

POCHIRAJU



Pochiraju Industries Limited

Date: 02.12.2020

To
The Manager
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400001

The Manager,
NSE Limited,
Exchange Plaza, BandraKurla
Complex, Bandra (E), Mumbai- 400051.

Dear Sir/ Madam,

Sub: Submission of Annual report for the FY 2019-20

In compliance of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) 2015, we are herewith submitting Annual Report of the Company.

This is for the information and records of the Exchange, please.

Yours faithfully,
For Pochiraju Industries Limited

P. Sudhakar
Managing Director
DIN: 00164844

Plant & Office : Plot No - 7, Phase - II, S.P. Diotech Park, Shamshpet, Rangas Reddy District. - 500 070. Andhra Pradesh
Tel No.: 040 - 27770000, Fax No. 040-27770777, 27770006
E-mail : pochirajuhyd@hotmail.com, Website : www.pochiraju.co.in

Regd. Office : 1/102, Sathyamangalam Village, Bagalur - Berigai Road, Thummanapalli Post, Hosur Taluk, Krishnagiri Dist. T.N. - 635 105
Tel : +91-4344 254988, Fax : +91-4344 255044, E-mail : pochirajufiori@hotmail.com

POCHIRAJU INDUSTRIES LIMITED

**25th ANNUAL REPORT
2019-2020**



Not just healthcare.... life care

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CORPORATE INFORMATION

BOARD OF DIRECTORS:

1. Sri P Sudhakar	DIN: 00164844	–	Managing Director
2. Smt. P Sailaja	DIN: 01628962	–	Nonexecutive Director
3. Sri Dr. A Ramaiah	DIN: 01890330	–	Independent Director
4. Sri Dr. K S R Siva Sai	DIN: 01890080	–	Independent Director
5. Sri Dr. S S N Murthy	DIN: 01897255	–	Independent Director

REGISTERED OFFICE:

1/102, Sathya Mangalam Village,
Thumanapalli Post, Hosur Taluk,
Krishnagiri Dist, Tamil Nadu,
PIN – 635 105.

AUDITORS:

V Ravi & Co
Chartered Accountants
H.No. 2-10-1658,
Chaitanyapuri, Karimnagar,
Telangana – 505001.

BANKERS:

Punjab National Bank,
Bank Street Branch, Hyderabad-500001

AUDIT COMMITTEE:

Sri Dr. A Ramaiah
Sri P Sudhakar
Sri Dr. K S R Siva Sai

NOMINATION & REMUNERATION COMMITTEE:

Sri Dr. A Ramaiah
Sri.Dr.K.S.R.Sivasai
Sri Dr. S S N Murthy

POCHIRAJU INDUSTRIES LIMITED

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Sri Dr. A Ramaiah
Sri DR.S.S.N. Murthy
Sri Dr. K S R Siva Sai

INDEPENDENT DIRECTORS COMMITTEE:

Sri Dr. S S N Murthy
Sri Dr. K S R Siva Sai
Sri Dr. A Ramaiah

RISK MANAGEMENT COMMITTEE:

Sri Dr. K S R Siva Sai
Sri Dr. A Ramaiah
Sri P. Sudhakar

LISTED AT:

1. Bombay Stock Exchange
2. National Stock Exchange Limited

REGISTRAR & SHARE TRANSFER AGENTS:

Aarthi Consultants Pvt. Ltd
1-2-285, Domalguda, Hyderabad – 500 029

CIN: L01122TZ1995PLC010762

DEMAT ISIN NUMBER IN NSDL& CDSL:

INE332G01032

WEBSITE:

www.pochiraju.co.in

INVESTOR E-MAIL ID investors@pochiraju.co.in

NOTICE

Notice is hereby given that the 25th Annual General Meeting of **POCHIRAJU INDUSTRIES LIMITED** will be held on Saturday, 26th, December 2020 at 10:00 A.M. at the registered office situated at 1/102, Satyamangalam Village, Hosur Taluk, Krishnagiri Dist., Tamil Nadu - 635 105, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors' Report, the Audited Profit and Loss Account and the Cash Flow statement for the year ended 31st March 2020, and the Balance Sheet as at that date.
2. To appoint a director in place of K.S.R. Siva Sai who retires by rotation and being eligible, offers himself for re-appointment.
3. Dr. A. Ramaiah retires by rotation and due to the age and health considerations opted for not to be reappointed.
4. To appoint M/s. V. RAVI & CO as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at remuneration as may be fixed by the Board.

**For and on behalf of the Board of
Pochiraju Industries Limited**

**Place: Tamilnadu
Date: 11.11.2020**

**Sd/-
P. Sudhakar
Managing Director
DIN: 00164844**

NOTES:

1. **M/S. V.RAVI & CO Statutory auditors of the Company retire at the end of this Annual General Meeting are being re-appointed as Statutory Auditors of the Company from the beginning of this AGM to the End of the Next AGM. M/S. V. Ravi & CO Chartered Accountants having Head Office at Warangal and Branch offices at Hyderabad and Karimnagar in Telangana and is having more than 20 years of professional experience as chartered accountants. Member are requested to reappoint M/S. V. RAVI & Co as Statutory auditors of the Company and pass the following resolution as ordinary resolution.**

“RESOLVED THAT M/S. V. RAVI & CO, CHARTERED ACCOUNTANTS, HYDERABAD BE AND ARE HEREBY APPOINTED AS STATUTORY AUDITOR OF THE COMPANY FROM

THE CONCLUSION OF THIS ANNUAL GENERAL MEETING TILL THE CONCLUSION OF NEXT ANNUAL GENERAL MEETING.”

2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective shall be deposited at the Corporate Office of the Company by not less than 48 hours before the commencement of the Meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other person or shareholder. The appointment of proxy shall be in the Form No. MGT.11 annexed herewith.

3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is NIL.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 20.12.2020 to 26.12.2020 (Both days inclusive).
5. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants.
6. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting hall. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID Numbers for identification.
7. Corporate Members are requested to send to the Company's Registrar & Transfer Agent, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
8. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
9. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agents (M/s. Aarthi Consultants Private Limited).

10. As a measure of austerity, copies of the annual report will not be distributed at the Annual General Meeting.
11. Members holding shares in the same name under different ledger folios are requested to apply for Consolidation of such folios and send the relevant share certificates to M/s. Aarthi Consultants Pvt. Ltd., Share Transfer Agents of the Company for their doing the needful.
12. Members are requested to send their queries at least 10 days before the date of meeting so that information can be made available at the meeting.
13. In respect of shares held in physical mode, all shareholders are requested to intimate changes, if any, in their registered address immediately to the registrar and share transfer agent of the company and correspond with them directly regarding share transfer/transmission /transposition, Demat / Remat, change of address, issue of duplicate shares certificates, ECS and nomination facility.
14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
15. Electronic copy of the Annual Report for 2019-2020 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. For members who have not registered their email address, physical copies of the Annual Report for 2019-2020 is being sent in the permitted mode.
16. Members may also note that the Notice of the 25th Annual General Meeting and the Annual Report for 2019-2020 will also be available on the Company's website www.pochiraju.co.in for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office 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 id.

17. Voting through electronic means

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 25th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The instructions for e-voting are as under:

(A) In case of members receiving e-mail:

- (i) The voting period begins on 23.12.2020 at 9.00 A.M. and ends on 25.12.2020 at 5.00 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 (21.12.2020) 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 first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 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	Enter the Dividend Bank Details as recorded in your demat account or in the

Details	company records for the said demat account or folio. 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).
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- (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 Pochiraju Industries 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.
- (II) In case of members receiving the Physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy]:

- (A) Please follow all steps from sl. no. (ii) to sl. no. (xvii) above, to cast vote.
- 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 Corporate.
 - 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.
- (B) The voting period begins on 23.12.2020 at 9.00 A.M. and ends on 26.12.2020 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 23.12.2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (C) 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.
17. 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 (record date) of 23.12.2020.
18. Mr. Subash. K, Practicing Company Secretary, bearing C.P. Number 12901 has been appointed as the Scrutinizer to scrutinize the e-voting process.
19. 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.
20. The Results shall be declared on or after the AGM of the Company. The Results declared along

with the Scrutinizer's Report shall be placed on the Company's website www.gavl.in and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and Ahmedabad Stock Exchange.

**For and on behalf of the Board of
Pochiraju Industries Limited**

Sd/-

**P. Sudhakar
Managing Director
DIN: 00164844**

**Place: Tamilnadu
Date: 11.11.2020**

DIRECTORS' REPORT

Dear Shareholders,

Yours Directors have pleasure in placing before you the 25th Annual Report on the working and progress of the Company along with audited accounts of the company for the financial year ended 31st March, 2020 and the report of the auditors thereon.

FINANCIAL RESULTS

Key aspects of the company's financial performance for the year 2019-20 are tabulated below:

Particulars	2019-20 (Rs. in Lakhs)	2018-19 (Rs. in Lakhs)
Gross Revenue	-	-
Total Expenditure	41.46	15.82
Profit before Depreciation and taxation	(41.46)	(15.82)
Depreciation	360.48	360.48
Profit/(Loss) before tax(PBT)	(401.49)	(376.29)
Less: Provision for Current tax	-	-
Profit/(Loss) after tax	(401.49)	(376.29)
Prior Period Items	-	-
Profit / (Loss) after Prior Period Items	(401.49)	(376.29)
Profit Brought Forward from previous year	(1680.79)	(1304.50)
Adjustment on account of Change in Depreciation accounting policy	-	-
Net Profit / (Loss) carried to Balance Sheet	(2082.73)	(1680.79)

EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

The Company's bankers PNB has taken action under SARFEASI act and taken possession of the Company's properties resulting total stoppage of Company's operations. The biotech unit of the company situated at M. N. Biotech Park (formerly Alexandria Knowledge park) was sold by PNB in a public auction in March 2018 against which the Company has filed a Writ petition in the High Court of Telangana.

CHANGE IN THE NATURE OF BUSINESS, IF ANY:

During the financial year 2019-2020, the company has not changed the nature of business.

DIVIDEND:

Keeping the Company’s present financial and operational crisis in mind, your Directors have decided not to recommend dividend for the year.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

The management discussion and analysis of the financial condition and results of operations of the company for the period under review as required under clause 49 of the listing agreement of the stock exchange, is given as a separate statement forming part of this Annual report.

BUSINESS INNOVATION, EXPANSION AND DIVERSIFICATION

The Company’s operations were affected and become nil as the Company’s bankers issued notice under SARFEASI act and taken possessions of the properties of the Company.

PNB since 2015 continuously resorted to a series of e auction of Company’s properties in violation of many provisions of SARFEASI act, initially in collusion with the sole single bidder (the neighboring company to our biotech unit) sold at a throw away price of Rs. 17.25 crores, (initially valued at a distress reserve price of Rs. 50.00 crores) whose sale was set aside two times by Honorable High Court and third time with vengeance sold at Rs. 22.5 crores , despite strong objections and representation of the Company to give a fair opportunity to resolve the issue. The authorized officer and his superiors at Circle office and Zonal Office resorted to all possible violations of the provisions of the SARFEASI ACT in their vengeful anxiety to auction the Company’s Assets..

Despite the struck down (second time) by Honorable High Court of July 2017 auction PNB, even before the receipt of the copy of the Judgement again issued auction notice of our Biotech unit at Hyderabad fixing the reserve price at Rs. 21.00 crores and auctioned at R. 22.5 crores, this time with 5 bidders. All along the whole 2017 during which two auctions were held at reserve price of Rs. 17.25 crores to sole single bidder with an argument that there are no bidders. This itself shows the mollified intentions and misdeeds of certain PNB officials. During 2017 to 2018 PNB has cooked up several valuation reports to suit them.

The Company has no option but to approach Honorable High Court for the third time and the matter is presently under sub judice.

DIRECTORS AND KEY MANA (second timNGERIAL PERSONNEL:

Details of re-appointment /appointment of the director:

Name of the Director	Smt.Sailaja. P
Date of Birth	01.06.1965
Date of Appointment	Promoter Director
Qualifications	MSc. Chemistry
No. of Shares held in the Company	16,80,619
Directorships held in other companies (excluding private limited and foreign companies)	Nil
Positions held in mandatory committees of other companies	Nil

Details of re-appointment /appointment of the director:

Name of the Director	Sri.Sudhakar. P
Date of Birth	01-08-1960
Date of Appointment	Promoter Director
Qualifications	FCA., Grd,CWA., Qualified CS
No. of Shares held in the Company	4389145
Directorships held in other companies (excluding private limited and foreign companies)	Nil
Positions held in mandatory committees of other companies	Nil

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received necessary declaration from Dr.A.Ramaiah and , Sri Dr. K S R Siva and Sri Dr. S S N Murthy Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 that they as Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6).(Format Annexure II)

VIGIL MECHANISM:

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of section 134 (5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- (b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- (d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

APPOINTMENT OF AUDITORS:

The Board recommends the appointment of M/s. V. Ravi & Co, as the statutory auditors of the Company from the conclusion of this Annual General meeting till the conclusion of the next Annual General Meeting.

INTERNAL AUDIT:

The company has not appointed any Internal Auditors for the financial year 2019-20.

SECRETARIAL AUDIT:

Pursuant to the provisions of Section 134(3)(f) & Section 204 of the Companies Act, 2013, Secretarial audit report as provided by Sri.Subhas Kishan.K Practicing Company Secretaries M.N. ACS 32743 is annexed to this Report as annexure.

AUDIT REPORTS:

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended March 31, 2020 and given explanations in Notes to Accounts annexed to Balance Sheet. However, the Board decided to further strengthen the existing system and procedures to meet all kinds of challenges associated with the business.

The Board has duly reviewed the Secretarial Audit Report on the Compliances according to the provisions of section 204 of the Companies Act 2013. There is no company secretary, CFO and Internal Auditors appointed during the year and the Board authorized Sri. Sudhakar Pochiraju Managing Director of the Company, being a qualified Chartered Accountant, Cost Accountant and Company Secretary to act as CFO and Compliance Officer considering the present situation of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

The required information as per Sec.134 (3) (m) of the Companies Act 2013 is provided hereunder:

A. Conservation of Energy:

Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

B. Technology Absorption:

1. Research and Development (R&D): NIL
2. Technology absorption, adoption and innovation: NIL

C. Foreign Exchange Earnings and Out Go:

Foreign Exchange Earnings:	NIL
Foreign Exchange Outgo:	NIL

PUBLIC DEPOSITS:

Your Company has not accepted any deposits falling within the meaning of Sec. 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014, during the financial year under review.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

Your Company has well established procedures for internal control across its various locations, commensurate with its size and operations. The organization is adequately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment. The internal audit function is adequately resourced commensurate with the operations of the Company and reports to the Audit Committee of the Board.

INSURANCE:

The properties and assets of your Company are seized under the SARFEASI ACT by its bankers.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of loans, guarantees or investments made under section 186 of the companies Act, 2013 are given in the notes to the financial statements.

CREDIT & GUARANTEE FACILITIES:

The Company availed facilities of Credit for the business of the Company, from Punjab National Bank.

RISK MANAGEMENT POLICY:

Your Company follows a comprehensive system of Risk Management. Your Company has adopted a procedure for assessment and minimization of probable risks. It ensures that all the risks are timely defined and mitigated in accordance with the well structured risk management process.

CORPORATE SOCIAL RESPONSIBILITY POLICY:

Since your Company do not have the net worth of Rs. 500 Crore or more, or turnover of Rs. 1000 Crore or more, or a net profit of Rs. 5 Crore or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

RELATED PARTY TRANSACTIONS:

As required under clause 49(VIII)(A)(2) of the listing agreement, the Company has disclosed the policy on dealing with related party transactions at Company's website.

Your Directors draw attention of the members to Note 33 to the financial statement which sets out related party disclosures.

DISCLOSURE ABOUT COST AUDIT:

Cost Audit is not applicable to your Company.

RATIO OF REMUNERATION TO EACH DIRECTOR:

Under section 197(12) of the Companies Act, 2013, and Rule 5(1)(2) & (3) of the Companies (Appointment & Remuneration) Rules, 2014, the remuneration of Rs. 63,00,000/-p.a. has been provided but not paid to Mr. P. Sudhakar, Managing Director of the Company since 2012 due to financial crisis.

LISTING WITH STOCK EXCHANGES:

The Company is listed with BSE Limited and National Stock Exchange of India Limited (NSE) and the Annual Listing Fees were outstanding due to the present financial and operational crisis.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION

Directors are happy to report that your Company is compliant with the Corporate Governance requirements as per Clause 49 of the Listing Agreement with the Stock Exchanges. A separate section on Corporate Governance and Management Discussion and Analysis together with a certificate from the Statutory Auditor confirming compliance is set out in the Annexure forming part of this report.

INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

SECRETARIAL STANDARDS

EVENT BASED DISCLOSURES

During the year under review, the Company has not taken up any of the following activities:

- | | |
|---|----|
| 1. Issue of sweat equity share: | NA |
| 2. Issue of shares with differential rights: | NA |
| 3. Issue of shares under employee's stock option scheme: | NA |
| 4. Disclosure on purchase by company or giving of loans by it for purchase of its shares: | NA |
| 5. Buy back shares: | NA |
| 6. Disclosure about revision: | NA |
| 7. Preferential Allotment of Shares: | NA |

EMPLOYEE RELATIONS:

Your Directors are pleased to record their sincere appreciation of the contribution by the staff at all levels in the improved performance of the Company. Presently the Company has no staff as there are no operations. None of the employees is drawing Rs. 5,00,000/- and above per month or Rs.60,00,000/- and above in aggregate per annum, the limits prescribed under Section 134 of the Companies Act, 2013.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received: Nil
- No. of complaints disposed off: Nil

ACKNOWLEDGEMENTS:

Your Directors wish to place on record their appreciation of the contribution made by the employees at all levels, to the continued growth and prosperity of your Company.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company like SEBI, BSE, NSE, NSDL, CDSL, Punjab National Bank for their continued support for the growth of the Company.

**For and on behalf of the Board of
Pochiraju Industries Limited**

**Place: Tamilnadu
Date: 11.11.2020**

**Sd/-
P. Sudhakar
Managing Director
DIN 00164844**

ANNEXURE TO THE DIRECTOR'S REPORT

- a) Information as per section 217(2A) of the companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975, and other applicable provisions of the Companies Act 2013 and forming part of the Directors' Report for the year March 31, 2020.

Employed for part of the year with an average salary above Rs.5 Lakhs per month: NIL

MANAGEMENT DISCUSSION AND ANALYSIS

Management's Discussion and Analysis of Financial Condition and Results of Operation. Your company is engaged in three core businesses viz. Agriculture, Pharmaceuticals and Bio Pharma.

The company has no operations presently due to the SARFEASI action by its bankers PNB. As informed the company was ready with about 10 molecules for commercial production. To

commercialize all the products and for a viable commercial scale operations, the company has to complete the phase II of the bio-pharma division. But due to the denial of the additional term loan request by the bankers Phase II could not be completed resulting in present crisis.

Internal Control Systems and their Adequacy

The company has an adequate internal control system commensurate with the size and complexity of the organization. The company has undertaken a comprehensive review of all internal control systems to take care of the needs of the expanding size of the company. The Audit Committee periodically reviews the adequacy of the internal audit functions.

We have been continuously upgrading our production technologies for improving efficiency.

Discussions of financial performance with respect to operational performance

1. Shareholders Fund:

The company has an authorized capital of Rs.25 Crores comprising of 250 lakhs equity shares of Rs. 10/- each. The company has a paid-up capital of Rs.18.90 Crores.

2. Secured Loan:

The company has an outstanding term loan liability including interest of Rs.4851.06 lakhs with Punjab National Bank as on 31st March 2015 the date of NPA.

3. Revenue:

The company has generated net revenues of Rs NIL lakhs with a PAT of Rs (4742.3)

I. Material development in Human Resources / Industrial Relations front including number of people employed:

The industrial relations have been cordial. The company constantly reviews the man power requirements and has a properly equipped department to take care of the requirements. The total number of people employed by the company presently in all its divisions on an average 3 .

Cautionary Statement:

Statement in the Management Discussion and Analysis describing the company's objectives, projections estimates and expectation may be forward looking statements within the meaning applicable securities laws and regulations. Further the discussion on risks, concerns, opportunities etc are valid only at the time of making statements. A variety of factors known/unknown expected or otherwise may influence the financial results. These statements are not expected to be updated or revised to take care of any changes in the underlying presumptions.

CORPORATE GOVERNANCE

In accordance with Clause 49 of the Listing Agreement with Bombay Stock Exchange Limited (BSE) and the National Stock Exchange of India Limited (NSE), the report containing the details of Corporate Governance systems and processes at Pochiraju Industries Limited as follows:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's expectations.

DATE OF REPORT

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2020. The Report is updated as on the date of the report wherever applicable.

1. BOARD OF DIRECTORS

A. COMPOSITION OF THE BOARD

The Company is managed and controlled through a professional body of Board of Directors which is headed by Mr. P. Sudhakar, Managing Director. As on 31st March 2020, the Board of Directors of the Company has 5 members (including 1 Managing Director, Promoter Director and 3 Independent Non-Executive Directors) with vast experience and knowledge. None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. None of the Independent Directors has any pecuniary or business relationship except receiving sitting fees. The composition of the Board of Directors as on 31.03.2020 and details of number of Directorships/committee chairmanships/memberships attendance particulars is as under:

POCHIRAJU INDUSTRIES LIMITED

S.No	Name of the Director	Category	Number of Directorships in other Companies	Number of Board Committee memberships held in other Companies		Attendance Particulars		
				Member	Chairman	Last AGM 26.09.2019	Board meetings '19-20	
							held	attended
1.	Mr. P. OSudhakar	Managing Director	-	-	-	Yes	4	4
2.	Mrs. P. Sailaja	Promoter - Nonexecutive Director	-	-	-	Yes	4	4
3.	Mr. K. Siva Sai	Independent & Non-executive Director	-	-	-	Yes	4	4
4.	Mr. S S N Murthy	Independent & Non-executive Director	-	-	-	Yes	4	4
5.	Mr. A. Ramaiah	Independent & Non-executive Director	-	-	-	Yes	4	4
6.	Mr. B. V. Ramana Reddy*	Independent & Non-executive Director	-	-	-	NA	NA	NA

*Retired w.e.f. 26.09.2014

B. BOARD MEETINGS DURING THE YEAR:

The Board of Directors met 4 times during the year on 30-05-2019, 14-08-2019, 14-11-2019, and 14-02-20120 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose and the maximum gap between any two meetings was less than four months, as stipulated under Clause 49.

C. INDEPENDENT DIRECTORS' MEETING

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent directors) was held on 30.03.2020, to discuss:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company were present at the meeting.

As required under clause 49(II)(B)(7) of the listing agreement, the company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc. The details of the familiarization program are given at company's website.

2. AUDIT COMMITTEE

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:

- Overview of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements reflect a true and fair position and that sufficient and credible information is disclosed.
- Recommending the appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Discussion with external auditors before the audit commences, of the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Reviewing the financial statements and draft audit report including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing on:

Any changes in accounting policies and practices;
Qualification in draft audit report;
Significant adjustments arising out of audit;
The going concern concept;
Compliance with accounting standards;
Compliance with stock exchange and legal requirements concerning financial statements and
Any related party transactions

- Reviewing the company's financial and risk management's policies.
- Disclosure of contingent liabilities.
- Reviewing with management, external and internal auditors, the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, including the audit character, the structure of the internal audit department, approval of the audit plan and its execution, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- Discussion with internal auditors of any significant findings and follow-up thereon.

- Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- Reviewing compliances as regards the Company's Whistle Blower Policy.

B. COMPOSITION, MEETINGS & ATTENDANCE

Name of the Member	Category	No. of Meetings Attended	Dates on which Meetings Held
Dr. A Ramaiah	Independent Non-Executive	4	30-05-2019, 14-08-2019 14-11-2019 14-02-2020
Mr. P Sudhakar	Promoter, executive	4	
Dr. K S R Siva Sai	Independent Non-Executive	4	

C. Previous Annual General Meeting of the Company was held on 26th day September 2019 and Dr. A Ramaiah, Chairman of the Audit Committee, attended previous AGM.

3. NOMINATION AND REMUNERATION COMMITTEE

The Committee comprises of three non-executive independent Directors as on 31st March, 2020

A. BRIEF DESCRIPTION OF TERMS OF REFERENCE

- To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:
 - a. to take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.
 - b. to bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- To carry out evaluation of every Director's performance.

- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.

B. COMPOSITION OF THE COMMITTEE

S.No	Name of the Member	Category
1.	Mr. Dr. A Ramaiah	Independent Non-Executive
2.	Mr. Dr. K.Siva Sai	Independent Non Executive
3.	Mr. Dr. S S N Murthy	Independent Non-Executive

C. REMUNERATION POLICY:

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE

1. Scope:

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

2. Terms and References:

2.1 **"Director"** means a director appointed to the Board of a Company.

2.2 “**Nomination and Remuneration Committee**” means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and clause 49 of the Equity Listing Agreement.

2.3 “**Independent Director**” means a director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Clause 49(II)(B) of the Equity Listing Agreement.

3. Policy:

Qualifications and criteria

3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company’s operations.

3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:

- General understanding of the company’s business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
- shall abide by the code of Conduct established by the company for Directors and senior Management personnel;
- shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as any be prescribed, from time to time, under the companies Act, 2013, Equity listing Agreements and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective

of having a group that best enables the success of the company’s business.

3.2 criteria of independence

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in companies Act, 2013 and Clause 49 of the Equity Listing Agreement.

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director-

- a. Who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. who is or was not a promoters of the company or its holding, subsidiary or associate company;
- c. Who is not related to promoters or directors of the company its holding, subsidiary or associate company
- d. Who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or director, during the two immediately preceding financial year or during the current financial year;
- e. None of whose relative has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial year or during the current finance year;
- f. Who, neither himself nor any of his relative-
 - i) Holds or has held the position of a key managerial personnel or is or has been employee of the or associate company in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;
 - (ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the finance year in which he is proposed to be appointed of-
 - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - (B) any legal or a consulting firm that has or had any transaction with the company, its holding subsidiary or associate company amounting to ten per cent or more of the gross turnover of more of the gross turnover of such firm;
 - (iii) holds together with his relatives two per cent or more of the total voting power of the company; or
 - (iv) is a chief Executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the company

any of its promoters , directors or its holding subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or

(v) is a material supplier, service provider or customer or a lesser or lessee of the company.

g. Shall possess appropriate skills experience and knowledge in one or more field of finance , law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the company's business.

h. Shall possess such other qualifications as may be prescribed from time to time, under the companies Act, 2013.

i. Who is not less than 21 years of age

3.2.3 The independent Director shall abide by the "code for independent Directors "as specified in Schedule IV to the companies A ct, 2013.

3.3 other directorships/ committee memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as director of the company. The NR Committee shall take into account the nature of, and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 A Director shall not serve an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed company.

3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committee across all companies in which he holds directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under section 8 of the companies Act, 2013 shall be excluded.

Remuneration policy for Directors, key managerial personnel and other employees

1. Scope:

1.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the company.

2. Terms and Reference:

In this policy the following terms shall have the following meanings:

2.1 **“Director”** means a director appointed to the Board of the company.

2.2 **“key managerial personnel”** means

- (i) The Chief Executive Officer or the managing director or the manager;
- (ii) The Company Secretary;
- (iii) The Whole-time Director;
- (iv) The Chief Finance Officer; and
- (v) Such other office as may be prescribed under the companies Act, 2013

2.3 **“Nomination and Remuneration committee”** means the committee constituted by Board in accordance with the provisions of section 178 of the companies Act, 2013 and clause 49 of the Equity Listing Agreement.

3. Policy:

3.1 Remuneration to Executive Director and key managerial personnel

3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR) committee shall review and approve the remuneration payable to the Executive Director of the company within the overall approved by the shareholders.

3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

- (i) Basic pay
- (ii) Perquisites and Allowances
- (iii) Stock Options

(iv) Commission (Applicable in case of Executive Directors)

(v) Retrial benefits

(vi) Annual performance Bonus

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

3.2 Remuneration to Non - Executive Directors

3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non - Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.

3.2.2 Non - Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

3.3. Remuneration to other employees

3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

Name of the directors	Sitting Fees	Salary	Cont to Provident fund	Total
Mr. P. Sudhakar	N.A.	63,00,000	Nil	63,00,000
Dr. A Ramaiah	Nil	N.A.	N.A.	Nil
Dr. S S N Murthy	Nil	N.A.	N.A.	Nil
Dr. K S R Siva Sai	Nil	N.A.	N.A.	Nil
Smt. P Sailaja	Nil	N.A.	N.A.	Nil

E. FORMAL ANNUAL EVALUATION:

As per section 149 of the Companies Act, 2013 read with clause VII (1) of the schedule IV and rules made thereunder, the independent directors of the company had a meeting on 30/03/2020 without attendance of non-independent directors and members of management. In the meeting the following issues were taken up:

(a) Review of the performance of non-independent directors and the Board as a whole;

- (b) Review of the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) Assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The meeting also reviewed and evaluated the performance of non-independent directors. The company has 2 non-independent director namely:

- i) Mr. P. Sudhakar–Managing Director ii) Mrs. P. Sailaja – Director

The meeting recognized the significant contribution made by Mr. P. Sudhakar in directing the Company .

The meeting also reviewed and evaluated the performance the Board as whole in terms of the following aspects:

- Preparedness for Board/Committee meetings
- Attendance at the Board/Committee meetings
- Guidance on corporate strategy, risk policy, corporate performance and overseeing acquisitions and disinvestments.
- Monitoring the effectiveness of the company’s governance practices
- Ensuring a transparent board nomination process with the diversity of experience, knowledge, perspective in the Board.
- Ensuring the integrity of the company’s accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for financial and operational control and compliance with the law and relevant standards.

It was noted that the Board Meetings have been conducted with the issuance of proper notice and circulation of the agenda of the meeting with the relevant notes thereon.

4. STAKEHOLDER’S RELATIONSHIP COMMITTEE

A.) COMPOSITION:

The Details of composition of the Committee are given below:

Name of the Member	Position	Category
Dr. A Ramaiah	Chairman	Independent Non-Executive
Mr. P Sudhakar	Member	Executive-Promoter
Dr. K S R Sivasai	Member	Independent Non-Executive

B. NAME AND DESIGNATION OF COMPLIANCE OFFICER

Mr. P. Sudhakar, Managing Director, is acting as the compliance officer of the Company.

C. DETAILS OF COMPLAINTS/REQUESTS RECEIVED, RESOLVED AND PENDING DURING THE YEAR 2019-20

The status on the shareholder queries and complaints we received during the financial year, and our response to the complaints and the current status of pending queries if any, is Tabulated below:

Description	Received	Replied	Pending
Non receipt of Securities	0	0	0
Non receipt of Annual Reports	10	10	0
SEBI / Stock Exchange Complaints	2	2	0
Others	0	0	0

5. RISK MANAGEMENT COMMITTEE

A.) COMPOSITION:

Name of the Member	Position	Category
Dr. K S R Sivasai	Chairman	Independent Non-Executive
Mr. P Sudhakar	Member	Executive, Promoter
Dr. A Ramaiah	Member	Independent Non-Executive

B) ROLE AND RESPONSIBILITIES OF THE COMMITTEE INCLUDES THE FOLLOWING:

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk minimization.
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes.

- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed.

6. GENERAL BODY MEETINGS

A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

NO. OF AGM AND FY	DATE OF MEETING	VENUE	TIME	SPECIAL RESOLUTION PASSED
24 th AGM 2018-2019	26-09-2019	1/102, Satyamangalam Village, Hosur Taluk, Krishnagiri Dist, Tamil Nadu - 635 105	11.30 A.M.	-
23 rd AGM 2017-2018	27.09.2018	1/102, Satyamangalam Village, Hosur Taluk, Krishnagiri Dist, Tamil Nadu - 635 105.	11.30 A.M.	-
22 AGM 2016-2017	27-09-2017	1/102, Satyamangalam Village, Hosur Taluk, Krishnagiri Dist, Tamil Nadu - 635 105	3.00 P.M.	-

B. PASSING OF RESOLUTIONS BY POSTAL BALLOT

There were no resolutions passed by the Company through postal Ballot.

7. DISCLOSURES

A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS

During the year under review, the Company had not entered in to any materially significant transaction with any related party that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arms length basis.

B. COMPLIANCES:

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets, during the last three years.

C. WHISTLE BLOWER POLICY

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person was denied access to the Audit Committee.

D. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF CLAUSE 49 OF THE LISTING AGREEMENT

All mandatory requirements of Clause 49 of the Listing Agreement have been appropriately complied with and the status of non-mandatory requirements is given below:

- i. The Chairman of the Company is an Executive Chairman and hence the provisions for Non-Executive Chairman are not applicable. All other requirements of the Board during the year have been complied with.
- ii. The financial Statements are free from any Audit Qualifications.

8. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results will be sent to the Stock Exchanges immediately after the Board approves the same and these results will also be published in prominent daily newspapers. These financial statements, press releases are also posted on the Company's website, at www.pochiraju.co.in. As the financial performance of the Company is well published, individual communication of half yearly results are not sent to the shareholders.

9. General Shareholder Information

The following information would be useful to the shareholders:

A) TWENTY FIFTH ANNUAL GENERAL MEETING

Date and Time	:	26 th December 2020, at 10.00 A.M
Venue	:	1/102, Satyamangalam Village, Hosur Taluk, Krishnagiri Dist, Tamil Nadu - 635 105

B) FINANCIAL YEAR AND FINANCIAL YEAR CALENDAR 2020-2021 (TENTATIVE SCHEDULE)

Financial year to which the Annual General Meeting relates: 2019-2020

Financial calendar: 2020-2021

Adoption of Quarterly results for the Quarter ending

- 30th June, 2020 : 12th August, 2020
 - 30th September, 2020 : 1st/2nd Week of November, 2020
 - 31st December, 2020 : 1st/2nd Week of February, 2021
 - 31st March, 2021 : on or before 30th May 2021
- Annual General Meeting (Next year) : August / September, 2021

C) BOOK CLOSURE DATE

23rd December 2020 to 26th December 2020 (both days inclusive)

D) LISTING ON STOCK EXCHANGES

The equity shares of the Company are listed on National Stock Exchange of India Limited and BSE Ltd. The listing fees for the year 2019-2020 to both the Stock Exchanges were due.

E) STOCK CODE

EXCHANGE	CODE
National Stock Exchange of India	POCHIRAJU
BSE Ltd	532803

F) ELECTRONIC CONNECTIVITY

Demat ISIN number: INE332G01032

NATIONAL SECURITIES DEPOSITORY LIMITED

Trade World, Kamala Mills Compound

Senapati Bapat Marg, Lower Parel Mumbai - 400 013

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

Phiroze Jeejeebhoy Towers, 28th Floor Dalal Street, Mumbai - 400 023

G) REGISTRARS AND TRANSFER AGENTS

M/s Aarthi Consultants Private Limited

H. No. 1-2-285, Domalguda,

Hyderabad - 500 029 Telangana, India.

Phone: 040 - 27642217/27638111/27634445 Fax: 040 - 27632184

Web: www.aarthiconsultants.com

H) SHARE TRANSFER SYSTEM

Your Board has delegated the power of share transfer to its Registrar and Share Transfer Agents for processing of share transfers to Aarthi Consultants Pvt. Ltd, Registrars of the Company at the address given above. The turnaround time for completion of transfer of shares in physical form is generally less than 7 days from the date of receipt, if the documents are clear in all respects. We have internally fixed turnaround times for closing the queries/complaints within 7 days of receipt from the shareholders.

Address for correspondence: All correspondence relating to the shares of the Company should be addressed to Registrars & transfer Agents at the address given below:

M/s Aarthi Consultants Private Limited

H. No. 1-2-285, Domalguda, Hyderabad – 500 029 Telangana, India.

Phone: 040 - 27642217/27638111/27634445 Fax: 040 - 27632184

Shareholders grievance can also be sent through e-mail to the following designated e-mail id: info@arthiconsultantsy.com quoting the Company name Pochiraju Industries Limited.

Dematerialization of shares: The Company's shares are dematerialized on National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited.

POCHIRAJU INDUSTRIES LIMITED

I) Shareholding pattern as on 31.03.2020

Category code	Category of Shareholder	Total Number of shares	% of share holding	Shares pledged or otherwise encumbered	
				Number of Shares	As a percentage
(A)	Shareholding of Promoter and Promoter Group				
(1)	Indian				
a.	Individuals/Hindu Undivided Family	6322264	33.44	0	0
b.	Central Government/State Government(s)	0	0	0	0
c.	Bodies Corporate	0	0	0	0
d.	Financial Institutions/Banks	0	0	0	0
	Others :-	0	0	0	0
	Sub Total (A)(1)	6322264	33.44	0	0
(2)	Foreign				
a.	Individuals (Non Resident Individuals/Foreign Individuals)	0	0	0	0
b.	Bodies Corporate	0	0	0	0
c.	Institutions	0	0	0	0
	Others :-				
d.	Overseas Corporate Bodies	0	0	0	0
	Sub Total (A)(2)	0	0	0	0
	Total Shareholding of Promoter and Promoter Group				
	(A)=(A)(1)+(A)(2)	6322264	33.44	0	0

POCHIRAJU INDUSTRIES LIMITED

(B)	Public Shareholding				
(1)	Institutions				
a.	Mutual Funds/UTI	0	0	0	0
b.	Financial Institutions/Banks	0	0	0	0
c.	Central Government/State Government(s)	258300	1.37	0	0
d.	Venture Capital Funds	0	0	0	0
e.	Insurance Companies	0	0	0	0
f.	Foreign Institutional Investors	0	0	0	0
g.	Foreign Venture Capital Investors	0	0	0	0
	Others :-				
	Sub Total (B)(1)	258300	1.37	0	0
(2)	Non-Institutions				
a.	Bodies Corporate	1020645	5.40	0	0
b.	Individuals				
	i)Individual shareholders holding nominal share capital upto Rs.1 lakh	5353745	28.32	0	0
	ii)Individual shareholders holding nominal share capital in excess of Rs.1 lakh	4928383	26.07	0	0
c.	Any Others :-				
	i)Non Resident Individuals	411000	2.17	0	0
	ii)Clearing Members	612338	3.24	0	0
	Sub Total (B)(2)	12326111	65.19	0	0
	Total Public Shareholding (B)=(B)(1)+(B)(2)	12584411	66.56	0	0
	Total (A)+(B)	18906675	100.00	0	0

POCHIRAJU INDUSTRIES LIMITED

(C)	Shares held by Custodians and against Depository Receipts have been Issued	0	0	0	0
	Grand Total (A)+(B)+(C)	18906675	100.00	0	0

J) Distribution of Shareholding as on 31.03.2020

Range (Rs.)	No of Shareholders	% of Total Shareholders	No of Shares	% of Total Shareholding
1 - 5000	10299	78.97	2008512	20085120
5001 - 10000	1379	10.57	1195262	11952620
10001 - 20000	594	4.55	953039	9530390
20001 - 30000	227	1.74	586336	5863360
30001 - 40000	126	0.97	454236	4542360
40001 - 50000	95	0.73	456259	4562590
50001 - 100000	173	1.33	1247027	12470270
100001 & Above	148	1.13	12006004	120060040
Total:	13041	100.00	18906675	189066750

K) DEMATERIALISATION & LIQUIDITY OF SHARES

Trading in Company's shares is permitted only in dematerialised form for all investors. The ISIN allotted to the Company's scrip is INE332G01032. Investors are therefore advised to open a demat account with a Depository participant of their choice to trade in dematerialized form. Shares of the Company are actively traded in BSE Limited and NSE. Hence have good liquidity.

Particulars	No. of Shares	% Share Capital
NSDL	8058913	52.24
CDSL	9876139	42.62
PHYSICAL	971673	5.14
Total	3,8906675	100.00

L) Address for Correspondence

Mr. P. Sudhakar Compliance Officer

No.272, 18th D Main, 6th Block, Koramangala,
Bangalore, 560095, Karnataka, INDIA

M) OTHER DISCLOSURES AS PER CLAUSE 49 OF THE LISTING AGREEMENT

i. Code of Conduct

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

Certificate of Code of Conduct for the year 2019-2020

PIL is committed for conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. The Company has adopted a "Code of Ethics and Business Conduct" which is applicable to all director, officers and employees.

I hereby certify that all the Board Members and Senior Management have affirmed the compliance with the Code of Ethics and Business Conduct, under a certificate of Code of Conduct for the year 2017-18.

Place: Tamilnadu
Date: 11.11.2020

P. Sudhakar
Managing Director
DIN: 00164844

ii) Disclosure of Accounting Treatment

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 211 (3C) of the Companies Act, 1956.

iii) Non-Executive Directors' Compensation and Disclosures

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

iv) CEO/ CFO Certification

The Managing Director and CEO/ CFO certification of the financial statements for the year 2019-20 is provided elsewhere in this Annual Report.

**For and on behalf of the Board of
Pochiraju Industries Limited
Sd/-**

**Place: Tamilnadu
Date: 11.11.2020**

**P.Sudhakar
Managing Director
DIN: 00164844**

CERTIFICATE BY THE MANAGING DIRECTOR OF THE COMPANY

To

The Board of Directors

Pochiraju Industries Limited

Dear Sirs,

As required under clause 49(IX) of the Listing agreement, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31st March 2020 and to the best of our knowledge and belief;
 - a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and
 - b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,
4. That we have informed the auditors and the audit committee of:
 - a) Significant changes in the internal control during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

Yours Sincerely,

Place : Hyderabad

Date : 11.11.2020

**P. Sudhakar
Managing Director
DIN: 00164844**

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

The company has obtained a certificate from the Auditors of the Company regarding compliances of conditions of Corporate Governance as stipulated in the Listing Agreement with the Stock Exchanges. The said Corporate Governance is as under:

CERTIFICATE

To,

The Members of **POCHIRAJU INDUSTRIES LIMITED**

We have examined the compliance of conditions of Corporate Governance by **POCHIRAJU INDUSTRIES LIMITED**, for the period of 12 months ended on 31st March 2020, as stipulated in clause 49 of the Listing Agreement of the said Company with stock exchanges of India.

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above-mentioned Listing Agreement.

As required by the Guidance note issued by the Institute of Chartered Accountants of India, we have to state that the Company has certified that as on 31st March 2020 there were no investor grievances remaining unattended/pending for a period exceeding one month.

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 the affairs of the company.

For V Ravi & CO.,
Firm Registration Number: 006492S
Chartered Accountants

Sd/-

Ramesh Kumar D

Partner

Membership No. 217139

UDIN: [20217139AAAAFP9933](#)

Place: Hyderabad

Date : 11.11.2020

Declaration as required under Clause 49 (I)(D)(ii) of the Stock Exchange Listing Agreement:

All Directors and senior management personnel of the Company have affirmed compliance with Pochiraju's Code of Business Conduct and Ethics for the financial year ended March 31, 2020.

Sd/-

P. Sudhakar

Managing Director

Date:

DECLARATION BY DIRECTOR OF AFFIRMATION BY DIRECTORS AND SENIOR MANAGEMENT PERSONNEL OF COMPLIANCE WITH THE CODE OF CONDUCT:

The shareholders,

I, P. Sudhakar, Managing Director of the Company do hereby declare that the directors and senior management of the Company have exercised their authority and powers and discharged their duties and functions in accordance with the requirements of the code of conduct as prescribed by the company and have adhered to the provisions of the same.

**For and on behalf of the Board of
Pochiraju Industries Limited**

Sd/-

P.Sudhakar

Managing Director

DIN: 00164844

Place: Tamilnadu

Date: 25.06.2020

ANNEXURE INDEX

Annexure number	Details of annexure
I	Annual Return Extracts in MGT 9
II	Secretarial Audit Report
III	Independent Directors Declaration

MGT 9

Extract of Annual Return

as on the Financial Year 31.03.2018

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

I. REGISTRATION AND OTHER DETAILS:			
i.	CIN:-	L01122TZ1995PLC010762	
ii.	Registration Date	04/05/1995	
iii.	Name of the Company	Pochiraju Industries Limited	
iv.	Category / Sub-Category of the Company	Company limited by shares/Non government company	
v.	Address of the Registered office and contact details	1/102, Satyamangalam Village, Hosurtaluk, Krishnagiridist, Tamil Nadu – 635 105	
vi.	Whether listed company Yes / No	Yes	
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Aarthi Consultants Private Limited 1-2-285, Domalguda, Hyderabad Ph No: 040-27638111/27634445	
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:			
All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-			
Sl. No.	Name and Description of main products /services	NIC Code of the Product / service	% to total turnover of the company
1.	Floriculture (Flowers and Plants) (Fruits and vegetables)	99611121, 99611122, 9961121	78.54
2.	Pharma & Bio-pharma	99611730 & 99811210	21.46

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: NA

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

i) Category-wise Share Holding:-

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Demat
Individual/ HUF	6322264	0	6322264	33.44	6322264	0	6322264	33.44	
Central Govt	0	0	0	0	0	0	0	0	0
State Govt (s)	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
Any Other....	0	0	0	0	0	0	0	0	0
Sub-total	6322264	0	6322264	33.44	6322264	0	6322264	33.44	
(A) (1) :-									
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0

POCHIRAJU INDUSTRIES LIMITED

d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....									
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	6322264	0	6322 264	33.44	6322264	0	63222 64	33.44	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	258300	25830 0	1.37	0	258300	25830 0	1.37	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Fund	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
2. Non Institutions									
a) Bodies Corp.	839016	0	83901 6	4.44	1020645	0	10206 45	5.40	+0.96
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									

POCHIRAJU INDUSTRIES LIMITED

i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	6220953	7505	6228458	32.94	5346240	7505	5353745	28.32	-4.62
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	3216294	775590	3991884	21.11	4271293	657090	4928383	26.07	4.96
c) Others (specify)	1218025	48728	1266753	6.7	974610	48728	1023338	5.41	-1.29
Sub-total (B)(2):- Total Public	12506	1232611	11494288	65.19	11612788	713323	12326111	65.19	0
Shareholding (B)=(B)(1)+(B)(2)	12507	12584411	11494288	66.56	11612788	971623	12584411	66.56	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	17816552	1090123	18906675	100.00	17935052	971623	18906675	100.00	0

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
1.	Pochiraju	43,89,145	0	43,89,14	23.21	43,89,1	0	43,89,145	23.21	0

POCHIRAJU INDUSTRIES LIMITED

	Sudhakar			5		45				
2.	Pochiraju Sailaja	16,80,619	0	16,80,619	8.89	16,80,619	0	16,80,619	8.89	0
3.	Gollamudi Prakash Mohanrao	1,32,000	0	1,32,000	0.70	1,32,000	0	1,32,000	0.70	0
4.	G Lalitha	1,20,500	0	1,20,500	0.64	1,20,500	0	1,20,500	0.64	0

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Share holding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
Date wise Increase /Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer /bonus/sweat equity etc):N.A					
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment /transfer /bonus/ sweat equity etc):					

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				

POCHIRAJU INDUSTRIES LIMITED

	1. Pochiraju Sudhakar	43,89,145	23.21	43,89,145	23.21
	2. Pochiraju Sailaja	16,80,619	8.89	16,80,619	8.89
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease(e.g. allotment /transfer /bonus/ sweat equity etc):Nil					
At the End of the year					
	1. Pochiraju Sudhakar	43,89,145	23.21	43,89,145	23.21
	2. Pochiraju Sailaja	16,80,619	8.89	16,80,619	8.89

V. INDEBTEDNESS

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

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Principal Amount	404386363	-	-	-
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	404386363	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
Addition				
Reduction				
Net Change	-	-	-	-
Indebtedness at the				

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager P. Sudhakar				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	63,00,000	-	-	-	63,00,000
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission	-	-	-	-	-

POCHIRAJU INDUSTRIES LIMITED

	- as % of profit - Others, specify...					
5.	Others, please specify	-	-	-	-	-
6.	Total (A)	63,00,000	-	-	-	63,00,000
7.	Ceiling as per the Act	-	-	-	-	-

B. Remuneration to other directors:

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

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

	Specify				
6.	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

B. DIRECTORS

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

C. OTHER OFFICERS IN DEFAULT

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH,
2020**

*[Pursuant to section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To
The Members
M/s. POCHIRAJU INDUSTRIES LIMITED
CIN: L01122TZ1995PLC010762
1/102 SATHYAMANGALAM VILLAGE
HOSUR TALUK
DHARMAPURI
TN 635105 IN

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. POCHIRAJU INDUSTRIES LIMITED (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year commencing from 1st April, 2019 and ended 31st March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 and made available to me. However, we could not verify any documentary evidence for some compliance where ever required, according to the provisions of:

- i The Companies Act, 2013 (the Act) and the rules made there under;
- ii The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (i) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (ii) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (iii) 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;
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- (v) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

vi. Other laws applicable specifically to the Company namely:

I have relied on the representation made by the Company and its officers for the systems and mechanisms formed by the Company for compliances under applicable Acts, Rules, Laws and Regulations to the Company. During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc., subject to the following observation:

1. The Company has not paid the Listing Fees to Stock Exchanges and Custodial Fees to Depositories and hence the trading is suspended and the Promoters holding frozen. The Company has explained that due to no operations and revenues, the Company unable to pay the fees.
2. The previous penalty imposed on the Company by the regulators is not being paid by the Company.
3. The Promoter and Managing Director Mr. Sudhakar Pochiraju is acting as Chief Financial Officer, Compliance Officer and Company Secretary. The explanation given by the Company is that Mr. Sudhakar Pochiraju is a Qualified Chartered Accountant, Cost Accountant and Company Secretary and under the present situation of the Company where in there are no Operations, no Revenues and no Staff, The Company is not in a position to afford any Employee especially Senior Executives. Some compliance are done after the due date
4. The website cannot be verified by me
5. The advertisements pursuant to SEBI (LODR) Regulations is not provided by the Company

There is no production nor does revenue generated from the operations of the Company, hence no specific law apply to the Company

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

I report that, during the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines mentioned above herein.

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

- (i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
- (ii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- (iii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

(iv)The Securities and Exchange Board of India (Share Based EmployeeBenefits) Regulations, 2014

requiring compliance thereof by the Company during the audit period apart from some delay filings and there is one instance of non-compliance is that there have been non filing of investor grievances certificate every quarter during the year under review.

I further report that, the compliance by the Company of applicable finance laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this audit since the same have been subjected to review by statutory financial audit and other designated professionals.

I further report that:

(a) 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 year under review were carried out in compliance with the provisions of the Companies Act, 2013.

(b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation of the meeting. However, we could not verify any documentary evidence.

(c) As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded

I further report that, based on the review of the compliance reports and the certificates of Managing Director taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

I report further that, during the audit period there were no specific events/ actions having a major bearing on the company's affairs (the company has defaulted in repayment of dues to a bank during the year and has outstanding dues to banks) in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

Place: Hyderabad,
Date: September 02, 2020

CS. SubhashKishanKandrapu
ACS: 32743, CP: 17545
UDIN: A032743B000649425

This report is to be read with our letter of even date, which is annexed as "Annexure – A" and forms an integral part of this report.

To
The Members
M/s. POCHIRAJU INDUSTRIES LIMITED
CIN: L01122TZ1995PLC010762
1/102 SATHYAMANGALAM VILLAGE
HOSUR TALUK
DHARMAPURI
TN 635105 IN

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

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

Place: Hyderabad,
Date: September 02, 2020

CS. Subhash Kishan Kandrapu
ACS: 32743, CP: 17545
UDIN: A032743B000649425

ANNEXURE III

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Board of Directors

M/s Pochiraju Industries Limited

Dear Sir,

I undertake to comply with the conditions laid down in Sub-clause of Clause 49 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

(a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.

(b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.

(c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:

(i) the statutory audit firm or the internal audit firm that is associated with the Company and

(ii) the legal firm(s) and consulting firm(s) that have a material association with the company

(d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking You.

Yours Faithfully,

A. Ramaiah
(Independent director)

Date: 25.06.2020
Place: Hyderabad

ANNEXURE II

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Board of Directors

M/s Pochiraju Industries Limited

Dear Sir,

I undertake to comply with the conditions laid down in Sub-clause of Clause 49 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

(a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.

(b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.

(c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:

(i) the statutory audit firm or the internal audit firm that is associated with the Company and

(ii) the legal firm(s) and consulting firm(s) that have a material association with the company

(d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking You.

Yours Faithfully,

Date: 25.06.2020
Place: Hyderabad

S S N Murthy
(Independent director)

ANNEXURE II

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Board of Directors

M/s Pochiraju Industries Limited

Dear Sir,

I undertake to comply with the conditions laid down in Sub-clause of Clause 49 read with section 149 and Schedule IV of the Companies Act, 2013 in relation to conditions of independence and in particular:

(a) I declare that upto the date of this certificate, apart from receiving director's remuneration, I did not have any material pecuniary relationship or transactions with the Company, its promoter, its directors, senior management or its holding Company, its subsidiary and associates as named in the Annexure thereto which may affect my independence as director on the Board of the Company. I further declare that I will not enter into any such relationship/transactions. However, if and when I intend to enter into such relationships/transactions, whether material or non-material I shall keep prior approval of the Board. I agree that I shall cease to be an independent director from the date of entering into such relationship/transaction.

(b) I declare that I am not related to promoters or persons occupying management positions at the Board level or at one level below the board and also have not been executive of the Company in the immediately preceding three financial years.

(c) I was not a partner or an executive or was also not partner or executive during the preceding three years, of any of the following:

(i) the statutory audit firm or the internal audit firm that is associated with the Company and

(ii) the legal firm(s) and consulting firm(s) that have a material association with the company

(d) I have not been a material suppliers, service provider or customer or lessor or lessee of the company, which may affect independence of the director, and was not a substantial shareholder of the Company i.e., owning two percent or more of the block of voting shares.

Thanking You.

Yours Faithfully,

Date: 25.06.2020
Place: Hyderabad

K S R Siva Sai
(Independent director)

INDEPENDENT AUDITORS' REPORT

To

The Members,

POCHIRAJU INDUSTRIES LIMITED

Report on the Ind AS financial statements

We have audited the accompanying Ind AS financial statements of M/S.POCHIRAJU INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, 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 the significant accounting policies and other explanatory information (herein referred to as '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 of these 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 Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules issued there under. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan

and perform the audit to obtain reasonable assurance about whether the 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 Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 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 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the paragraph "emphasis matter" the aforesaid 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, 2020, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Emphasis of Matter

We draw attention to Note 2 to the financial statements. As referred to in the said Note, the fixed assets of Bio-Pharma Division worth of Rs. 37.75 Crore (Net Book Value) were auctioned by the lender banker for Rs.22.50 Crores under the provisions SARFEASI ACT. The company has filed writ petition in Honorable High Court of Andhra Pradesh and Telangana challenging the auction in total violation of provision of SARFEASI ACT. The financial statements are prepared without consideration of said sale. The effect sale will be considered in financial statements depending on outcome of the judgment.

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 section 143(11) of the Act, we give in the Annexure –A a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of 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 changes in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, relevant rules issued there under.
- (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 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”; and
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For V Ravi & Co.
Chartered Accountants

Sd/-
RAMESH KUMAR D
Partner
Membership No. 217139
UDIN: 20217139AAAADP6080

Place: HYDERABAD
Date: 25.06.2020

Annexure – A to the Independent Auditors' Report:

The Annexure referred to the Independent auditors' report to the members of the company on the Ind AS financial statements for the year ended 31 March 2020, we report that

- i. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) A major portion of fixed assets have been physically verified by the management during the year at reasonable intervals; no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are held in the name of the company.
- ii. The company has not commercially operating Accordingly; it does not hold any physical inventories. Accordingly, the provisions of clause 3 (ii) of the Order are not applicable to the Company and hence not commented upon.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. The Company has not accepted any deposits within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and no order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any tribunal.
- vi. In our opinion and according to the information and explanations given to us, maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and no undisputed amounts payable were outstanding as at 31st March, 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no dues of Income Tax or Sales Tax or Service Tax or duty of customs or duty of excise or value added tax or cess as at 31st March, 2020 which have not been deposited on account of a dispute.

- viii. ***In our opinion and according to the information and explanations given to us, the company has defaulted in repayment of dues to a bank during the year and has outstanding dues to banks.***
- ix. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. The company has not paid or provided any managerial remuneration during the year. Accordingly, paragraph 3 (xi) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment of equity share converted in to equal number equity shares of the company. The requirement of Section 42 and all the other applicable provisions of the Companies Act, 2013 and SEBI Regulations were complied with.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Companies (Auditor's Report) Order, 2016 is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For V Ravi & Co.
Chartered Accountants

RAMESH KUMAR D
Partner
Membership No. 217139
UDIN: 20217139AAAADP6080

Place: HYDERABAD
Date: 25.06.2020

Annexure - B to the Independent Auditors' Report:

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

We have audited the internal financial controls over financial reporting of M/S POCHIRAJU INDUSTRIES LIMITED ("the Company") as of 31st March 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 2020, 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 V Ravi & Co.
Chartered Accountants

Sd/-
RAMESH KUMAR D
Partner
Membership No. 217139
UDIN: 20217139AAAADP6080

Place: HYDERABAD
Date: 25.06.2020

POCHIRAJU INDUSTRIES LIMITED

BALANCE SHEET AS AT 31st MARCH 2020

(Amount in Rs.)

	PARTICULARS	Note No.	As at March 31, 2020	As at March 31, 2019
I	<u>ASSETS:</u>			
(1)	Non-current assets			
	(a) Property, Plant and Equipment	1.1	38,06,02,112	41,66,49,765
	(b) Right to use assets		-	-
	(c) Capital work in progress		36,77,82,421	36,77,82,421
	(d) Investment properties		-	-
	(e) Good will		-	-
	(f) Other intangible Assets	1.2	-	-
	(g) R&D Capital Expenditure & Process development		12,37,29,454	12,37,29,454
	(h) R&D and in process material(WIP)		11,41,03,064	11,41,03,064
	(i) Biological Assets other than Bearer Plants		-	-
	(j) Financial assets			
	(i) Investments	2	-	-
	(ii) Trade receivables	3	-	-
	(iii) Loans	4	-	-
	(iv) other Financial assets	5	-	-
	(k) Deferred Tax Asset (Net)	6	-	-
	(l) Other non-current asset	7	59,32,025	59,32,025
	Total non-current assets (A)		99,21,49,077	1,02,81,96,730
(2)	Current assets			
	(a) Inventories	8	-	-
	(b) Financial assets			
	(i) Investments	2	-	-
	(ii) Trade receivables	3	-	-
	(iii) Cash and cash equivalents	9	1,045	1,253
	(iv) Bank Balances other than (iii) above		-	-
	(v) Loans	4	-	-
	(vi) other financial assets	5	-	-
	(c) Current Tax Asset (Net)	6	-	-
	(d) Other current assets	10	-	-
	Total current assets (B)		1,045	1,253

POCHIRAJU INDUSTRIES LIMITED

	Non-Current Assets Classified as Held for Sale (C)		-	-
	Total assets (A+B+C)		99,21,50,122	1,02,81,97,983
II	EQUITY AND LIABILITIES			
1	Equity			
	(a) Equity share capital	11	18,90,66,750	18,90,66,750
	(b) Other equity	12	6,76,81,213	10,78,75,282
	(c) Share Warrants		1,10,28,000	1,10,28,000
	Total equity (A)		26,77,75,963	30,79,70,032
2	Liabilities			
(i)	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	13	7,47,00,000	7,47,00,000
	(ii) Trade Payables	14	-	-
	(iii) Other Financial Liabilities	15	-	-
	(b) Long term provisions	16	-	-
	(c) Deferred tax Liabilities(Net)	6	-	-
	(d) Other non-Current Liabilities	17	-	-
	Total non-current liabilities (B)		7,47,00,000	7,47,00,000
(ii)	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	13	41,04,06,255	41,04,06,255
	(ii) Trade payables	14	46,87,512	46,87,512
	(iii) Other financial liabilities	15	-	-
	(b) Short term provisions	16	10,65,490	10,65,490
	(c) Other current liabilities	17	23,04,39,476	22,62,93,268
	(d) Current Tax Liabilities (net)	6	30,75,426	30,75,426
	Total current liabilities (C)		64,96,74,158	64,55,27,951
	Total equity and liabilities (A+B+C)		99,21,50,122	1,02,81,97,983

Significant accounting policies and notes to accounts

1 to 24

As per our report of even date
For V RAVI & CO.,
Chartered Accountants
Firm Registration No.006492S

For and on behalf of the Board
For POCHIRAJU INDUSTRIES LIMITED

Sd/-

CA. D. Ramesh Kumar

Partner

Membership No. 217139

SUDHAKAR POCHIRAJU SAILAJA POCHIRAJU

Managing Director

DIN: 00164844

Director

DIN: 01628962

POCHIRAJU INDUSTRIES LIMITED

UDIN: 20217139AAAADP6080

Place: Hyderabad

Date: 25-06-2020

**POCHIRAJU INDUSTRIES LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2020**

(Amount in Rs.)

	PARTICULARS	Note No.	Year Ended March 31, 2020	Year Ended March 31, 2019
I	Revenue from operations	18	-	-
II	Other Income	19	-	-
III	Net gain on de- recognition of financial assets at amortised cost	20	-	-
IV	Net gain on reclassification of financial assets	21	-	-
V	Total Income		-	-
VI	Expenses:			
	(a) Cost of material Consumed	22	-	-
	(b) Purchase of Stock in Trade			
	(c) Changes in stock of finished goods, work in progress and stock-in- trade	23		
	(d) Employee benefits	24		1,05,450
	(e) Finance cost	25	-	-
	(f) Depreciation expense	26	3,60,47,653	3,60,47,653
	(g) Impairment expenses/losses		-	-
	(h) Net loss on de- recognition of financial assets at amortized cost		-	-
	(i) Net loss on reclassification of financial assets		-	-
	(j) Other expenses	27	41,46,416	41,46,416
	Total Expenses		4,01,94,069	3,76,29,227
VII	Profit/(loss) before Share of profit/(loss) of associates / joint ventures, exceptional items and tax (V - VI)		(4,01,94,069)	(3,76,29,227)

POCHIRAJU INDUSTRIES LIMITED

VIII	Share of profit/(loss) of associates		
	Share of profit/(loss) of joint ventures		
	Profit/(Loss) before exceptional items and tax	(4,01,94,069)	(3,76,29,227)
IX			
X	Exceptional Items		
XI	Profit before tax	(4,01,94,069)	(3,76,29,227)
XII	Tax Expense		
	- Current tax	-	-
	- Deferred tax	-	-
	Profit/(loss) for the year from continuing operations (XI-XII)	(4,01,94,069)	(3,76,29,227)
XIII			
	Discontinued Operations		
XIV	Profit/(loss) from discontinued operations	-	-
XV	Tax Expense of discontinued operations	-	-
	Profit/(loss) from discontinued operations (XIV +XV)	-	-
XVI			
XVII	Profit/(loss) for the year (XIII+XVI)	(4,01,94,069)	(3,76,29,227)
XVIII	Other Comprehensive Income (OCI)		
	i) Items that will not be reclassified to profit & loss	-	-
	ii) Items that may be reclassified to profit & loss	-	-
	Total Comprehensive Income (VII+VIII)	(4,01,94,069)	(3,76,29,227)
XIX			
	Earnings per equity share (for Continuing Operations)		
XX			
	- Basic	(2.13)	(1.99)
	- Diluted	(2.13)	(1.99)
	Earnings per equity share (for discontinued operation):		
XXI			
	- Basic	(0.00)	(0.00)
	- Diluted	(0.00)	(0.00)
	Earnings per equity share (for Continued and discontinued operation):		
XXII			

POCHIRAJU INDUSTRIES LIMITED

	- Basic	(2.13)	(1.99)
	- Diluted	(2.13)	(1.99)
Significant accounting policies and notes to accounts			

As per our report of even date
For V RAVI & CO.,
Chartered Accountants
Firm Registration No.006492S

For and on behalf of the Board
For POCHIRAJU INDUSTRIES LIMITED

Sd/-
CA. D. Ramesh Kumar
Partner
Membership No. 217139
UDIN:20217139AAAADP6080

SUDHAKAR POCHIRAJU SAILAJA POCHIRAJU
Managing Director Director
DIN: 00164844 DIN: 01628962

Place: Hyderabad
Date : 25-06-2020

POCHIRAJU INDUSTRIES LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2020

PARTICULARS	Year ended 31-03-2020 Amount in Rs.	Year ended 31-03-2019 Amount in Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES:		
(Loss)/Profit before tax and extraordinary items	(4,01,94,069)	(3,76,29,227)
Adjustment for:		
Depreciation and Amortisation	3,60,47,654	3,60,47,654
Preliminary Expenses Written off	-	-
Interest Earned	-	-
Operating Profit Before Working Capital Changes	(41,46,416)	(15,81,573)
Movements in Working Capital:		
(Increase)/ Decrease in trade receivables	-	-
(Increase)/Decrease in other Current Assets	-	-
(Increase) / Decrease in Inventories	-	-
(Increase) / Decrease in Loans and Advances	-	-
(Increase) / Decrease in Trade Payables	-	-
(Increase) / Decrease in Short Term Provision	-	-
Increase/(Decrease) in Other current liabilities	41,46,208	15,76,576
Cash Generated from Operations	(208)	(4,997)
- Income taxes paid	-	-
Net Cash flow before extraordinary items	(208)	(4,997)
- Extraordinary & Prior period items	-	-
Net Cash from operating activities (A)	(208)	(4,997)
B. CASH FLOW FROM INVESTING ACTIVITIES		
(Increase) / Decrease in Fixed assets and Capital Work in progress	-	-
Bank Balances not considered as Cash and Cash equivalents	-	-
Investment in equity Shares	-	-
Net cash used in Investing activities (B)	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Share Capital	-	-
Increase / (Decrease) in Borrowings	-	-
Interest paid	-	-
Net cash Flow from Financing Activities (C)	-	-

POCHIRAJU INDUSTRIES LIMITED

Net Increase/(Decrease) in cash & cash equivalents [A+B+C]	(208)	(4,997)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	1,253	6,250
CASH & CASH EQUIVALENTS AT THE END OF THE YEAR	1,045	1,253

As per our report of even date
For V RAVI & CO.,
Chartered Accountants
Firm Registration No.006492S

For and on behalf of the Board
For POCHIRAJU INDUSTRIES LIMITED

CA. D. Ramesh Kumar
Partner
Membership No. 217139
UDIN: 20217139AAAADP6080

SUDHAKAR POCHIRAJU SAILAJA POCHIRAJU
Managing Director Director
DIN: 00164844 DIN: 01628962

Place: Hyderabad
Date : 25-06-2020

POCHIRAJU INDUSTRIES LIMITED
Statement of Changes in Equity
For the year ended 31 March 2020

a. Equity share capital

(Amount in Rs.)

	Amount
Balance as at the 1 April 2018	18,90,66,750
Changes in equity share capital during 2018-19	-
Balance as at the 31 March 2019	18,90,66,750
Changes in equity share capital during 2019-20	-
Balance as at the 31 March 2020	18,90,66,750

b. Other equity

(Amount in Rs.)

	Reserves and surplus				Money received against share warrants	Items of Other comprehensive income (OCI)	Total
	General Reserve	Capital Reserve	Securities Premium Reserve	Retained earnings			
Balance at 1 April 2018	-	-	27,59,55,000	36,10,67,474	1,10,28,000	-	64,80,50,474
Total comprehensive income for the year ended 31 March 2019							
Profit or loss				(38,10,54,471)	-	-	(38,10,54,471)
Other comprehensive income (net of tax)				-	-	-	-
Total comprehensive income			-	(38,10,54,471)	-	-	(38,10,54,471)
Transactions with owners in their capacity as owners directly in equity	-	-	-	-	-	-	-
Balance at 31 March 2019	-	-	27,59,55,000	(1,99,86,997)	1,10,28,000	-	26,69,96,003

POCHIRAJU INDUSTRIES LIMITED

Total comprehensive income for the year ended 31 March 2019							
Profit or loss			-	(11,04,63,494)	-	-	(11,04,63,494)
Other comprehensive income (net of tax)			-	-	-	-	-
Total comprehensive income	-		-	(11,04,63,494)	-	-	(11,04,63,494)
Transactions with owners in their capacity as owners	-		-	-	-	-	-
Balance at 31 March 2020	-	-	27,59,55,000	(13,04,50,491)	1,10,28,000	-	15,65,32,509

POCHIRAJU INDUSTRIES LIMITED

Notes to accounts

Corporate Information:

POCHIRAJU INDUSTRIES LIMITED (“the Company”) was incorporated in India in the year 2004 having its Registered office at 1/102 SATHYAMANGALAM VILLAGE HOSUR TALUK DHARMAPURI TN 635105 IN. The Company is in the process of Agriculture, Floriculture, operations in agriculture, Trading and cultivation of agricultural products, Pharmaceuticals, Bio Pharmaceuticals manufacturing and trading.1. Significant Accounting Policies & Notes annexed to and forming part of the financial Statements

Disclosure of Significant Accounting Policies:

1.1. Basis for preparation of financial statements:

a) Compliance with Indian Accounting Standards (Ind As)

The Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

The financial statements have been prepared on the historical cost convention on non-going concern basis except for certain instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March, 2020, the Statement of Profit and Loss for the year ended 31 March 2020, the Statement of Cash Flows for the year ended 31 March 2020 and accounting policies and other explanatory information (together hereinafter referred to as ‘Ind AS Financial Statements’ or ‘financial statements’).

These financial statements are approved by the Board of Directors on 25.06.2020.

b) Basis of Preparation of financial statements

The separate financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under historical cost convention on accrual basis as per the provisions of Companies Act 2013.

- Financial instruments – measured at fair value;
- Assets held for sale—measure at fair value less cost of sale;
- Plan assets under defined benefit plans—measure at fair value
- Employee share-based payments—measure at fair value
- Biological assets—measure at fair value
- In addition, the carrying values of recognized assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.

c) Current and Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is classified as current when it satisfies any of the following criteria: it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle. It is held primarily for the purpose of being traded;

- It is expected to be realized within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.
- A liability is classified as current when it satisfies any of the following criteria:
 - It is expected to be settled in the Company's normal operating cycle;
 - It is held primarily for the purpose of being traded
 - It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification
- All other liabilities are classified as non-current

d) Use of estimates and judgment

The preparation of the financial statements in conformity with Ind AS, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and

POCHIRAJU INDUSTRIES LIMITED

judgments is included in relevant notes together with information about the basis of calculation.

The areas involving critical estimates or judgments are:

S. no	Name of the estimate	Note No	Remarks
1	Fair value of unlisted equity securities	Not applicable	No unlisted equity shares are held by the company during the current financial year
2	Goodwill impairment	Not applicable	No amount provided during the current Financial year
3	Useful life of in tangible asset	Not Applicable	No intangible assets held by the company for the current financial year
4	Defined benefit obligation	Note No.1.15	Long term provision for gratuity
5	Measurement of contingent liabilities and contingent purchase consideration in a business combination	Not applicable	Contingent transactions are recognized based on happening contingent event. No contingent liabilities for the report
6	Current tax expense and current tax payable	Note No.32	As per the Ind AS.12
7	Deferred tax assets for carried forward tax losses	Note No.1.2	As per the Ind AS.12
8	Impairment of financial assets	Note No.1.3	As per Ind AS 16

e)Standards issued but not effective *(based on Exposure drafts available as on date)*

The amendments are proposed to be effective for reporting periods beginning on or after 1 April 2020.

(i) Issue of Ind AS117–Insurance Contracts:

Ind AS 117 supersedes Ind AS 104 Insurance contracts. It establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. Under the Ind AS 117 model, insurance contract liabilities will be calculated as the present value of future insurance cash flows with a provision for risk.

Application of this standard is not expected to have any significant impact on the Company's financial statements.

Amendments to existing Standards

Ministry of Corporate Affairs has carried out amendments of the following accounting standards:

1. Ind AS 103 – Business Combination - nil
2. Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
3. Ind AS 40 – Investment Property - nil

The Company is in the process of evaluating the impact of the new amendments issued but not yet effective.

1. Significant accounting policies:

A summary of the significant accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

1.1 Ind AS 105: Non-Current Assets held for Sale or Discontinued Operations:

S. No	Particulars of Disclosures	As at 31 st March 2020 (Rs.)	As at 31 st March 2019 (Rs.)
1	A Description of Non-Current Asset (Disposal group)	-	-
2	a description of the facts and circumstances of the sale, or leading to the expected disposal, and the expected manner and timing of that disposal	-	-
3	the gain or loss recognized in accordance with paragraphs 20– 22	-	-

	and, if not separately presented in the statement of profit and loss, the caption in the statement of profit and loss that includes that gain or loss		
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1.2 Ind AS 106: Exploration for Evolution of Mineral resources: This Ind AS 106 not applicable, the company is in the business of process of Agriculture, Floriculture, operations in agriculture, Trading and cultivation of agricultural products, Pharmaceuticals, Bio Pharmaceuticals manufacturing and trading.. Hence this Ind AS does not have any financial impact on the financial statements of the company.

1.3 Ind AS-16: Property, Plant and Equipment:

Items of Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labor, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Depreciation on the fixed assets has been provided based on useful lives as prescribed under part C of the schedule II of the Companies act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

S. No	Asset	Use full life in Years
1	Computers	3
2	Office Equipment	5
3	Furniture & Fixtures	10
4	Vehicles	10
5	Generator	5

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of).

1.4 Impairment Assets (Ind AS 36)

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

The books of accounts of the company doesn't carry any impairment of assets during the reporting period, hence this accounting standard does not have financial impact on the financial statements of the company.

1.5 Intangible assets

Intangible assets are amortized over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as change in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in profit or loss.

1.6 Cash Flow Statement (Ind AS 7):

Cash flows are reported using the indirect method under Ind AS 7, whereby profit/(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

a). Non-cash items: Nil

b). Changes in Liability Arising from Financing Activity

Particulars	01-Apr-19	Cash Flow		31-Mar-20
		Receipts	Payments	
Current Borrowings	410,406,255	-	-	410,406,255
Non-current Borrowings	74,700,000	-	-	74,700,000
Total	485,106,255	-	-	485,106,255

1.7 Operating Cycle:

The Company has adopted its normal operating cycle as twelve months based on the nature of products and the time between the acquisition of assets for processing and their realization, for the purpose of current / non-current classification of assets and liabilities.

1.8 Capital Work in Progress

Capital Work in Progress (CWIP) includes Civil Works in Progress, Plant & Equipment under erection and Preoperative Expenditure pending allocation on the assets to be acquired/commissioned, capitalized. It also includes payments made towards technical know-how fee and for other General Administrative Expenses incurred for bringing the asset into existence.

1.9 Investments:

Investments are classified as Non-Current and Current investments.

Investments, which are readily realisable and are intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments.

Current investments are carried at lower of cost and fair value. Non-Current Investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments.

1.10 Effects of changes in foreign Rates (Ind AS 21):

Foreign currency transactions are recorded at the exchange rates prevailing on the dates when the relevant transactions took place. Exchange difference arising on settled foreign currency transactions during the year and translation of assets and liabilities at the yearend are recognized in the statement of profit and loss.

In respect of Forward contracts entered into to hedge risks associated with foreign currency fluctuation on its assets and liabilities, the premium or discount at the inception of the contract is amortized as income or expense over the period of contract. Any profit or loss arising on the cancellation or renewal of forward contracts is recognized as income or expense in the period in which such cancellation or renewal is made.

The company has not entered any foreign exchange transactions during the reporting period, hence this accounting standard does not have financial impact on the financial statements.

1.11 Borrowing Costs (Ind AS 23):

Borrowing costs that are attributable to the acquisition or construction of qualifying assets up to the date of capitalization of such asset are capitalized as part of the cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.

1.12 Revenue Recognition (Ind AS 18-Revenues) :

Revenue 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. The following specific recognition criteria must also be met before revenue is recognized:

- a) Sales Revenue is recognized on dispatch to customers as per the terms of the order. Gross sales are net of returns and applicable trade discounts and excluding GST billed to the customers.
- b) Subsidy from Government is recognized when such subsidy has been earned by the company and it is reasonably certain that the ultimate collection will be made.
- c) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.
- d) All other incomes are recognized based on the communications held with the parties and based on the certainty of the incomes.

1.13 Accounting for Government Grants and Disclosure of Government Assistance (Ind AS 20):

Government grants:

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants are recognised in the Statement of Profit and Loss on a systematic basis over the years in which the Company recognizes as expenses the related costs for which the grants are intended to compensate or when performance obligations are met.

Government grants, whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets and nonmonetary grants are recognised and disclosed as 'deferred income' under non-current liability in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic and rational basis over the useful lives of the related assets.

The benefit of a government loan at a below-market rate of interest and effect of this favorable interest is treated as a government grant. The loan or assistance is initially recognised at fair value and the government grant is measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and recognised to the income statement immediately on fulfillment of the performance obligations. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

1.14 Inventories (Ind AS 2) :

Inventories at the yearend are valued as under:

Raw Materials, Packing Material, Components, Consumables and Stores & Spares	At Cost as per First in First out Method (FIFO)
Work In Progress and Finished goods	At lower of net realizable value and Cost of Materials plus Cost of Conversion and other costs incurred in bringing them to the present location and condition

- Cost of Material excludes duties and taxes which are subsequently recoverable.
- Stocks at Depots are inclusive of duty, wherever applicable, paid at the time of dispatch from Factories.

1.15 Trade Receivables – Doubtful debts:

Provision is made in the Accounts for Debts/Advances which is in the opinion of Management are Considered doubtful of Recovery.

1.16 Retirement and other Employee Benefits:

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders related service.

Gratuity liability is a defined benefit obligation and the cost of providing the benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for this plan using the projected unit credit method. Actuarial gains and losses for defined benefits plan is recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

1.17 Ind AS 17- Leases

Finance charges in respect of finance lease obligations are recognized as finance costs in the statement of profit and loss. In respect of operating leases for premises, which are cancellable / renewable by mutual consent on agreed terms, the aggregate lease rents payable are charged as rent in the Statement of Profit and Loss.

1.18 Insurance Claims:

Insurance Claims are accounted for on the basis of claims admitted/excepted to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

1.19 Earnings per Share (Ind AS 33):

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.20 Provisions, Contingent Liabilities and Contingent Assets (Ind AS 37) :

The Company recognized provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources required to settle the obligation in respect of which a reliable estimate can be made. A disclosure for Contingent liabilities is made when there is a possible obligation or present obligations that may, but probably will not, require an outflow of resources. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent assets are neither recognized nor disclosed in the financial statements.

Contingent Liabilities not provided for and commitments:

Nature of Contingent Liability	(in Rupees)	
	March 31, 2020	March 31, 2019
i. Unexpired guarantees issued on behalf of the company by Banks for which the Company has provided counter guarantee	NIL	NIL
ii. Bills discounted with banks which have not matured	Nil	Nil

POCHIRAJU INDUSTRIES LIMITED

iii. Corporate Guarantees issued by Company on behalf of others to Commercial Banks & Financial Institutions	Nil	Nil
iv. Collateral Securities offered to Banks for the limit Sanctioned to others	Nil	Nil
v. Legal Undertakings given to Customs Authorities for clearing the imports	Nil	Nil
vi. Claims against the company not acknowledged as debts		
a. Excise	NIL	NIL
b. Sales Tax	NIL	NIL
c. Service Tax	Nil	Nil
d. Income Tax	NIL	NIL
e. Civil Proceedings	NIL	NIL
f. Company Law Matters	Unascertainable	Unascertainable
g. Criminal Proceedings	Unascertainable	Unascertainable
h. Others	Nil	Nil
vii. Estimated amounts of contracts remaining to be executed on Capital Account and not provided for	Nil	Nil

1.21 Prior Period and Extraordinary and Exceptional Items:

- (i) All Identifiable items of Income and Expenditure pertaining to prior period are accounted through "Prior Period Items".
- (ii) Extraordinary items are income or expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the enterprise and, therefore, are not expected to recur frequently or regularly. The nature and the amount of each extraordinary item be separately disclosed in the statement of profit and loss in a manner that its impact on current profit or loss can be perceived.

- (iii) Exceptional items are generally non-recurring items of income and expenses within profit or loss from ordinary activities, which are of such, nature or incidence.

1.22 Financial Instruments (Ind AS 107 Financial Instruments: (Disclosures))

I. Financial assets:

A. Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

a) Financial assets carried at amortized cost (AC)

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

A Financial asset which is not classified as AC or FVOCI are measured at FVTPL e.g. investments in mutual funds. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the Statement of Profit and Loss within other gains/(losses) in the period in which it arises.

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

A financial asset is measured at FVTOCI if it is held within a business model whose Objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

B. Investments in subsidiaries

The Company does not have any investments in subsidiaries.

II. Financial Liabilities

A. Initial recognition

All financial liabilities are recognized at fair value.

B. Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments

NOTE NO. 1.1: PROPERTY, PLANT AND EQUIPMENT:

	Electrical and accessories	Furniture and Fixtures	Plant & Machinery	Irrigation & Green House Assets	Planting material	Land & Development	Building & Civil Works	Other Assets	Total
Deemed cost (gross carrying amount)									
Balance at 1 April 2018	3,78,30,763	55,95,109	28,68,13,070	9,89,41,754	19,48,00,795	6,97,95,787	20,48,48,102	4,55,13,493	94,41,38,873
Additions	-	-	-	-	-	-	-	-	-
Balance at 31 March 2019	3,78,30,763	55,95,109	28,68,13,070	9,89,41,754	19,48,00,795	6,97,95,787	20,48,48,102	4,55,13,493	94,41,38,873
Additions	-	-	-	-	-	-	-	-	-
Balance at 31 March 2020	3,78,30,763	55,95,109	28,68,13,070	9,89,41,754	19,48,00,795	6,97,95,787	20,48,48,102	4,55,13,493	94,41,38,873
Balance at 31 March 2018	2,68,08,747	55,95,109	12,57,94,874	6,49,41,188	19,48,00,795	-	4,58,98,535	2,76,02,207	49,14,41,455
Depreciation for the year	36,74,005	-	2,01,27,275	30,52,312	-	-	69,55,150	22,38,911	3,60,47,653
Balance at 31 March 2019	3,04,82,752	55,95,109	14,59,22,149	6,79,93,500	19,48,00,795	-	5,28,53,685	2,98,41,118	52,74,89,108
Depreciation for the year	36,74,005	-	2,01,27,275	30,52,312	-	-	69,55,150	22,38,911	3,60,47,653
Balance at 31 March 2020	3,41,56,758	55,95,109	16,60,49,423	7,10,45,813	19,48,00,795	-	5,98,08,835	3,20,80,029	56,35,36,761
Carrying amounts(net)									
At 31 March 2020	36,74,005	-	12,07,63,647	2,78,95,941	-	6,97,95,787	14,50,39,267	1,34,33,464	38,06,02,112
At 31 March 2019	73,48,011	-	14,08,90,922	3,09,48,254	-	6,97,95,787	15,19,94,417	1,56,72,375	41,66,49,765

Note: 1.2 Other Intangible Assets

Particular	computer Software	Patentents	Trade marks	Total
Cost/Deemed Cost:				
at 1st April 2018	-	-	-	-
Additions	-	-	-	-

Deletions	-	-	-	-
As at March 2019	-	-	-	-
Additions	-	-	-	-
Deletions	-	-	-	-
As at March 2020	-	-	-	-
Depreciation/Impairment				-
at 1st April 2018	-	-	-	-
Depreciation for the year	-	-	-	-
Disposals				-
Impairment				
As at March 2019	-	-	-	-
Depreciation for the year	-	-	-	-
Disposals		-		-
Impairment				
As at March 2020	-	-	-	-
Net Book Value				
As at March 2020	-	-	-	-
As at March 2019	-	-	-	-

* The fixed assets of Bio-Pharma Division worth of Rs. 37.75 Crore (Net Book Value) and capital WIP of Bio-Pharma Division worth Rs. 26.30 Crore worth were auctioned by the lender banker for Rs.22.50 Crores under the provisions SARFEASI ACT. The company has filed writ petition in Honorable High Court of Andhra Pradesh and Telangana challenging the auction in total violation of provision of SARFEASI ACT. The financial statements are prepared without consideration of said sale. The effect sale will be considered in financial statements depending on outcome of the judgment.

POCHIRAJU INDUSTRIES LIMITED

Notes to accounts

NOTE NO: 2 Investments

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current		
Investments in quoted shares	-	-
Investment in unquoted shares of subsidiaries	-	-
Investment in Joint Ventures	-	-
Investment in Preference Shares	-	-
Investment in partnerships	-	-
Total	-	-
Current		
Investments in quoted shares	-	-
Investment in unquoted shares of subsidiaries	-	-
Investment in Joint Ventures	-	-
Investment in Preference Shares	-	-
Investment in partnerships	-	-
Total	-	-

NOTE NO: 3 Trade Receivables

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current		
(A) Secured and considered good:		
-From Related party	-	-
-From Others		
(B) Unsecured and considered good:		
-From Related party		
-From Others		
(C) Doubtful:		
-From Related party		
-From Others		
Less: allowance for doubtful debts		
Total		
(A) Secured and considered good:		
-From Related party		
-From Others		
(B) Unsecured and considered good:		
-From Related party		

POCHIRAJU INDUSTRIES LIMITED

-From Others (C) Doubtful: -From Related party -From Others Less: allowance for doubtful debts <p style="text-align: right;">Total</p>		
	-	-

NOTE NO: 4 Loans

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current:		
Loans:		
to related parties	-	-
to other body corporate	-	-
to employees	-	-
Security Deposits:	-	-
Less: allowances for Doubtful loans	-	-
Total Loans	-	-
Notes:		
Considered good	-	-
Considered Doubt full, Provided:	-	-
To related parties	-	-
to other body corporate	-	-
to employees	-	-
Current:		
Loans:		
to related parties	-	-
to other body corporate	-	-
to employees	-	-
Security Deposits:	-	-
Less: allowances for Doubfull loans	-	-
Total Loans	-	-
Notes:		
Considered good	-	-
Considered Doubt full, Provided:	-	-
To related parties	-	-
to other boady corporate	-	-
to employees	-	-

NOTE NO: 5 Other Financial Assets

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current		
1. Export benefits and entitlements	-	-
2. Insurance claims receivables	-	-
3. Advances towards equity/preference share capital	-	-
4. Derivative instruments:		
a) Derivative instruments at fair value	-	-
b) Cash flow hedges	-	-
c) Foreign exchange forward contracts	-	-
Total Derivative Instruments at fair value through OCI	-	-
5. Derivative instruments at fair value through profit or loss through OCI:		
Derivatives not designated as hedges	-	-
Foreign exchange forward contracts	-	-
Embedded derivatives	-	-
Total derivative instruments at fair value through profit or loss	-	-
Total Financial Assets	-	-
Current		
1. Export benefits and entitlements	-	-
2. Insurance claims receivables	-	-
3. Advances towards equity/preference share capital	-	-
4. Derivative instruments:		
a) Derivative instruments at fair value	-	-
b) Cash flow hedges	-	-
c) Foreign exchange forward contracts	-	-
Total Derivative Instruments at fair value through OCI	-	-
5. Derivative instruments at fair value through profit or loss through OCI:		
Derivatives not designated as hedges	-	-
Foreign exchange forward contracts	-	-
Embedded derivatives	-	-
Total derivative instruments at fair value through profit or loss	-	-
Total Financial Assets	-	-

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NOTE NO: 6 Income Taxes

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
a) Current Tax liability		
Opening Balance	30,75,426	30,75,426
Add: Current tax payable for the year	-	-
Less: Taxes Paid	-	-
Less: TDS Receivables/Advance Tax	-	-
Closing balances	30,75,426	30,75,426
b) Current Tax Asset		
Opening Balance		
Add: Taxes paid/TDS Receivable	-	-
Less: Current tax payable for the year	-	-
Closing Balance	-	-
c) Differed Tax Asset		
Differed tax Asset - (A)		
Provision for Employees	-	-
Warranty Provisions	-	-
Loss allowance on financial and Contract Assets	-	-
Others	-	-
Sub Total (A)	-	-
Differed tax Liability- (B)		
on Written down value of fixed assets	-	-
Others	-	-
Sub Total (B)	-	-
Total (A-B)	-	-

NOTE NO: 7 Other Non-Current Assets

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
A. Other Non-Current Assets		
Capital Advances	-	-
Advances other than capital advances	-	-
Security Deposits	11,03,000	11,03,000
Other Unsecured Advances	48,29,025	48,29,025
Pre-operative expenses not written off	-	-
Total of Other Non-Current Assets	59,32,025	59,32,025

NOTE NO: 8 Inventories

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PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
1. Raw Material	-	-
2. Packing Material	-	-
3. Work in Process	-	-
4. Finished Goods	-	-
5. Consumables & Stores and Spares	-	-
Total Inventories	-	-

Disclosure of Inventories pledged as security for

NOTE NO: 8 liabilities as follows

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
A. As at 31st March 2020		
a) Raw Material	-	-
b) Work in Process	-	-
c) Finished Goods	-	-
B. As at 31st March 2019		
a) Raw Material	-	-
b) Work in Process	-	-
c) Finished Goods	-	-
Total Inventories	-	-

NOTE NO: 9 Cash and Cash Equivalents

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
1. Cash and Cash Equivalents (Note 9.1)	1,045	1,253
2. Bank Balances other than Cash and Cash Equivalents	-	-
Total Cash and Cash Equivalents	1,045	1,253

Notes:

1. In the Balance Sheet Cash comprises cash and demand deposits.
2. Cash equivalents are held for the purpose of short term cash commitments rather than for investment or other purpose

NOTE NO: 9.1 Cash and Cash Equivalents

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Bank and Cash Balances		

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On Current Accounts:		
1. Balances with Scheduled Banks	-	-
2. Fixed Deposits	-	-
3. Cheques/drafts on hand	-	-
4. Cash on hand	1,045	1,253
Total Cash and Cash Equivalents	1,045	1,253

NOTE NO: 10 Other Current Assets

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
<u>Other Current Assets</u>		
1. Capital Advances:	-	-
Advances to Plant and Machinery	-	-
2. <u>Advances other than capital advances:</u>		
MAT Credit Entitlement	-	-
3. Security Deposits	-	-
4. Advances to Related Parties	-	-
5. Other Advances:		
GST Input	-	-
Advances for Expenses	-	-
Interest Receivable	-	-
Prepaid Expenses	-	-
TDS Receivable	-	-
Advance Tax	-	-
Others	-	-
Total of Other Current Assets	-	-

a. Equity share capital

(Amt. in Rs.)

	As at Mar 31, 2020		As at March 31, 2019	
	No. of Shares	Amount in Rs.	No. of Shares	Amount in Rs.
Authorised Equity shares of Rs. 10 each	25,000,000	250,000,000	25,000,000	250,000,000
Issued Equity shares of Rs. 10 each Subscribed and Paid-up Equity shares of Rs. 10 each fully paid-up	18,906,675	189,066,750	18,906,675	189,066,750
Total	18,906,675	189,066,750	18,906,675	189,066,750

b. Reconciliation of the number of equity shares outstanding and the amount of share capital

	As at Mar 31, 2020		As at March 31, 2019	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares Issued and Subscribed: Shares outstanding at the beginning of the year	18,906,675	189,066,750	18,906,675	189,066,750
Add: Issued During the year for cash	-	-	-	-
Add: Shares issued at ESOP trust	-	-	-	-
Shares outstanding at the end of the year	18,906,675	189,066,750	18,906,675	189,066,750

c. Terms / rights attached to equity Shares

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholdings.

d. Shares reserved for issue underwriter options

Nil

e. Detail of Rights Issues

Nil

f. details of shares held by Holding/Ultimately Holding Company

Nil

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g. Details of shares issued for consideration other than cash Nil

h. Shares in the company held by each shareholder holding more than 5 percent

Name of the Shareholder	As at Mar 31, 2020		As at March 31, 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. P Sudhakar	4,389,145	23.21%	4,389,145	23.21%
Mrs. P Sailaja	1,680,619	8.89%	1,680,619	8.89%

i. Dividend Declaration Details

Particulars	Amount in Rs.	
	As at Mar 31, 2020	As at March 31, 2019
Cash Dividend Declared for the Year 31 march 2019	-	-
Dividend Distribution Tax on final Dividend	-	-
Interim Dividend for the year ended on 31March 2020	-	-
Total	-	-
Proposed Dividend on Equity Shares		
Final Dividend for the year ended 31 March 2020		
Distribution Tax on Proposed Dividend		
Total	-	-

Note 12 Other equity

(A)

	As at Mar 31, 2020	As at March 31, 2019
Capital Reserve:		
Balance at the beginning of the year	-	-
Add: Addition During the Year	-	-
Balance at the end of the year	-	-
Securities Premium:		
Balance at the beginning of the year	275,955,000	275,955,000

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Add: Securities Premium on shares issued during the year	-	-
Balance at the end of the year	275,955,000	275,955,000
Retained earnings		
Balance at the beginning of the year	(168,079,718)	- 130,450,491
Add: Addition During the Year	(40,194,069)	(37,629,227)
Balance at the end of the year	(208,273,787)	(168,079,718)
Total other Equity	67,681,213	107,875,282

(B) Other Reserves

	As at Mar 31, 2020	As at March 31, 2019
Debtures Redemption Reserves:		
Balance at the beginning of the year	-	-
Add: Addition during the Year	-	-
Balance at the end of the year	-	-
Capital Redemption Reserves:		
Balance at the beginning of the year	-	-
Add: Addition during the Year	-	-
Balance at the end of the year	-	-
Share Warrants:		
Balance at the beginning of the year	-	-
Add: Addition during the Year	-	-
Balance at the end of the year	-	-
Total Other Reserves	-	-

NOTE NO: 13 Borrowings

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current:		
1. Bonds	-	-
2. Debentures(Secured)	-	-
3. Term loans:		
i. Secured:		
-From Banks	7,47,00,000	7,47,00,000
ii. Working Capital	-	-
iii. Deferred payment liabilities	-	-
iv. Other Loans	-	-
v. Finance lease obligations	-	-
vi. Preference shares	-	-
vii. Interest-free sales Tax deferral loan from state Govt.	-	-
4. Unsecured Loans		
Loans from Individuals other than Banks	-	-
Total	7,47,00,000	7,47,00,000
Current:		
1. Bonds	-	-
2. Debentures(Secured)	-	-
3. Term loans:		
i. Secured	18,96,36,266	18,96,36,266
ii. Working Capital	22,07,69,989	22,07,69,989
iii. Deferred payment liabilities	-	-
iv. Other Loans	-	-
v. Finance lease obligations	-	-
vi. Preference shares	-	-
vii. Interest-free sales Tax deferral loan from state Govt.	-	-
4. Unsecured Loans		
Loans from Individuals other than Banks	-	-
Total	41,04,06,255	41,04,06,255

Disclosure: 1. Non-current Term Loan of Rs. 7,47,00,000 is secured by fixed assets and guaranteed by directors and others. The loan account became NPA and the company has defaulted in making payment
2. Term Loan of Rs. 18,96,36,266 has become NPA and the company has defaulted in making the payment
3. Working Capital Loan of Rs. 22,07,69,989/- is repayable on demand. The company defaulted in making the interest payment and the CC account became NPA

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NOTE NO: 14 Trade Payables

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	
Non-Current:		
A. Trade payables		
a). Total Outstanding Dues to Micro, Small and Medium Enterprises	-	
b). Total Outstanding Dues to other than Micro, Small and Medium Enterprises	-	
Sub Total	-	
Total	-	
Current:		
A. Trade payables		
Dues to Micro, Small and Medium Enterprises	-	
Others	46,87,512	46,87,512
Sub Total		
B. Trade payables		
a). Total Outstanding Dues to Micro, Small and Medium Enterprises	-	-
b). Total Outstanding Dues to other than Micro, Small and Medium Enterprises	-	-
Total	46,87,512	46,87,512

Note: Dues to micro and small enterprises - As per Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED' Act) This information has been determined to the extent such parties have been identified on the basis of information available with the Company

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	
Principal amount remaining unpaid to any supplier as at the end of the year.	46,87,512	46,87,512
Amount of interest due remaining unpaid to any supplier as at the end of the year		
Amount of interest paid under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.		
Amount of interest due and payable for the period of delay in making payment (where the principal has been paid but interest under the MSMED Act, 2006 not paid)		
Amount of interest accrued and remaining unpaid at the end of year.		
Amount of further interest remaining due and payable even in the succeeding year		

NOTE NO: 15 Other Financial Liabilities

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current:		
1. Investor education protection fund	-	-
2. Others:		
i. Retention money for capital projects	-	-
ii. Payable towards capital expenditure	-	-
iii. Payable towards Services received	-	-
iv. Payable towards other expenses	-	-
v. Interest accrued but no due on borrowings	-	-
Total	-	-
Current:		
1. Current Maturities of Long Term Borrowings	-	-
2. Current Maturities of finance lease obligation	-	-
3. Investor education protection fund	-	-
4. Others:		
i. Retention money for capital projects	-	-
ii. Payable towards capital expenditure	-	-
iii. Payable towards Services received	-	-
iv. Payable towards other expenses	-	-
v. Interest accrued but no due on borrowings	-	-
Total	-	-

NOTE NO: 16 Provisions

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Non-Current:		
a). Provision for Employee Benefits		
For Provident Fund	-	-
For gratuity	-	-
Provision for compensated absences	-	-
b). Others	-	-
Total	-	-
Current:		
a). Provision for Employee Benefits		
For Provident Fund	-	-
For gratuity	-	-
Provision for compensated absences	-	-
b). Others	10,65,490	10,65,490

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Total	10,65,490	10,65,490
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NOTE NO: 17 OTHER CURRENT LIABILITIES:

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
a). Revenue Received in Advance Advances from customers		
b). Other Payables		
Statutory Dues Payable		
Provident fund payable		
ESI contribution payable		
Interest Payable	21,44,46,349	21,44,46,349
TDS payable		
Salaries and Wages payable		
Marketing Salaries - Field Staff Payable		
Directors Remuneration Payable		
Bonus payable		
Electricity Charges Payable		
Other Expenses Payable	1,35,52,041	117,96,919
Deposits		
Listing Fee Payable	23,91,086	
Audit fee payable	50,000	50,000
Total	23,04,39,476	22,62,93,268

NOTE NO: 18 Revenue from operations

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
A. Revenue from contracts with customers disaggregated based on nature of product or services		
Revenue from Sale of Products		
a). Sale of Manufactured Goods	-	-
b). Stock in Trade	-	-
Net Revenue	-	-
Revenue from Sale Service		
a). Software services	-	-
b). Other Services	-	-
Sub total	-	-
Other Operating Revenues		
a). Export Incentives	-	-
b). Royalty Received		
From subsidiaries and associates	-	-
From others	-	-
c). Scrap Sale	-	-

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d). Others	-	-
Sub total	-	-
Total Revenue from Operations	-	-
B. Disaggregated revenue information		
Revenue from contracts with customers disaggregated based on geography		
a). Domestic	-	-
b). Export	-	-
C). Reconciliation of Gross Revenue from Contracts with Customers		
Gross Revenue	-	-
Less: Discount	-	-
Less: Returns		
Less: Price Concession	-	-
Less: Incentives and performance bonus	-	-
Less: Goods and Service Tax	-	-
Net Revenue recognised from Contracts with Customers	-	-

C1 Terms conditions on performance warranty

C2 Credit period

C3 The Company does not have any remaining performance obligation as contracts entered for sale of goods are for a shorter duration. There are no contracts for sale of services wherein, performance obligation is unsatisfied to which transaction price has been allocated.

NOTE NO: 19 Other Income

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Interest income		
a). Financial assets mandatorily measured at fair value through profit or loss	-	-
b). Interest income on financial assets fair valued through other comprehensive income		
-Non Convertible debentures	-	-
c). Financial assets carried at amortised cost		
Tax free bonds and government bonds	-	-
Deposits with banks and others	-	-
Subtotal (i)	-	-
Dividend Income		
a). Financial assets mandatorily measured at fair value through profit or loss	-	-
b). Equity investment designated at fair value through other comprehensive income	-	-
Subtotal (ii)	-	-
Unwinding of discount on security deposits(iii)	-	-
Government grants (iv)	-	-
Rental income on Investment Properties (v)	-	-

POCHIRAJU INDUSTRIES LIMITED

Total(i+ii+iii+iv+v)	-	-
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NOTE NO: 20 Net gain on de-recognition of financial assets at amortised cost

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Profit on sale of land and buildings	-	-
Written off of liability	-	-
Total Gain	-	-

NOTE NO: 21 Net gain on reclassification of financial assets

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Profit on sale of land and buildings	-	-
Written off of liability	-	-
Total Gain	-	-

NOTE NO: 22 Cost of Material Consumed

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
A. Raw Material Consumed		
Raw materials at the beginning of the year	-	-
Add: Purchases During the year	-	-
Less: Raw materials at the end of the year	-	-
Total cost of raw material consumed	-	-
(Write down value of inventories Rs. _____ and written down value of material due to obsolescence Rs___ these amount included in the cost material consumed)		
B). Packing Material		
Packing materials at the beginning of the year	-	-
Add: Purchases During the year	-	-
Less: Packing materials at the end of the year	-	-
Total cost of packing materials consumed (B)	-	-
Total cost of Materials consumed	-	-

Changes in inventories of finished goods, work-in-progress and stock-in-trade

NOTE NO: 23

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Opening Balance		
Finished Goods	-	-

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Work in Progress	-	-
Stock in Trade (Including Goods in Transit)	-	-
Spares and Consumables	-	-
Total Opening Balnces	-	-
Closing Balance	-	-
Finished Goods	-	-
Work in Progress	-	-
Stock in Trade (Including Goods in Transit)	-	-
Spares and Consumables	-	-
Total Closing Balance	-	-
Total Changes in inventories of finished goods, work-in progress and stock-in-trade	-	-

NOTE NO: 24 Employee Benefits

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Salaries, Wages, Bonus etc.	-	1,05,450
Contribution to P.F, E.S.I and Other Statutory Funds	-	-
Employee share based payment expenses	-	-
Gratuity	-	-
Leave compensation	-	-
Post-employment pension benefits	-	-
Post-employment medical benefits	-	-
Staff welfare expenses	-	-
Total Employee benefits	-	1,05,450

NOTE NO: 25 Finance Cost

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Interest and finance charges on financial liabilities carried at amortised cost		
a). Interest on Bank Borrowings	-	-
b). Interest on Bill Discounting	-	-
c). Other Interest Expenses (Bank Charges)	-	-
Less: Amount Capitalised	-	-
Total Interest on financial liabilities carried at amortised cost	-	-
Interest on Trade payables (as per MSME Act)	-	-
Interest on delayed payment of statutory dues	-	-
Unwinding of discount on provision	-	-
Exchange difference regarded as adjustment to borrowing costs	-	-
Dividend on redeemable preference shares (including	-	-

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dividend distribution tax)		
Total Finance Cost	-	-

NOTE NO: 26 Depreciation and Amortisation Expenses

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Depreciation on plant, property and equipment	3,60,47,653	3,60,47,653
Depreciation on Investment properties	-	-
Amortisation on Intangible assets	-	-
Total depreciation and Amortisation expenses	3,60,47,653	3,60,47,653

NOTE NO: 27 Other Expenses

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Audit Fees	50,000	50,000
Conveyance	-	86,470
Electricity Charges	-	12,540
Office Maintenance	-	11,451
Printing & Stationery	11,478	32,647
Repairs & Maintenance	-	1,17,025
Telephone Expense	-	32,541
Travelling Expenses	58,064	84,741
Custody Fee	8,47,507	-
Postage & Courier	12,458	16,254
Listing Fee	23,91,086	5,26,450
Interest & Others	7,18,100	-
Advertisement	-	52,645
Professional & Consultancy Charges	33,745	46,450
Security Charges	-	26,450
Filing Fee	-	30,000
Legal Charges	-	3,26,450
Miscellaneous Expenses	23,978	24,010
Total	41,46,416	14,76,124

NOTE NO: 27.1 Payment to Auditors

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
As an Auditor		
- Audit Fees	50,000	50,000

POCHIRAJU INDUSTRIES LIMITED

<ul style="list-style-type: none"> - Tax Audit - Limited Review <p>In Other Capacity</p> <ul style="list-style-type: none"> - Taxation Matters - Company Law matters - Certification matters - Reimbursement of Expenses <p style="text-align: center;">Total Payment to Auditor</p>		
	50,000	50,000

NOTE NO: 27.2 Corporate Social Responsibility(CSR) Not Applicable to this period

PARTICULARS	As at March 31, 2020	As at March 31, 2019
	Amount in Rs.	Amount in Rs.
Amount required to be spent as per Section 135 of the Companies Act, 2013	-	-
Amount spent during the year on:	-	-

28. Contingent Liabilities not provided for and commitments:

The fixed assets of Bio-Pharma Division worth of Rs. 37.75 Crore (Net Book Value) and capital WIP of Bio-Pharma Division worth Rs. 26.30 Crore worth were auctioned by the lender banker for Rs.22.50 Crores under the provisions SARFEASI ACT. The company has filed writ petition in Honorable High Court of Andhra Pradesh and Telangana challenging the auction in total violation of provision of SARFEASI ACT. The financial statements are prepared without consideration of said sale. The effect sale will be considered in financial statements depending on outcome of the judgment.

29. Operating Segments (Ind AS 108)

The Company is in the process of Agriculture, Floriculture, operations in agriculture, Trading and cultivation of agricultural products, Pharmaceuticals, Bio Pharmaceuticals manufacturing and trading. The company does not have any revenue during the reporting period.

30. Events Reporting Period (Ind AS-10)

An entity shall adjust the amounts recognized in its financial statements to reflect adjusting events after the reporting period.

31. Construction Contracts (Ind AS -11): The company is in the business of Agriculture, Floriculture, operations in agriculture, Trading and cultivation of agricultural products, Pharmaceuticals, Bio Pharmaceuticals manufacturing and trading, hence Ind AS -11 Construction Contract not applicable.

32. Income Taxes (Ind AS 12)

Tax Expense comprises of current and deferred tax.

- **Current Tax:**

Current Tax on Income is determined and provided on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

In the year in which 'Minimum Alternative Tax '(MAT) on book profits is applicable and paid, eligible MAT credit equal to the excess of MAT paid over and above the normally computed tax, is recognized as an asset to be carried forward for set off against regular tax liability when it is probable that future economic benefit will flow to the Company within the MAT credit Entitlement period as specified under the provisions of Income Tax Act, 1961.

- **Deferred Taxes:**

Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

33. Retirement and other Employee Benefits:

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders related service.

Gratuity liability is a defined benefit obligation and the cost of providing the benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for this plan using the projected unit credit method. Actuarial gains and losses for defined benefits plan is recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

34. Related Party Disclosures (Ind AS 24):

Related Party disclosures required as per Accounting Standard (Ind AS-24) on “Related Party disclosures” issued by the Institute of Chartered Accountants of India, are as below:

a) Names of related parties and the Description of Relationship:

S.No	Name of Related Parties	Relationship
1	Sudhakar Pochiraju	Managing Director
2	Sailaja Pochiraju	Director
3	Siva Sai Sree Rama Krovvidi	Director
4	Ramaiah Abburi	Director
5	Satyanarayana Murty Suripeddi	Director

b) Related Party Transactions during the year: Nil

35. Consolidated and Separate Financial Statement (Ind AS 27):

The company has no subsidiary companies for the current reporting period. Hence consolidate and separate financial statement are not applicable.

36. Investments in Associates (Ind AS 28):

The company has not made any investments in any of its associates during the reporting period. This accounting standard has no financial impact on the financial statements for the current reporting period.

37. Interest in Joint Ventures (Ind AS 31)

The company has no interest in any Joint ventures. This accounting standard has no financial impact on the financial statements for the current reporting period.

38. Derivative instruments and un-hedged foreign currency exposure:

- a) There are no outstanding derivative contracts as at March 31, 2020 and March 31, 2019.
- b) Particulars of Un-hedged foreign currency exposure is : Nil

39. Secured Loans:

- i) Non-current Term Loan of Rs. 7,47,00,000 is secured by fixed assets and guaranteed by directors and others. The loan account became NPA and the company has defaulted in making payment.
- ii) Term Loan of Rs. 18,96,36,266 has become NPA and the company has defaulted in making the payment.
- iii) Working Capital Loan of Rs. 22,07,69,989/- is repayable on demand. The company defaulted in making the interest payment and the CC account became NPA.

40. Net Current Assets:

S. No	Particulars	As at 31 st March 2020	As at 31 st March 2019
A	Current Assets:		
1	Inventories	-	-
2	Trade Receivables	-	-

POCHIRAJU INDUSTRIES LIMITED

3	Cash and Cash equivalent	1,045	1,253
4	Current Tax Asset (Net)	-	-
5	Other Current Asset	-	-
	Total Current Assets	1,045	1,253
B	Current Liabilities:		
1	Borrowings	410,406,255	410,406,255
2	Trade Payables	4,687,512	4,687,512
3	Other Current Liabilities	230,439,476	226,293,268
4	Short term provisions	1,065,490	1,065,490
5	Current Tax Liability	3,075,426	3,075,426
	Total Current liabilities	649,674,159	645,527,951
C	Current Assets-Current Liabilities	(649,673,114)	(645,526,698)

41. Revenue from Operations:

S. No	Particulars	As at 31 st March 2020	As at 31 st March 2019
1	Sale of goods:		
	Sale of Manufactured Products	-	-
	Stock In trade	-	-
	Total	-	-
2	Revenue from Sale of Service	-	-
3	Other Operating Revenues	-	-

42. Revenue Reconciliation:

S. No	Particulars	As at 31 st March 2020	As at 31 st March 2019
1	Sale of Products”		
	Domestic	-	-
	Exports	-	-
	Gross Revenue	-	-
	Less: Discount	-	-
	Less: Returns	-	-
	Less: price Concession	-	-
	Less Incentives and Performance bonus	-	-
	Less: Goods and service Tax	-	-
	Net Revenues recognized from contracts with customers	-	-

43. Other Income:

S. No	Particulars	As at 31 st March 2020	As at 31 st March 2019
1	Interest on Deposits with With banks and Others.	-	-

44. Earnings per share:

- a) **Basic Earnings Per Share (continued operations):** there are no discontinued operations hence, EPS is presented for continued operations only.

POCHIRAJU INDUSTRIES LIMITED

(Amount in Rs.)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Nominal Value of Equity Shares (Rupees per Share fully paid-up) (A)	10	10
Profit after Tax (in Rs.) (B)	(4,01,94,069)	(3,76,29,227)
No of Shares outstanding as on 01.04.2019	1,89,06,675	1,89,06,675
Shares Issued During the Year	Nil	Nil
Weighted average number of Equity shares outstanding at the end of the year (C)	1,89,06,675	1,89,06,675
Earnings Per Share (in Rs.) – Basic (D = B÷C)	(2.13)	(1.99)

b). Diluted earnings per share (continued operations): There are no discontinued operations hence, EPS is presented for continued operations only.

(Amount in Rs.)

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
Nominal Value of Equity Shares (Rupees per Share fully paid-up) (A)	10	10
Profit after Tax (in Rs.) (B)	(4,01,94,069)	(3,76,29,227)
No of Shares outstanding as on 01.04.2019	1,89,06,675	1,89,06,675
Shares Issued During the Year	Nil	Nil
Weighted average number of Equity shares outstanding at the end of the year (C)	1,89,06,675	1,89,06,675
Dilutive Shares (D)	NIL	NIL
Earnings Per Share (in Rs.) – Diluted (E) (E = B÷C)	(2.13)	(1.99)

45. Details of Loans given, Investments made and Guarantee given covered Under Section 186(4) of the Companies Act, 2013.

The company has not extended any Corporate Guarantees in respect of loans availed by any company/firm as at March 31, 2020.

46. Auditors' Remuneration:

Particulars	March 31, 2020	March 31, 2019
Fees towards*		
Statutory Audit	50,000	50,000

*The fees is exclusive of GST

47. Dues to Micro Small and Medium Enterprises:

Disclosure required as per section 22 of the Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act.) as at 31.03.2020.

SL No	Description	March 31, 2020
1	Principal amount due to suppliers under MSMED	NIL
2	Interest accrued and due to suppliers covered under MSMED on the above amount, unpaid	NIL
3	Payment made to suppliers (with Interest) beyond the appointed day during the year.	NIL
4	Payment made to suppliers (other than interest) beyond the appointed day during the previous year	NIL
5	Interest paid to suppliers covered under MSMED	NIL
6	Interest due & Payable to suppliers covered under MSMED Act., towards payments already made.	NIL

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with company.

48. Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

49. Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults.

The company makes an allowance for doubtful debts/advances using expected credit loss model.

50. Liquidity risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre requirements. The Company's exposure to liquidity risk is minimal as the promoters of the company is infusing the funds based on the requirements.

51. Amounts have been rounded off to nearest Rupee.

**As per our report of even date
For V. RAVI & CO.,
Chartered Accountants
Firm Registration No.006492S**

**for and on behalf of the Board
For POCHIRAJU INDUSTRIES LIMITED**

Sd/-

**CA. D. Ramesh Kumar
Partner
Membership No. 217139
Place: Hyderabad
Date: 25-06-2020**

**SUDHAKAR POCHIRAJU
Managing Director
DIN: 00164844**

**SAILAJA POCHIRAJU
Director
DIN: 01628962**

POCHIRAJU INDUSTRIES LIMITED

POCHIRAJU INDUSTRIES LIMITED

1/102, Satyamangalam Village, Thummanapalli Post, Hosur (Tq) Krishnagiri (Dt), T N – 635 105

ATTENDANCE SLIP

I hereby record my/our presence at the 25th Annual General Meeting of the Company at the registered office on 26th December 2020 at 0.0 0 A.M.

Name of the Shareholder/ Proxy* _____ No. of Shares Held: _____

FOLIO No.	DP ID:	CLIENT ID:
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Signature of the Shareholder/Proxy*	
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Notes:

1. Shareholder/Proxy holder wishing to attend the meeting must bring the Admission Slip and hand over at the entrance duly signed.
2. **No gifts / Coupons will be distributed at the Annual General Meeting.**
3. Shareholder/Proxy should bring his/her copy of the Annual Report.

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POCHIRAJU INDUSTRIES LIMITED

Reg. Off: 1/102. Satyamangalam Village, Thummanapalli Post, Hosur (Tq) Krishnagiri (Dt), T N 635105

PROXY FORM

FOLIO No.	DP ID:	CLIENT ID:
------------------	---------------	-------------------

I/We _____ of _____ in the District of _____ being a member(s) of the above named company, hereby appoint Mr./Mrs./Ms _____ in the District of _____ as my/our Proxy to attend and vote for me /us on my/ our behalf at the 25th Annual General Meeting of the Company to be held at Registered office of the company at 11.30 A.M on Saturday 26.12.2020 and at any adjournment thereof.

Signed this-----day of -----2020

Address-----

No. of shares: _____

Signature: _____

Note: The proxy in order to be effective must reach duly filled and signed in at least 48 (forty-eight) hours before the time of holding the aforesaid meeting. A proxy need not be a member.

Affix Re.1/- Revenue Stamp

**PRINTED MATTER
BOOK-POST**



If Undelivered please return to:

POCHIRAJU INDUSTRIES LIMITED

Plot No:7, Phase – II, Alexandria Knowledge Park

Kolthur Village, Shameerpet Mandal,

Ranga Reddy Dist.-500 078. Telangana.