



RAGHAVA
estates & properties ltd

**Twenty-Ninth Annual Report
2016 - 2017**

CONTENTS

01.	Notice
02.	Director's Report
03.	Corporate Governance
04.	Auditor's Report
05.	Balance Sheet
06.	Profit and Loss Account
07.	Schedules Forming Part of Accounts
08.	Notes Forming Part of Accounts
09.	Balance Sheet Abstract and Company's General Business Profile
10.	Cash Flow Statement
11.	Attendance Slip
12.	Form of Proxy

TWENTY-NINTH ANNUAL GENERAL MEETING

at 11.00 a.m.

On Saturday 30th September, 2017

at 64-9-2, Kanuru Subbaiah Buildings, Beside Eenadu

Vijayawada - 520 010.

Regd. Office : 64-9-2, Kanuru Subbaiah Buildings, Beside Eenadu, Vijayawada - 520 010.

BOARD OF DIRECTORS

Sri Lingam Ravindra Rao	Managing Director
Sri Lingam Tulasi Prasad	Whole-time- Director
Sri. Sridhar Babu Nagalla	Executive Director
Sri Koteswara Rao Kanuru	Director
Sri Anjaneyulu Chunchu	Independent Director
Sri Tummala Sri Rambabu	Independent Director
Smt. Poorvaja Lingam	Independent Director
Sri. Sudhakara Rao Puvvada	Independent Director

AUDITORS

Suresh and Babu
Chartered Accountants
36-14-3/1, Moghalrajapuram
Vijayawada- 5200 10.

BANKERS

State Bank of India

REGISTRAR

XL Softech Systems Limited
3, Sagar Society, Road No.2
Banjara Hills,Hyderabad-34

REGISTERED OFFICE

D.No.64-9-2, Patamatalanka
Vijayawada-10

NOTICE IS HEREBY GIVEN THAT THE TWENTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. RAGHAVA ESTATES & PROPERTIES LIMITED (L70102AP1988PLC009300) WILL BE HELD ON SATURDAY, 30TH SEPTEMBER, 2017 AT 11.00 A.M. D.NO. 64-9-2, KANURU SUBBAIAH BUILDING, BESIDE ENADU, VIJAYAWADA - TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2017 and the Balance Sheet as at that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Sri.Lingam Ravidhra Rao (00465464) who retires by rotation being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Sri.Lingam Tulasi Prasad (00186910) who retires by rotation being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Sri.Sridhar Babu Nagalla (07017057) who retires by rotation being eligible, offers himself for re-appointment.
5. To ratify the appointment of M/s. Suresh and Babu., Chartered Accountants, Vijayawada (Firm Registration No.004254S) as approved by Members at the Twenty Ninth Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of Thirtieth Annual General Meeting of the company to be held in the Year 2018, and to fix their remuneration for the financial year ending 31st March, 2018.

SPECIAL BUSINESS

6. POWER TO BORROW IN EXCESS OF PAID UP CAPITAL AND FREE RESERVES

To consider and, if thought fit, to pass, the following resolution as a Special Resolution
“**RESOLVED THAT** pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re- enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow monies in excess of the aggregate of the paidup share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the Company’s Bankers in the ordinary course of business, shall not be in excess of Rs.150 Crores (Rupees One Fifty crores) and the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) afore said and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient.”

7. POWER TO MORTGAGE ASSETS OF THE COMPANY

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

“RESOLVED THAT pursuant to Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment there of for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors of the Company for mortgaging and/or charging in such form and manner and on such terms and at such time(s) as the Board of Directors may deem fit, the movable and / or immovable assets and properties of the Company, wherever situate, present and future, whether presently belonging to the Company or not, in favour of any person including, but not limited to, financial / investment institution(s), bank(s), insurance company(ies), mutual fund(s), corporate body(ies), trustee(s) to secure the loans, borrowings, debentures, hire purchase and / or working capital facilities and other credit facilities up to a sum not exceeding Rs.150 Crores (Rupees One Fifty crores)”.

“RESOLVED FURTHER THAT the Board of Directors or such Committee or person/ (s) as may be authorized by the Board be and is hereby authorized to finalise the form, extent and manner of, and the documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of the immovable and/ or movable properties of the Company on such terms and conditions and at such time(s) / tranche(s) as may be decided by the Board of Directors in consultation with the lenders and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.”

By Order of the Board of Directors
For M/s. Raghava Estates & Properties Limited
Sd/-

Lingam Ravindra Rao
(Managing Director)
00465464

Place: Vijayawada
Date: 11.08.2017

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND VOTE INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The instrument appointing proxy should however be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
3. Members holding shares in physical form are requested to lodge all valid transfers, transmission of shares, power of attorney and also notify change in address, if any to the Registrar and Transfer Agents (RTA), M/s. XL Softech Systems Limited, 3, Sagar Society Road, Road No.2, Banjara Hills, Hyderabad
4. Members / Proxies should bring the duly filled Attendance Slips enclosed herewith to attend the meeting.
5. The Register of Directors and Key Managerial personal and their shareholding, maintained under Section 170 of the Companies Act 2013, will be available for inspection by the Members at the AGM.
6. Register of members of the Company and Share Transfer Books will remain closed from 26th September 2017 to 30th September 2017 (both days inclusive).
7. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, change in name etc., to their Depository Participants (DP).
8. Members desiring any information as regards accounts are requested to write to the Company at least seven days before the date of the meeting to enable the management to keep the information ready at the meeting.
9. Copies of Annual Report 2017 are being sent by electronic mode only to all the members whose email addresses are registered with the Company / Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report are being sent by the permitted mode.
10. Notice of 29th AGM and instructions for e-voting, along with the Attendance slip and Proxy Form, is being sent by electronic mode to all members whose email addresses are registered with company / Depository Participant(s) unless a member has requested for the hard copy of the same.
11. Members may also note that the Notice of the 29th AGM will be available on the Company's website www.raghavaestates.in. The physical copy of the 29th AGM will be available at the Registered office of the company on working hours from Monday to Friday.

12. The shares of the Company are listed at the Bombay Stock Exchange Limited, Mumbai. The Listing Fee for the year 2017-18 has not been paid to Stock Exchange till date.
13. Information required under Listing Agreement entered into with the Stock Exchange(s) with respect to the Directors retiring by rotation and Directors who are retiring at this Annual General Meeting is given under the head "Corporate Governance".
14. Members who hold shares in dematerialized form are requested to bring their client ID and DP IDs for easier identification of attendance at the meeting.
15. Shareholders holding shares in physical form are invited to contribute to the cause of Green Initiative by registering their e-mail ID, by submitting the E-COMMUNICATION REGISTRATION FORM inserted in the Annual Report.
16. **The procedure and instructions for evoting are as under :**
 - i) Open your web browser during the voting period and log on to the e voting website **www.evotingindia.com**.
 - ii) Now click on "shareholders" to cast your votes.
 - iii) Now, select the Electronic Voting Sequence Number _"EVSN" along with "RAGHAVA ESTATES & PROPERTIES LIMITED" from the drop down menu and click on "SUBMIT".
 - iv) Now fill up the details in appropriate boxes.
17. The voting period commences at 10 AM on 26th September 2017 and closes at 5 PM on 28th September 2017.

The Company has appointed Smt. Durga Bhavani Agarwal, to act as Scrutinizer to conduct and scrutinize the electronic voting process and poll at the Annual General Meeting in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure and instructions on e-voting given in a separate enclosed sheet, which forms part of this Notice.

EXPLANATORY STATEMENT PURSUANT TO U/S 102 (1) OF THE COMPANIES ACT 2013

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

Item No.6 & 7:

The company may need to borrow in excess of paid up capital and free reserves to meet the corporate and working capital requirements. As per section 180 (1)(c) of Companies Act 2013 approval of shareholders by way of special resolution is required for borrowing in excess of Paid up capital and Free Reserves and to create charge on the properties of the company. The Directors recommends the resolution for members' approval as a Special Resolution pursuant to Section 180(1) (a) & 180 (1) (c) of the Companies Act, 2013. None of the Directors, Key Managerial persons and relatives are interested or concerned in passing of the resolution

**By Order of the Board of Director
For M/s. Raghava Estates & Properties Limited**

Sd/-

**Lingam Ravindra Rao
Managing Director
00465464**

Place: Vijayawada

Date: 11.08.2017

**INFORMATION PURSUANT TO CORPORATE GOVERNANCE CLAUSE OF LISTING AGREEMENT
REGARDING THE DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT IN THE ANNUAL
GENERAL MEETING**

Particulars of Directors seeking re-appointment at the forthcoming Annual General meeting

Name of the Director	Qualification, Age & Expertise in specific functional areas	List of Companies in which Directorships is held as on 31st March 2017
Sri Lingam Ravindra Rao	Civil Engineer from the prestigious IIT, Kharagpur and mastered Structures from another well known institution IISc, Bangalore, aged about 63 years has rich experience in Construction Field	1) Raghava Estates & Properties Limited, 2) Raghava Forex Limited 3) RPT Constructions Pvt. Ltd. 4) Raghava Cyber Park Pvt. Ltd. 5) Arthvedastar (Vijayawada) Realty Pvt. Ltd.
Sri Lingam Tulasi Prasad	Graduate, aged about 56 years has a rich experience in Laisoning with government departments.	1) Gripwell Retreaders Pvt Ltd. 2) Raghava Estates & Properties Limited 3) Kakatiya Homes Pvt. Ltd 4) REL Housing Development Pvt Ltd. 5) Raghava Cyber Park Pvt Ltd
Sri Nagalla Sridhar Babu	B.Tech, aged about 55 years has good experience in Construction filed and Laisoning with Government Departments	1) Raghava Estates & Properties Limited, 2) Arthvedastar (Vijayawada) Realty Pvt. Ltd.

**By the Order of the Board of Directors
For Raghava Estates & Properties Ltd**

Sd/

**Lingam Ravindra Rao
Managing Director
00465464**

**Place: Vijayawada
Date: 11.08.2017**

DIRECTORS' REPORT

Dear Shareholders,

We are delighted to present before you the Twenty Ninth Annual Report on business and operations along with the Audited financial statements and the Auditors Report of your company for the financial year ended March 31, 2017.

1. Financial Highlights:

(Rs in Lakhs)

Particulars	March 31, 2017	March 31, 2016
Total Revenues	1310.50	1097.37
Expenses before Interest & Depreciation	1401.14	1049.27
Interest	35.01	33.04
Depreciation & Amortisation	12.83	13.00
Total Expenditure	1448.99	1095.31
Profit/(Loss) before tax	(138.49)	2.06
Provision for taxes	0.00	(2.78)
Profit after Tax	(138.11)	(0.72)

During the year, your company had total income of ₹ 1310.50 Lakhs against 1097.37 Lakhs of previous year. Company had a Net Loss of 138.11 lakhs as against Net profit of 0.72 Lakhs of previous year.

2. DIVIDEND:

In view of the working capital requirements for the on going & forth coming projects, the board has not recommended any dividend.

3. FUTURE PROSPECTS:

Your company views the future with optimism, as the demand for Housing is growing day by day and keeping in view the demand the management is anticipating good increase in turnover during the forthcoming years.

4. RESERVES:

During the year the Company has not transferred any amounts to General Reserves or any other reserves.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the year under review, there is no change in nature of business of the company.

6. CHANGE IN SHARE CAPITAL

The Authorised Share Capital of the Company as on date of Balance Sheet is ₹ 55,000,000/- divided into 5500000 equity shares of 10/- each

The paid up share capital of the company as on date of balance sheet is 30,192,000/- divided into 3019200 equity shares of 10/- each.

During the year under review, there is no increase in Authorised share capital and no allotment of shares.

7. MATERIAL CHANGES:

There are no material changes during the year under review that effect the financial position of the company.

8. FIXED DEPOSITS

The Company has received advances from several customers to the tune of Rs.972.81 lakhs of which an amount of Rs.686.40 Lakhs were outstanding for a period of more than 365 days as on 31st March 2017. To such extent the company has not complied with the provisions of Sections 73 to 76 of Companies Act, 2013 and Clause 2© (xii)(a) of the Companies (Acceptances of Deposits) Rules, 2014 with regard to the advances received.

9. INFORMATION ABOUT SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES:

Your Company doesn't have any subsidiary or Joint Ventures or Associate Company and it is not a subsidiary or Joint Venture or Associate to any other Company.

10. AUDITORS:

Statutory

M/s Suresh & Babu, Chartered Accountants, Firm Regd. No.004254S, was appointed as Statutory Auditors of the Company at 26th Annual General Meeting of the Company held on 30th September 2014 to hold office until the conclusion of the Annual General meeting of the Company to be held in the year 2018 subject to the ratification of the members at every Annual General Meeting.

In view of the above, necessary resolution has been proposed at the 29th Annual General meeting ratifying the appointment of M/s. Suresh & Babu, Chartered Accountants as the Statutory Auditors of the Company from the conclusion of the 29th Annual General meeting of the Company until the conclusion of the next Annual General Meeting of the Company.

Secretarial Auditor

Smt.Durga Bhavani Agarwal, Practicing Company Secretary, was appointed to conduct the Secretarial Audit of the company for the fiscal year 2017, as required under section 204 of the companies Act, 2013 and Rules thereunder. The Secretarial Audit report for fiscal year 2016 forms part of the Annual Report as Annexure – I to the Board Report. The Secretarial Audit Report contains qualification, reservation and adverse remark.

Auditors Certificate on Corporate Governance.

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the auditors Certificate on Corporate Governance is enclosed as Annexure – IV to the Board's Report. The auditor certificate for fiscal 2016 does not contain any qualification, reservation or adverse remarks.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE DEALING, RULE 8(3):

A) Conservation of energy

- i) The steps taken or impact on conservation of energy: NIL
- ii) The steps taken by the company for utilizing alternate sources of energy; NIL
- iii) The capital investment on energy conservation equipments; NIL

B) Technology absorption

- i) The efforts made towards technology absorption: NIL
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution
- iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)
- iv) The details of technology imported : NIL
- v) The year of import: NA
- vi) Whether the technology been fully absorbed: NA
- vii) If not fully absorbed areas where absorption has not taken place, and the reasons thereof; and: NIL
- viii) The expenditure incurred on Research and Development: NIL

C) Foreign exchange earnings and outgo

The Foreign exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflow: **NIL**

12. ANNUAL RETURN

Full Extracts of Annual Return in Form No. MGT-9 is enclosed as Annexure-II

13. DIRECTORS

Changes in Directors and Key Managerial Personnel

During the year under review, Sri Kilaru Harishchandra Prasad has resigned to his position as Director of the company w.e.f 01st February 2017.

14. MEETINGS OF THE BOARD OF DIRECTORS:

Five meetings of the board were held during the year. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report.

15. BOARD DIVERSITY

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors.

16. BOARD EVALUATION:

The board of directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations"). The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role. In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed.

17. AUDIT COMMITTEE

The details pertaining to composition of audit committee is included in the Corporate Governance Report, which forms part of this report.

18. PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year under review, your company has not given loan or Guarantee or investments under section 186 of Companies Act 2013.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

During the year under review, your company has not given or entered into any contracts or arrangements with the related parties.

20. PARTICULARS OF REMUNERATION TO DIRECTORS / KMP / EMPLOYEES:

No employees were covered under the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

21. DECLARATION OF INDEPENDENT DIRECTORS:

The Directors of the Company have given the Declaration pursuant to the provisions of Section 149 of the Companies Act, 2013.

22. WHISTLE BLOWER POLICY:

The company has a Whistle Blower policy to report genuine conferences or grievances. The Company promotes a favorable environment for employees to have an open access to the audit committee, Functional heads and Managing director so as to ensure ethical and fair conduct of the business of the company.

23. NOMINATION AND REMUNERATION POLICY:

The Board of directors has framed a policy which lays down the frame work in relation to ruminaton to Directors, Key Managerial Personnel and Senior Management of the company. The policy also lays down the criteria for selection and appointment of Board members. The details of this policy are explained in the Corporate Governance Report.

24. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS

The Company's policy on directors' appointment and remuneration and other matters provided in section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of this report.

25. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

26. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

The company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainee) are covered under the Policy. The following is a summary of sexual harassment complaints received and disposed off during each year:

- a) No. of Complaints Received : NIL
- b) No. of Complaints Disposed off : NIL

27. IMPLEMENTATION OF RISK POLICY:

Pursuant to Clause 49 of the listing Agreement, the Company has framed a Risk Management Policy. This policy framework enables the company to identify and evaluate risks and opportunities.

This framework seeks to create transparency, minimize adverse impact on business objective and enhance the Companies competitive advantage.

28. CORPORATE SOCIAL RESPONSIBLY:

Your company is not falling under the CSR criteria, Corporate social responsibility is not applicable.

29. OPTION TO ALL THE DIRECTORS TO PARTICIPATE IN VIDEO CONFERENCE.

Pursuant to Section 173(2) of the Companies Act, 2013, Company can hold Board Meeting through Video Conferencing. Ministry of Corporate Affairs also released a notification in this regard. These new rules enable the Directors sitting at place other than the venue decided by the Board of Directors to participate in the Meeting through Video Conferencing. Board of Directors has given option to all the Directors of the company, if interested, to participate in the Board Meeting through Video Conferencing by giving advance intimation to the Board.

30. Replies to Auditors Qualification in Audit Report:

In reply to the observation by the Auditor in point No.(v) of annexure to the Audit Report, we hereby inform the Board of Director and members of the company that, company has already paid an amount of Rs.220.60 Lakhs out of Rs.686.40 Lakhs. As on Report date, an amount of Rs.465.80 Lakhs is still due which can be re-paid in next few months.

In reply to the observation by the Auditor in point No.(viii) of annexure to the Audit Report, we hereby inform the Board of Director and members of the company that, the Management is trying to clear the outstanding dues and will clear in next few months.

31. Replies to Auditors Qualification in Secretarial Audit Report:

In reply to the observation by the Auditor in point No.(vii)(d) of Audit Report, we hereby inform the Board of Director and members of the company that, company has already paid an amount of Rs.220.60 Lakhs out of Rs.686.40 Lakhs. As on Report date, an amount of Rs.465.80 Lakh is still due which will be re-paid in next few months. Further the Management is trying the clear the dues of Andhra Pradesh State Financial Corporation in next few months.

In reply to other qualifications in Audit Report, Board has noted the requirements and assure to comply the same.

32. DISCLOSURE ON RELATED PARTY TRANSACTION:

All Related Party Transactions are entered on Arm's Length basis and are in compliance of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for transactions which are foreseeable and repetitive in nature. A statement of all Related Party Transactions is presented before the Audit Committee on quarterly basis, specifying the nature, value and terms and conditions of the transactions. Complete details mentioned in the Notes to accounts

Information on transactions with related parties pursuant to section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure - 5 in Form AOC2 to this report.

Related Party Transaction (RPT) Details for the year 2016-2017

RPT Names:

S.No.	Name & Address	Position Held	Relationship
1)	R P Villas Private Limited	Associate Company	Associate Company
2)	RPT Constructions Private Limited	Associate Company	Associate Company
3)	REL Builders Private Limited	Associate Company	Associate Company
4)	REL Housing Development Pvt Ltd	Associate Company	Associate Company
5)	Lingam Ravindra Rao	Managing Director	KMP
6)	Lingam Tulasi Prasad	Whole Time Director	KMP
7)	K Harischandra Prasad	Director	KMP
8)	T Sri Rambabu	Director	KMP
9)	Kanuru Koteswara Rao	Director	KMP
10)	Ch Anjaneyulu	Director	KMP
11)	Lingam Poorvaja	Director	KMP
12)	Sridhar babu Nagala	Whole Time Director	KMP
13)	Sudhakar Rao Puvvada	Director	KMP

KMP Key Managerial Personal

RPT Transactions

(A)

Name of the Related Party	Sales of material directly or through appointed sole selling agent (Amount in Rs.)	Purchase of material directly or through appointed sole selling agent (Amount in Rs.)	Supply of material directly or through appointed sole selling agent (Amount in Rs.)
Lingam Ravindra Rao	Nil	Nil	Nil
Lingam Tulasi Prasad	Nil	Nil	Nil
Total	Nil	Nil	Nil

(B)

Name of the Related Party	Selling/disposing of property of any kind directly or through appointed sole selling agent (Amount in Rs.)	Purchase of property of any kind directly or through appointed sole selling agent (Amount in Rs.)	Leasing of Property (Amount in Rs.)
Lingam Ravindra Rao	Nil	Nil	Nil
Lingam Tulasi Prasad	Nil	Nil	Nil
Total	Nil	Nil	Nil

(C)

Name of the Related Party	Loan Given (Amount in Rs)	Loan taken (Amount in Rs.)	Remuneration (Amount in Rs)
Lingam Ravindra Rao	Nil	Nil	12,00,000/-
Lingam Tulasi Prasad	Nil	Nil	12,00,000/-
Nagalla Sirdhar Babu	Nil	Nil	9,00,000/-
Total	Nil	Nil	33,00,000/-

(D)

Name of the Related Party	Appointment to any office of profit or its subsidiary company or associate company (Amount in Rs.)
Total	Nil

33. CORPORATE GOVERNANCE REPORT

As required by Clause 49 of the Listing Agreement on corporate Governance, the company has complied with Corporate Governance requirements under Companies Act, 2013 and as stipulated under the Listing Agreement with the Stock Exchanges. A separate section on Corporate Governance under the Listing Agreement, along with a certificate from the auditors confirming the compliance, forms part of this Report.

34. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to the provisions of Clause 49 of Listing Agreement, a report on Management Discussion & Analysis is herewith annexed as Annexure – III to this Report.

35. HUMAN RESOURCES AND INDUSTRIAL RELATIONS:

The relationships with employee have been fairly cordial.

36. BUSINESS RESPONSIBILITY REPORT

The SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Regulations) mandates inclusion of the Business Responsibility Report (BRR) as part of the Annual Report for top 100 listed entities based on market capitalization with the regulations. As our Organization is not covered in the 1st phase of top 100 listed companies, Business Responsibility Report is not applicable to company.

37. DIRECTORS RESPONSIBILITY STATEMENT

The financial statements are prepared in accordance with the Generally Accepted Accounting Principles (GAAP) under the historical cost convention on accrual basis except for certain financial instruments, which are measured at fair values. GAAP comprise mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). There are no material departures from the prescribed accounting standards in the adoption of these standards.

The Directors confirm that:

- In Preparation of the Annual accounts for the financial year ended March 31, 2017, the applicable accounting standards have been followed.
- They have selected such accounting policies and applied them consistently and made judgements 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.

- They have taken proper and sufficient care towards maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- They have prepared the annual accounts on a going concern basis.
- They have laid down internal financial controls, which are adequate and are operating effectively.
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

38. GREEN INITIATIVES

As in the previous years, this year too, we are publishing only the statutory disclosures in the print version of the Annual Report. Electronic copies of the Annual Report 2017 and notice of the 29th Annual General Meeting are sent to all members whose email addresses are registered with the company / Depository Participant(s). For members who have not registered their email addresses, physical copies are sent in the permitted mode.

ACKNOWLEDGEMENT

Your Directors place on record their deep appreciation of the continued co-operation and support extended by staff and Bankers.

**For and on behalf of the Board of Directors
Raghava Estates & Properties Limited**

**Sd/-
Lingam Ravindra Rao
Managing Director
00465464**

**Sd/-
Lingam Tulasi Prasad
Whole Time Director
00186910**

**Place: Vijayawada
Date : 11.08.2017**

SECRETARIAL AUDIT REPORT

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED March 2017

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

**SECRETARIAL AUDIT REPORT OF M/S. RAGHAVA ESTATES & PROPERTIES LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017**

To,
The Members,
M/s.Raghava Estates & Properties Limited
64-9-2, Kanuru Subbaiah Buildings, Beside Eenadu
Vijayawada – 520 010.
Andhra Pradesh

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s.Raghava Estates & Properties Limited**. 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 **M/s.Raghava Estates & Properties Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **01st April 2016 to 31st March 2017** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s.Raghava Estates & Properties Limited** for the financial year ended on 31st March 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

Not Applicable to the company during the Audit Period

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

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

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

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

Not Applicable to the Company during the Audit Period.

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

Not Applicable to the Company during the Audit Period.

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

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

Not Applicable to the Company during the Audit Period.

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

Not Applicable to the Company during the Audit Period.

- a. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Not Applicable to the Company during the Audit Period.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with The Bombay Stock Exchange Limited

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

1. *During the year the company has released news paper publication with regard to Quarterly board meeting intimations and unaudited financial results except @ 4 Board meetings intimate.*

ii. I further report that the Company has, in our opinion, complied with the provisions of the Companies Act, 2013 and the Rules made thereunder as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company except, the following.

a) *During the year Company has not appointed Internal auditor. Non-compliance of Section 138 of the Companies Act, 2013.*

b) *During the year Company has not appointed Company Secretary. Non-compliance of section 203 of Companies Act, 2013.*

c) *During the year Company has appointed other than company secretary as a compliance officer which is non compliance 47(a) of the Listing Agreement executed with BSE.*

d) *The Company is default in repayment of secured loans taken from Andhra Pradesh State Financial Corporation and advances received from various customers which is a non-compliance of sections 73-37 of Companies Act, 2013 and Clause 2©(xii)(a) of Companies (Acceptance of Deposits) Rules, 2014.*

Vii) 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, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

ix) I further report that during the audit period, the company does not have any major events / actions which either directly or indirectly effect the company affairs in pursuance of the above referred laws, rules regulations, guidelines, standards etc.

x) The audit on other laws as may be applicable specifically to the Company is carried out based on the reports of the heads of the Departments and the compliance reports made by the Board of Directors of the Company. I report that the Company has substantially complied with the provisions of those Acts that are applicable to companies having and other Laws related to Human resources . Based on the information, explanations and management representation, the Company has substantially complied with the Tax laws and other Acts & laws applicable to the Company except the following

a. Company is following Gratuity provisions as per Act but has not taken Gratuity Valuation Certificate.

Sd/-
DURGA BHAVANI AGARWAL
FCS 8324
CP.11608
Place: Hyderabad
Dated: 11.08.2017

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31.03.2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS	
i) CIN	L70102AP1988PLC009300
ii) Registration Date	25.11.1988
iii) Name of the Company	Raghava Estates & Properties Limited
iv) Category/Sub-Category of the Co.	Limited by Shares, Indian Non Government company
v) Address of the Registered office & contact details	D.No.64-9-2, Kanuru Subbaiah Buildings, Beside Eenadu, Vijayawada-520 010 (A.P)
vi) Whether listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	XL Softech Systems Limited, 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad-500 034.

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	Real Estate Activities	7010	100%

III. PARTICULARS OF HOLDING SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Description of main	NIC Code of the	% to total turnover
NIL			

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

Category-wise Share Holding

Category of Shareholders	Category of Shareholders				No. of Shares held at the beginning of the year				% of Change During the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
Individual/HUF	2067800	--	2067800	68.49	2067800	--	2067800	68.49	Nil
Central Government	--	--	--	--	--	--	--	--	--
State Government(s)	--	--	--	--	--	--	--	--	--
Bodies Corp.	--	--	--	--	--	--	--	--	--
Banks / FI	--	--	--	--	--	--	--	--	--
Any Other...	--	--	--	--	--	--	--	--	--
Sub-Total (A)(1)	2067800	--	2067800	68.49	2067800	--	2067800	68.49	Nil
2) Foreign									
NRIs- Individuals	--	--	--	--	--	--	--	--	--
Other - Individuals	--	--	--	--	--	--	--	--	--
Bodies Corp.	--	--	--	--	--	--	--	--	--
Banks/FI	--	--	--	--	--	--	--	--	--
Any Other...	--	--	--	--	--	--	--	--	--
Sub-Total (A)(2)	--	--	--	--	--	--	--	--	--
Total Shareholding of Promoters(A)=(A1)+(A2)	2067800	--	2067800	68.49	2067800	--	2067800	68.49	Nil
B. Public Shareholding									
1. Institutions									
Mutual Funds	--	--	--	--	--	--	--	--	--
Central Government	--	--	--	--	--	--	--	--	--
State Government(s)	--	--	--	--	--	--	--	--	--
Venture Capital Funds	--	--	--	--	--	--	--	--	--
Insurance Companies	--	--	--	--	--	--	--	--	--
FIs	--	--	--	--	--	--	--	--	--
Foreign Venture	--	--	--	--	--	--	--	--	--
Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1)	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
Bodies Corp.	6300	68100	74400	2.46	11500	68100	79600	2.64	Nil
Indian Overseas	--	--	--	--	--	--	--	--	--
Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital upto Rs.1 Lakh	133600	704400	838000	27.76	109600	660600	770200	25.50	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs.1 Lakh	39000	--	39000	1.29	55300	46300	101600	3.37	Nil
Others (NRI)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2)	178900	772500	951400	31.51	176400	775000	951400	31.51	Nil
Total Public Shareholding (B)= (B)(1) + (B)(2)	178900	772500	951400	31.51	176400	775000	951400	31.51	Nil
C. Share held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	2246700	772500	3019200	100.00	2244200	775000	3019200	100	Nil

(ii) Shareholding of Promoters

Sl.No	Shareholder's name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of Change During the Year
		No. of Shares	% of Shares of the Company	% of Shares pledged emcumbrd total shares	No. of Shares	% of Shares of the Company	% of Shares pledged emcumbrd total shares	
1.	Ravindra Rao Lingam	543100	17.99	Nil	543100	17.99	Nil	Nil
2.	Tulasi Prasad Lingam	458900	15.20	Nil	458900	15.20	Nil	Nil
3.	Padmaja Vani Lingam	299200	9.91	Nil	299200	9.91	Nil	Nil
4.	Sri Rambabu Tummala	267500	8.86	Nil	267500	8.86	Nil	Nil
5.	Kilaru Harischandra Prasad	244200	8.09	Nil	244200	8.09	Nil	Nil
6.	Sita Ravamma Lingam	148100	4.90	Nil	148100	4.90	Nil	Nil
7.	Dhanalakshmi Lingam	41100	1.36	Nil	41100	1.36	Nil	Nil
8.	Kilaru Anuradha	35600	1.18	Nil	35600	1.18	Nil	Nil
9.	Vijaya Lakshmi Tummala	30100	1.00	Nil	30100	1.00	Nil	Nil
	Total	2067800	68.49	Nil	2067800	68.49	Nil	Nil

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
1	At the beginning of the year	2067800	68.94	2067800	68.94
2	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc);	Nil	Nil	Nil	Nil
3	At the End of the year	2067800	68.94	2067800	68.94

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Corp.Linn Securities Limited	50900	1.69	50900	1.69
2	Brijgopal Sarda	39000	1.29	39000	1.29
3	S.Vijay Kumar	20000	0.66	20000	0.66
4	D B Chakravarthi	0	0.00	0	0.00
5	E.Bhaskar	14000	0.46	14000	0.46
6	Pramod Dalmia	12300	0.41	12300	0.41
7	Sarada Brij Gopal	10000	0.33	10000	0.33
8	Chimakurthy Bala Krishna	9900	0.33	9900	0.33
9	Anil Raj	9200	0.30	9200	0.30
10	Corp.Nath Securities Ltd	8900	0.29	8900	0.29

2	At the beginning of the year	174200	5.77	174200	5.77
3	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Nil	Nil	Nil	Nil
4	At the End of the year (or on the date of separation, if separated during the year)	174200	5.77	174200	5.77

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Lingam Ravindra Rao	543100	17.99	543100	17.99
2	Lingam Tulasi Prasad	458900	15.20	458900	15.20
3	Tummala Sri Rambabu	267500	8.86	267500	8.86
4	Kilaru Harisandra Prasad	244200	8.09	244200	8.09
	At the beginning of the year	1513700	50.14	1513700	50.14
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year	1513700	50.14	1513700	50.14

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	154,56,124.00	--	--	154,56,124.00
ii) Interest due but not paid iii)		--	--	
Total (i+ii+iii)	154,56,124.00	--	--	154,56,124.00
Change in Indebtedness during the financial year				
• Addition	610,000.00	--	--	610,000.00
• Reduction		--	--	
Net Change	(610,000.00)	--	--	(610,000.00)
Indebtedness at the end of the financial year				
i) Principal Amount	148,46,124.00	--	--	148,46,124.00
ii) Interest due but not paid iii)	---	---	---	---
Total (i+ii+iii)	148,46,124.00	--	--	148,46,124.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		MD	WTD	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Rs.12,00,000	Rs.12,00,000	Rs.24,00,000
2.	Stock Option		NIL	
3.	Sweat Equity		NIL	
4.	Commission - as % of profit - others, specify...		NIL	
5.	Others, please specify		NIL	
	Total (A)	Rs.12,00,000	Rs.12,00,000	Rs.24,00,000
	Ceiling as per the Act			

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Director Sridhar Babu N	Total Amount
3.	Independent Directors · Fee for attending board committee meetings · Commission & · Others, please specify		900,000
	Total (1)		900,000
4.	Other Non-Executive Directors · Fee for attending board committee meetings · Commission & · Others, please specify		NIL
	Total (2)		NIL
	Total (B)=(1+2)		900,000
	Total Managerial Remuneration		900,000
	Overall Ceiling as per the Act		NIL

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	5,84,000	5,84,000
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	NIL	5,84,000	5,84,000

VIL PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors

SD/-
Lingam Ravindra Rao
Managing Director
00465464

SD/-
Lingam Tulasi Prasad
Whole Time Director
00186910

Place : Vijayawada
Date : 11.08.2017.

Management Discussion and Analysis Report

Over view:

The financial statements have been prepared in compliance with the requirements of the provisions of the Companies Act, 2013 and Generally Accepted Accounting Principles (GAAP) in India. The estimates and judgments relating to the financial statements have been on a prudent and reasonable basis, in order that the statements reflect, in a true and fair manner, the state of affairs and profits for the year. This report may also contain certain statements that the company believes are or may be considered to be 'Forward Looking Statements' which are subject to certain risks and uncertainties.

INDUSTRY AND STRUCTURE

Construction Industry

India by population stood in second place in the World. India has a vast land and natural resources but they are not utilizing proportionately. Each and every common man wanted primary needs such as food, shelter & clothes. The Indian Real Estate sector after being on a high for almost three years is witnessing a slight correction throughout the country. Growth over these last three years was characterized by strong economic fundamentals, increasing purchase capacity of the investors, leading to rise in demand which in turn, led to increase in supply by developers who wanted to capitalize on the opportunity.

The company feels that the fundamentals will remain positive in 2016 and prices may moderate in the markets, however, the property market may witness a slowdown with some moderate correction which will vary from region to region. The demand-supply gap is anticipated to be much closer this year. The company expects that developers will be reluctant to reduce prices and may indulge in adding sweeteners to their deals rather than engaging in direct reduction in prices. The company's main aspect is to provide shelter within the affordable price and quality construction.

Company Infrastructure:

Your company operates from its Registered Office at Vijayawada. The company's site offices are at (1) Poranki, Penamaluru Mandal, Krishna district about 6 KM from the registered office at Vijayawada and (2) Edupugallu Village, Krishna district about 9 Kms from the Registered Office at Vijayawada.

Internal Control Systems:

The Company has an effective internal control system in place and this is continually reviewed for effectiveness and is amplified by written policies and guidelines. The company's overall system of internal control is adequate given the size and nature of operations and effective implementation of internal control procedures.

The internal control system of the company is subject matter of Audit Committee's periodical review and suggestions and recommendations, if any, made by the committee will be carried out.

OPPORTUNITIES AND THREATS

With the tax exemptions offered by the Government and ample services of the private and public financial institutions, Geographical area of city limits are expanding vastly by mobilization of the people from one place to another for getting employment, which results the more opportunities for the company.

In rare occasions, uncertainty of land and material costs, chronic deviations in getting of land acquisition permits from the competent authorities.

Risks and concerns:

The Company's Current and Fixed assets are adequately insured against various risks. The Company constantly strives to adequately protect itself from various business risks and concerns and takes appropriate measures to address the same.

Discussion on financial performance with respect to the Operational Performance:

During the year under review the company has achieved a turnover of Rs.1301.50 Lakhs as against Rs.1097.37 Lakhs in the previous year.

During the year the company earned Loss of Rs.138.49 lakhs as against a profit of Rs.2.06 lakhs in the previous year.

Inventories:

Major items of inventories as on March 31, 2017 are as under in Rs.

Particulars	March 31, 2017	March 31, 2016
Materials at Site	NIL	NIL
Work-in-Progress	5,11,789	82,59,900
Stock in Trade	9,51,59,991	9,55,56,133

Segment wise performance

The segment wise performance is not applicable as the company has only one segment

Cautionary Statement

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

Material developments in Human resources / Industrial Relation front, including number people employed

The focus is on capability development, performance management and employee engagement. This is expected to improve cost competitiveness through greater levels of employee participation, commitment and involvement.

The Company recognizes the importance and contribution of its employees to the growth and development of the Company. The Company continued to maintain cordial relations with employees and staff.

**For and on behalf of the Board of Directors
Raghava Estates & Properties Limited**

**Sd/-
Lingam Ravindra Rao
Managing Director
00465464**

**Sd/-
Lingam Tulasi Prasad
Whole Time Director
00186910**

**Place: Vijayawada.
Date : 11.08.2017**

REPORT ON CORPORATE GOVERNANCE

(pursuant to Clause 49 of the Listing Agreement with the Stock Exchange)

ANNEXURE TO THE DIRECTORS REPORT

In compliance with Clause 49 of the Listing Agreement with Stock Exchanges the Company submits the report on the matters mentioned in the said Clause and practice followed by the Company:

Corporate Governance gives much emphasis on internal system encompassing policies, processes and people which serves the needs of Shareholders and stakeholders, by directing and controlling management activities with good business objectivity, accountability and integrity. Sound Corporate Governance is mainly reliant on external marketplace commitment and legislation, healthy board culture which safeguards policies and processes.

The Company attaches much importance to good Corporate Governance and the code of governance as formulated by the Stock Exchange/SEBI and other authorities.

It is the endeavor of the Board of Directors that the Company is governed so as to maximize the benefits for all Shareholders and stakeholders and others. The Company has been implementing the clauses of Corporate Governance as amended from time to time.

Board of Directors:-

Composition of Board

The Company has a Non-Executive Chairman and the Company has optimum combination of Executive and Non-Executive Directors. About three-fourth of the Board of Directors are Non-Executive Directors. Half of the Board comprises of Independent Directors. The composition of the Board is in conformity with SEBI (LODR) Regulations, 2015

The Non-Executive Directors possess rich and varied experience in different facets of corporate functioning. They play active role in the meetings of the Board. The Board formulates policy decisions so as to lead and control the Company.

Board and Committee Meetings:

None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 committees across all the Companies in which he is a Director. Necessary disclosures regarding committee positions in other public companies as at 31st March 2017 has been made by the Directors.

Name	Category	Number of Board Meetings attended	Whether attended AGM held on 30.09.2016	No. of Directorships in other Companies	No. of committee Positions held in other Companies	
					Chairman	Member
Lingam Ravindra Rao	Promoter Chairman & Executive Director	5	Yes	5	-	-
Lingam Tulasi Prasad	Whole Time Director	5	Yes	5	-	-
Tummala Sri Rambabu	Promoter Non Executive Independent Director	5	Yes	3	-	-
Kilaru Harischandra Prasad	Promoter Non Executive Independent Director	5	Yes	2	-	-
Koteswara Rao Kanuru	Non Executive Independent Director	5	Yes	2	-	-
Anjaneyulu Chunchu	Non Executive Independent Director	5	Yes	1	-	-
Poorvaja Lingam	Women Director	0	Yes	0	-	-
Sudhakara Rao Puvvada	Non Executive Independent Director	5	Yes	0	-	-
Sridhar Babu Nagalla	Non Executive Independent Director	5	Yes	5	-	-

Five (5) Board Meetings were held during the year 2016-2017 and the gap between 2 meetings has not exceeded 120 days. The dates on which, the Board Meetings were held are 30.05.2016, 13.08.2016, 10.11.2016, 31.10.2016, 14.02.2017.

Independent Non-Executive Directors do not have any other material pecuniary relationship or transactions with the Company, its promoters or its Management, which in the opinion of the Board may affect the independent judgment of the Director.

Necessary information as specified in Annexure 1A to Clause 49 of the Listing Agreement has been placed before the Board of Directors for their consideration.

Committees of the Board:

The Committees constituted by the Board of Directors of the Company are as under:

a. Audit Committee

1. The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreements with the Stock Exchange and oversees the accounting and financial reporting process of the company, the performance of the Internal Auditor, recommending the appointment and remuneration of the statutory auditors and the safeguards employed by them.
2. The Audit Committee comprises of Three members, consisting of Independent Non-Executive Directors. All the members of the Committee have the relevant experience in the field of finance and accounting.
3. Chairman of the Audit Committee is an Independent Director and she was present for the Annual General Meeting held on 30.09.2016.
4. Audit Committee meetings are attended by invitation, by the Statutory Auditors, Managing Director and Finance head of the Company.

Meeting of Audit Committee:

The Audit Committee met Four times during the financial year 2016-2017. The attendance record of the Audit Committee members is given below:-

<u>Name of the Member Attended</u>	No. of Meetings held	
Koteswara Rao Kanuru - Chairman	4	3
Puvvada Sudhakar Rao – Member	4	3
Poorvaja Lingam – Member	4	2

Role of the Audit Committee

The role of Audit Committee includes the following:

Review financial statements, internal controls and accounting policies. The quarterly financial results are placed before the audit committee for its review, suggestions and recommendations, before submitting the same to the Board for approval.

The committee also tracks the implementation of its guidelines/suggestions through review of action taken reports. A statement in summary form of transactions with related parties in the ordinary course of business is placed periodically before the committee apart from details of material individual transactions with the related parties.

Nomination and Remuneration Committee:-

In line with the Companies Act, 2013 / Clause 49 of the Listing Agreement requirements, the nomenclature of this Committee has been changed to Nomination and Remuneration Committee.

Composition

The committee was reconstituted on 31st March 2016 due to the change in the category of the Directorship of the existing committee members. The reconstituted committee comprises of

<i>Name of the Member</i>	Category
Poorvaja Lingam	Chairperson - Independent Director
Puvvada Sudhakar Rao	Independent Director & Member
Koteswar Rao Kannuru	Independent Director & Member

Terms of Reference in brief:

- Formulate Remuneration Policy and a policy on Board Diversity Formulate criteria for evaluation of Directors and the Board.
- To ensure that the Remuneration Policy shall also include the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully; relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

Remuneration of Directors:

The non-executive directors do not receive any remuneration from the Company. They are not paid Sitting fee for attending the meetings of the Board and Committee Meetings. There is no pecuniary relationship or transactions between non-executive Directors and the Company. Remuneration paid during the year to the executive directors are hereunder:

<i>Name of the Member</i>	Remuneration Rs.
Lingam Ravindra Rao	12,00,000/-
Lingam Tulasi Prasad	12,00,000/-
Sridhar Babu Nagalla	9,00,000/-

The Company has no scheme for Stock option. There is no separate provision for payment of severance fees to the Managing Director.

Independent Directors

Your Company appointed Independent Directors who are having expertise/experience in their respective field/profession. None of the Independent Directors are Promoters or related to Promoters. They do not have pecuniary relationship with the Company and further do not hold two percent or more of the total voting power of the Company.

Meeting of Independent Directors

During the year, meeting of Independent Directors was held on 31st March 2017, 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. Chairman of the Meeting presented the views of the Independent Directors on matters relating to Board processes and the overall affairs of the Company to the full Board.

Training of Board Members

All new non-executive directors inducted to the Board are introduced to our Company culture through orientation sessions. Current executive directors and senior management provide an overview of our operations and familiarize the new non-executive directors with them. They are also introduced to our organization structure our services, constitution, Board procedures, matters reserved for the Board, and our major risks and risk management policy.

The Board's Policy is to have separate meetings regularly with Independent director to update them on all business related issues and new initiatives. At such meetings, the executive directors and other members of the senior management share points of view and leadership thoughts on relevant issues.

Code of Conduct for prohibition of insider trading

Your Company has adopted a Code of Conduct as per Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 All Directors, Designated Employees who could have access to the Unpublished Price Sensitive Information of the Company are governed by the Code. During the year under review, there has been due compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

Shareholders'/ Investors' Grievance committee:**Composition**

The committee was reconstituted due to the change in the category of the Directorship of the existing committee members. The reconstituted committee comprises of

Name of the Member	Category
K Koteswara Rao	Chairman
Puvvada Sudhakar Rao	Members
Poorvaja Lingam	Members

The meetings of the Committee are held at frequent intervals to approve transfers, transmissions, issue of duplicate shares and resolving investors' grievances, etc.

During the year no investor grievance has been received and subsequently it solved. The company has replied through the DP agent in respect of complaint received in the earlier year. The minutes of the Share Transfer and Investors' Grievances Committee meetings are placed before the Board for its noting on a regular basis.

Details of General Body Meetings :

Location, date and time of the Annual General Meetings held during the last 3 years are given below.

Year	Location	Date of AGM	Day	Time
2014	D.No.64-9-2, Kanuru Subbaiah Buildings Beside Eenadu, Patamatalanka, Vijayawada	Sep.30-2014	Tuesday	10.30 AM
2015	D.No.64-9-2, Kanuru Subbaiah Buildings Beside Eenadu, Patamatalanka, Vijayawada	Sep.29-2015	Tuesday	10.30 AM
2016	D.No.64-9-2, Kanuru Subbaiah Buildings Beside Eenadu, Patamatalanka, Vijayawada	Sep.30-2016	Tuesday	11.00 AM

The Chairman of the Audit Committee was present at all the above AGMs. No EGM was held in the last three years. During the year 2016-17, no postal ballot was conducted. Details of Special Resolutions passed in the previous three Annual General Meetings.

1. At the AGM held on 30.09.2014
 - No Special Resolutions were transacted in this AGM
2. At the AGM held on 29.09.2015
 - Re-appointment of Sri. Lingam Ravinder Rao as Managing Director of the Company for the remaining tenure
 - Re-appointment of Sri Lingam Tulasi Prasad as Whole Time Director of the Company for the remaining tenure.
 - Regularization of Smt. Lingam Poorvaja as Non Rotational Independent Director
 - Appointment of Sri Nagala Sridhar Babu as Non Rotational Independent Director
 - Appointment of Sri Puvvada Sudhakar Rao as Non Rotational Independent Director
 - Power to Borrow in excess of paid up capital and free reserves
 - Power to Mortgage Assets of the Company.
3. At the AGM held on 30.09.2016
 - Re-appointment of Sri.Lingam Ravindra Rao as Managing Director of the Company for the period of Five years
 - Re-appointment of Sri Lingam Tulasi Prasad as Whole Time Director of the Company for the period of five years
 - Change of Designation of Sri Sridhar Babu Nagala to Whole Time Director of the Company
 - Change in Memorandum of Association to bring in line with Companies Act 2013.
 - Adoption of Table F
 - Power to Borrow in excess of paid up capital and free reserves
 - Power to Mortgage Assets of the Company.

Risk Assessment and Minimization Procedure:-

The Company has laid down procedures to inform Board of Directors about the Risk assessment and minimization and has implemented the Risk Management Plan and continuously Monitors its.

The Company also has constituted a Risk Management Committee (Non-Mandatory) which ensures that the Company has an appropriate and effective Enterprise Risk Management system with appropriate policies and processes which carries out risk assessment and ensures that risk mitigation plans are in place by validating the same at regular intervals.

Disclosures

a. Related Party Transactions

Your Company has formulated a Policy on materiality of Related Party Transactions and also dealing with Related Party Transactions.

The necessary disclosures regarding the transactions with related parties are given in the Notes to the financial statements. During the year under review, Your Company had not entered into any material transaction with any of its related parties.

b. CEO/CFO Certification

In terms of Part-B of Schedule- II read with Regulation 17(8) of the SEBI (LODR) Regulations, 2015, the Certificate duly signed by the Managing Director and CFO of the Company was placed before the Board of Directors along with the financial statements for the year ended March 31st 2017, at its meeting held on 30th May 2017 and forms part of this Annual Report.

c. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets, during the last three years: NIL.

d. Communication to Shareholders

The quarterly and Annual Results are being published in the Andhra Bhoomi and Deccan Chronicle. Quarterly and Annual Financial Results of the Company are furnished to the Stock Exchange as per the requirements of the Listing Agreement.

e. Code of Conduct

The Code of Conduct as adopted by the Board of Directors, is applicable to the Directors, both executive and non-executive and Senior Management team comprising of members of Management one level below the Executive Directors, including all functional heads.

A declaration by Managing Director affirming the compliance of the Code of Conduct of Board Members and senior management executives is also annexed separately at the end of this report.

f. Share Capital Audit

Keeping in view the requirements of SEBI and Stock Exchange, a qualified Practicing Company Secretary carried out Share Capital Audit 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 Reconciliation of Share Capital Audit Report placed before the Board of Directors on a quarterly basis is also sent to the Stock Exchanges where the company's shares are listed confirms that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares with NSDL and CDSL.

g. General Shareholder Information

<u>Annual General Meeting</u>	Date	30 th September 2017
	Time	11.00 AM
	Venue	Registered Office of the Company at D.No.64-9-2, Kanuru Subbaiah Buildings, Beside Eenadu, Patamatalanka, Vijayawada, Andhra Pradesh
Company's Financial Year		1 st April to 31 st March
Date of Book Closure		25.09.2017 to 29.09.2017 (Inclusive of both days)
Listing on Stock Exchange		Bombay Stock Exchange Ltd
ISIN No		INE348J01016
Stock Code		531627
Registrar and Share Transfer Agent		M/s. XL Softech Systems Limited, 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad - 34

Dematerialization of Shares:

The Company's shares are traded compulsorily in dematerialized form. In this connection, the Company has already entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the Company's ID is INE 348J01016.

The members are requested to dematerialize their physical holding in view of various advantages of holding the shares in dematerialized form. As on 31st March 2017, 22,46,900 Equity shares are under dematerialization, representing 74.42% of the paid up capital.

Distribution of shareholding as on 31st March, 2017:

Holding of number of Shares or Debentures	Share/Debenture (Holders)		Shares/Debentures (Amount)	
	Number	%	Rs.	%
1 - 5000	279	43.53	908000	3.01
5001 - 10000	134	20.90	1171000	3.88
10001 - 20000	104	16.22	1654000	5.48
20001 - 30000	51	7.96	1279000	4.24
30001 - 40000	22	3.43	796000	2.64
40001 - 50000	13	2.03	600000	1.99
50001 - 100000	23	3.59	1581000	5.24
100001 - Above	15	2.34	22203000	73.54
Total	640	100.00	30192000	100.00

a) Market Price Movement: During the period, the equity shares of the company are not traded in any Stock Exchange

b) SHAREHOLDING PATTERN AS ON 31ST MARCH 2017

Sl no	Category	No. of shares	% of shareholding
1	Promoters	2067800	68.49
2	Mutual funds and UTI	--	--
3	Banks, Financial Institution, Insurance companies	--	--
4	Private Corporate Bodies	73,800	2.44
5	Indian Public	8,77,600	29.07
6	NRIs/OCBs	--	--
7	Clearing Members	--	--
8	Foreign Bodies	--	--
	Total	3019200	100.00

Outstanding ADRs/GDRs/Warrants or any convertible instruments, conversion date and likely impact on equity: Not Applicable

**CERTIFICATE ON COMPLIANCE OF CONDITIONS OF
CORPORATE GOVERNANCE**

To
The Members
M/s Raghava Estates & Properties Limited

We have examined the compliance of the conditions of Corporate Governance by Raghava Estates & Properties Limited for the year ended 31st March 2017 Under regulations 11 to 27 and clauses (b) to (i) of Regulation 42(2) and para C,D, and E of schedule V to the SEBI (Listing obligations and desclores obligations and disclores requirments) Regulation 2015 for the financial year ended March 31st, 2017. We have obtained all the information and explantions which to the best of our knowledge and belief were necessary for the purpose of certificaion.

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

In our opinion and to the best of our information and explanations given to us and based on the representation 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 Agreement.

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

For SURESH & BABU
Chartered Accountants
F.R.No.004254S
Sd/
K.Purnachander Rao
Partner
M.No.226295

Place: Vijayawada
Date : 11.08.2017

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

Pursuant to Circular No. SEBI/CFD/DIL/CG/1/2004/12/10 dated 29th October 2004, it is hereby declared that the Company has adopted a Code of Conduct for its Board Members and Senior Management Personnel. I hereby confirm that the Company has in respect of the financial year ended 31st March, 2017, received from the Senior Management Personnel of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

Place: Vijayawada
Date 11.08.2017

Sd/-
LINGAM RAVINDRA RAO
Managing Director
00465464

Certification by Managing Director and Chief Financial Officer to the Board

We Lingam Ravindra Rao, Managing Director and V Ramesh, Chief Financial Officer certify that;

1. We have reviewed the financial statements for the year and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements present a true and fair view of the state of affairs of the company and of the results of operations and cash flows. The financial statements have been prepared in conformity, in all material respects, with the existing Generally Accepted Accounting Principles including Accounting Standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept overall responsibility for establishing and monitoring the company's internal control system for financial reporting and evaluating its effectiveness. The Statutory Auditors reports significant issues to the Audit Committee of the Board. The Statutory Auditors and audit committee are appraised of any corrective action taken or proposed to be taken with regard to significant deficiencies and material weaknesses.
4. We have indicated to the Auditors and to the Audit Committee:
 - a) Significant changes if any in internal control over financial reporting during the year;
 - b) Significant changes if any in accounting policies during the year;
 - c) Instances of significant fraud of which we have become aware of and which involve management or other employees who have significant role in the company's internal control system over financial reporting. However, there was no such instance

Place: Vijayawada
Date: 11.08.2017

Sd/-
V Ramesh
Chief Financial Officer
ACCPV1861C

Sd/-
Lingam Ravindra Rao
Managing Director
00465464

Form No. AOC-2

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

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

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

**For and on behalf of the Board of Directors
Raghava Estates & Properties Limited**

Sd/-
Lingam Ravindra Rao
Managing Director
00465464

Sd/-
Lingam Tulasi Prasad
Whole Time Director
00186910

Place : Vijayawada
Date : 11.08.2017

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS

To
The members of
M/s Raghava Estates & Properties Limited
Report on Financial Statements

We have audited the accompanying financial statements of **Raghava Estates & Properties Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, as applicable. 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 these financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order under Section 143(11) of the Act.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by 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 relating to preparation of financial statements have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of these financial statements.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, as applicable.
 - (e) On the basis of the written representations received from the Directors as on March 31, 2017, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure A'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- (g) With respect to the other matters to be included in the Independent Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii) The Company has made provision in its financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long term contracts including derivative contracts;
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv) The company has provided requisite disclosures in the financial statements with regard to its holding and dealings in Specified Bank Notes as defined in the Notification S.O.3407 (E) dated November 8, 2016 of the Ministry of Finance, during the period from November 8, 2016 to December 30, 2016. Based on audit procedures performed and the representations provided to us by the management we report that the disclosures are in accordance with the books of account maintained by the Company and as produced to us by the Management;
2. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Act, we give in the 'Annexure B' statement on the matters specified in paragraphs 3 and 4 of the Order, the extent applicable.

for SURESH AND BABU
Chartered Accountants
Firm Reg.No.004254S

Place: Vijayawada
Date: 30th May, 2017

(K.Purnachander Rao)
Partner
M.No.226295

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of Tata Consultancy Services Limited ('the Company')

1. In respect of the Company's fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification 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) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of lands which are freehold, are held in the name of the Company as at the balance sheet date.
2. The inventories of the company have been physically verified by the Management during the year at reasonable intervals. The Company has maintained proper records of inventories and the discrepancies noticed on physical verification of stocks as compared to book records, which in our opinion were not material, have been properly dealt with in the books of account.
3. The Company has not granted any loans, secured or unsecured, to companies, firms, and limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act.
4. The provisions of paragraph 3(iv) of the Order are not applicable to the company as the Company has not granted any loans as specified in Section 185 of the Act or has not made any investments as specified in Section 186 of the Act.
5. In our opinion and according to the information and explanations given to us, the company has received advances from several customers to the tune of Rs.972.81 lakhs of which an amount of Rs.686.40 lakhs were outstanding for a period of more than 365 days as on 31st March, 2017 to such extent the company has not complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and Clause 2(c)(xii)(a) of the Companies (Acceptance of Deposits) Rules, 2014, with regard to the advances received. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal.
6. Reporting under clause 3(vi) of the Order is not applicable as the Company's business activities are not covered by the Companies (Cost Records and Audit) Rules, 2014.

7. According to the information and explanations given to us, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Sales Tax and other material statutory dues applicable to it with the appropriate authorities.
- (b) According to the records of the Company and as per the information and explanations given to us, there are no dues of income tax, duty of excise, value added tax, value added tax or cess which has not been deposited on account of dispute as on 31.03.2017, except service tax the details of which are as given below:

<i>Name of the Statute</i>	<i>Nature of Dues</i>	<i>Amount (Rs)</i>	<i>Period to which the amount relates</i>	<i>Forum where dispute is pending</i>
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	1567840	2006-07	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	171345	01.04.07 to 30.04.07	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	3414656	01.05.07 to 31.03.08	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	2981615	01.04.08 to 28.02.09	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	102989	01.03.09 to 31.03.09	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	972255	2009-10	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	207231	01.04.10 to 30.06.10	Appellate Tribunal, Bengaluru
Finance Tax Act 1994	Service Tax on Construction of Residential Complex Service	1085142	01.07.10 to 31.03. 11	Appellate Tribunal, Bengaluru

8. According to the information and explanations given to us, the company defaulted in repayment of secured loan availed from Andhra Pradesh State Financial Corporation. As per the repayment schedule, the company is required to repay the availed loan amount of Rs.420 lakhs in 50 Equated Monthly Installments of Rs.9.20 lakhs each commencing from June, 2008 ending on July, 2012. However an amount Rs148.46 lakhs was still outstanding as on 31st March 2017 which ought to have been paid before July, 2012. Hence there was delay of 44 months in repayment.
9. In our opinion and according to the information and explanations given to us, no funds were raised by the company through issue of shares and term loans from banks and/or financial institutions during the year under review.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
13. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
16. The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934 and hence the clause is not applicable to the company.

for SURESH AND BABU
Chartered Accountants
Firm Reg.No.004254S
(K.Purnachander Rao)
Partner M.No.226295

Place : Vijayawada
Date : 30th May, 2017

RAGHAVA ESTATES & PROPERTIES LIMITED
Balance Sheet as at 31st March 2017

(Amount In Rs)

	Note No	As at 31st March, 2017	As at 31st March, 2016
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	30,192,000	30,192,000
(b) Reserves and surplus	2	56,214,175	70,025,456
2 Share Application Money Pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings	3	14,846,124	15,456,124
(b) Deferred tax liabilities (Net)	4	517,961	556,002
4 Current liabilities			
(a) Short-term borrowings	5	200,000	-
(b) Trade payables	6	23,489,951	29,061,300
(c) Other current liabilities	7	59,598,562	61,009,308
(d) Short-term provisions	8	93,340	409,966
TOTAL		185,152,112	206,710,156
II. ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	7,770,417	8,331,591
(ii) Capital work-in-progress	10	8,892,791	4,764,007
(b) Non-current investments	11	48,990	48,990
(c) Long-term loans and advances	12	1,480,902	5,848,669
2 Current assets			
(a) Inventories		95,671,780	103,816,033
(b) Cash and cash equivalents	13	1,793,606	26,760,508
(c) Short-term loans and advances	14	69,431,981	57,021,179
(d) Other current assets	15	61,644	119,180
TOTAL		185,152,112	206,710,157
Notes form an interegral part of these financial statements	22		

As per our Report of even date

For Suresh And Babu

Chartered Accountants

Firm Ref. No.004254S

K.Purnachander Rao

Partner

M.No.226295

For and on behalf of the Board

L.Ravindra Rao
Managing Director

L.Tulasi Prasad
Whole-time Director

N.Sridhar Babu
Director

Place: Vijayawada

Date: 30th May, 2017

RAGHAVA ESTATES & PROPERTIES LIMITED
Statement of Profit and Loss for the year ended 31st March 2017

(Amount In Rs)

	Note No.	Year Ended 31st March, 2017	Year Ended 31st March, 2016
Income:			
I. Revenue from operations	16	130,069,012	109,657,893
II. Other income	17	980,600	79,476
III. Total Revenue (I + II)		131,049,612	109,737,369
IV. Expenses:			
Cost of Construction/ Development	18	107,498,727	68,708,682
Employee benefit expenses	19	12,366,036	11,429,654
Finance costs	20	3,501,200	3,304,037
Depreciation	9	1,283,172	1,300,026
Other expenses	21	20,249,800	24,788,720
Total expenses		144,898,935	109,531,119
V. Profit before exceptional Items and tax (III-IV)		(13,849,323)	206,250
VI. Exceptional item		-	-
VII. Profit before tax (V- VI)		(13,849,323)	206,250
VIII Tax expense:			
(1) Current tax		-	409,966
(2) Deferred tax asset/(liability)		(38,041)	(131,920)
(3) Mat Credit (Entitlement)/Availed		-	-
IX Profit for the year (VII-VIII)		(13,811,281)	(71,796)
X Earnings per Equity Share:			
Weighted average number of Equity Shares outstanding during the year		3,019,200	3,019,200
Basic & diluted earnings per share, including exceptional item (in Rs.)		(4.57)	(0.02)
Basic & diluted earnings per share, excluding exceptional item (in Rs.)		(4.57)	(0.02)
Nominal value per share (in Rs.)		10.00	10.00
Notes form an interegral part of these financial statements	21		

For Suresh And Babu
Chartered Accountants
Firm Ref. No.004254S

K.Purnachander Rao
Partner
M.No.226295

Place: Vijayawada
Date: 30th May, 2017

For and on behalf of the Board

L.Ravindra Rao
Managing Director

L.Tulasi Prasad
Whole-time Director

N.Sridhar Babu
Whole-time Director

RAGHAVA ESTATES & PROPERTIES LIMITED
Cash Flow statement for the Year ended on 31st March 2017

	Year ended 31st March,2017		Year ended 31st March,2016	
	Rs.		Rs.	
A) Cash flow arising from Operating Activities				
Net Profit before tax as per Profit and Loss Account		(13,849,323)		206,250
Add/(Less):				
Depreciation	1,283,172		1,300,026	
Profit on Sale of Fixed Assets	-		-	
Interest and finance Charges (Net)	3,501,200		3,304,037	
		4,784,372		4,604,063
Operating Cash Profit Before Working Capital changes		(9,064,951)		4,810,313
Changes in working capital				
(Increase)/Decrease in Inventories	8,144,253		29,662,544	
Increase/(Decrease) in Loans and Advances	(12,410,802)		61,555,462	
Increase/(Decrease) in Trade payables	(5,571,349)		(8,778,311)	
Increase/(Decrease) in Other Current Liabilities	(1,410,746)		(47,615,013)	
(Increase)/Decrease in Short Term Borrowing	200,000			
(Increase)/Decrease in Other Current Assets	119,180			
(Increase)/Decrease in Provisions	93,340		-	
		(10,836,124)		34,824,682
Less: Direct Taxes paid (Net)		(471,610)		(4,255,128)
Net Cash inflow in the course of operating activities (A)		(20,372,685)		35,379,867
B. Cash flow arising from Investing Activities				
Inflow				
Sale of Fixed Assets	-		-	
Outflow				
Acquisition of fixed assets	(722,000)		(1,172,619)	
Increase in Loans and advances	4,367,767		(3,820,000)	
Increase in Non-Curent investments	-		(48,990)	
Investment In Capital Work in progress	(4,128,784)		(4,764,007)	
		(483,017)		(9,805,616)
Net Cash outflow in the course of investing activities (B)		(483,017)		(9,805,616)
C. Cash flow from Financing Activities				
Inflow				
Increase in Share Capital			-	
Outflow				
Repayment of Long term borrowings	(610,000)		(6,408,332)	
Interest paid	(3,501,200)		(3,304,037)	
		(4,111,200)		(9,712,369)
Net cash outflow in the course of Financing activities (C)		(4,111,200)		(9,712,369)
Net Increase/(Decrease) in Cash/Cash equivalents (A+B+C)		(24,966,902)		15,861,882
Add: Balance at the beginning of the year		26,760,508		10,898,626
Cash/Cash equivalent at the close of the year		1,793,606		26,760,508

As per Our Report of Even Date

For Suresh And Babu
Chartered Accountants

K.Purnachander Rao
Partner

Place: Vijayawada
Date :30th May 2017

For and on behalf of the Board

L.Ravindra Rao
Managing Director

L.Tulasi Prasad
Whole time Director

N.Sridhar Babu
Whole time Director

**M/S RAGHAVA ESTATES & PROPERTIES LIMITED
VIJAYAWADA**

Notes: 1 : SIGNIFICANT ACCOUNTING POLICIES:

1.1 Basis of Preparation & Use of Estimates:

The financial statements are prepared and presented under the historical cost convention on the accrual basis of accounting and comply with the provisions of the Companies Act, 2013. The preparation of the financial statements, in conformity with generally accepted accounting principles, requires the use of estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amounts of revenues and expenses during the year and disclosure of contingent liabilities as at that date. The estimates and assumptions used in these financial statements are based upon the management's evaluation of the relevant facts and circumstances as of the date of the financial statements.

1.2 Income recognition:

- (a) Revenue is recognized on completion of registration of Lands/Plots/Flats to the respective buyers.
- (b) All other income is recognized on accrual basis.

1.3 Fixed Assets and Depreciation / Amortisation:

Fixed Assets are stated at historical cost less accumulated depreciation. Depreciation on assets is provided on the Written Down Value method at rates prescribed in Schedule II to the Companies Act, 2013. Company does not have any intangible assets.

1.4 Investments:

Company does not have any Investments.

1.5 Foreign Currency Transactions:

Company has no foreign currency transactions during the year.

1.6 Valuation of Inventories:

Stock of finished plots/flats and work-in-progress has been valued at Cost plus development expenses. Stock of Land has been valued at Cost. Cost includes consideration, stamp duty, registration and other incidental expenses.

1.7 Employee Benefits:

The provisions of Provident Fund Act and ESI Act are applicable to the company and the company is generally regular in depositing the dues with the appropriate authorities. The provisions of Payment of Gratuity Act are applicable to the company and the company has not been complying with the provisions of the said statute.

1.8 Taxation:

Current tax is provided on the taxable income for the year.

Deferred tax liabilities arising from timing differences have been fully provided. Deferred tax assets are recognized on the consideration of prudence.

1.9 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date to ascertain impairment based on internal / external factors. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of the net selling price of the assets and their value in use.

1.10 Provisions:

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

RAGHAVA ESTATES & PROPERTIES LIMITED
Notes forming part of the Financials Statements

Note : 1 : SHARE CAPITAL

(Amount In Rs)

	As at 31st March 2017	As at 31st March 2016
Authorised		
55,00,000 Equity shares of Rs.10/- each (Previous year 55,00,000 Equity Shares of Rs.10/- each)	55,000,000	55,000,000
	55,000,000	55,000,000
Issued, Subscribed & Paid Up		
3019200 Equity shares of Rs.10/- each (Previous year 30,19,200 Equity Shares of Rs.10/- each)	30,192,000	30,192,000
Total	30,192,000	30,192,000

Rights, preferences and restrictions attached to :

Equity Shares:- The Company has only one class of equity share having a par value of Rs 10 per share. Each shareholder is eligible for one vote per share. In the Event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

Reconciliation of Number of Shares

Particulars	As at 31st March 2017		As at 31st March 2016	
	Number of Shares	Amount	Number of Shares	Amount
Openign Balance	3019200	30192000	3019200	30192000
Changes during the year	0	0	0	0
Closing Balance	3019200	30192000	3019200	30192000

Details of Shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of the Shareholder	As at 31st March 2017		As at 31st March 2016	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Ravindra Rao Lingam	543100	17.99	543100	17.99
Tulasi Prasad Lingam	458900	15.20	458900	15.20
Padmaja Vani Lingam	299200	9.91	299200	9.91
Sri Rambabu Tummala	267500	8.86	267500	8.86
Harischandra Prasad Kilaru	244200	8.09	244200	8.09

Note : 2 : RESERVES & SURPLUS

(Amount In Rs)

	As at 31st March 2017	As at 31st March 2016
Reserves & Surplus A/c		
Opening Balance	70,025,456	70,097,252
Less:Adjustment relating to Depn on fixed assets	-	-
Add: Transferred from Profit & Loss A/c	(13,811,281)	(71,796)
Closing Balance	56,214,175	70,025,456
Total	56,214,175	70,025,456

Note : 3 : LONG-TERM BORROWINGS

(Amount In Rs)

	As at 31st March 2017	As at 31st March 2016
Secured Loans :		
Andhra Pradesh State Financial Corporation	14,846,124	15,456,124
Unsecured Loans :	-	-
Total	14,846,124	15,456,124

Note : 4 : DEFERRED TAXES (NET)

(Amount In Rs)

	As at 31st March 2017	As at 31st March 2016
<u>Deferred Tax Liabilities on account of</u>		
Depreciation		
Opening Balance	556,002	687,922
Add/(Less): Adjustments during the year	(38,041)	(131,920)
Total	517,961	556,002

Note : 5 :SHORT TERM BORROWINGS

	As at 31st March 2017	As at 31st March 2016
Mortgage loan	200,000	-
Total	200,000	-

Note : 6 : TRADE PAYABLES

(Amount In Rs)

	As at 31st March 2017	As at 31st March 2016
Sundry Creditors	23,489,951	29,061,300
Total	23,489,951	29,061,300

Note : 7 : OTHER CURRENT LIABILITIES**(Amount In Rs)**

	As at 31st March 2017	As at 31st March 2016
Advances received against proposed projects	49,824,974	55,223,892
Statutory Dues:		
VAT Tax payable	305,764	53,086
Service Tax Payable	83,916	15,214
Service Tax Payable (For years 2006 to 2011)	4,507,696	4,507,696
ESI payable	13,200	17,815
PF payable	36,193	43,844
Professional Tax payable	1,450	2,900
TDS payable	1,025,793	425,666
Others		
Directors Remuneration	1,013,840	23,520
Salaries & Allowances payable	875,046	461,306
Audit Fee payable	51,750	51,525
XL Softech Systems Ltd	14,490	14,490
Rent Payable	9,500	24,800
Income Tax	-	143,554
G.Srikanth(Eluru)	16,830	-
Cheques in Transit	1,818,120	-
Total	59,598,562	61,009,308

Note : 8 : SHORT-TERM PROVISIONS**(Amount In Rs)**

	As at 31st March 2017	As at 31st March 2016
Provision for Income tax	93,340	409,966
Total	93,340	409,966

Note : 9 : FIXED ASSETS SCHEDULE

(Amount in Rs)

	Rate	Gross Block (At Cost)			Depreciation			Net Block Balance as at 31st March 2017
		Balance as at 1st April 2016	Additions	Deduction/ Adjustment	Balance as at 31st March 2017	For the year	Deduction/ Adjustment	
Tangible Assets								
Building	4.87%	824,974	-	-	824,974	15,377	-	524,600
Club Complex	4.87%	3,500,000	-	-	3,500,000	67,726	-	2,177,051
Computer & faxes	63.16%	1,826,525	81,000	-	1,907,525	68,235	-	1,856,002
Electric Equipment	25.89%	922,900	-	-	922,900	1,844	-	917,621
Furniture And Fixtures	25.89%	4,099,271	20,000	-	4,119,271	391,259	-	2,999,294
Land		482,840	-	-	482,840	-	-	482,840
Motor Bike	25.89%	195,694	-	-	195,694	35,145	-	95,091
Motor Car	39.30%	1,764,971	-	-	1,764,971	55,629	-	1,679,050
Motor Lorries	31.23%	1,440,368	-	-	1,440,368	25,489	-	1,384,240
Plant & Machinery	18.10%	6,444,350	621,000	-	7,065,350	385,638	-	5,273,068
Shopping Complex	4.87%	5,349,000	-	-	5,349,000	92,006	-	3,551,763
Air Conditioners	18.10%	1,016,791	-	-	1,016,791	144,823	-	361,485
Total		30,295,943	722,000	-	31,017,943	1,283,172	-	23,247,525
Previous year total		29,123,324	1,172,619	-	30,295,943	514,771	-	21,964,353
								8,331,591

Note : 10 : CAPITAL WORK IN PROGRESS

Club house at Naryanapuram colony	8,892,791	4,764,007
	8,892,791	4,764,007

Note : 11 : NON-CURRENT INVESTMENTS

Investment in Shares of Arthvedastar (Vijayawada) Realty Private Limited	48,990	48,990
	48,990	48,990

Note: 12 : LONG TERM LOAN AND ADVANCES

Security Deposits Other Deposits	1,480,902	5,848,669
	1,480,902	5,848,669

Note :13 : CASH AND CASH EQUIVALENTS

(a) Balances with banks		
In current accounts with :		
-HDFC Bank Ltd	18,395	14,453
-ORIENTAL BANK OF COMMERCE	4,474	974
-SBH (5471) A/C	13,056	23,840
-SBI -80585	445	1,534
-SBI - POWER PACK -2193	4,542	16,750
-SBI - Eluru	1,264,142	109,856
-Yes Bank A/c	15,326	25,845
(b) Cash on hand	473,225	26,567,256
	1,793,606	26,760,508

Note : 14 : SHORT-TERM LOANS & ADVANCES

Advance given to Sundry Creditors	950,398	1,397,301
Advances for purchase of lands	59,679,962	53,785,831
Labour Advance	181,603	1,838,047
Staff Advance	383,900	-
Commission paid in advance	61,138	-
Other Assets	8,174,980	-
	69,431,981	57,021,179

Note : 15 : OTHER CURRENT ASSETS

TDS Receivable	61,644	119,180
	61,644	119,180

Note : 15 : OTHER CURRENT ASSETS

TDS Receivable	61,644	119,180
	61,644	119,180

Note : 16 : REVENUE FROM OPERATIONS

Sale of Apartments	2,765,000	11,046,000
Sale of Land	29,395,294	89,602,715
Construction of Buildings & Infrastructure facilities	97,908,718	9,009,178
	130,069,012	109,657,893

Note : 17 : OTHER INCOME

Profit on Sale of Centring Materials	-	-
Commission received	980,600	79,476
	980,600	79,476

Note : 18 : COST OF CONSTRUCTION/ DEVELOPMENT

Opening Stock in Trade & Projects in Progress	103,816,033	133,478,577
Add: Purchase of Land	3,193,000	12,209,970
Add: Construction & Development Expenses	96,161,474	26,836,168
Less: Closing Stock in Trade & Projects in Progress	95,671,780	103,816,033
	107,498,727	68,708,682

Note : 19 : EMPLOYEE BENEFITS EXPENSE

Salaries	5,472,262	4,686,631
Employees Allowances	3,954,400	4,134,139
Directors Remuneration	2,400,000	1,800,000
<u>Contribution to:</u>		
Provident Fund	245,437	384,169
E.S.I.	124,852	156,420
Staff Welfare Expenses	169,085	268,295
	12,366,036	11,429,654

Note : 20 : FINANCE COSTS

Interest on APSFC Term Loan A/c	3,390,000	3,238,337
Interest paid to others	111,200	65,700
	3,501,200	3,304,037

Note : 21 : OTHER EXPENSES		
Advertisement	1,831,830	6,586,357
Remuneration to Auditors for		
(i) Statutory Audit	35,000	35,000
(ii) Tax Audit	5,000	5,000
(iii) Tax Representation	10,000	10,000
(iv) Service Tax on the above	7,500	7,250
Bank Charges	106,381	124,864
Rent	338,400	379,000
Apartments maintenance expenses	6,958,538	4,323,694
Office Expenses	394,328	1,232,198
Printing & Stationery	272,963	257,918
Postage & Courier	10,873	14,643
Telephone Charges	594,206	954,368
Vehicle Maintenance	1,211,549	856,162
Electricity Charges	443,468	238,287
Rates, Taxes & Licenses	245,790	407,934
Repair & Maintenance	33,430	253,997
Travelling & Conveyance	783,849	1,045,827
VAT Tax Paid	19,533	137,513
Sales & Marketing Expenses	598,036	6,410,983
Donations	20,000	7,501
Consultancy Charges	484,000	1,495,760
Swatch bharat cess	-	4,464
Compensation	300,000	-
Computer Maintenance	100,685	-
Interest on TDS	62,867	-
Registration Expenses	434,430	-
Legal Charges	27,200	-
Temporary shed(Labour)	304,689	-
Commission	4,358,786	-
F.Y.2014-2015 Interest on Income Tax	256,470	-
	20,249,800	24,788,720

Notes: 21 : Notes forming part of Financial Statements

1. The presentation of Balance Sheet, Profit and Loss Statement and Notes to the Accounts is in terms of the Schedule III to the Companies Act, 2013. The assets and liabilities have been classified as current and non-current based on a twelve month operating cycle. Previous year's figures have been regrouped / reclassified wherever necessary to conform to the current year's presentation.

2. Segment Reporting:

The board of directors of the company is of the opinion that there are no separate reportable segments as per Accounting Standard – 17, as the operations of the company are in the nature of an integrated system of function.

3. Borrowing Costs:

Borrowing costs include interest paid on secured loans have been charged to profit & loss account.

4. Related Parties Disclosures:

Related party disclosures, as stipulated by Accounting Standard – 18 – 'Related Party Disclosures', are given below:

Nature of Transactions	Transaction During the Year	Closing Balance
Remuneration to Key Managerial Personnel	Rs.24,00,000/-	10,13,840/-
Unsecured Loans from Key managerial personnel	NIL	NIL

a) Related Parties and their relationships

(1) Associates: Nil

(2) Key Managerial Personnel:

- i) Lingam Ravindra Rao
- ii) Lingam Tulasi Prasad
- iii) Kilaru Harischandra Prasad
- iv) Tummala Sri Rambabu
- v) Kanuru Koteswara Rao
- vi) Anjaneyulu Chunchu
- vii) Lingam Poorvaja
- viii) Sridhar Babu Nagalla
- ix) Sudhakar Rao Puvvada
- x) Ramesh Valluru

b) Transactions with related parties pursuant to Accounting Standard-18

5. There are no amounts due to Small Scale Industries in terms of "The Micro, Small and Medium Enterprises Development Act, 2006". Based on information available with the Company, as at 31 March 2017, there are no suppliers who are registered as micro and small enterprises under the provisions of the Micro, Small and Medium Enterprises Development Act, 2006.

6. Balance of Sundry Creditors and other loans and advances have been taken at values as stated in the books of account and have not been confirmed by parties.

7. Current Assets and Loans and Advances are the values stated as if realized in the ordinary course of business.

8. There are no liabilities against the company contingent in nature.

9. Managerial Remuneration:

S. No	Name of the Party	Nature of Relationship	Nature of Transaction	Amount of Transaction (Rs)	Outstanding amount as on 31/3/2016
1.	L.Ravindra Rao	Managing Director	Payment of Salary, Perks & Allowances	12,00,000/-	1,85,840/-
2.	L.Tulasi Prasad	Whole-time Director	Payment of Salary, Perks & Allowances	12,00,000/-	8,28,000/-
3.	N.Sridhar Babu	Director	Payment of Salary, Perks & Allowances	9,00,000/-	72,880/-
4.	V.Ramesh	CFO	Payment of Salary, Perks & Allowances	5,84,000/-	1,01,760/-

10. Auditors Remuneration includes the following:

Statutory Audit Fee	Rs.35,000/-
Tax Audit Fee	Rs. 5,000/-
Tax Representation Fee	Rs.10,000/-
Service Tax	Rs. 7,500/-

11. There are no liabilities against the company contingent in nature.

12. The company does not have operating leased assets and hence no information has been provided as required by the Accounting Standard - 19 'Accounting for Leases'.

13. **Earnings per share (EPS)**

Earnings Per Share as per Accounting Standard-20

Particulars	2016-2017 (Rs)	2015-2016 (Rs)
Profit attributable to Equity Shareholders (A)	(13811281) /-	(71,796) /-
Basic/weighted average number of equity shares outstanding during the year (Nos) (B)	30,19,200	30,19,200
Nominal Value of Equity Share(Rs)	10/-	10/-
Earnings Per Share (Basic & Diluted)	(4.57)	(0.02)

14. Accounting for taxes on income as per Accounting Standard-22

The deferred tax liability for the year 2015-2016 due to timing differences between financial statements and taxation statements as per the applicable rate of taxation, estimated as Rs.1,31,920/- and the same has been debited to Profit & Loss Account as per the procedure prescribed in Accounting Standard – 22 “Accounting for Taxes on Income” issued by the ICAI.

The movement of provision for Deferred Taxes for the year ended 31-03-2017 is as given below:

Particulars	(Liability) /Asset as at 1-4-2016	(Charges) /Credit for the year	(Liability) /Asset as at 31-3-2017
Timing differences on Account of			
Depreciation on Assets	(5,56,002)	(38,041)	(5,17,961)
Total	(5,56,002)	(38,041)	(5,17,961)

Signatures To Schedules 1 To 21

As Per Our Report Of Even Date

For And On Behalf Of The Board

**For Suresh And Babu
Chartered Accountants
F.R.No.004254S**

**Sd/-
(K.Purnachander Rao)
Partner.
M.No.226295
Place : Vijayawada
Date : 30th May 2017**

**Sd/-
(L.Ravindra Rao)
Managing Director
00465464**

**Sd/-
(L.Tulasi Prasad)
Whole-time Director
00186910**

RAGHAVA ESTATES & PROPERTIES LIMITED

CIN: L70102AP1988PLC009300

*Registered Office: 64-9-2, Kanuru Subbaiah, Buildings, Near Eenadu,
Patamata Lanka , Vijayawada-520 014, Andhra Pradesh*

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall. Joint Shareholders may obtain additional attendance slips on request. (Folio Nos., DP ID*, Client ID* 7 Name of the Shareholder / Joint holders / proxy in BLOCK LETTERS to be furnished below).

Shareholder Name	DP ID*	Client ID*	Folio	No of Shares held

I hereby record my presence at the 29th Annual General Meeting of the Company, to be held on Saturday, 30th September 2017 at 11.00 AM, at Kanuru Subbaiah, Buildings, Near Eenadu, Patamata Lanka , Vijayawada-520 014, Andhra Pradesh.

Signature of the Shareholder or Proxy _____

NOTES:

1. Shareholders / Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.
2. Shareholders are requested to advice, indicating their Folio Nos. DP ID*, Client ID*, the change in their address, if any, to the Registrar & Share Transfer Agents, at XL Softech Systems Limited 3, Sagar Society, Road no.3, Banjara Hills, Hyderabad – 500 034, Telangana.

* Applicable for investors holding shares in Electronic (Demat) Form.

E-COMMUNICATION REGISTRATION FORM

Dear Sir,

Sub: **Registration of my e-mail address – Green initiative in Corporate Governance**

Please register my e-mail address in your records, being my consent towards the same.

Folio No : _____

Email ID : _____

Name of First / Sole Holder : _____

Signature of the First / Sole Holder : _____

Date :

Notes:

- 1) Share holders are requested to keep the Company informed as and when there is any change in their e-mail address. Unless the e-mail address given above is changed by the concerned shareholder by sending another communication in writing, the Company will continue to send the said documents to the e-mail address registered with Company.
- 2) The above e-mail address will be registered subject to verification of your signature with the specimen signature registered with the Company.

RAGHAVA ESTATES & PROPERTIES LIMITED

**FORM NO. MGT-11
PROXY FORM**

(pursuant to Section 105(6) of the Companies Act, 2013 and Rules 19(3) of the Companies (Management and Administration Rules, 2014)

CIN: L70102AP1988PLC009300

Name of the Company: RAGHAVA ESTATES & PROPERTIES LIMITED
*Registered Office: 64-9-2, Kanuru Subbaiah, Buildings, Near Eenadu,
Patamata Lanka , Vijayawada-520 014, Andhra Pradesh*

Name of the Member(s)
Registered Address
Email 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.....
Email ID:.....Signature.....or failing him / her
- 2) Name.....Address.....
Email ID:.....Signature.....or failing him / her
- 3) Name.....Address.....
Email ID:.....Signature.....or failing him / her

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29th Annual General Meeting of the Company to be held on Saturday, 30th September, 2017 at 11.00 AM at Kanuru Subbaiah, Buildings, Near Eenadu, Patamata Lanka , Vijayawada-520 014, Andhra Pradesh and at any adjournment thereof in respect of such resolutions are indicated below:

RESOLUTION NO.

ORDINARY BUSINESS

1. Adoption of Director's Report, Audited Financial Statements including statement of Profit & Loss for the year ended 31st March 2017 and Auditor's thereon.
2. To appoint a Director in place of Sri.Lingam Tulasi Prasad (00186910) who retires by rotation being eligible, offers himself for re-appointment
3. To appoint a Director in place of Sri Lingam Tulasi Prasad (00186910) who retires by rotation being eligible, offers himself for re-appointment
4. To appoint a Director in place of Sri Sridhar Babu Nagalla (07017057) who retires by rotation being eligible, offers himself for re-appointment.
5. To ratify the appointment of M/s. Suresh and Babu., Chartered Accountants, Vijayawada.

SPECIAL BUSINESS

6. Power to borrow in excess of paid up capital and free reserves
7. Power to mortgage the assets of the company

Signed this _____ day of September 2017

Signature of the Shareholder _____

Signature of the Proxy _____

Affix Revenue
stamp Re. 1/-

Notes: 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.



**64-9-2, KANURU SUBBAIAH BUILDINGS
BESIDE EENADU, VIJAYAWADA - 520 010
PHONE : 2472702, 2478381, 2478382
FAX : 0866 - 2471796
email : raghavaestates@rediffmail.com
Web: www.raghavaestates.in**