

**ANNUAL REPORT
2017 - 2018**

GREENEARTH

Resources & Projects Ltd.

(Formerly Known as Austral Coke & Projects Limited)



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24TH ANNUAL GENERAL MEETING WILL BE HELD ON SATURDAY, SEPTEMBER 29, 2018 AT 9.30 A.M. AT NANDANAM GARDEN & BANQUET, 138 BAKRA HAT ROAD, NEAR KHALPOLE, KOLKATA-700104.

Board of Directors

Mr. Sourav Ganguly
Mrs. Shailbala Sunil Mandloi
Mr. Kamal Kishore Rathi

Managing Director
Executive Director & (Lady Director)
Non-Executive Independent Director

Corporate Office:

Upavan Building
7/106 D.N Nagar
Andheri (west)
Mumbai-400053

Registered office:

32 Ezra Street Todi corner,
Room No.564, 5th Floor,
Kolkata 700001
E-mail: contact@greenearthltd.in
Website: www.greenearthltd.in

Bankers:

State Bank of India
IDBI Bank Ltd.
Bank of India

Factory:

Surve No. 352, 353/1, 353/2 Village
Lunava, Taluka – Bhachau,
Dist – Kutch, Gujarat

Auditor:

**M/s SARP & ASSOCIATES
CHARTERED ACCOUNTANTS
4, FAIRLEE PLACE, HMP HOUSE,
1ST FLOOR, ROOM- 105,
KOLKATA-70001**

Registrar and Transfer Agent:

Link Intime India Pvt Ltd
C 101, 247 Park,
L.B.S.Marg, Vikhroli (West)
Mumbai- 400083

GREENEARTH RESOURCES & PROJECTS LIMITED
Chairman's Message

Dear Shareholders,

It's my privilege to present the 24Th Annual Report of the Company for the year ended on 31st March, 2018. During the period ended 31st March, 2018 . The Accumulated losses of the Company is Rs. 595.99 crores

I appreciate the cooperation of our employees, customers, partners and business associates. Our Board of Directors as usual have been very supportive and provided requisite guidance in steering through these difficult times.

Finally I would like to thank all shareholders, and well wishers for their continued support and trust in the Company.

With Best wishes
SD/-
KAMALKISHORE JETHMAL RATHI
Chairman

GREENEARTH RESOURCES & PROJECTS LIMITED

(formerly Known as Austral Coke & projects Limited)

Registered Office: 32 Ezra Street Todi corner Room No.564 ,5Th Floor Kolkata 700001

CIN: L67120WB1994PLC063008

Tel no.033-46023455 Fax No. 033- 46023455

Email Id: contact@greenearthltd.in Website: www.greenearth.ltd.in

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 24TH ANNUAL GENERAL MEETING OF GREENEARTH RESOURCES & PROJECTS LIMITED WILL BE HELD ON SATURDAY 29TH SEPTEMBER, 2018 AT 9.30 A.M. AT NANDANAM GARDEN & BANQUET, 138 BAKRA HAT ROAD, NEAR KHALPOLE, KOLKATA-700104.

TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Shaibala Sunil Mandloi, who retires by Rotation, at the Annual General Meeting and being eligible, offers him for reappointment.
3. Appointment of Auditors:

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

“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/S SARP & ASSOCIATES, Chartered Accountants (Firm Registration No.007375C), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of the next Annual General Meeting (AGM) (subject to ratification of their appointment at every AGM), at such remuneration plus GST, out-of-pocket, travelling and living expenses, etc. as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

By Order of the Board of Directors

Sd/-

**Sourav Ganguly
Managing Director**

Place: Kolkata

Date: August 20, 2018

NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of the business under Item Nos.2 above is annexed hereto. The relevant details of the Directors seeking re-appointment/ appointment under Item Nos.2 pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and as required under Secretarial Standards - 2 on General Meetings issued by The Institute of Company Secretaries of India, are annexed.
2. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The Register of, Members and the Share Transfer Books of the company will remain closed from 23rd September, 2018 to 29th September, 2018 (both days inclusive).
4. The payment of dividend, for the financial year 2017-18 your directors have decided not to declare any dividend,
 - a) To all those beneficial owners holding shares in electronic form as per the beneficial ownership data as may be available to the Company by National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") as at the end of the day on 22nd September, 2018.
5. To all those members holding shares in physical form after giving effect to all the valid share transfers lodged with the Company before the closing hours on 22nd September, 2018.
6. Shareholders are requested to intimate, indicating their folio number, the changes, if any, of their registered addresses to the Company at its registered office or to the Company's Registrar and Share Transfer Agents ("RTA") viz. Link Intime India Private Limited, C 101, 247 Park, LBS Road, Vikhroli West, Mumbai, Maharashtra- 400083, in case shares are held in physical form or to their respective Depository Participant ("DP") in case the shares are in dematerialized form. The particulars recorded with the DPs will be considered for making the payment of Dividend either by issuing physical instruments or through Electronic Clearing System ("ECS"). The Shareholders are requested to take appropriate action in the matter, in their own interest, to avoid delay in receiving the payment of dividend. Where dividend payments are made through ECS, intimations regarding such remittances would be sent separately to the shareholders.
7. Trading in the Company's shares through stock exchanges is permitted only in dematerialized/electronic form. The equity shares of the Company have been registered with both NSDL as well as CDSL to enable shareholders to hold and trade the securities in dematerialized/electronic form. In view of the numerous advantages offered by the depository system, members holding shares in the Company in physical form are requested to avail of the facility of dematerialization.
8. Shareholders desiring any information regarding the accounts are requested to write to the Company Secretary at least 7 days prior to the Annual General Meeting, so as to enable the Company to keep the information ready.
9. In accordance with the provisions of Section 123 of the Companies Act, 2013, the Company has transferred unclaimed dividends if any to the "Investor Education and Protection Fund" (IEPF), constituted by the Central Government.
10. The Ministry of Corporate Affairs (MCA) on 10th May, 2012 notified the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 (IEPF Rules), which is applicable to the Company. The objective of the IEPF Rules is to help the shareholders ascertain status of the unclaimed amounts and overcome the problems due to misplacement of intimation thereof by post etc
11. In terms of Sections 123 of the Companies Act, 2013, any dividend remaining unpaid for a period of seven years from the due date of payment is required to be transferred to the IEPF. Members, who have not encashed their final dividend warrants for any year or thereafter, are requested to write to the Company or the RTA.

In case of non-receipt of the dividend warrants, the shareholders are requested to contact the Company's RTA/the Registrar of Companies as under:-

| Dividend for the financial year | Contact | Action by shareholder |
|---------------------------------|--|--------------------------------|
| If Any Year | Link Intime India Private Limited, C 101, 247 Park, L.B.S.Marg, Vikhroli (West) Mumbai- 400083 | Request letter on plain paper. |

12. Share Transfer documents and all correspondence relating There to , should be address to the Registrar & Share Transfer Agents ("RTA") of the company viz.
Link Intime India Private Limited, C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai- 400083
13. Members who hold shares in physical form are requested to notify immediately any change in their addresses to the Registrars and Share Transfer Agents of the Company at the above address and to their respective Depository Participants, in case shares are held in electronic mode.
14. The Company, consequent upon the introduction of the Depository System ('DS'), entered into agreements with National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'). The Members, therefore, have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL.
15. The DS envisages elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, mutilation of share certificates, etc. Simultaneously, DS offer several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc.
16. To prevent fraudulent transactions, we urge the Members to exercise due diligence and notify the Company of any change in address/stay abroad or demise of any shareholder as soon as possible. Members are requested not to leave their demat account dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
17. The Company has designated an exclusive e-mail ID called contact@greenearth.net.in for redressal of shareholders' complaints/grievances. In case you have any queries/complaints or grievances, then please write to us at www.greenearth.ltd.in
18. For the convenience of the Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the Meeting.
19. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting so as to enable the Management to keep the information ready and replies will be provided at the meeting.

20. Voting through electronic means :

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, members can exercise their right to vote at the 24Th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting facility made available by the Company through Central Depository Services Limited (CDSL) :

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26Th September,2018 at 9 a.m. and ends on 28th September,2018 at 5 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the

cut-off date 22nd September, 2018 of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form | |
|---|--|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field. |
| DOB | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. |
| Dividend Bank Details | Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv). |

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant GREENEARTH RESOURCES & PROJECTS LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

- I. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2018.
- II. Mr. Shravan Gupta & Associates, Company secretary in practice (CP.No.9990) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- III. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two(2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- IV. The results shall be declared at or after the Annual General Meeting of the Company. The results declared along with The Scrutinizer's Report shall be placed on the Company's website www.greenearthltd.in and on the website of CDSL within two (2) days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited & NSE.

Electronic copy of the Notice of the 24Th Annual General Meeting of the Company, inter alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 24Th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

21. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the 24Th Annual General Meeting of the Company.
22. The shareholders holding shares in physical form can avail of the nomination facility by filing Form SH-13 (in duplicate) pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debenture) Rules, 2014 with the Company or its RTA and, in case of shares held in demat form, the nomination has to be lodged with their DP. For convenience, nomination form is attached at the end of the Annual Report.

Pursuant to amended Clause 5A of the listing agreement, shares held physically and remaining unclaimed by shareholders due to insufficient/incorrect information or any other reason, have been transferred (in the demat mode) to one folio in name of 'Unclaimed Suspense Account' with one of the depository participants.

23. Members may also note that the Notice of the 24Th Annual General Meeting and the Annual Report for F.Y.2017-18 will also be available on the Company's website www.greenearthltd.in The physical copies of the aforesaid documents will also be available at the Company's Registered office in Kolkata for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post, free of cost. For any communication, the shareholders may also send requests to the Company's investor email: contact@greenearthltd.in

24. Details under Clause 49 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the 24Th Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

By Order of the Board of Directors
Sd/-
SOURAV GANGULY
Managing Director

Place: Kolkata
Date: August 20, 2018

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required by Section 102 of the Companies Act, 2013 (the "Act"), the following Explanatory Statement sets out all material facts relating to the business mentioned under the accompanying Notice:

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution at Item No.2 of the accompanying Notice

IMPORTANT COMMUNICATION TO MEMBERS

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice /documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to give their consent by providing their e - mail Id to the Company or to the Link Intime (India) Private Limited Registrar and Share Transfer Agent of the Company.

By Order of the Board of Directors
Sd/-
SOURAV GANGULY
Managing Director

Place: Kolkata
Date: August 20, 2018

Report of the Directors

To,
The Members
Greenearth Resources & Projects Limited
Kolkata

Your Directors have pleasure in presenting their Report and Audited Accounts of the Company for the year ended March 31, 2018.

1. The financials for the financial year 2017-18 is as follows:-

| Particulars | As at 31 March 2018 | As at 31 March 2017 |
|---|---------------------|----------------------|
| Revenue from operations | 1,500,000 | 3,000,000 |
| Other income | 4,855 | 2,885 |
| Total income | 1,504,855 | 3,002,885 |
| Expenses | | |
| Cost of materials consumed | - | 618,450 |
| Employee benefits expense | - | 876,978 |
| Finance costs | 9,949 | 9,594 |
| Depreciation and amortization expense | 63,675,687 | 101,994,746 |
| Other expenses | 1,539,032 | 2,636,648 |
| Total expenses | 65,224,668 | 106,136,416 |
| Profit before exceptional items and tax | (63,719,813) | (103,133,531) |
| Exceptional items | - | - |
| Profit before tax | (63,719,813) | (103,133,531) |
| Tax expense | | |
| Current tax | | |
| MAT credit entitlement | | |
| Deferred tax (benefit)/charge | | (231,178,182) |
| Total tax expense | - | (231,178,182) |
| Profit for the year | (63,719,813) | 128,044,651 |
| Other comprehensive income | | |
| Items that will not be reclassified to profit or loss | - | - |
| Income tax on items that will not be reclassified to profit or loss | - | - |
| Items that will be reclassified to profit or loss | - | - |
| Income tax on items that will be reclassified to profit or loss | - | - |
| Total other comprehensive income | - | - |
| Total comprehensive income for the year | (63,719,813) | 128,044,651 |

2. Dividend:

In view of losses the directors of company has not recommended any dividend for the current Period.

3. Fixed Deposits:

During the Period Your Company has not accepted any public deposits during the financial period under review.

4. RELATED PARTY TRANSACTIONS

There are Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions

made by the Company during the year that would have required Shareholder approval under the Listing Regulations.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are repetitive in nature. A statement of all Related Party Transactions is placed before the Audit Committee for its review on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

The Company has adopted a Related Party Transactions Policy. The Policy, as approved by the Board, is uploaded on the Company's website.

Details of the transactions with Related Parties are provided in the accompanying financial statements.

5. RISK MANAGEMENT

Risk management comprises all the organizational rules and actions for early identification of risks in the course of doing business and the management of such risks.

Although not mandatory, as a measure of good governance, the Company has constituted a Risk Management Committee of the Board. The Committee reviews the Company's performance against identified risks, formulates strategies towards identifying new and emergent risks that may materially affect the Company's overall risk exposure and reviews the Risk Management Policy and structure.

This robust Risk Management framework seeks to create transparency, minimize adverse impact on business objectives and enhance the Company's competitive advantage

The Internal Audit Department is responsible for facilitating coordination with the heads of various Departments, with respect to the process of identifying key risks associated with the business, manner of handling risks, adequacy of mitigating factors and recommending corrective action. The major risks forming part of the Enterprise Risk Management process are linked to the audit universe and are also covered as part of the annual risk based audit plan.

The Company has adopted a Risk Management Policy pursuant to Section 134 of the Act.

6. Information under Section 196-202 of Companies Act, 2013 and Rule 3-10 of the, Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

None of the employees was in receipt of remuneration exceeding the limit specified under section 196-202 of Companies Act, 2013.

7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointment and Retirement:

To appoint a Director in place of Smt. Shailbala Sunil Mandloi, who retires by Rotation, at the Annual General Meeting and being eligible, offers him for reappointment

8. Director's Responsibility Statement:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory and Secretarial Auditors, including audit of the internal Financial controls over financial reporting by the Statutory Auditors, and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2017-18.

Pursuant to in terms of clause (c) of sub-section 3 of Section 134 & Section 134(5) of the Companies Act, 2013, the directors, based on the representations received from the Management, confirm:

That in the preparation of the annual accounts, the applicable accounting standards have been followed That we have selected such accounting policies and applied them consistently and made judgments

and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of March 2018 and the profit / Loss of the Company for that period.

That we have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities

That we have prepared the annual accounts on a going concern basis.

9. Auditors

(1) Statutory Auditors:

The Board has proposed to re-appointment of Mr. Shailesh Agarwal having Membership No.063220, Partner of SARP & ASSOCIATES, Chartered Accountants (Firm Registration No.007375C) Address at 105, 4 Fairlee palace, Hmp House, Kolkata –700001 as a Statutory Auditor of the Company until the conclusion of Next Annual General Meeting of the company at a remuneration as the Board of Directors may determine. "subject to the approval of the shareholders in the Annual General Meeting of the company;

(2) Secretarial Auditors:

Pursuant to the provisions of Section 204 of the Act and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed Ritul Bharat Parmar ,Practicing Company Secretary in practice (Memb No:31583) to undertake the Secretarial Audit of the Company for the year ended 31st March, 2018. The Secretarial Audit Report is annexed in the Annual Report.

10. Conservation of Energy, Research and Development, Technology, Absorption and Foreign Exchange Earning & Outgo.

The information required under the Companies Act,2013 with respect to conservation of energy, technology absorption and foreign exchange earnings/outgo is appended hereto as Annexure: "A" and it forms part of this Report.

11. Employee Relations

The employee relations in the Company continued to be positive. Information as per Section 134 of the Companies Act, 2013 (the 'Act') read with the Companies (Particulars of Employees) Rules, 1975 forms part of this Report. As per the provisions of Section 136 of the Act, the Report and Accounts are being sent to the shareholders of the Company excluding the statement on particulars of employees under Section 134 of the Act. Any shareholder interested in obtaining a copy of the said statement may write to the Secretarial Department at the Registered Office of the Company.

12. Trade Relations

Your Directors wish to record appreciation of the continued unstinted support and co-operation from its Customers, suppliers of goods/services, clearing and forwarding agents and all others associated with it. Your Company will continue to build and maintain strong association with its business partners.

Your Company also has a Policy on Prevention of Sexual Harassment which is reviewed by the Internal Complaints Committee at regular intervals. Your Company recognizes its responsibility and continues to provide a safe working environment for women, free from sexual harassment and discrimination and to boost their confidence, morale and performance.

13. Corporate Governance Report, Management Discussion & Analysis Report and Business Responsibility Report

As per clause 49 of the Listing Agreements entered into with the Stock Exchanges, Corporate Governance Report with auditors' certificate thereon and Management Discussion and Analysis are attached and form part of this report.

As per clause 55 of the Listing Agreements entered into with the Stock Exchanges, a Business Responsibility Report is attached and forms part of the annual report.

14. Acknowledgements

The Directors thank the Company's customers, vendors, investors, business associates, bankers for their support to the company. The Directors appreciate and value the contributions made by every member of the "Greenearth" family across the country.

For and On Behalf of the Board of Directors
Sd/-
Sourav Ganguly
Managing Director

Place: Kolkata
Date: August 20, 2018

ANNEXURE A TO THE BOARD'S REPORT

[Pursuant to Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

CONSERVATION OF ENERGY, RESEARCH & DEVELOPMENT, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**A. CONSERVATION OF ENERGY**

The operations of the company are not energy intensive. However wherever possible the company strives to curtail the consumption of energy on continued basis. Further company has absorbed latest technology which is helpful in conserving energy.

B. TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

The Company over the Periods through its experience has developed modified and adopted unique technique of stamping of LAM Coke which increases the efficiency of Coke.

FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign exchange earnings and outgo during the Period 2017-2018 are as under.

| PARTICULARS | Current Period 31.03.2018 | Previous Period 31.03.2017 |
|-----------------------------------|----------------------------------|-----------------------------------|
| Foreign Exchange Earnings Foreign | NIL | NIL |
| Exchange Outgo | NIL | NIL |

By order of the Board of Directors
Sd/-
Sourav Ganguly
Managing Director

Place: Kolkata
Date: August 20, 2018

Management Discussion and Analysis Report

1. Business Overview

M/s Greenearth Resources and Projects Ltd is involved in manufacturing and sale of low ash metallurgical (LAM) coke, refractory in India. Coke is basically used by industries, such as steel, foundries, blast furnaces, zinc smelters, cement and the Ferro alloy manufacturers. The company provided its production facility on lease.

Industry Dynamics

Coke - a derivative of metallurgical coking coal is particularly a raw material used by various industries. Being a vital component in the process of conversion of metallurgical ores into metal, coke plays an important role in the metal industry. The coke industry is dominated by large integrated steel plants (ISPs). Traditionally, coke production has been captive, thus ISPs leaving a meager surplus for merchant trading. But during the last 10 years, a number of pig iron plants have been built in India without captive coke making facilities. Also, most coke oven batteries are located in the eastern region of the country in proximity to steel units. As a result, coke consumers in the western and southern regions have to rely primarily on imported coke.

Major Coke consuming industries

- ◆ Pig iron producers and Steel Industry
- ◆ Foundry industry
- ◆ Ferro- alloys industry
- ◆ Blast Furnaces
- ◆ Zinc and lead producers
- ◆ Cement Industry

Current Dynamics

With the global slowdown engulfing the world, the infrastructure sector has also suffered contraction and consequently steel producer's world over have cut down production. This has caused a direct impact on coke demand and pulled down prices. Being cautious in the fragile market scenario, players are keeping low inventory levels and thus the coke demand has seen downturn.

2. Discussion on Financial Performance with respect to Operational Performance

During the period under Review there is no income of the company

Appreciation

Your Directors place on record their deep appreciation for the continued, support and co-operation extended to the company by the banks, various departments and agencies of Central and State Government and other agencies

3. RISKS CONCERNS AND RISK MITIGATION OBJECTIVE

- (a) Strategic: High-Level goals, aligned with and supporting its mission.
- (b) Operations: Effective and efficient use of its resources.
- (c) Reporting: Reliability of financial reporting.
- (d) Compliance: Compliance with applicable laws and regulations.

Risks are assessed and ranked according to the likelihood and impact of them occurring. Existing controls are assessed and mitigation measures discussed.

Risk are assessed and reviewed regularly at top level and risk mitigation measures taken promptly to address any adverse situation.

4. Human Resource management

A strong brand image has been built thanks to the high standard of quality products delivered by the Company. This could not have been possible but for the dedicated professional and experienced manpower resources of the Company. The Company ensures best work environment and equal opportunities with better prospects of career development to all its employees.

5. Information Technology

The Company is continuously working and concentrating on IT to get maximum benefit for the organization.

The Company has been able to manage such a large size of business successfully only because of excellent information technology systems and processes.

6. Internal Control System and Their Adequacy

The Company has an in-house internal audit department which examines and ensures adequate internal checks and control procedures. It also ensures proper accounting, records authorization, control of operations and compliance with law. Further the Company is continuously working to improve and strengthen internal check and control system to align with the expected growth in operations.

7. Compliance with Local Laws

The Company believes strongly in complying with the laws of various states where it operates. The Company has a legal set up for ensuring compliance with all statutes which are applicable periodically to its operations/ventures. Any approvals or permissions related to specific operations are either handled by legal cell or by the concerned department.

8. DEVELOPMENTS IN HUMAN RESOURCES:

Our employees continue to be our biggest source of strength. Past success of Greenearth Resources & Projects Ltd., have come as much because of the soundness of its strategies as due to the determination and commitment of all its employees – who turned these strategies into action. Going forward, the Company's ability to enhance its human resource competencies will be even more critical. It is challenge that is being addressed through several structured initiatives.

During the year, the Company implemented human resource and organizational development initiatives

9. Cautionary Statement

In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by the management herein contain its perceptions on the material impacts on the Company's operations but it is not exhaustive as they contain forward-looking statements which are extremely dynamic and increasingly fraught with risks and uncertainties. Actual results, performances, achievements or sequence of events may be materially different from the views expressed herein.

For and On Behalf of the Board of Directors

Sd/-

Sourav Ganguly
Managing Director

Place: Kolkata

Date: August 20, 2018

CORPORATE GOVERNANCE

A report on Corporate Governance, along with a certificate from the Statutory Auditors and a certificate from the Managing Director, have been included in the Annual Report, detailing the compliances of corporate governance norms as enumerated in Clause 49 of the Listing Agreement with the stock exchange.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Greenearth Resources & Projects Ltd believes that "Corporate Governance" refers to the processes and structure by which the business and affairs of the Company are directed and managed, in order to enhance long term shareholder value through enhancing corporate performance and accountability, whilst taking into account the interests of all stakeholders. Good corporate governance, therefore, embodies both enterprise (performance) and accountability (conformance).

The company strives to adopt the best governance and disclosure practices with the following principles in mind:

- (a) Satisfaction of the spirit of the law through ethical business conduct.
- (b) Transparency and a high degree of disclosure levels.
- (c) Truthful communication about how the company is run internally.
- (d) A simple and transparent corporate structure driven solely by the business needs.
- (e) Strict compliance with Clause 49 of the Listing Agreement as amended from time to time.
- (f) Establishment of an efficient Corporate Structure for the management of the Company's affairs.
- (g) Management is the trustee of the shareholders' capital and not the owner.

2. COMPOSITION OF BOARD OF DIRECTORS

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The Non-Executive Directors with their diverse knowledge, experience and expertise bring in their independent judgment in the deliberations and decisions of the Board.

The composition of the Board is in accordance with the requirements of the corporate Governance code of Listing Agreement with the stock exchanges. The Board of Directors consists of optimal combination of Non-executive and Independent directors during the Period.

The Company has a Non Executive Chairman and the number of Independent Directors is one-third of the total number of Directors,

None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 Committees (as specified in clause 49 of the Listing Agreement), across all the Companies in which he is a Director.

a) Attendance of Board of Directors

Our Board of Directors comprises of the following members and the details of meeting attended by directors are as under:-

| Sr. No. | Name of Director | Category* | Attendance | |
|---------|------------------------------|------------------------------------|----------------|-------------------|
| | | | Board (Yes/No) | Last AGM (Yes/No) |
| 1 | Mrs. Shailbala Sunil Mandloi | Executive Director | Y | Y |
| 2 | Mr. Kalamkishore Rathi | Non-Executive Independent Director | Y | Y |
| 3 | Mr.Sourav Ganguly | Managing Director | Y | Y |

b) Board Procedure

During the financial Period 2017-2018, The Board of Directors met on the following dates: May30, 2017, August 12, 2017, September12,2017, September15,2017 ,13Th November,2017, February 12,2018. The gap between any two meetings did not exceed four months, as mentioned in clause 49 of the listing agreement. The dates of the meeting were generally decided in advance. Key information is placed before Board of Directors to appraise corporate governance.

c) BOARD COMMITTEES

Presently the Board has three Committees, Audit Committee and, Stakeholders Relationship Committee, Nomination and Remuneration Committee, CSR Committee, Members of Audit Committee consist of non-executive Chairman with combination of executive and non-executive directors as Member while investor grievances / share transfer committee consist of two executive directors and one non-executive director. The following committees have been formed in compliance with the Corporate Governance norms:

AUDIT COMMITTEE

Audit committee of the Board has been constituted in compliance with the provisions of Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement relating to the composition and terms of reference of the Audit Committee. Audit Committee is, inter alia, responsible for the financial reporting and ensuring compliance with the Accounting Standard and reviewing the financial policies of our company and to recommend the appointment of statutory auditors and internal auditors and to fix their remuneration. The Committee is responsible for reviewing the reports from internal auditors as well as the group Companies. The Committee will review all quarterly reports before submission of the same to the Board. Name of the directors who are members of the Committee and the details of meeting attended by directors are as under:

Members of Committee:

| | |
|------------------------------|--|
| Mr. Kamal kishore Rathi | Chairman (Appoint w.e.f. 9th February, 2016) |
| Mrs. Shailbala Sunil Mandloi | Member (Appointed w.e.f. 31st March, 2015) |
| Mr. Sourav Ganguly | Member (Appointed w.e.f. 31St July, 2017) |

- a) Audit committee comprises executive and non-executive directors as a member.
- b) Attendance at the audit committee meeting: The committee met Five times during the Period and quorum was present for every meeting.
- c) Dates of the Audit committee meeting held: Audit Committee meetings were held during the year on May 30,2017,August 12,2017,November 13,2017,February 12,2018.
- d) Representatives of Statutory Auditors and Internal Auditors are invited to attend the meetings.
- e) Brief terms of reference:
 - i) Oversight of company's financial reporting process.
 - ii) Recommendation of appointment of external auditors and their remuneration.
 - iii) Review of quarterly, half yearly and annual financial statements.
 - iv) Review of internal control system and internal audit function.
 - v) Management discussion and analysis of financial condition and results of operation.
 - vi) Significant related party transactions.

Nominations and Remuneration Committee

Remuneration committee of the Board has been constituted in compliance with the provisions of Section 178(3)of the Companies Act,2013 and Clause 49 of the Listing Agreement relating to the composition and terms of reference of the Remuneration Committee and ensuring compliance with and to recommend the appointment of Director & to fix their remuneration. The Committee is responsible for reviewing the remuneration of the Director. The Committee will review all remuneration before submission of the same to the Board. Name of the directors who are members of the Committee and the details of meeting attended by directors are as under:

The compensation to the Directors is approved by the Shareholders and disclosed separately in Notes to Accounts. Compensation to the Managing Director(s) consists of fixed salary and/or performance incentive. Sitting Fees payable to the Independent Directors is limited to a fixed amount per year approved by the

Board and the shareholders.

Members of Committee:

| | |
|------------------------------|--|
| Mr. Kamalkishore Rathi | Chairman (Appoint w.e.f. 9th February, 2016) |
| Mrs. Shailbala Sunil Mandloi | Member (Appointed w.e.f. 31st March, 2015) |
| Mr.Sourav Ganguly | Member (Appointed w.e.f. 31St July, 2017) |

- i) Remuneration committee comprises executive and non-executive directors as a member.
- ii) Attendance at the Remuneration committee meeting: The quorum was present for the meeting.
- iii) Dates of the Remuneration committee meeting held: Remuneration Committee meetings were held during the year From 2017-18.

The compensation to the Directors is approved by the Shareholders and disclosed separately in Notes to Accounts. Compensation to the Managing Director(s) consists of fixed salary and/or performance incentive. Sitting Fees payable to the Independent Directors is Limited to a fixed amount per year approved by the Board and the shareholders

STAKEHOLDERS RELATIONSHIP COMMITTEE

Our Company has constituted an Stakeholders relations committee comprising of directors for speedy disposal of the share transfer requests received by our company. The committee along with overseeing share transfer work looks into the complaints received from investors. The names of directors who are members of the Committee and the details of meeting attended by directors are as under:-

Members of Committee:

| | |
|------------------------------|--|
| Mr. Kamalkishore Rathi | Chairman (Appoint w.e.f. 9th February, 2016) |
| Mrs. Shailbala Sunil Mandloi | Member (Appointed w.e.f. 31st March, 2015) |
| Mr.Sourav Ganguly | Member (Appointed w.e.f. 31St July, 2017) |

V) Share/Debenture Transfer and Investors' Grievance Committee meetings were held during on May 30, 2017, August 12, 2017, November 13, 2017, February 12, 2018.

The Committee expresses its satisfaction with the Company's performance in dealing with the Investors' Grievances.

CSR COMMITTEE COMMITTEE

The Committee expresses its satisfaction with the Company's performance in dealing with the CSR.

Members of Committee:

| | |
|------------------------------|--|
| Mr. Kamalkishore Rathi | Chairman (Appoint w.e.f. 9th February, 2016) |
| Mrs. Shailbala Sunil Mandloi | Member (Appointed w.e.f. 31st March, 2015) |
| Mr.Sourav Ganguly | Member (Appointed w.e.f. 31St July, 2017) |

SHAREHOLDING OF THE DIRECTORS IN OUR COMPANY

The Articles of Association do not require the directors to hold any qualification shares. The present shareholding of Directors is detailed below:

| Name of the Director | Designation | No. of shares held | %of paid up |
|-----------------------------|-------------|--------------------|-------------|
| Share capital | | | |
| Mr. Kamalkishore Rathi | Chairman | NIL | NIL |
| Mrs.Shailbala Sunil Mandloi | Director | NIL | NIL |
| Mr.Sourav Ganguly | Director | NIL | NIL |

INTEREST OF DIRECTORS

All Directors of our company may be deemed to be interested to the extent of fees, if any, payable to them for

attending meetings of the Board or a Committee thereof as well as to the extent of other remuneration, reimbursement of expenses payable to them under the Articles of Association of our company. All our Directors may also be deemed to be interested to the extent of Equity Shares, if any, already held by them or their relatives in our company or that may be subscribed for and allotted to them and also to the extent of any dividend payable to them and other distributions in respect of the said Equity Shares.

The Directors may also be regarded as interested in the Equity Shares, if any, held by or that may be subscribed by and allotted to the Companies, firms and trust, in which they are interested as Directors, Members, Partners or Trustees.

All Directors of our company may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of the Board or a committee thereof as well as to the extent of other remuneration, reimbursement of expenses payable to them under the Articles of Association of our company. All our Directors may also be deemed to be interested to the extent of Equity Shares, if any, already held by them or their relatives in our company or that may be subscribed for and allotted to them and also to the extent of any dividend payable to them and other distributions in respect of the said Equity Shares.

The Directors may also be regarded as interested in the Equity Shares, if any, held by or that may be subscribed by and allotted to the Companies, firms and trust, in which they are interested as Directors, Members, Partners or Trustees.

GENERAL BODY MEETINGS:

Details of Last three Annual General Meetings are as follows:

| AGM NO. | Date | Location | Time | No. of Special Resolution Passed |
|---------|-------------------|--|------------|----------------------------------|
| 21 | June 22, 2015 | Nandanam Garden & Banquet, 138 Bakra Hat Road, Near Khalpole, Kolkata-700104 | 11.00 a.m. | - |
| 22 | September 19,2016 | SURYAMONI HALL BG-33,KESTOPUR, HANAPARA, KOLKATA-700102 | 9.30 a.m | * |
| 23 | September 26,2017 | Nandanam Garden & Banquet, 138 Bakra Hat Road, Near Khalpole, Kolkata-700104 | 9.30 a.m | * |

* A Special Resolution was passed for the appointment of M/S Arup & Associates as a new statutory auditor in place of M/s M.M. Mukherjee & Associates to fill up the vacancy cause by death of Mr. M.M. Mukherjee (proprietor).

* A Special Resolution was passed for the appointment of Mrs. Shailabala Mandloi as an executive Director of the company w.e.f 23Rd May,2016.

* A Special Resolution was passed for the appointment of Mr. Sourav Ganguly as a Managing Director of the company w.e.f 31st July,2017.

MEANS OF COMMUNICATION

Information like quarterly / half yearly/annual financial results and press releases on significant developments in the company that has been made available from time to time, has been submitted to the stock exchanges to enable them to put them on their websites and communicate to their members. The quarterly / half yearly / annual financial results are published in English and Regional newspapers. Moreover, a report on management discussion and analysis has been given elsewhere in this report.

CORPORATE ETHICS

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A code of conduct for Board Members

and Senior Management and a Code of Conduct for Prevention of Insider Trading as detailed below has been adopted.

Pursuant to Clause 49 (D) of the Listing Agreement and the Securities and Exchange Board of India (Insider Trading) Regulations (as amended) respectively:

a) Code of Conduct for Board Members and Senior Management

The Board of Directors of the company adopted the Code of Conduct for its members and Senior Management at their meeting. The Code Highlights Corporate Governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association.

The Code is applicable to all directors and specified senior management executives the code impresses upon directors and senior management executives to uphold the interest of the company and its stakeholders and to endeavor to fulfill all the fiduciary obligations towards them. Another important principle on which the code is based is that the Directors and Senior Management Executives shall act in accordance with the highest standard of honesty, integrity, fairness, and ethical conduct and shall exercise utmost good faith, due care and integrity in performing their duties.

Declaration affirming Compliance of Code of Conduct

A Declaration by the Managing Director affirming Compliance of Board members and Senior Management personnel to the code are also annexed herewith.

b) Code of Conduct for Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prevention of Insider Trading for its Management, staff and Directors. The Code lays down guideline and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares.

DISCLOSURES

- i. Presently Invent Assets Securitisation & Reconstruction Private Limited is the secured lender and all the rights, title and interests of State Bank of India have vested in Invent Assets Securitisation & Reconstruction Private Limited in respect of the financial assistances granted by State Bank of India and Bank of India.
- ii. Also M/s Simplex Coke and Refractory Private Limited is the beneficial owner of all present and future encumbered or unencumbered tangible assets, receivables and advances of company in lieu of settlement/payment to the secured creditor/lender being "M/s Invent Assets Securitisation & Reconstruction Private Limited" and "IDBI Bank" (the secured creditor/secured lender).
- iii. During the period under consideration the dues of "M/s Invent Assets Securitisation & Reconstruction Private Limited" is being honored on time by M/s Simplex Coke and Refractory Private Limited. Also M/s Simplex coke and Refractory Private Limited is using the production facility of M/s Greearth Resources & Projects Limited on lease basis.
- iv. The inquiry before the Securities and Exchange Board of India, Mumbai under Rule 4 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudication officer) Rules, 1995 is still subjudice. However the management has submitted its reply and outcome of the same is still pending.
- v. During the previous reporting period, the proceeding of SFIO is pending for its adjudication before the Company Law Board / Court at Kolkata. Since the liability is not materialized yet, hence no provision regarding the same has been made in the books of accounts; however the management has filed compounding application.
- vi. SFIO filed petitions before CLB, Principal Bench; Kolkata- NCLT & CMM court Kolkata. The outcome of

the same is pending & matter is subjudice

- vii. There have been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.
- viii. There have been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis forms part of this Annual Report

COMPANY'S CORPORATE WEBSITE

The Company's Corporate Website provides the comprehensive reference on Greenearth Resources and Projects Ltd's Management, Board Members, Vision, Mission and Policies and the financials etc. of the Company, in compliance with the Provisions of Listing Agreement.

GENERAL SHAREHOLDERS INFORMATION

| | |
|---|---|
| Registered Office of the Company | 32 Ezra Street Todi corner Room No.564, 5Th Floor Kolkata West Bengal 700001 |
| 24TH Annual General Meeting | Greenearth Resources and Projects Limited |
| Date | 29Th September,2018 |
| Time | 9.30 A.M. |
| Venue | Nandanam Garden & Banquet,138 Bakra Hat Road , Near Khalpole, Kolkata-700104 |
| Date of Book Closure | 23 Rd September, 2018 to 29 th September, 2018 (both days inclusive). |

Listing of shares on stock exchanges and stock code

| SR. No. | Name of the Stock Exchange/ Date | Stock code |
|---------|---|-------------|
| 1. | The Bombay Stock Exchange Limited -04.09.2008 | 533016 |
| 2. | National Stock Exchange of India Limited-04.09.2008 | AUSTRAL -EQ |

Listing Fees for the year 2017-2018

Annual listing fees has not been paid to BSE& NSE

Market Price Data - *NSE- Not available as per NSE website

Market Price Data – BSE

Period: Feb 2018 to March 2018

Company: Greenearth Resources & Projects Limited(Formerly Known as Austral Coke & Projects Limited)

| All Prices in ₹ | | | | | | |
|-----------------|------------|------------|-----------|-------------|--------------|----------------------|
| Month | Open Price | High Price | Low Price | Close Price | No.of Shares | Total Turnover (Rs.) |
| Feb-18 | 0.47 | 0.48 | 0.41 | 0.41 | 49129 | 21988 |
| Mar-18 | 0.39 | 0.39 | 0.37 | 0.37 | 126333 | 46854 |

Notes*As per BSE website data available from Feb-2018 to March-2018, data are not available At Bse for the months of Apr-2017, May-2017, June-2017, July-2017, August-2017, Sept-2017, Oct-2017, Nov-2017, Dec-2017 & Jan-2018

REGISTRAR AND TRANSFER AGENTS:

Link Intime (India) Pvt. Ltd

C 101, 247 Park,
L.B.S.Marg, Vikhroli (West)
Mumbai- 400083
Tele: (91 22) 49186000 Fax: (91 22) 22 49186060

PLANT LOCATIONS

Factory 1- Coke : Village- Lunva, Taluka: Bhachau, Distt: Kutch, Gujarat (India).
Factory 2- Refectory : Survey No. 351, Village- lunva, Taluka: Bhachau, Distt: Kutch, Gujarat (India).

CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT POLICY

The Board Members and the senior management Personnel have confirmed compliance with the Code of Conduct and Ethics for the year ended March 31, 2018, as provided under clause 49 of the Listing Agreements with the Stock Exchange.

For Greenearth Resources and Project Limited

**Sd/-
Sourav Ganguly
Managing Director**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March,2018
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To
The Board of Directors
M/s.Greenearth Resources & Projects Limited
(formerly Known as Austral Coke & projects Limited)
CIN:L67120WB1994PLC063008
32 Ezra Street,Todi corner,
Room No.564 ,5th Floor,
Kolkata-700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. GREENEARTH RESOURCES AND PROJECTS LIMITED (hereinafter called the "company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act 2013 and the Rules made thereunder ;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; Not Applicable
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iv) Foreign Exchange Management Act, 1999 and the applicable rules and regulations made there under; Not Applicable as there was no Foreign Direct Investment , Overseas Direct Investment or External Commercial Borrowing During the Period under review
- (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; Not Applicable during the period under Review
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; Not Applicable during the period under Review
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not Applicable during the period under Review
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable during the period under Review

- (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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not Applicable during the period under Review
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not Applicable during the period under Review
- (vi) The laws as are applicable specifically to the Company are as under:
 - a. The Companies Act, 2013
 - b. The Income Tax Act, 1961
 - c. The Environment Protection Act, 1986
 - d. Provident Fund Act 1925
 - e. Payment of Gratuity Act 1987
 - f. Labour Act 1970
 - g. Sales Tax/ Service Tax Act 2012
 - h. Payment of Wages Act 1936
- (vii) The Listing Agreements entered into by the Company with BSE Listed & The National Stock Exchange of India Limited

Based on the information received and records maintained we further report that the company has complied with the provisions of Companies Act, 2013 and Rules, SEBI (Listing Obligations and Disclosure Requirements), 2015 made thereunder and the Memorandum and Articles of Association of the Company, with regard to:

- (a) maintenance of various statutory registers and documents and making necessary entries therein;
- (b) closure of the Register of Members;
- (c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
- (d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
- (e) notice of Board meetings and Committee meetings of Directors;
- (f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- (g) the 23rd Annual General Meeting was held on September 26, 2017;
- (h) an Extraordinary General Meeting was held on November 21, 2017;
- (i) minutes of proceedings of General Meetings and of the Board and its Committee meetings;

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) Corporate Governance Voluntary Guidelines- 2009 issued by Ministry of Corporate Affairs Government of India ,
- (iii) Corporate Social Responsibility Voluntary Guidelines, 2009 issued by the Ministry of Corporate Affairs, Government of India;

(iv) The Company has not been a holding & Subsidiary of another companies.

(v) The company has non Government Company /non financial company.

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

We Further report that, during the year under review:

The status of the Company during the financial year has been that of a Equity Listed Public Company.

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 Companies Act, 2013.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance, 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.

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

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

We further report that the Company has complied with the provisions of the Act and Rules made under that Act in carrying out the Following changes:

We Further Report that:

- a) The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the code of Business Conduct & Ethics for Directors and Management Personnel.
- b) The Directors have complied with the requirements as to disclosure of interests and concerns in contracts and arrangements, shareholdings/debenture holdings and directorships in other companies and interests in other entities.
- c) The company has advanced loans, given guarantees and provided securities amounting to companies in which directors were interested, and has complied with the provisions of the Companies Act, 2013. Not Applicable as no such Transaction took place
- d) The Company has made loans and investments; or given guarantees or provided securities to other business entities and has complied with the provisions of the Companies Act, 2013 and any other statutes as may be applicable. Not Applicable as no such Transaction took place during the reporting period.
- e) The amount borrowed by the Company from its directors, members, bank(s)/ financial institution(s) and others were within the borrowing limits of the Company. Such borrowings were made by the Company in compliance with applicable laws.
- f) The Company has not defaulted in the repayment of public deposits, unsecured loans and debentures, facilities granted by bank(s)/financial institution(s) and non-banking financial companies.

- g) The Company has created, modified or satisfied charges on the assets of the company and complied with the applicable laws.
- h) The Company has credited and paid to the Investor Education and Protection Fund within the stipulated time, all the unpaid dividends, repayment of principal and interest on debentures, repayment of principal and interest on fixed deposits as required to be so credited to the Fund- NA
- i) All registrations under the various state and local laws as applicable to the company are valid as on the date of report.
- j) The Company has not allotted the securities to the persons-entitled thereto and has also issued letters and certificates thereof as applicable to the concerned persons its shares within the stipulated time in compliance with the provisions of the Companies Act, 2013 and other relevant statutes during the period under review.
- k) The Company is regular for depositing its Statutory dues during the Period however According to the information and explanations given to us, some dues of income tax, sales tax, and service tax have not been deposited by the Company on account of disputes.

Further (BSE & NSE ,CDSL & NSDL,RTA Annual Listing Fees) have not been deposited by the Company on account of Financial Crises.

- l) The Company has complied with the provisions of the Listing Regulations during the period under review.
- m) The Company has provided a list of statutes in addition to the laws as mentioned above and it has been observed that there are proper systems in place to ensure compliance of all laws applicable to the company.
- n) The MCA,NCLT/COURT/ SEBI,CLB (any other regulatory authority) carried out inspection of the company during the year and there are the major findings are given below:

During the previous reporting period, the proceeding of SFIO is pending for its adjudication before the Company Law Board / Court at Kolkata. Since the liability is not materialized yet, hence no provision regarding the same has been made in the books of accounts; however the management has filed compounding application.

SFIO filed petitions before CLB, Principal Bench; Kolkata- NCLT & CMM court Kolkata. The outcome of the same is pending & matter is subjudice

The inquiry before the Securities and Exchange Board of India, Mumbai under Rule 4 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudication officer) Rules, 1995 is still subjudice. However the management has submitted its reply and outcome of the same is still pending

There have been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.

For Ritul Parmar, Company Secretaries

Sd/-

Ritul Parmar

(ACS No: 31583 CP No: 14845)

May30, 2018

Navi Mumbai

Annexure A'

To
The Board of Directors
M/s. Greearth Resources & Projects Limited
(formerly Known as Austral Coke & projects Limited)
CIN:L67120WB1994PLC063008
32 Ezra Street, Todi corner,
Room No.564 ,5th Floor,
Kolkata-700001

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Ritul Parmar, Company Secretaries

Sd/-

Ritul Parmar
(ACS No: 31583 CP No: 14845)
May30, 2018
Navi Mumbai

COMPLIANCE CERTIFICATE OF THE AUDITORS

A certificate from the auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Clause 49 of the Listing Agreement is attached to this report.

Auditors Certificate on Corporate Governance

To,
The Members,
Greenearth Resources and Projects Limited
(Formerly Known as Austral coke & projects Limited)

We have examined the compliance of conditions of corporate governance by Greenearth Resources and Projects Limited for the Period ended 31st March, 2018, as stipulated in clause 49 of the Listing Agreement of the said company with stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us:
We certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the 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 and on behalf of

M/s SARP & Associates

Chartered Accountants

Firm Registration Number: 007375C

Sd/-

Shailesh Agarwal

(Partner)

Membership No. 063220

Place: Kolkata

Date: May 30, 2018

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Greenearth Resource & Projects Limited.

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying Standalone Ind AS Financial Statements of M/s Greenearth Resources & Projects Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as "Standalone Ind AS Financial Statements").

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 and presentation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the applicable Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone Ind AS Financial Statements based on our audit.

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Ind AS Financial Statements that give 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 Standalone Ind AS Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the financial position of the Company as at 31st March, 2018 and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act, we give in "Annexure A" statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) the Balance Sheet, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) on the basis of the written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B';
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we report that :-

Basis for Qualified Opinion

- i. The Accumulated losses of the Company is Rs. 595.99crores (Previous period: Loss Rs. 589.62crores) and its net worth is negative Rs.271.12Crores (Previous period: Negative Rs. 264.83crores) as at the end of the reporting period which indicates erosion of Net worth of the Company. The Company can be termed as "SICK" within the meaning of clause (O) of sub section (1) of section 3 of the Sick Industrial Companies (Special Provision) Act, 1985.
- ii. Presently Invent Assets Securitisation & Reconstruction Private Limited is the secured lender and all the rights, title and interests of State Bank of India have vested in Invent Assets Securitisation & Reconstruction Private Limited in respect of the financial assistances granted by State Bank of India and Bank of India.
- iii. Also M/s Simplex Coke and Refractory Private Limited is the beneficial owner of all present and future encumbered or unencumbered tangible assets, receivables and advances of company in lieu of settlement/payment to the secured creditor/lender being "M/s Invent Assets Securitisation & Reconstruction Private Limited" and "IDBI Bank" (the secured creditor/secured lender).
- iv. During the period under consideration the dues of "M/s Invent Assets Securitisation & Reconstruction Private Limited" is being honored on time by M/s Simplex Coke and Refractory

Private Limited. Also M/s Simplex coke and Refractory Private Limited is using the production facility of M/s Greenearth Resources & Projects Limited on lease basis.

- v. The inquiry before the Securities and Exchange Board of India, Mumbai under Rule 4 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudication officer) Rules, 1995 is still subjudice. However the management has submitted its reply and outcome of the same is still pending.
- vi. During the previous reporting period, the proceeding of SFIO is pending for its adjudication before the Company Law Board / Court at Kolkata. Since the liability is not materialized yet, hence no provision regarding the same has been made in the books of accounts; however the management has filed compounding application.
- vii. SFIO filed petitions before CLB, Principal Bench; Kolkata- NCLT & CMM court Kolkata. The outcome of the same is pending & matter is subjudice
- viii. There have been no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company.
- ix. Balances of Loans, Sundry Debtors, Loans and Advances and Current Liabilities, are subject to confirmation from the respective parties and reconciliations, if any.

For and on behalf of
M/s SARP & Associates
(Chartered Accountants)
Firm Reg. No. 007375C
Sd/-
Shailesh Agarwal
(Partner)
Membership No. 063220

Place: Kolkata
Date: May 30, 2018.

Annexure “A” to the Independent Auditors' Report

(Referred to in Paragraph 1 of our Report of even date)

The Annexure referred to in our Independent Auditor's Report to the members of the Company on the Standalone Ind AS Financial Statements for the year ended 31st March, 2018, we report that:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets subject to the annexure to the Auditors Report for the period ended on 31.03.2018.
- (b) As explained to us, fixed assets, according to the practice of the Company, are physically verified by the management at reasonable intervals, in a phased verification programme, which, in our opinion, is reasonable, looking to the size of the Company and the nature of its business.
2. As explained to us, company had no inventories except consumables spares during the year hence clause (ii) of the order is not applicable to the company.
3. In our opinion and according to the information and explanation given to us during the period under review the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, Clause 3(iii) (a), (b) and (c) of the order are not applicable for the year.
4. In our opinion and according to the information and explanation given to us, there are no loans, guarantees and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. The Central Government has not prescribed the maintenance of cost records for the company under section 148(1) of the Act, 2013.
7. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of statutory dues were in arrears as at 31 March 2018 for a period of more than six months from the date they became payable except Professional tax, Sales tax, service tax and Income tax.
- (b) As at the Balance Sheet date, the following are the details of the disputed income tax that has not been deposited by the Company on account of disputes.

| Sr. No. | Nature of Dues | Assessment Year | Amount (Rs.In Lacs) | Forum where dispute is pending |
|---------|----------------|-----------------|---------------------|--------------------------------|
| 1. | Income Tax | 2011-12 | 14.58 | CIT(Appeal) |
| 2. | Income Tax | 2012-13 | 751.73 | CIT(Appeal) |
| 3. | Income Tax | 2013-14 | 2412.33 | CIT(Appeal) |
| 4. | Income Tax | 2014-15 | 3678.45 | CIT(Appeal) |
| | | Total | 6857.09 | |

8. The Company is having outstanding dues to financial institutions or banks during the year as mentioned under the Report on other Legal and Regulatory Requirements paragraph above.
9. According to the information and explanation given by the management, the company has neither raised any monies by way of initial public offer or further public offer and term loan during the period under audit. Hence reporting under clause (ix) is not applicable.

10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanation given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
11. According to the information and explanations given to us and on the basis of our examination of the records of the Company, managerial remuneration if any has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V of the Act.
12. In our opinion, the Company is not a nidhi Company. Accordingly the provisions of Clauses 3 (xii) of the Order are not applicable.
13. As per information and explanation given to us and on the basis of our examination of the records of the Company, all the transaction if any with related parties are in compliance with Section 177 and 188 of Companies Act 2013 and all the details have been disclosed in Standalone Ind AS Financial Statements as required by the applicable Accounting Standards.
14. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any preferential allotment or private placement or not issued any debenture during the year under review. Accordingly the provisions of paragraph 3(xiv) of the Order are not applicable.
15. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not entered into any non-cash transactions with any director or any person connected with him. Accordingly the provisions of Clauses 3(xv) of the Order are not applicable to the Company.
16. In our opinion, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi) of the Order are not applicable.

For and on behalf of
M/s SARP & Associates
(Chartered Accountants)
Firm Reg. No. 007375C
Sd/-
Shailesh Agarwal
(Partner)
Membership No. 063220

Place: Kolkata
Date: May 30, 2018.

Annexure “B” to the Independent Auditor's Report
(Referred to in paragraph 2 (f) of our Report of even date)

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

We have audited the internal financial controls over financial reporting of the Company as of 31st March, 2018 in conjunction with our audit of the Standalone Ind-AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For and on behalf of
M/s SARP & Associates
(Chartered Accountants)
Firm Reg. No. 007375C
Sd/-
Shailesh Agarwal
(Partner)
Membership No. 063220

Place: Kolkata
Date: May 30, 2018.

Balance Sheet
as at 31 March 2018
(Amount in ₹)

| | Note | 31 March 2018 | 31 March 2017 | 01 April 2016 |
|--------------------------------------|-------|------------------------|------------------------|------------------------|
| ASSETS | | | | |
| Non-current assets | | | | |
| Property, plant and equipment | 3 | 307,709,808 | 371,385,495 | 473,380,241 |
| Capital work-in-progress | | 71,621,199 | 71,621,199 | 71,621,199 |
| Financial assets | | | | |
| Investments | 4 | - | 643,000 | 643,000 |
| | | 415,039,996 | 479,358,683 | 581,293,428 |
| Current assets | | | | |
| Inventories | 5 | 933,124 | 933,124 | 933,124 |
| Financial assets | | | | |
| Trade receivables | 6 | 83,789,549 | 82,406,919 | 82,391,580 |
| Cash and cash equivalents | 7 | 5,689,510 | 5,740,476 | 6,491,055 |
| Loans | 8 | 20,177,638 | 20,056,638 | 20,056,738 |
| Other financial assets | 9 | 49,570,915 | 49,474,615 | 51,109,856 |
| Other current assets | 10 | 88,335,206 | 89,189,746 | 90,044,286 |
| Income tax assets (net) | | 35,708,988 | 35,708,988 | 35,648,988 |
| | | 284,204,930 | 283,510,506 | 286,675,627 |
| TOTAL ASSETS | | 663,535,937 | 727,160,200 | 832,320,067 |
| EQUITY AND LIABILITIES | | | | |
| Equity | | | | |
| Equity share capital | 11 | 290,296,040 | 290,296,040 | 290,296,040 |
| Other equity | SOCIE | (2,913,125,427) | (2,849,405,614) | (2,977,450,265) |
| | | (2,622,829,387) | (2,559,109,574) | (2,687,154,225) |
| Liabilities | | | | |
| Non-current liabilities | | | | |
| Financial liabilities | | | | |
| Borrowings | 12 | 427,905,970 | 427,905,970 | 427,905,970 |
| Deferred tax Liabilities (Net) | 13 | 38,826,045 | 38,826,045 | 270,004,227 |
| | | 466,732,015 | 466,732,015 | 697,910,197 |
| Current liabilities | | | | |
| Financial liabilities | | | | |
| Borrowings | 14 | 2,296,688,422 | 2,296,638,422 | 2,297,142,404 |
| Trade payables | 15 | 287,463,501 | 287,446,701 | 288,838,740 |
| Other financial liabilities | 16 | 8,743,041 | 8,714,291 | 8,721,781 |
| Other current liabilities | 17 | 141,109,343 | 141,109,343 | 141,232,167 |
| Current income tax liabilities (net) | | 85,629,002 | 85,629,002 | 85,629,002 |
| | | 2,819,633,309 | 2,819,537,759 | 2,821,564,094 |
| TOTAL EQUITY AND LIABILITIES | | 663,535,937 | 727,160,200 | 832,320,067 |

Significant accounting policies 1 - 2

Notes referred to above form an integral part of the standalone 2-34

As per our report of even date attached

For SARP & Associates

Chartered Accountants

Firm Registration Number:007375C

Sd/-

Shailesh Agarwal

Partner

Membership No. 063220

Place: Kolkata

Date : May 30, 2018

For and on behalf of the Board

For Greenearth Resources & Projects Limited

Sd/-

Shailbala Sunil Mandloi

(Director)

DIN :07154978

Sd/-

Sourav Ganguly

(Director)

DIN :07895828

Statement of Profit and Loss
for the year ended on 31 March 2018

(Amount in ₹)

| | Note | 31 March 2018 | 31 March 2017 |
|---|------|---------------------|----------------------|
| Revenue from operations | 18 | 1,500,000 | 3,000,000 |
| Other income | 19 | 4,855 | 2,885 |
| Total income | | 1,504,855 | 3,002,885 |
| Expenses | | | |
| Cost of materials consumed | 20 | - | 618,450 |
| Employee benefits expense | 21 | - | 876,978 |
| Finance costs | 22 | 9,949 | 9,594 |
| Depreciation and amortization expense | 3 | 63,675,687 | 101,994,746 |
| Other expenses | 23 | 1,539,032 | 2,636,648 |
| Total expenses | | 65,224,668 | 106,136,416 |
| Profit before exceptional items and tax | | (63,719,813) | (103,133,531) |
| Exceptional items | | - | - |
| Profit before tax | | (63,719,813) | (103,133,531) |
| Tax expense | 32 | | |
| Current tax | | | |
| MAT credit entitlement | | | |
| Deferred tax (benefit)/charge | | | (231,178,182) |
| Total tax expense | | - | (231,178,182) |
| Profit for the year | | (63,719,813) | 128,044,651 |
| Other comprehensive income | | | |
| Items that will not be reclassified to profit or loss | | - | - |
| Income tax on items that will not be reclassified to profit or loss | | - | - |
| Items that will be reclassified to profit or loss | | - | - |
| Income tax on items that will be reclassified to profit or loss | | - | - |
| Total other comprehensive income | | - | - |
| Total comprehensive income for the year | | (63,719,813) | 128,044,651 |

Earnings per equity share for continuing operations (face value per share ₹ 1 each)³⁰

| | | |
|---------|--------|------|
| Basic | (0.22) | 0.44 |
| Diluted | (0.22) | 0.44 |

Significant accounting policies

1 - 2

Notes referred to above form an integral part of the standalone financial statements

2-34

As per our report of even date attached

For SARP & Associates**Chartered Accountants****Firm Registration Number:007375C**

For and on behalf of the Board

For Greearth Resources & Projects Limited**Sd/-****Shailesh Agarwal**

Partner

Membership No. 063220

Place: Kolkata

Date : May 30, 2018

Sd/-**Shailbala Sunil Mandloi**

(Director)

DIN :07154978

Sd/-**Sourav Ganguly**

(Director)

DIN :07895828

Statement of changes in equity
for the year ended on 31 March 2018

(Amount in ₹)

A Equity share capital

| | |
|--|-----------------------|
| Balance as at 1 April 2016 | 290,296,040.00 |
| Changes in equity share capital during 2016-17 | - |
| Balance as at 31 March 2017 | 290,296,040.00 |
| Changes in equity share capital during 2017-18 | - |
| Balance as at 31 March 2018 | 290,296,040.00 |

B Other equity

| | Reserves & surplus | | Total |
|--|----------------------------|------------------------|------------------------|
| | Securities premium reserve | Retained earnings | |
| Balance as on 01 April 2016 | 3,046,833,350 | (6,024,283,615) | (2,977,450,265) |
| Profit for the year | | 128,044,651 | 128,044,651 |
| Other comprehensive income (net of tax) | | | - |
| Total comprehensive income for the year | 3,046,833,350 | (5,896,238,964) | (2,849,405,614) |
| Transactions with owners recognised directly in equity premium | | | - |
| Balance as on 31 March 2017 | 3,046,833,350 | (5,896,238,964) | (2,849,405,614) |
| Profit for the year | | (63,719,813) | (63,719,813) |
| Other comprehensive income (net of tax) | | | - |
| Total comprehensive income for the year | 3,046,833,350 | (5,959,958,777) | (63,719,813) |
| Transactions with owners recognised directly in equity premium | | | - |
| Balance as on 31 March 2018 | 3,046,833,350 | (5,959,958,777) | (2,913,125,427) |

Significant accounting policies

1 - 2

Notes referred to above form an integral part of the standalone financial statements

2-34

For SARP & Associates
Chartered Accountants
Firm Registration Number:007375C

For and on behalf of the Board
For Greearth Resources & Projects Limited

Sd/-
Shailesh Agarwal
Partner
Membership No. 063220

Sd/-
Shailbala Sunil Mandloi
(Director)
DIN :07154978

Sd/-
Sourav Ganguly
(Director)
DIN :07895828

Place: Kolkata
Date : May 30, 2018

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2018

PURSUANT TO CLAUSE 32 OF THE LISTING AGREEMENT.

| PARTICULARS | | For the year | For the year |
|--|------------|------------------|-------------------|
| | | ended 31.03.2018 | ended 31.03.2017 |
| | | (Rs.) | (Rs.) |
| A. CASH FROM OPERATING ACTIVITIES | | | |
| Net Profit / (Loss) before extra ordinary items and Tax | | -63719813 | (103,133,531) |
| Adjustment for: | | | |
| Depreciation | | 63,675,687 | 101994746 |
| Finance Cost debited to Profit and loss account | | 9,949 | 9594 |
| Non-Operating Items | | (4,855) | (2,885) |
| Operating Profit Before Working Capital Changes | | -39032 | -1132076 |
| Adjustment for: | | | |
| (Increase)/Decrease in Trade and other Receivables | | -1382630 | (15,339) |
| (Increase)/Decrease in Inventories | | - | - |
| (Increase)/Decrease in other Current Assets | | 637240 | 2,429,881 |
| Increase/(Decrease) Current Liabilities and Provisions | | 95550 | (2,026,335) |
| Cash Generated From Other Operations | | -688872 | -743869.36 |
| Cash Flow Before Extraordinary Items | | -688872 | -743869.36 |
| Extraordinary Items | | - | - |
| Net Cash From Operating Activities | (A) | -688872 | -743869.36 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | | |
| Purchase of Fixed asset | | - | - |
| Interest & Dividend received & Other Income | | 4,855 | 2,885 |
| Rent Received | | - | - |
| Sale of Investment | | 643000 | - |
| Net Cash Used in Investing activities | (B) | 647855 | 2885 |
| C. CASH FROM FINANCING ACTIVITY | | | |
| Proceeds from Borrowings | | - | - |
| Interest paid | | - | - |
| Finance Cost | | (9,949) | (9,594) |
| Net Cash Used in Financing Activities | (C) | -9948.5 | -9594.26 |
| Net Increase in Cash and Cash Equivalents (A)+(B)+(C) | | -50966 | -750579 |
| Cash & Cash Equivalents (Opening Balance) | | 5,740,476 | 6,491,055 |
| Cash & Cash Equivalents (Closing Balance) | | 5,689,510 | 5,740,476 |

As per our report of even date attached

For SARP & Associates
Chartered Accountants
Firm Registration Number:007375C

For and on behalf of the Board
For Greearth Resources & Projects Limited

Sd/-
Shailesh Agarwal
 Partner
 Membership No. 063220

Sd/-
Shailbala Sunil Mandloi
 (Director)
 DIN :07154978

Sd/-
Sourav Ganguly
 (Director)
 DIN :07895828

Place: Kolkata
 Date : May 30, 2018

Notes to the financial statements for the year ended 31 March 2018
(All amounts are in Indian rupees unless otherwise stated)

1. Company Overview

1.1 General Information

Greenearth Resources & Projects Limited is a Public limited company domiciled in India under the provisions of the Companies Act, 2013. During the period under consideration the Company was engaged in leasing of its production facility of manufacturing of LAM Coke.

1.2 Basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 [the Companies (Indian Accounting Standards) Rules, 2015, as amended] and other relevant provisions of the Act.

The Financial Statements up to the year ended 31 March 2017 were prepared in accordance with the Accounting Standards notified under the Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act ("Previous GAAP"). The financial statements for the year ended 31 March 2018 are the first financial statements of the Company prepared in accordance with Ind AS. An explanation of how the transition to Ind AS has affected the reported balance sheet, statement of profit or loss and cash flows of the company is provided in notes to accounts.

The financial statements were authorised for issue by the Board of Directors on 30 May 2018.

a) Basis of measurement

The financial statements have been prepared on a historical cost basis.

b) Current versus non-current classification

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

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the company's functional currency. All amounts have been rounded-off to the nearest Indian Rupee (INR), as per the requirements of Schedule III, unless otherwise stated.

2. Summary of significant accounting policy:

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

a) Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities at the end of period / year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

b) Property, plant and equipment**• Recognition and measurement**

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Cost comprises of purchase price and any directly attributable costs of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Borrowing costs attributable to construction or acquisition of a qualifying asset for the period up to the date, the asset is ready for its intended use are included in the cost of the asset to which they relate.

Capital work-in-progress comprises of the cost of property, plant and equipment that are not yet ready for their intended use as at the balance sheet date.

• Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the statement of profit and loss as incurred.

• Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net and disclosed within other income or expenses in the statement of profit and loss.

• Depreciation methods, estimated useful lives and residual value

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value. Depreciation is recognised in the statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment as prescribed in Schedule II of the Companies Act 2013.

Freehold land is not depreciated.

c) Impairment of non-financial assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors.

An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

d) Inventories

Inventories are measured at lower of cost or net realizable value. Stores and Spares parts are valued at cost.

e) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

f) Revenue recognition

- Revenue from leasing is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.
- Sale of goods - Revenue is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales revenue is shown at net of sales return, discounts and rebates.

g) Other income

- Interest income: Interest income from debt instruments is recognised using effective interest rate method (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.
- Dividend income: Dividends are recognised in the statement of profit and loss only when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount can be measured reliably.
- Any other income is accounted for on accrual basis.

h) Borrowing costs

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset, are expensed in the period in which they are incurred.

i) Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies which are outstanding, as at the reporting period are translated at the closing exchange rates and the resultant exchange differences are recognised in the statement of profit and loss.

Non-monetary assets and liabilities denominated in foreign currencies that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction.

j) Employee Benefits

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, wages, expected cost of bonus and short-term compensated absences, ex-gratia, performance pay etc. are recognised in the period in which the employee renders the related service.

The companies have the policy of encasing unutilized leave however there is no unutilized leave at the end of the year.

k) Income tax

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred income taxes reflect the impact of timing differences between taxable income and

accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted at the reporting date. Deferred income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.

Deferred tax liabilities are recognized for all taxable temporary differences, except deferred tax liability arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses, except deferred tax assets arising from initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, affects neither accounting nor taxable profit/ loss at the time of transaction. Deferred tax assets are recognized only to the extent that sufficient future taxable income will be available against which such deferred tax assets can be realized.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available against which such deferred tax assets can be realized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognized outside the statement of profit and loss is recognized in co-relation to the underlying transaction either in other comprehensive income or directly in equity.

I) Provisions and contingencies

A provision is recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost in the statement of profit and loss.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are not recognised in financial statements, unless they are virtually certain. However, contingent assets are disclosed where inflow of economic benefits are probable.

m) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

n) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets**Initial recognition and measurement**

Financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified as:

Financial assets at amortized cost

Financial assets that are held within a business model whose objective is to hold assets for collecting contractual cash flows and whose contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are subsequently measured at amortized cost using the effective interest rate method. The change in measurements are recognized as finance income in the statement of profit and loss.

Financial assets at fair value through other comprehensive income (FVTOCI)

Financial assets that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets and the assets' contractual cash flows represent solely payments of principal and interest on the principal amount outstanding are subsequently measured at fair value. Fair value movements are recognized in other comprehensive income.

Financial assets at fair value through profit or loss (FVTPL)

Any financial asset which does not meet the criteria for categorization as financial instruments at amortized cost or as FVTOCI, is classified as financial instrument at FVTPL. Financial instruments included within the FVTPL category are subsequently measured at fair value with all changes recognized in the statement of profit and loss.

Financial liabilities**Initial recognition and measurement**

Financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

For the purpose of subsequent measurement, financial liabilities are classified as:

Financial liabilities at amortized cost

Financial liabilities such as loans and borrowings are subsequently measured at amortized cost using the effective interest rate method. The change in measurements are recognized as finance costs in the statement of profit and loss.

Financial liabilities at fair value through profit or loss (FVTPL)

Financial liabilities include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss if the recognition criteria as per Ind AS 109 are satisfied. Gains or losses on liabilities held for trading are recognized in statement of profit and loss. Fair value gains or losses on liabilities designated as FVTPL attributable to changes in own credit risk are recognized in other comprehensive income. All other changes in fair value of liabilities designated as FVTPL are recognized in the statement of profit and loss. The Company has not designated any financial liability as at FVTPL.

Impairment of financial assets

The company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the financial assets mentioned below:

- Financial assets that are debt instrument and are measured at amortised cost
- Financial assets that are debt instruments and are measured as at FVOCI
- Trade receivables under Ind AS 18

ECL is the difference between contractual cash flows that are due and the cash flows that the Company expects to receive, discounted at the original effective interest rate.

For impairment of trade receivables, the company chooses to apply practical expedient of providing expected credit loss based on provision matrix and does not require the Company to track changes in credit risk. Percentage of ECL under provision matrix is determined based on historical data as well as futuristic information.

o) Earnings per share (EPS)

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted EPS adjust the figures used in the determination of basic EPS to consider

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

assuming the conversion of all dilutive potential equity shares.

p) Recent accounting pronouncements

Standards issued but not yet effective

Ind AS 115 – Revenue from contract with customers

Ind AS 115 is effective for annual periods beginning on or after 1 April 2018. Ind AS 115 establishes a five-step model that will apply to revenue earned from a contract with a customer, regardless of the type of revenue transaction or the industry (with limited exceptions). Extensive disclosures will be required, including disaggregation of total revenue; information about performance obligation; changes in contract asset and contract liability balances between periods and key judgments and estimates. The standard permits the use of either the retrospective or cumulative effect transition method. The Company is currently evaluating the requirements of Ind AS 115 and does not expect the new guidance to have significant impact on the financial statements.

Transfers of Investment Property — Amendments to Ind AS 40

The amendments clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use.

Entities should apply the amendments prospectively to changes in use that occur on or after the beginning of the annual reporting period in which the entity first applies the amendments. An entity should reassess the classification of property held at that date and, if applicable, reclassify property to reflect the conditions that exist at that date. Retrospective application in accordance with Ind AS 8 is only permitted if it is possible without the use of hindsight.

The amendments are effective for annual periods beginning on or after April 1, 2018. The Company will apply amendments when they become effective. Since the Company does not have any such transaction, this amendment does not have any effect of the financial statements of the Company.

Appendix B to Ind AS 21 Foreign Currency Transactions and Advance Consideration

The Appendix clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine the transaction date for each payment or receipt of advance consideration.

Entities may apply the Appendix requirements on a fully retrospective basis. Alternatively, an entity may apply these requirements prospectively to all assets, expenses and income in its scope that are initially recognised on or after:

- (i) The beginning of the reporting period in which the entity first applies the Appendix, or
- (ii) The beginning of a prior reporting period presented as comparative information in the financial statements of the reporting period in which the entity first applies the Appendix.

The Appendix is effective for annual periods beginning on or after April 1, 2018. Since the Company does not have any such transaction, this amendment does not have any effect of the financial statements of the Company.

**Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018**

(Amount in ₹)

3 Property, plant and equipment

Changes in the carrying amount of property, plant and equipment

| | Land | Building | Plant and Equipment | Office Equipments | Computers | Furniture and fixtures | Vehicles | Total |
|--|------------|------------|---------------------|-------------------|-----------|------------------------|-----------|---------------|
| Gross carrying amount as at 1 April 2016 | 38,284,741 | 66,692,090 | 2,254,474,646 | 322,807 | 1,978,989 | 5,656,284 | 4,058,663 | 2,371,468,220 |
| Additions | - | - | - | - | - | - | - | - |
| Disposal/retirements/derecognition | - | - | - | - | - | - | - | - |
| Gross carrying amount as at 31 March 2017 | 38,284,741 | 66,692,090 | 2,254,474,646 | 322,807 | 1,978,989 | 5,656,284 | 4,058,663 | 2,371,468,220 |
| Accumulated depreciation as at 1 April 2016 | - | 49,036,788 | 1,837,669,212 | 322,807 | 1,978,989 | 5,275,042 | 3,805,141 | 1,898,087,979 |
| Depreciation during year | - | 3,655,383 | 98,246,556 | - | - | 65,304 | 27,503 | 101,994,746 |
| Accumulated depreciation as at 31 March 2017 | - | 52,692,170 | 1,935,915,768 | 322,807 | 1,978,989 | 5,340,346 | 3,832,644 | 2,000,082,725 |
| Carrying amount as at 1 April 2016 | 38,284,741 | 17,655,302 | 416,805,434 | - | 0 | 381,242 | 253,522 | 473,380,241 |
| Carrying amount as at 31 March 2017 | 38,284,741 | 13,999,920 | 318,558,878 | - | 0 | 315,938 | 226,019 | 371,385,495 |
| Accumulated depreciation as at 31 March 2017 | - | - | - | - | - | - | - | - |
| Additions | - | - | - | - | - | - | - | - |
| Disposal/retirements/derecognition | - | - | - | - | - | - | - | - |
| Gross carrying amount as at 31 March 2018 | 38,284,741 | 66,692,090 | 2,254,474,646 | 322,807 | 1,978,989 | 5,656,284 | 4,058,663 | 2,371,468,220 |
| Accumulated depreciation as at 31 March 2017 | - | 52,692,170 | 1,935,915,768 | 322,807 | 1,978,989 | 5,340,346 | 3,832,644 | 2,000,082,725 |
| Depreciation during year | - | 2,529,292 | 61,089,721 | - | - | 44,062 | 12,612 | 63,675,687 |
| Disposal/retirements/derecognition | - | - | - | - | - | - | - | - |
| Accumulated depreciation as at 31 March 2018 | - | 55,221,462 | 1,997,005,489 | 322,807 | 1,978,989 | 5,384,408 | 3,845,256 | 2,063,758,412 |
| Carrying amount as at 31 March 2017 | 38,284,741 | 13,999,920 | 318,558,878 | - | 0 | 315,938 | 226,019 | 371,385,495 |
| Carrying amount as at 31 March 2018 | 38,284,741 | 11,470,628 | 257,469,157 | - | 0 | 271,876 | 213,407 | 307,709,808 |

Note:

Refer note 12 and 14 for details of property, plant and equipment pledged as security for borrowings.

(Amt. in Rs.)

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

(Amount in ₹)

| | 31 March 2018 | 31 March 2017 | 1 April 2016 |
|---|-------------------|-------------------|-------------------|
| 4 Non current investments | | | |
| Investments (Unquoted) | | | |
| Measured at fair value through profit or loss | | | |
| M/s Industrial Lamcoke Projects Ltd. | - | 643,000 | 643,000 |
| [0 (Previous year 64,300) at INR 10 each] | | | |
| | <u>-</u> | <u>643,000</u> | <u>643,000</u> |
| 5 Inventories | | | |
| <i>(Valued at the lower of cost and net realisable value)</i> | | | |
| Stores and spares | 933,124 | 933,124 | 933,124 |
| | <u>933,124</u> | <u>933,124</u> | <u>933,124</u> |
| 6 Trade receivables | | | |
| <i>(Unsecured)</i> | | | |
| Trade receivables (Unsecured) : | | | |
| - Considered good | 83,789,549 | 1,115,342 | 750,000 |
| - Considered doubtful | - | 81,291,577 | 81,641,580 |
| | <u>83,789,549</u> | <u>82,406,919</u> | <u>82,391,580</u> |
| Less: Allowance for bad and doubtful trade receivables | - | - | - |
| | <u>83,789,549</u> | <u>82,406,919</u> | <u>82,391,580</u> |

Notes:

No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

7 Cash and cash equivalents

| | | | |
|-----------------------|------------------|------------------|------------------|
| Cash on hand | 191,784 | 196,656 | 392,087 |
| Cheques in hand | - | - | - |
| Balances with banks | | | |
| - In current accounts | 5,497,726 | 5,543,820 | 6,098,968 |
| | <u>5,689,510</u> | <u>5,740,476</u> | <u>6,491,055</u> |

8 Loans

(Unsecured, considered good unless otherwise stated)

| | | | |
|--------------------|-------------------|-------------------|-------------------|
| Loans and advances | 6,799,374 | 6,728,374 | 6,728,474 |
| Sundry deposit | 13,378,264 | 13,328,264 | 13,328,264 |
| | <u>20,177,638</u> | <u>20,056,638</u> | <u>20,056,738</u> |

Note:

No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

9 Other financial assets

| | | | |
|-------------------------------------|-------------------|-------------------|-------------------|
| Advances receivable in cash or kind | 49,473,562 | 49,473,562 | 51,108,803 |
| Other receivables | 97,353 | 1,053 | 1,053 |
| | <u>49,570,915</u> | <u>49,474,615</u> | <u>51,109,856</u> |

No amount is due from any of the directors or officers of the Company, severally or jointly with any other person; or from firms where such director is a partner or from private companies where such director is a member.

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

(Amount in ₹)

| | 31 March 2018 | 31 March 2017 | 01 April 2016 |
|---|-------------------|-------------------|-------------------|
| 10 Other current assets | | | |
| <i>(Unsecured, considered good unless otherwise stated)</i> | | | |
| Duties and taxes | 8,130 | 8,130 | 8,130 |
| Preliminary Expenses | 88,327,076 | 89,181,616 | 90,036,156 |
| | <u>88,335,206</u> | <u>89,189,746</u> | <u>90,044,286</u> |

11 Share capital

Authorised:

50,00,00,000 (Previous year 50,00,00,000) equity shares of ₹ 1 each fully paid up

| | | |
|--------------------|--------------------|--------------------|
| 500,000,000 | 500,000,000 | 500,000,000 |
| <u>500,000,000</u> | <u>500,000,000</u> | <u>500,000,000</u> |

Issued subscribed and fully paid up:

29,02,96,040 (Previous year 29,02,96,040) equity shares of ₹ 1 each fully paid up

| | | |
|--------------------|--------------------|--------------------|
| 290,296,040 | 290,296,040 | 290,296,040 |
| <u>290,296,040</u> | <u>290,296,040</u> | <u>290,296,040</u> |

11.1 The Company has only one class of share referred to as equity shares having a par value of Rs.1/- each holder of equity shares is entitled to one vote per share in the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amount. The distribution will be proportionate to the number of equity shares held by the share holders.

11.2 Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year:

| Particulars | 31 March 2018 | | 31 March 2017 | |
|------------------------------------|--------------------|--------------------|--------------------|--------------------|
| | Number of shares | (₹) | Number of shares | (₹) |
| Equity shares | | | | |
| At the beginning of the year | 290,296,040 | 290,296,040 | 290,296,040 | 290,296,040 |
| Add: Issued during year | - | - | - | - |
| Outstanding at the end of the year | <u>290,296,040</u> | <u>290,296,040</u> | <u>290,296,040</u> | <u>290,296,040</u> |

11.3 Number of equity shares held by each shareholder holding more than 5% shares in the Company are as follows:

| Name of the shareholders | 31 March 2018 | | 31 March 2017 | |
|---|---------------|------------------|---------------|------------------|
| | | % of shares held | | % of shares held |
| Anarcon Resources Private Limited | 32,813,165 | 11.30% | 32,813,165 | 11.30% |
| Shri Hanuman Investment Private Limited | 19,057,000 | 6.56% | 19,057,000 | 6.56% |

12 Borrowings

Term loans

Secured Loan

| | 31 March 2018 | 31 March 2017 | 01 April 2016 |
|--------------------|--------------------|--------------------|--------------------|
| 427,905,970 | 427,905,970 | 427,905,970 | 427,905,970 |
| <u>427,905,970</u> | <u>427,905,970</u> | <u>427,905,970</u> | <u>427,905,970</u> |

13 Deferred tax Liabilities (Net)

On account of temporary differences

| | | |
|-------------------|-------------------|--------------------|
| 38,826,045 | 38,826,045 | 270,004,227 |
| <u>38,826,045</u> | <u>38,826,045</u> | <u>270,004,227</u> |

Notes forming part of the standalone financial statements (continued)

for the year ended on 31 March 2018

(Amount in ₹)

| | 31 March 2018 | 31 March 2017 | 01 April 2016 |
|---|----------------------|----------------------|----------------------|
| 14 Borrowings | | | |
| Loans repayable on demand | | | |
| Working capital loans from banks (secured) | 2,073,987,180 | 2,073,987,180 | 2,073,987,180 |
| Advances received from Intercompany | 222,701,242 | 222,651,242 | 223,155,224 |
| | <u>2,296,688,422</u> | <u>2,296,638,422</u> | <u>2,297,142,404</u> |
| | | | |
| 15 Trade payables | | | |
| Trade payable | 287,463,501 | 287,446,701 | 288,838,740 |
| | <u>287,463,501</u> | <u>287,446,701</u> | <u>288,838,740</u> |
| | | | |
| 16 Other current financial liabilities | | | |
| Other liability | 8,709,232 | 8,680,482 | 8,687,972 |
| Unclaimed dividend | 33,809 | 33,809 | 33,809 |
| | <u>8,743,041</u> | <u>8,714,291</u> | <u>8,721,781</u> |
| | | | |
| 17 Other current liabilities | | | |
| Duties and taxes | 141,109,343 | 141,109,343 | 141,232,167 |
| | <u>141,109,343</u> | <u>141,109,343</u> | <u>141,232,167</u> |

Notes forming part of the standalone financial statements (continued)

for the year ended on 31 March 2018

(Amount in ₹)

| | 31 March 2018 | 31 March 2017 |
|--|------------------|------------------|
| 18 Revenue from operations | | |
| Lease rentals | 1,500,000 | 3,000,000 |
| | <u>1,500,000</u> | <u>3,000,000</u> |
| 19 Other income | | |
| Interest income | 4,855 | 2,885 |
| | <u>4,855</u> | <u>2,885</u> |
| 20 Cost of materials consumed | | |
| Repairs and maintenance expenses | - | 536,978 |
| Labour transportation & Port charges | - | 81,472 |
| | <u>-</u> | <u>618,450</u> |
| 21 Employee benefits expense | | |
| Salary and Wages Expenses | - | 868,613 |
| Staff Welfare Expenses | - | 8,365 |
| | <u>-</u> | <u>876,978</u> |
| 22 Finance costs | | |
| Bank & Finance Charges | 9,949 | 9,594 |
| | <u>9,949</u> | <u>9,594</u> |
| 23 Other expenses | | |
| Advertisement and sales promotion expenses | - | 81,207 |
| Telecommunication charges | - | 6,412 |
| Travelling & Conveyance expenses | - | 58,055 |
| Audit Fees | 28,750 | 28,750 |
| Printing & Stationery | 16,800 | 2,500 |
| Electricity Expenses | - | - |
| Postage, Courier Expenses | - | 33,390 |
| Rent, Rates, Taxes & Insurance Expenses | 67,242 | 11,388 |
| Legal & Professional Charges | - | 1,269,717 |
| General Expenses | - | 23,145 |
| Directors Sitting Fees | 10,000 | 65,300 |
| Directors Remuneration | 15,000 | 91,103 |
| Loss on sale of Shares | 546,700 | - |
| Preliminary expenses written off | 854,540 | 854,540 |
| Custodian Charges | - | 108,517 |
| Misc. Exp | - | 2,624 |
| | <u>1,539,032</u> | <u>2,636,648</u> |
| (i) Breakup of Auditors Remuneration | | |
| Particulars | | |
| Audit Fees | 28,750 | 28,750 |
| Tax audit fees | - | - |
| | <u>28,750</u> | <u>28,750</u> |

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

(Amount in ₹)

24 Financial Instruments

24.1 Financial Instruments by category

The carrying value of financial instruments by categories as on 31 March 2018 are as follows:

| Particulars | Amortised cost | FVTPL | FVTOCI | Total carrying value |
|-----------------------------|----------------------|----------|----------|----------------------|
| Assets | | | | |
| Investment | - | - | - | - |
| Trade receivables | 83,789,549 | - | - | 83,789,549 |
| Cash and cash equivalents | 5,689,510 | - | - | 5,689,510 |
| Loans | 20,177,638 | - | - | 20,177,638 |
| Other financial assets | 49,570,915 | - | - | 49,570,915 |
| Total Assets | 159,227,612 | - | - | 159,227,612 |
| Liabilities | | | | |
| Borrowings | 2,724,594,392 | - | - | 2,724,594,392 |
| Trade payables | 287,463,501 | - | - | 287,463,501 |
| Other financial liabilities | 8,743,041 | - | - | 8,743,041 |
| Total Liabilities | 3,020,800,934 | - | - | 3,020,800,934 |

The carrying value of financial instruments by categories as on 31 March 2017 are as follows:

| Particulars | Amortised cost | FVTPL | FVTOCI | Total carrying value |
|-----------------------------|----------------------|----------------|----------|----------------------|
| Assets | | | | |
| Investment | - | 643,000 | - | 643,000 |
| Trade receivables | 82,406,919 | - | - | 82,406,919 |
| Cash and cash equivalents | 5,740,476 | - | - | 5,740,476 |
| Loans | 20,056,638 | - | - | 20,056,638 |
| Other financial assets | 49,474,615 | - | - | 49,474,615 |
| Total Assets | 157,678,647 | 643,000 | - | 158,321,647 |
| Liabilities | | | | |
| Borrowings | 2,724,544,392 | - | - | 2,724,544,392 |
| Trade payables | 287,446,701 | - | - | 287,446,701 |
| Other financial liabilities | 8,714,291 | - | - | 8,714,291 |
| Total Liabilities | 3,020,705,384 | - | - | 3,020,705,384 |

24.1 Financial Instruments by category (continued)

The carrying value of financial instruments by categories as on 1 April 2016 are as follows:

| Particulars | Amortised cost | FVTPL | FVTOCI | Total carrying value |
|-----------------------------|----------------------|----------|----------|----------------------|
| Assets | | | | |
| Investment | - | 643,000 | - | 643,000 |
| Trade receivables | 82,391,580 | - | - | 82,391,580 |
| Cash and cash equivalents | 6,491,055 | - | - | 6,491,055 |
| Loans | 20,056,738 | - | - | 20,056,738 |
| Other financial assets | 51,109,856 | - | - | 51,109,856 |
| Total Assets | 160,049,229 | - | - | 160,692,229 |
| Liabilities | | | | |
| Borrowings | 2,725,048,374 | - | - | 2,725,048,374 |
| Trade payables | 288,838,740 | - | - | 288,838,740 |
| Other financial liabilities | 8,721,781 | - | - | 8,721,781 |
| Total Liabilities | 3,022,608,895 | - | - | 3,022,608,895 |

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

24.2 Fair value hierarchy

Fair value of financial assets and financial liabilities measured at amortised cost :

The management believes that the fair values of current financial assets (e.g., cash and cash equivalents, trade receivables, loans and others and current financial liabilities (e.g. borrowings, trade payables and other payables excluding derivative liabilities) approximate their carrying amounts largely due to the short term nature.

Fair value of financial assets measured at FVTPL :

The management believes that the fair values of investment approximate their carrying amount. Fair value of which is measured at level 3.

24.3 Financial risk management

The Company's activities exposes it to market risks, credit risks and liquidity risks. The Company's management have overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risks are reviewed regularly to reflect changes in market conditions and the company's activities.

The Company has exposure to the following risks arising from financial instruments :

a. **Credit risk**

Credit risk is the risk of financial losses to the Company if a customer or counterparty to financial instruments fails to discharge its contractual obligations. It arises primarily from the Company's receivables from customers. To manage this, the Company periodically assesses the key accounts receivable balances. As per Ind-AS 109 : Financial Instruments, the Company uses expected credit loss model to assess the impairment loss or gain. The carrying amount of trade and other receivables and other financial assets represents the maximum credit exposure.

24.3 Financial risk management (continued)

Trade receivables that were not impaired

| Particulars | Carrying amount | | |
|--------------------|-------------------|-------------------|-------------------|
| | 31 March 2018 | 31 March 2017 | 01 April 2016 |
| Less than 180 days | 1,382,630 | 1,115,342 | 750,000 |
| More than 180 days | 82,406,919 | 81,291,577 | 81,641,580 |
| Total | 83,789,549 | 82,406,919 | 82,391,580 |

iii. **Financial instruments and Cash deposits**

Credit risk from balances with banks and financial institutions is managed by the Company's management. Company monitors rating, credit spreads and financial strength of its counter parties. Based on ongoing assessment Company adjust it's exposure to various counterparties.

b. **Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has a view of maintaining liquidity and to take minimum possible risk while making investments. The Company monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

The liquidity position at each reporting date is given below:

| Particulars | 31 March 2018 | 31 March 2017 | 01 April 2016 |
|---------------------------|------------------|------------------|------------------|
| Cash and cash equivalents | 5,689,510 | 5,740,476 | 6,491,055 |
| Total | 5,689,510 | 5,740,476 | 6,491,055 |

The following are the remaining contractual maturities of financial liabilities as on 31 March 2018.

| Particulars | Repayable on demand | Less than one year | More than one year | Total |
|-----------------------------|---------------------|--------------------|--------------------|---------------|
| Borrowings | 2,296,688,422 | | 427,905,970 | 2,724,594,392 |
| Trade payables | | 287,463,501 | | 287,463,501 |
| Other financial liabilities | | 8,743,041 | | 8,743,041 |

The following are the remaining contractual maturities of financial liabilities as on 31 March 2017.

| Particulars | Repayable on demand | Less than one year | More than one year | Total |
|-----------------------------|---------------------|--------------------|--------------------|---------------|
| Borrowings | 2,296,638,422 | | 427,905,970 | 2,724,544,392 |
| Trade payables | | 287,446,701 | | 287,446,701 |
| Other financial liabilities | | 8,714,291 | | 8,714,291 |

The following are the remaining contractual maturities of financial liabilities as on 01 April 2016.

| Particulars | Repayable on demand | Less than one year | More than one year | Total |
|-----------------------------|---------------------|--------------------|--------------------|---------------|
| Borrowings | 2,297,142,404 | | 427,905,970 | 2,725,048,374 |
| Trade payables | | 288,838,740 | | 288,838,740 |
| Other financial liabilities | | 8,721,781 | | 8,721,781 |

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

24.3 Financial risk management (continued)

c. Market risk

Market risk is a risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. Market risk comprises three types of risk interest rate risk, currency risk and other price risk such as equity price risk. Financial instruments affected by market risk include borrowings, trade and other payables, loans, trade and other receivables, deposits with banks.

i. Foreign currency risk

Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rate. Company transacts business in its functional currency (INR) .Currently, The company financial exposure is as follows:

The following is the Company's exposure to currency risk from financial instruments:

| Particulars | US Dollars | Equivalent INR |
|-----------------------------|------------|----------------|
| As at 31 March 2018 | | |
| Liabilities | | |
| Assets | | |
| Total net liability (asset) | - | - |
| As at 31 March 2017 | | |
| Liabilities | | |
| Assets | | |
| Total net liability (asset) | - | - |
| As at 1 April 2016 | | |
| Liabilities | | |
| Assets | | |
| Total net liability (asset) | - | - |

Foreign currency sensitivity on unhedged exposure

| Financial Year | Foreign currency | Change in foreign currency rates | Effect on profit before tax | Effect on pre-tax equity |
|-------------------|------------------|----------------------------------|-----------------------------|--------------------------|
| For 31 March 2018 | USD | | - | 0 |
| | | | 0 | 0 |
| For 31 March 2017 | USD | | - | 0 |
| | | | 0 | 0 |

ii. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

**Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018**

(Amount in ₹)

25 Explanation of transition to Ind AS

These financial statements, for the year ended 31 March 2018, are the first financial statements, the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2017, the Company prepared its financial statements in accordance with Indian GAAP.

Accordingly, the Company has prepared financial statements which comply with Ind As applicable for periods ending 31 March 2018, together with the comparative period data as at and for the year ended 31 March 2017, as described in the summary of significant accounting policies. In preparing these financial statements, the Company's opening Balance Sheet was prepared as at 1 April 2016, the Company's date of transition to Ind AS. This note explains the principal exemptions, exception applied and adjustments made by the Company in restating its Indian GAAP financial statements, including the Balance Sheet as at 1 April 2016 and the financial statement as at and for the year ended 31 March 2017.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has elected to apply the following exemptions:

1. Property, plant and equipment and intangible assets

The Company has elected to continue with the carrying value for all of its property, plant and equipment & intangible assets as recognised in its Indian GAAP financials as deemed cost at the transition date.

Exceptions applied

1. Estimates

Upon an assessment of the estimates made under Indian GAAP, the Company has concluded that there was no necessity to revise such estimates under Ind AS, except where estimates were required by Ind AS and not required by Indian GAAP.

There were no adjustments under Ind AS affecting the equity as at 31 March 2017 and 01 April 2016. Accordingly, profit also was not impacted. As there is no change in profit and equity of the company, no equity and profit reconciliation is required to be presented on account of transition to Ind AS.

There are no material adjustments to the cash flow statements

26 Disclosure as per the requirement of section 22 of the Micro, Small and Medium Enterprise Development Act, 2006:

None of the creditors have informed us as to their status of being micro, small and medium Enterprise as per Micro, small and medium enterprises development Act, 2006.

27 Operating segment

The company is primarily engaged in single business segment viz. Mfg./Trading of LAM Coke /coal. However there is no revenue other than the lease rental during the period under consideration.

28 Related party disclosures

A. List of Key Management Personnel :

| | | |
|--------------------------------|-----------------------------|----------|
| Key Management Personnel (KMP) | Mr. Kamal Rathi | Chairman |
| | Mrs. Shaibala Sunil Mandoli | Director |
| | Mr. Sourav Ganguly | Director |

B. Compensation to key management personnel :

| Particulars | FY 2017-18 | FY 2016-17 |
|---|---------------|----------------|
| Short term employee benefits | 15,000 | 91,103 |
| Sitting Fees | 10,000 | 65,300 |
| Post-employment benefits | - | - |
| Other long-term benefits | - | - |
| Total Compensation to key management personnel | 25,000 | 156,403 |

Note:

As the post-employment benefits is provided on an actuarial basis for the Company as a whole, the amount pertaining to key management personnel is not ascertainable and therefore not included above.

29 Basic and diluted earnings per share

| Particulars | | FY 2017-18 | FY 2016-17 |
|--|---------------|--------------|-------------|
| Nominal value per equity share | ₹ | 1.00 | 1.00 |
| Profit for the year | ₹ | (63,719,813) | 128,044,651 |
| Weighted average number of equity shares | No. of shares | 290,296,040 | 290,296,040 |
| Earnings per share - Basic | ₹ | (0.22) | 0.44 |
| Earnings per share - Diluted | ₹ | (0.22) | 0.44 |

Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018

(Amount in ₹)

30 Net debt reconciliation and movement (Amendment to Ind AS 7)

Position of borrowings

| Particulars | FY 2017-18 (₹) | FY 2016-17 (₹) |
|-------------------------------|----------------------|----------------------|
| Non-current borrowing | 427,905,970 | 427,905,970 |
| Current borrowings | 2,296,688,422 | 2,296,638,422 |
| Position of borrowings | 2,724,594,392 | 2,724,544,392 |

Movement in borrowings

| Particulars | Amount in (₹) |
|----------------------------|----------------------|
| As at 31 March 2017 | 2,724,544,392 |
| Borrowed during the year | 50,000 |
| Repaid during the year | - |
| Any other item | - |
| As at 31 March 2018 | 2,724,594,392 |

31 Income taxes

The income tax expense consists of following:

| Particulars | FY 2017-18 (₹) | FY 2016-17 (₹) |
|---|----------------|----------------------|
| Tax expense | | |
| Current tax | - | - |
| MAT credit entitlement | - | - |
| Deferred tax (benefit) / charge | - | (231,178,182) |
| Total tax expense | - | (231,178,182) |
| Other comprehensive income | | |
| Income tax on items that will not be reclassified to profit or loss | - | - |
| Income tax on items that will be reclassified to profit or loss | - | - |
| Income tax expense reported in the statement of other comprehensive income | - | - |

The deferred tax relates to origination/reversal of temporary differences.

The reconciliation of estimated income tax expense at Indian statutory income tax rate to income tax expense reported in Statement of Profit or Loss is as follows:

| Particulars | FY 2017-18 (₹) | FY 2016-17 (₹) |
|--|----------------|----------------------|
| Profit before tax | (63,719,813) | (103,133,531) |
| Indian statutory income tax rate | 26.00% | 30.90% |
| Expected tax expense | (16,567,151) | (31,868,261) |
| Tax Effect of adjustments to reconcile expected income tax expense to reported income tax expense | | |
| Effects of exemptions, allowances, deductions and unrecognised deferred tax assets | 16,567,151 | (199,309,921) |
| Total tax expense as per P&L | - | (231,178,182) |

Deferred Tax

Item wise movement in deferred tax expense recognised in profit or loss / OCI

| Particulars | FY 2017-18 (₹) | FY 2016-17 (₹) |
|---|----------------|----------------------|
| -Excess of depreciation/amortisation on fixed assets under income-tax law over depreciation/amortisation provided in accounts | - | - |
| Total expenses | - | - |
| - Recognised in Profit or Loss | - | (231,178,182) |
| - Recognised in Other Comprehensive Income | - | - |
| | - | (231,178,182) |

**Notes forming part of the standalone financial statements (continued)
for the year ended on 31 March 2018**

(Amount in

The gross movement in the deferred tax for the year ended 31 March 2018 and 31 March 2017 is as follows:

| Particulars | FY 2017-18 (₹) | FY 2016-17 (₹) |
|---|-------------------|-------------------|
| Net deferred tax asset / (liability) at the beginning | 38,826,045 | 270,004,227 |
| Effect relating to temporary differences | - | (231,178,182) |
| Net deferred income tax asset at the end | 38,826,045 | 38,826,045 |

Unrecognised deferred tax and their tax effects are as follows:

| Particulars | 31 March 2018 (₹) | 31 March 2017 (₹) | 01 April 2016 (₹) |
|-------------------------------------|----------------------|----------------------|----------------------|
| Unabsorbed depreciation (no expiry) | 29285731 | 34299411 | 40,180,724 |
| Tax losses | | | |
| Total | 29285731 | 34299411 | 40,180,724 |
| Tax effect of above | 7614290 | 10598518 | 12,415,844 |
| Expiry of tax losses | | | |

32 Contingent Liabilities

a. Corporate Guarantee given on behalf of Associate/Group Companies as on Balance Sheet date is aggregating to Rs. 389.03/-crores approx., details of which has been tabulated below:

| Sr. No. | For Company/Bank | [--Sanctioned Credit Facility--] | | | Total Rs. |
|---------|---|----------------------------------|-------------|-------------|---------------|
| | | Term Loan | LC & BG | CC | |
| I. | Sancia Global Infraprojects Limited: | | | | |
| | a. State Bank of India | 14.5 | 24.4 | 10 | 48.9 |
| | b. Bank of India | 93.88 | 20 | 5 | 118.88 |
| II. | NewsawInfraprojects Limited: | | | | |
| | a. State Bank of India | 13.75 | 18 | 7.5 | 39.25 |
| | b. State Bank of Hyderabad | 15 | - | - | 15 |
| III. | Sancialnfraglobal Private Limited: | | | | |
| | a. Indian Overseas Bank | 100 | - | - | 100 |
| | b. Punjab National Bank | 67 | - | - | 67 |
| | Total Rs. | 304.13 | 62.4 | 22.5 | 389.03 |

b. As reported earlier that the proceeding of SFIO is pending before its adjudication before the Company Law Board / Court at Kolkata. Since the liability is not materialized yet, hence no provision regarding the same has been made in the books of accounts; however the management has filed compounding application.

c. As reported earlier the Securities and Exchange Board of India, Mumbai issued notices dated 26th March, 2014 under Rule 4 of SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudication officer) Rules, 1995. Since the liability is not materialized yet, hence no provision regarding the same has been made in the books of accounts however the management has submitted its reply and outcome of the same is still pending.

d. Company has not made Provision of Interest on Term Loans and Working Capital Loans availed from bankers, pursuant to classification of its account by as Non-Performing Asset (NPA) and also considering the subsequent assignment all the rights, title and interest in financial assistance in favour of "Invent Assets Securitisation & Reconstruction Private Limited" and its settlement of debt by the investor M/s Simplex Coke and Refractory Private Limited.

e. Other contingent liabilities as may arise on account of non or delayed compliance of certain fiscal statutes – Amount Unascertainable (Previous year-Amount Unascertainable).

33 Secured Loans: Term Loan

- a. Term Loan I, II & III from State Bank of India is secured by the following:
- i. First charge on entire assets created out of bank finance (Refractory and coke manufacturing units at village Lunva, Gujarat) and entire current assets of the company, present and future
 - ii. Second Pari-passu charge on entire fixed assets of the company
 - iii. First pari-passu charge over commercial land at Bachhau, Village Lunva, Gujarat
 - iv. First charge on the commercial land at village lunva, commercial land at Silvassa, residential premises at Goregaon (Mumbai), office premises at Andheri (w) Mumbai.
 - v. Personal guarantee of the Chairman & Managing Director of the company
- b. Term Loan from Bank of India is secured by the following:
- i. IstPariPassu Charge on Land at village Lunva, Gujarat
 - ii. IstPariPassu Charge on movable plant & machinery, furniture & fixture etc. created out of the bank finance on factory land and building.

Working Capital & Letter of Credit facility from State Bank of India is secured by the following:

- a. Entire current assets of the company, present and future
- b. Second Pari-passu charge on entire fixed assets of the company
- c. First pari-passu charge over commercial land at Bachhau, Village Lunva, Gujarat
- d. First charge on the commercial land at village lunva, commercial land at Silvassa, premises at Goregaon (Mumbai), office premises at Andheri (w) Mumbai.
- e. Personal guarantee of the Chairman & Managing Director of the company

Working Capital & Letter of Credit facility from Bank of India is secured by the following:

- 34** Previous year's figures have been re-grouped, re-classified and rearranged wherever necessary.

As per our report of even date attached
For SARP & Associates
Chartered Accountants
Firm Registration Number:007375C

For and on behalf of the Board
For Greenerth Resources & Projects Limited

Sd/-
Shailesh Agarwal
 Partner
 Membership No. 063220

Sd/-
Shailbala Sunil Mandloi
 (Director)
 DIN :07154978

Sd/-
Sourav Ganguly
 (Director)
 DIN :07895828

Place: Kolkata
 Date : May 30, 2018

Form No. SH-13 Nomination Form

[Pursuant to Section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,

_____,
_____,
_____,
_____.

I/We _____

_____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death:

(1) PARTICULARS OF THE SECURITIES (in respect of which nomination is being made):

| Nature of securities | Folio No. | No. of securities | Certificate No. | Distinctive No. |
|----------------------|-----------|-------------------|-----------------|-----------------|
| | | | | |
| | | | | |
| | | | | |

(2) PARTICULARS OF NOMINEE/S:

| | |
|---|---|
| (a) Name | : |
| (b) Date of Birth | : |
| (c) Father"s/Mother"s/Spouse"s name | : |
| (d) Occupation | : |
| (e) Nationality | : |
| (f) Address | : |
| (g) E-mail id | : |
| (h) Relationship with the security holder | : |

(3) IN CASE NOMINEE IS A MINOR:

| | |
|--------------------------------|---|
| (a) Date of birth | : |
| (b) Date of attaining majority | : |
| (c) Name of guardian | : |
| (d) Address of guardian | : |
| Name | : |
| Address | : |
| Name of the Security Holder(s) | : |
| Signature | : |
| Witness with name and address | : |

GREENEARTH RESOURCES & PROJECTS LIMITED
 (Formerly Known as Austral coke & projects Limited)

Regd. Office: 32 Ezra Street Todi corner Room No.564, 5Th Floor Kolkata West Bengal 700001 India.

CIN: L67120WB1994PLC063008

Tel no.033-46023455 Fax No. 033-46023455

Email Id: contact@greenearthltd.in Website: www.greenearthltd.in
24TH Annual General Meeting

ATTENDANCE SLIP

**PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL
 AND HAND IT OVER AT THE ENTRANCE**

I/we hereby record my/our presence at the 24Th Annual General Meeting of Greenearth Resources & Projects Limited held at on Saturday,29Th September,2018 at 9.30 a.m. at Nandanam Garden & Banquet, 138 Bakra Hat Road, Near Khalpole Kolkata-700104.

Sr. No.

{for office use only}

Name of the Share Holders

Registered Address of the share Holder

Ledger Folio No./CL./ID :

D.P.Id No. if any

Number of shares Held :

Name of the proxy/
 Representative if any :

Signature of Member/s
 Proxy :

Signature of the Representative :

FOR IMMEDIATE ATTENTION OF THE SHARE HOLDERS

Shareholders may please note that the user id and password given below for the purpose of e-voting in terms of section 108 of the companies Act,2013, read with rules 20 of the companies {Management and administration }Rules,2014 . detailed instructions for e-voting are given in the AGM Notice.

| EVEN (E-VOTING EVENT NUMBER) | USER ID | PASSWORD/PIN |
|---------------------------------|---------|--------------|
| | | |

*USE YOUR PASSWORD SENT BY CDSL

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**24Th Annual General Meeting
Form No. MGT-11
Proxy form**

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

| |
|---|
| 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:.....
 E-mail Id:..... Signature:....., or failing him
 (2)Name: Address:.....
 E-mail Id:..... Signature:....., or failing him
 (3)Name: Address:.....
 E-mail Id:..... Signature:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the24Th Annual General Meeting/ Extraordinary general meeting of the company, to be held on the 29Th day of September,2018 At 9.30. a.m./p.m. at NANDANAM GARDEN & BANQUET,138 BAKRA HAT ROAD,NEAR KHALPOLE, KOLKATA-700104 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

| Resolution No. | Resolution |
|-----------------------|--|
| 1 | Adopt the Audited Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon. |
| 2 | Appoint a Director in place of Smt.Shailbala Sunil Mandloi , who retires by Rotation, at the Annual General Meeting and being eligible, offers him for reappointment |
| 3 | To appoint M/S SARP & ASSOCIATES, Chartered, Accountants (Firm Registration No.007375C) be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of the next Annual General Meeting (AGM) (subject to ratification of their appointment at every AGM) |

SPECIAL BUSINESS:

| Resolution No. | Resolution |
|-----------------------|-------------------|
| | |
| | |

Signed this..... day of..... 2018

Signature of shareholder.....

Signature of Proxy holder(s)



Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy need not be a member of the Company.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the TWENTY FOUR ANNUAL GENERAL MEETING of the Company.

FORM NO. MGT.12**Polling Paper**

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: **GREENEARTH RESOURCES & PROJECTS LIMITED**

CIN: L67120WB1994PLC063008

Registered office: 32 Ezra street, Todi corner, Room No.564, 5Th Floor, Kolkata – 700001

BALLOT PAPER (24Th AGM)

| S No | Particulars | Details |
|-------------|---|---------------------|
| 1. | Name of the First Named Shareholder (In block letters) | |
| 2. | Postal Address | |
| 3. | Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form) | |
| 4. | Class of Share | Equity share |

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

| No | Item No. | No. of shares held by me | I assent to the resolution | I dissent from the resolution |
|-----------|--|---------------------------------|-----------------------------------|--------------------------------------|
| 1. | Adopt the Audited Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon. | | | |
| 2. | Appoint a Director in place of Smt. Shailbala Sunil Mandloi, who retires by Rotation, at the Annual General Meeting and being eligible, offers him for reappointment | | | |
| 3 | Appoint M/S SARP & ASSOCIATES, Chartered, Accountants (Firm Registration No.007375C) re-appointed as Auditors of the Company to hold office from the conclusion of the next Annual General Meeting (AGM) (subject to ratification of their appointment at every AGM) | | | |

Place:

Date:

(Signature of the shareholder)

Registered post/courier

If Undelivered please return to:

GREENEARTH RESOURCES & PROJECTS LIMITED

REGISTERED OFFICE : 32 EZRA STREET,

TODI CORNER, ROOM NO.564, 5TH FLOOR, KOLKATA – 700001