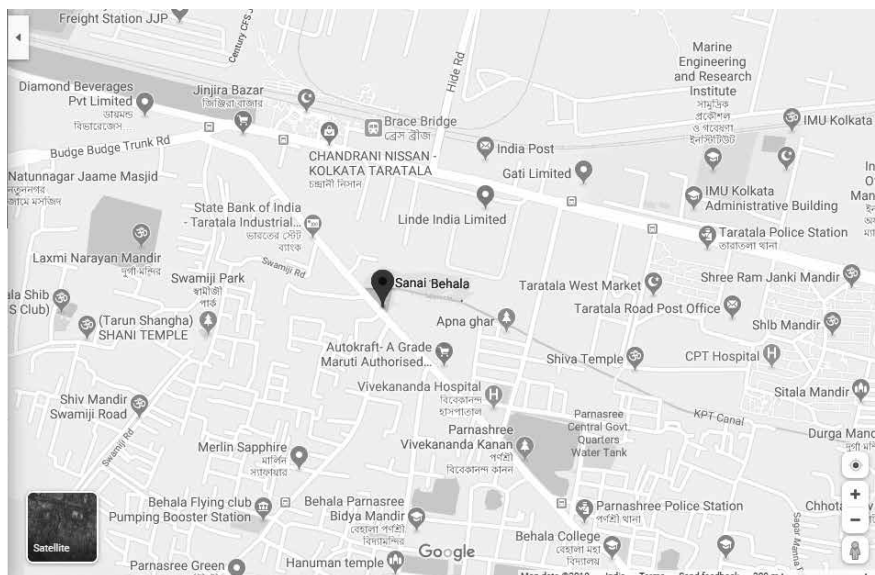
CIN:L74999WB1984PLC038064

Registered Office:
57B, C. R. Avenue, 1st Floor, Kolkata 700012
E-mail:lykisho@lykisgroup.com,
Website: www.lykisgroup.com / cs@lykisgroup.com

Details of Directors Seeking Appointment/Re-appointment at the 35th Annual General Meeting of the Company. (In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015.

Name of Director	Vijay Kedia	Mayank Jhunjunwala	Rajendra Singh Singhvi
DIN	00230480	02695948	08322932
Date of Birth	November 04, 1959	August 09, 1984	December 21, 1958
Date of Appointment	May 02, 2011	February 28, 2014	January 08, 2019
Qualification	B.Com	Chartered Accountant	Chartered Accountant
Directorship in other Company	1. Kedia Securities Pvt. Ltd. 2. Three PI Services Private Limited 3. Dharam Nagar Tea Estate Private Limited 4. Atul Auto Ltd. 5. Tac Infosec Private Limited 6. Cheers Consumer Products Limited 7. Nextar Enterprise LLP	NA	NA
Memberships/Chairmanships of Committees of other Public Companies (includes only Audit Committees and Shareholders/ Investors' Grievance Committee)	NA	NA	NA
Number of shares held in the company	4184383	-	-
Relationship between directors inter-se	NA	NA	NA

Route Map to the Venue of AGM





CIN : L74999WB1984PLC038064

PROXY FORM
Form No: MGT-11

57B, C. R. Avenue, 1st floor, Kolkata 700012, Tel No: 033 40045265,
E-mail : cs@lykisgroup.com, Website : www.lykisgroup.com

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

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

I/We being the member(s) of Shares of the above named Company, hereby appoint

- (1) Name: _____
Address: _____
E-mail Id: _____ Signature: _____ or failing him;
- (2) Name: _____
Address: _____
E-mail Id: _____ Signature: _____ or failing him;
- (3) Name: _____
Address: _____
E-mail Id: _____ 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 September 30, 2019 at 10:30 A.M at "SANAI", 181/1, Upen Banerjee Road, Airport More, Behala, Kolkata 700060 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	DESCRIPTION	Optional (3)	
		For	Against
1.	To consider and adopt the Financial Statements of the company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.		
2.	To consider and adopt the Consolidated Financial Statements of the company for the financial year ended March 31, 2019 and the Report of the Auditors thereon.		
3.	Re-appointment of Mr. Vijay Kedia (DIN 00230480), who retires by rotation.		
4.	Appointment of Statutory Auditor M/s Banshi Jain & Associates Chartered Accountants (FRN 100990W)) for term of five consecutive years from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company.		
5.	Appointment of Mr. Rajendra Singh Singhvi as a Non- Executive Independent Director for term of 2 (two) consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 37th Annual General Meeting of the company		
6.	Re-appointment of Mr. Mayank Jhunjhunwala as a Non- Executive Independent Director of the Company to hold office for second term of five consecutive years commencing from the conclusion 35th Annual General Meeting till the conclusion of 40th Annual General Meeting of the company.		

Signed this _____ day of _____ 2019

Signature of shareholder _____

Signature of Proxy holder(s) _____

Re. 1/-
Revenue
Stamp

Note : 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.





CIN : L74999WB1984PLC038064

ATTENDANCE SLIP

57B, C. R. Avenue, 1st floor, Kolkata 700012, Tel No: 033 40045265
E-mail : cs@lykisgroup.com, Website : www.lykisgroup.com

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

35th ANNUAL GENERAL MEETING	
Folio No./Client ID/DP ID :	Sr. No. :
Name of the member (s) :	No. of Shares :
Name of the Proxy :	

I hereby record my presence at the 35th Annual General Meeting of the Members of LYKIS LIMITED held on Monday, the September 30, 2019 at 10:30 A.M at "SANAI", 181/1, Upen Banerjee Road, Airport More, Behala, Kolkata 700060.

Name of Proxy (in BLOCK LETTERS)

Shareholder's / Proxy's Signature

Notes :

- Members/ Proxy holders are requested to bring this slip with them when they come to the Meeting and hand it over at the entrance of the Meeting Hall duly signed.
- Please bring your copy of the Annual Report at the Meeting.

ELECTRONIC VOTING

- The electronic voting particulars are set out as below :

Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to the members as an alternative to exercise their right to vote by electronic means for the items of business to be transacted at Annual General Meeting to be held on Monday, the September 30, 2019 at 10:30 A.M at "SANAI", 181/1, Upen Banerjee Road, Airport More, Behala, Kolkata 700060 through the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide e-voting facilities. The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

EVEN (E-Voting Event Number)	USER ID	PASSWORD
111404		

Please read the instructions carefully written in "VOTING THROUGH ELECTRONIC MEANS" before exercising your Vote, enclosed with the NOTICE.

- E-Voting facility is available during the following voting period :

The e-voting period commences on Friday, September 27, 2019 (9.00 A.M.) and ends on Sunday, September 29, 2019 (5:00 P.M.) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

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