



**GREENTECH MEGA FOOD PARK LIMITED**

**ग्रीनटेक मेगा फूड पार्क लिमिटेड**

**ANNUAL RETURN**

**2017-2018**

**GREENTECH MEGA FOOD PARK LTD.**

Regd Office: Village & Tehsil Roopangarh, Bhadun Road, Ajmer -305814 (Raj.)  
Corp. office : A-2, Ganpati Enclave, Civil Lines, Ajmer Road, Jaipur-302006 (Raj.) Tel. : 0141-4017190  
E-mail : greentechfood@gmail.com CIN NO. : U45201RJ2012PLC039560



## ***Notice of 6<sup>th</sup> Annual General Meeting***

Notice is hereby given that the **6<sup>th</sup> Annual General Meeting** of the Members of Greentech Mega Food Park Limited will be held on Saturday, 22<sup>nd</sup> day of September, 2018 at 12:00 noon at the Registered Office of the company at Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814 (Rajasthan), to transact the following business(s):

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### **ORDINARY BUSINESS:-**

1. To receive, consider and if found fit, adopt the Financial Statements of the Company for the year ended on 31<sup>st</sup> March, 2018 and the Reports of Directors and Auditor thereon.
2. To ratify the appointment of **M/s. Gangwal Arun & Co., Chartered Accountants [FRN: 003698C]** as the statutory auditor of the Company and if thought fit, to pass the following resolution with or without modification as an Ordinary Resolution.

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 read with the Companies (Audit and Auditors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), appointment of **M/s. Gangwal Arun & Co., Chartered Accountants, [FRN: 003698C]** as the Statutory Auditor of the Company, for a period of 5 years in the 2<sup>nd</sup> Annual General Meeting (AGM) held on 29<sup>th</sup> September, 2014, which was subject to ratification by members in every Annual General Meeting of the company and who has confirmed their eligibility to continue as Statutory auditor in the terms of provisions of section 141 of the Companies Act, 2013 and the relevant rules, be and is hereby ratified and confirmed as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration plus other tax as applicable and reimbursement of out-of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf.”

3. To consider the appointment of a Director in place of Mr. Varun Chaudhary [DIN: 05203081], who retires by rotation and being eligible, offers himself for reappointment.
4. To consider the appointment of a Director in place of Mr. Ajay Kumar Gupta [DIN: 00773700], who retires by rotation and being eligible, offers himself for reappointment.

## **SPECIAL BUSINESS:-**

5. To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolution:-

**“RESOLVED THAT** pursuant to the provisions of the Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the companies (appointment and qualification of director) rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), **Mr. Yash Todi [DIN: 08034207]**, who was appointed as an Additional Director by the Board of Directors of the Company w.e.f. March 20<sup>th</sup>, 2018 and who holds office as such up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** any one Director or Company Secretary of the company be and is hereby severally authorised to sign any document and file e-Form no. DIR-12 and other requisite forms and returns along with necessary documents and attachments with the concerned Registrar of Companies and to make necessary entries and to do all necessary act, deed and things to give effect to the aforesaid resolutions.”

6. To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolution:-

**“RESOLVED THAT** pursuant to the provisions of the Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the companies (appointment and qualification of director) rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), **Mr. Veerendra Meel [DIN: 00949963]**, who was appointed as an Additional Director by the Board of Directors of the Company w.e.f. June 15<sup>th</sup>, 2018 and who holds office as such up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.”

**“RESOLVED FURTHER THAT** any one Director or Company Secretary of the company be and is hereby severally authorised to sign any document and file e-Form no. DIR-12 and other requisite forms and returns along with necessary documents and attachments with the concerned Registrar of Companies and to make necessary entries and to do all necessary act, deed and things to give effect to the aforesaid resolutions.”

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

**“RESOLVED THAT** pursuant to the provisions of the Section 94 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendations of the Board of Directors, the approval of the members of the company be and is hereby accorded for keeping the registers required to be maintained under section 88 along with copies of annual return as prepared under section 92 and other relevant documents of the company at its corporate office situated at A-2, Ganpati Enclave, Civil Lines, Ajmer Road, Jaipur-302006 (Rajasthan) instead of the Registered office of the company.”

**“RESOLVED FURTHER THAT** any one Director or Company Secretary of the company be and is hereby severally authorised to sign any document and other requisite forms and returns along with necessary documents and attachments with the concerned Registrar of Companies and to make necessary entries and to do all necessary act, deed and things to give effect to the aforesaid resolutions.”

**By the order of the Board of Directors  
For Greentech Mega Food Park Ltd.**

Place: Jaipur  
Date: 31.08.2018

Sd/-  
Arpita Gupta  
(Company Secretary)  
ICSI Membership No. 44352  
Address: A-2, Ganpati Enclave Civil  
Lines, Ajmer Road, Jaipur -302006,  
C-Scheme, Jaipur (Raj.)

## **NOTES:-**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Businesses to be transacted at the meeting is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND A PROXY NEED NOT BE A MEMBER. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percentage of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours (Sunday is included in computation of 48 hours) before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.
3. Members are requested to notify immediately any change in their Address to the Company.
4. The Notice of AGM, Proxy Form and Attendance Slip are attached herewith.
5. As per SS-II, for convenience of members, route map of the venue of AGM is attached herewith.

**Explanatory Statement as required under section 102 of Companies Act, 2013**

**Item No.5:-**

**Mr. Yash Todi [DIN: 08034207]** was appointed as the Additional Director w.e.f. March 20<sup>th</sup>, 2018 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013, the above additional director holds office up to the date of the ensuing Annual General Meeting. In this regard the Board of Directors of the Company is proposing the candidature of Mr. Yash Todi for appointment as Directors of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

The Board considers that their association would be of immense benefit to the Company and it is desirable to avail their services as Director. Accordingly, the Board recommends the resolution No. 5 of this notice as Ordinary Resolution.

None of the directors (except Mr. Yash Todi), their relatives or KMP of the company, is interested in the proposed resolution.

**Item No.6:-**

**Mr. Veerendra Meel [DIN: 00949963]** was appointed as the Additional Director w.e.f. June 15<sup>th</sup>, 2018 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above additional director holds office up to the date of the ensuing Annual General Meeting. In this regard the Board of Directors of the Company is proposing the candidature of Mr. Veerendra Meel for appointment as Directors of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013.

The Board considers that their association would be of immense benefit to the Company and it is desirable to avail their services as Director. Accordingly, the Board recommends the resolution No. 6 of this notice as Ordinary Resolution.

None of the directors (except Mr. Veerendra Meel), their relatives or KMP of the company, is interested in the proposed resolution.

### **Item No.7:-**

The registered office of the company is situated at Village & Tehsil Roopangarh, Bhadun Road, Ajmer, Rajasthan and the corporate office of the company is at A-2, Ganpati Enclave, Civil Lines, Ajmer Road, Jaipur, Rajasthan.

However, keeping in view the easy access of records, easy approach to Bank, availability of legal & secretarial staff, for ease of administration and cost effectiveness and for any other safety & security reasons, the Board desires to keep its records, registers, return and other relevant documents of the Company at its corporate office at A-2, Ganpati Enclave, Civil Lines, Ajmer Road, Jaipur, Rajasthan, which will enable the Company to conduct its operations more economically and efficiently. Accordingly, the Board recommends the resolution No. 7 of this notice as Special Resolution.

The proposed change will in no way be detrimental to the interest of any member or Employees or other Associates of the Company in any manner whatsoever.

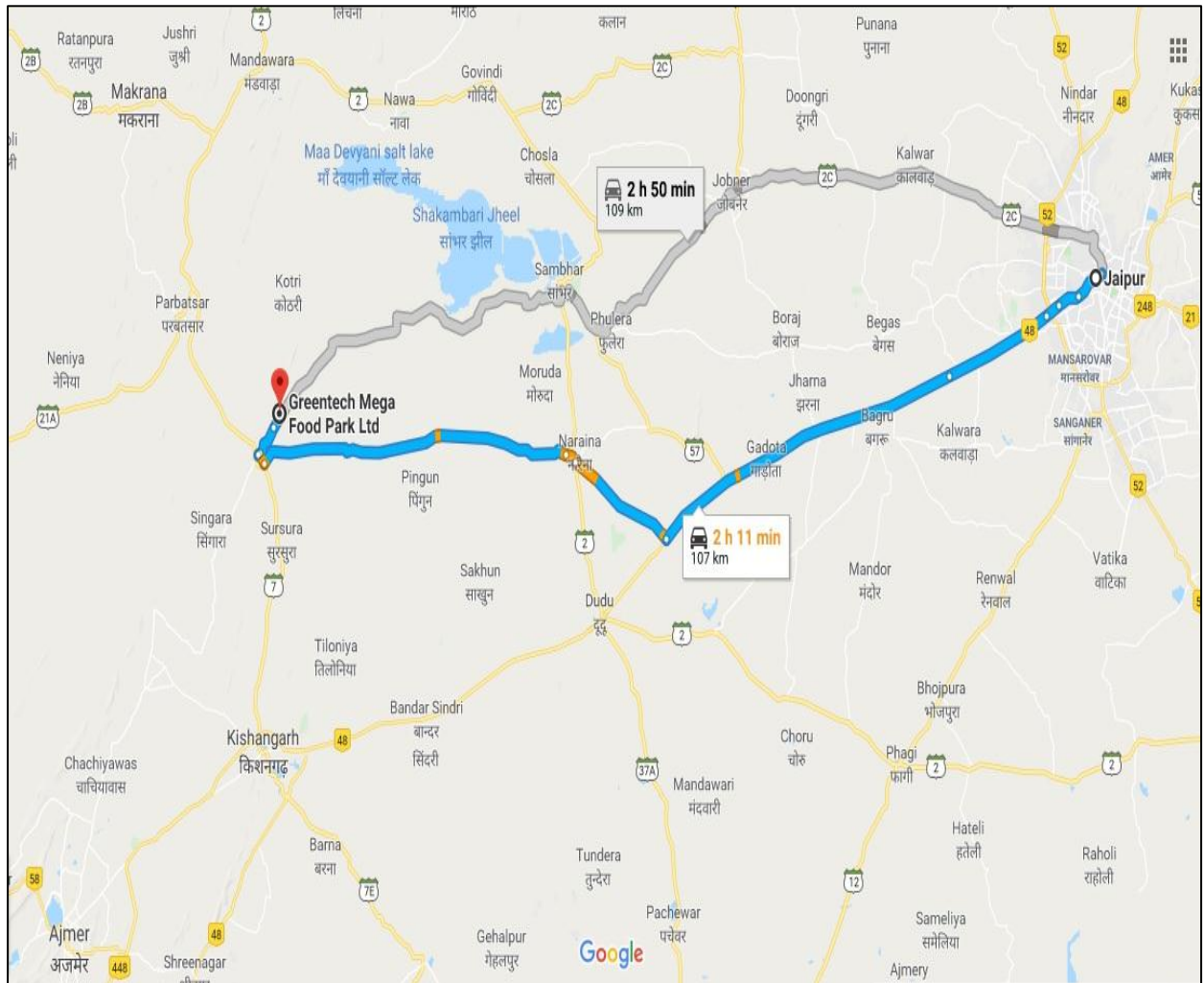
None of the directors, along with their relatives or KMP of the company, is interested in the proposed resolution.

**By the order of the Board of Directors  
For Greentech Mega Food Park Ltd.**

Place: Jaipur  
Date: 31/08/2018

Sd/-  
Arpita Gupta  
(Company Secretary)  
ICSI Membership No. 44352  
Address: A-2, Ganpati Enclave Civil  
Lines, Ajmer Road, Jaipur -302006,  
C-Scheme, Jaipur (Raj.)

**Route Map of the venue of 6<sup>TH</sup> Annual General Meeting of the company:-**





**GREENTECH MEGA FOOD PARK LIMITED**

CIN: U45201RJ2012PLC039560

REG. OFFC: VILLAGE & TEHSIL ROOPANGARH, BHADUN ROAD, AJMER-305814  
(RAJ.)

**ATTENDANCE SLIP**

Regd. Folio No.\_\_\_\_\_/DP ID\_\_\_\_\_ Client ID/Ben. A/C \_\_\_\_\_No. of  
shares

held\_\_\_\_\_

I/we certify that I/we am/are a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my/our presence at the 6th Annual General Meeting of the Company to be held on Saturday, 22th day of September, 2018 at 12:00 noon at the Registered Office of the company at Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814

Member's/Proxy's name (In Block Letters)

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the meeting venue.

## **MGT-11**

### **PROXY FORM**

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

CIN : U45201RJ2012PLC039560  
Company Name : Greentech Mega Food Park Limited  
Registered office : Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814

Name of the Member(s):

Registered Address:

E-mail Id:

Folio No/ Clint Id:

DP ID:

I/ We being the member of ....., holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature: (or failing him)

2. Name:

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 6<sup>th</sup> Annual General Meeting of members of the Company, to be held on ..... at the Registered office of the Company at Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814 (Rajasthan), and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1 .....

2 .....

3 .....

4 .....

Affix Revenue  
Stamp

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

Signature of Shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.**

## **DIRECTORS' REPORT**

**To  
The Members  
Greentech Mega Food Park Limited**

Your Board of Directors have pleasure in presenting their Sixth Annual Report of the company along with Audited financial Statements and auditor's report, on the business and operations of the Company and the accounts for the financial year ended 31<sup>st</sup> March, 2018.

### **1. Financial Summary / Highlights:-**

The Standalone Financial Statement of the company, for the year ended March, 2018 is summarized as follows:-

<b>PARTICULARS</b>	<b>2017-18 (Rs.) (Current Year)</b>	<b>2016-17 (Rs.) (Previous Year)</b>
Gross Total Income	75,21,932	46,05,036
Profit Before Interest & Depreciation	16,14,973	46,05,036
Less : Finance Charges	37,80,587	-
Profit Before Depreciation & Tax	(21,65,614)	46,05,036
Less : Provision For Depreciation	78,98,943	-
Net Profit Before Tax	(1,00,64,557)	46,05,036
Tax Expense:-		
Current Tax	-	13,75,524
Deferred Tax	-	-
Net Profit After Tax	(1,00,64,557)	32,29,512
Surplus Profit Transferred to Balance Sheet	(1,00,64,557)	32,29,512

### **2. State of Company Affairs:-**

Your company is engaged in the development of Infrastructural and allied facilities throughout the year under the Mega Food Park Project situated at Village & Tehsil Roopangarh, Ajmer, Rajasthan. This project is approved under the Mega Food Park Scheme of the Ministry of Food Processing Industries, Government of India. During the year, the food park was inaugurated on 29<sup>th</sup> day of March, 2018.

Your directors are optimistic about the company's business and hopeful of better performance with increased revenue in the coming year.

### **3. Annual Return at Website:**

The annual return of the company is placed at the official website of the company at [www.gtmfp.in](http://www.gtmfp.in)

#### 4. Applicability of IND AS:-

The Ministry of Corporate affairs (MCA) vide its Notification No. G.S.R. 111(E) in the official gazette of India, dated February 16, 2015 notified the Indian Accounting Standards (IND AS), which is applicable to certain class of companies. IND AS has replaced the existing Indian GAAP prescribed under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014. The company has adopted the IND AS from April 01<sup>st</sup>, 2017 and the date of transition is April 01<sup>st</sup>, 2016.

#### 5. Credit Rating:-

Your company has been awarded the rating of 'CARE BB; Stable' by CARE on its long term and short term debt programmes.

#### 6. Change in the Nature of business:-

There was no change in the nature of the business of the company during the financial year 2017-2018.

#### 7. Change in the Registered Office:-

During the year, the registered office of the company has been shifted from A-6, Royal Ensign, Prithvi Raj Road, C-scheme, Jaipur-302001 (Rajasthan) to Village & Tehsil Roopangarh, Bhadun Road, Ajmer -305814 (Rajasthan) effective from 30/09/2017.

#### 8. Dividend:-

The Board of Directors of the company has not recommended any dividend during the financial year ending on 31<sup>st</sup> March, 2018 as the company is not having distributable profits.

#### 9. Transfer to Reserve:-

During the period under review, Rs. (-1,00,64,557)/- has been transferred to Reserves and Surplus of the Company.

#### 10. Equity Share Capital Structure of the Company:-

Equity Share Capital	<u>As on 01.04.2017</u>	<u>Changes during the Financial Year 2017-2018</u>		<u>As on 31.03.2018</u>
Authorised Share Capital	Rs. 34,00,00,000/-  (Divided into 3,40,00,000 Nos. of Equity Shares of Rs. 10/- each.)	<u>Date</u>	<u>Event</u>	Rs. 40,00,00,000/-  (Divided into 4,00,00,000 Nos. of Equity Shares of Rs. 10/- each.)
		30.09.2017	Increased by 60,00,000 Nos. of Equity Shares of Rs. 10/- each.	
Subscribed & Paid-up Share Capital	Rs. 25,85,15,230/-  (Divided into 2,58,51,523 Nos. of Equity Shares of Rs. 10/- each.)	<u>Date</u>	<u>Event</u>	Rs. 34,00,00,000/-  (Divided into 3,40,00,000 Nos. of Equity Shares of Rs. 10/- each.)
		18.04.2017	Allotment of 19,46,608 Nos. of Equity Shares of Rs. 10/- each.	
		18.07.2017	Allotment of 62,01,869 Nos. of Equity Shares of Rs. 10/- each.	

After completion of reporting period 2017-2018, further share capital of Rs. 6.00 Crores (having 60 lakhs nos. of equity shares of Rs. 10/- each) has also been received from the existing shareholders of the company under right issue. Thereafter the company has total Subscribed & paid up share capital of Rs. 40.00 Crores.

The company has no other type of share capital except Equity Shares, forming part of the paid up capital of the company.

#### **11. Directors & Key Managerial Personnel:-**

During the financial year 2017-2018, the following changes were made in the Directorship and KMP of the Company:-

S/No.	Name	Event	Designation	Effective Date
1	Mr. Ajay Kumar Gupta	Appointment	Executive Director	01-04-2017
2	Mr. Atma Ram Gupta	Cessation	Managing Director	07-06-2017
3	Mr. Varun Chaudhary	Change in Designation	Managing Director	07-06-2017
4	Mr. Akshay Mamodia	Appointment	Additional Director	07-06-2017
		Change in Designation	Director	30-09-2017
5	Mr. Pradeep Kumar Khetan	Appointment	Additional Director	07-06-2017
		Change in Designation	Director	30-09-2017
6	Mr. Ghanshyam Goyal	Appointment	Additional Director	18-07-2017
		Change in Designation	Director	30-09-2017
7	Mr. Sunil Bansal	Cessation	Director	18-07-2017
8	Mr. Vimal Singhvi	Cessation	Director	18-07-2017
9	Ms. Neeta Boochra	Change in Designation	Independent Director	30-09-2017
10	Mr. Purushottam Dass Goel	Cessation	Independent Director	01-12-2017
11	Mr. Surja Ram Meel	Cessation	Director	23-12-2017
12	Mr. Yash Todi	Appointment	Additional Director	20-03-2018

After completion of reporting period 2017-2018, Mr. Gyan Prakash was appointed as Independent Director of the company w.e.f. 13.04.2018 and Mr. Veerendra Meel was appointed as Additional Director of the company w.e.f. 15.06.2018.

Moreover, in accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, Mr. Varun Chaudhary (Managing Director) and Mr. Ajay Kumar Gupta (Executive Director) are liable to retire by rotation at the forthcoming 6<sup>th</sup> Annual General Meeting (AGM) and being eligible, have offered themselves for their re-appointment. Their re-appointment is being placed for seeking your approval at the AGM.

#### **12. Particulars of Employees:-**

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, during the reporting period none of employees is drawing up to and exceeding salary up to and exceeding the limit specified in the said rules. Hence, no information is required to be appended to this report in this regard.

### **13. Board Meeting during the Financial Year 2017-18:-**

During the year under review, the Board of the directors of the company met total 9 (Nine) times. The details of the Board meetings and the attendance of the directors are provided in below table. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Proper Notices along with Agenda were given and the proceeding were properly recorded and minutes are signed and entered in the minutes book as required by the Article of Association of the company and the Companies Act, 2013.

S.No.	Date of Board Meeting	No. of Board Meeting	No. of Directors Entitled to Attend Meeting	No. of Directors Attended Meeting
1.	08.04.2017	51	11	4
2.	15.04.2017	52	11	5
3.	07.06.2017	53	11	7
4.	18.07.2017	54	12	4
5.	02.09.2017	55	11	4
6.	01.10.2017	56	11	5
7.	08.11.2017	57	11	5
8.	25.12.2017	58	11	6
9.	20.03.2018	59	9	6

### **Attendance of Directors at Board Meetings and Last Annual General Meeting of the company:-**

S/No.	Directors	Designation	Datewise Attendance at the Board Meeting held during F.Y.2017-2018										Attendance at last AGM dated 30-09-2017
			08-04-2017	15-04-2017	07-06-2017	18-07-2017	02-09-2017	01-10-2017	08-11-2017	25-12-2017	20-03-2018		
1	Mr. I.C. Agarwal	Chairman & Director	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
2	Mr. Atma Ram Gupta	Managing Director (Ceased)	x	✓	✓	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
3	Mr. Varun Chaudhary	Managing Director	x	x	✓	x	x	✓	x	x	✓	✓	
4	Mr. L.C. Jain	Nominee Director	x	x	✓	x	x	x	x	x	x	x	
5	Mr. Binod Kumar Chaudhary	Director	x	x	x	x	x	✓	x	x	x	✓	
6	Mr. Surja Ram Meel	Director (Ceased)	✓	✓	✓	x	x	x	✓	✓	N.A.	✓	
7	Mr. Ajay Kumar Gupta	Executive Director	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	
8	Mr. Sunil Bansal	Director (Ceased)	✓	x	x	x	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
9	Mr. Vimal Singhvi	Director (Ceased)	x	x	x	x	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
10	Mr. Purushottam Dass Goel	Independent Director (Ceased)	x	✓	✓	✓	✓	x	✓	✓	N.A.	✓	
11	Ms. Neeta Boochra	Independent Director	x	x	x	x	✓	x	x	x	✓	x	
12	Mr. Ghanshyam Goyal	Director	N.A.	N.A.	N.A.	N.A.	x	✓	✓	✓	x	✓	
13	Mr. Akshay Mamodia	Director	N.A.	N.A.	N.A.	✓	x	x	x	✓	✓	✓	
14	Mr. Pradeep Kumar Khetan	Director	N.A.	N.A.	N.A.	x	x	x	x	x	✓	x	
15	Mr. Yash Todi	Additional Director	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	x	

In addition to the above, a meeting of the Independent Directors was held on 14/10/2017 in compliance with the Section 149(8) read with Schedule V to the Companies Act, 2013. The said meeting was attended by Mr. Purushottam Dass Goel (Independent Director) and Mrs. Neeta Boochra (Independent Director). It is confirmed that there is no relationship between the directors inter-se.

#### **14. Committees of the Board of Directors:-**

The company had following committees:-

- Audit Committee
- Nomination & Remuneration Committee

The details of all the committees of the Board along with their composition and meetings held during the year are provided as under:

##### **AUDIT COMMITTEE:-**

The Committee comprises of non-executive directors of the company. During the financial year 2017-2018, Mr. Purushottam Dass Goel (Independent Director & Chairman of the committee) has been resigned on 01/12/2017 and Mr. Surja Ram Meel (Director & Member of the committee) has been resigned on 23/12/2017. Thereafter, Mr. Yash Todi (Additional Director) has been appointed member of this committee w.e.f. 20/03/2018.

##### **Composition, Meetings & Attendance:-**

During the year 2017-2018, three meetings of the Audit Committee of the Board of Directors were held on 15/07/2017, 31/08/2017 and 10/03/2018.

S.No.	Name	Nature of Directorship	Status in Committee	Status as on 31/03/18	Meeting held during their tenure	Number of meeting attended
1	Mr. Purushottam Dass Goel	Independent Director	Chairman	Resigned	2	2
2	Mrs. Neeta Boochra	Independent Director	Member	Member	3	1
3	Mr. Surja Ram Meel	Director	Member	Resigned	2	2
4	Mr. Yash Todi	Additional Director	Member	Member	0	0

The Company Secretary acts as the Secretary of the Committee.

##### **NOMINATION AND REMUNERATION COMMITTEE:-**

The Committee comprises of non-executive directors of the company. During the financial year 2017-2018, Mr. Purushottam Dass Goel (Independent Director & Chairman of the committee) has been resigned on 01/12/2017 and Mr. Surja Ram Meel (Director & Member of the committee) has been resigned on 23/12/2017. Thereafter, Mr. Yash Todi (Additional Director) has been appointed member of this committee w.e.f. 20/03/2018.

##### **Composition, Meetings & Attendance:-**

During the year 2017-2018, four meetings of the Nomination & Remuneration Committee of the Board of Directors were held on 05/06/2017, 15/07/2017, 23/12/2017 and 10/03/2018.

S.No.	Name	Nature of Directorship	Status in Committee	Status as on 31/03/2018	Meeting held during their tenure	Number of meeting attended
1	Mr. Purushottam Dass Goel	Independent Director	Chairman	Resigned	3	2
2	Mrs. Neeta Boochra	Independent Director	Member	Member	4	2
3	Mr. Surja Ram Meel	Director	Member	Resigned	3	2
4	Mr. Yash Todi	Additional Director	Member	Member	0	0

The Company Secretary acts as the Secretary of the Committee.

This committee has formulated the criteria for determining qualifications, positive attributes, independence of director and remuneration of directors, KMP and other employees as per the standard policy of the company and in accordance with the provisions of the section 178 (4) of the companies act, 2013.

**15. Details of Subsidiary/ Joint Ventures/ Associate Companies:-**

During the reporting period no company has become or ceased to be the subsidiary / joint venture / Associates to our company.

**16. Declaration by Independent Director(s):-**

As referred under section 134 (d) of the Companies Act, 2013, the independent directors have individually declared to the Board that they meet the “criteria of independence” laid down in Section 149(6) of the Companies Act, 2013

**17. Formal Annual Evaluation:-**

The Company followed the standard evaluation process with specific focus on the performance vis-à-vis the plans, meeting challenging situations, performing leadership role within, and effective functioning of the Board. The evaluation process invited, through IT enabled platform, and graded responses to a structured questionnaire for each aspect of the evaluation viz. time spent by each of the directors; accomplishment of specific responsibilities and expertise; conflict of interest; integrity of the Director; active participation and contribution during discussions.

For the financial year 2017-18, the annual performance evaluation was carried out which included evaluation of the Board, independent directors, non-independent directors, executive directors, Chairman, Committees of the Board, quantity, quality and timeliness of information to the Board. The independent directors evaluated all non-independent directors, the Board, the Committees, the Chairman and the information to the Board. The Nomination and Remuneration Committee and the Board evaluated performance of the independent directors, the Board itself, the Chairman, the Executive Directors, the Committees of the Board, the information provided to the Board. All results were found satisfactory.

**18. Auditors:-**

**STATUTORY AUDITOR:-**

In the 2<sup>nd</sup> Annual General Meeting (AGM) of the Company held on 29<sup>th</sup> September, 2014, M/s Gangwal Arun & Co., Chartered Accountants, (FRN: 003698C) had been reappointed as the Statutory Auditors of the Company to hold office from the conclusion of the 2<sup>nd</sup> AGM until the conclusion of the 7<sup>th</sup> AGM of the company subject to ratification by the members of the company at Every Annual General Meeting. Being eligible and qualified in the terms of the provisions of the Companies Act, 2013, the Board has proposed the ratification of appointment of M/s. Gangwal Arun & Co., Chartered Accountants as Statutory Auditors of the company for the F.Y. 2018-2019 in the ensuing Annual General Meeting as per the provisions of 139 of the Companies Act, 2013.

The company has received confirmation from M/s. Gangwal Arun & Co., Chartered Accountants, to the effect that their proposed ratification, if made, would be within the limits prescribed under section 139 of the Companies Act, 2013.



#### COST AUDITOR:-

During the reporting period 2017-2018, the company is not falling under the ambit of section 148 of the Companies Act, 2013 read with the companies (Cost Records and Audit) Amendment Rules, 2014 in relation to the maintenance & audit of cost and related records of the company.

#### SECRETARIAL AUDITOR:-

During the reporting period 2017-2018, the company is not falling under the ambit of section 204 of the Companies Act, 2013 read with the companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in relation to the audit of secretarial and related records of the company.

#### **19. Auditors' Report:-**

The Auditors' Report for the year ended March, 2018 does not contain any qualification, reservation or adverse remark or disclaimer. Notes to accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

#### **20. Internal Audit & Controls:-**

Your Company has adequate internal controls and processes in place with respect to its financial statements, which provides reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements. These controls and processes are driven through various policies, procedures and certification. The processes and controls are reviewed periodically. The Company has a mechanism of testing the controls at regular intervals for their design and operating effectiveness to ascertain the reliability and authenticity of financial information.

#### **21. Risk Management Policy:-**

The Board of Directors of the Company identify, evaluate business risks and opportunities. The Directors of the Company take pro-active steps to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. Presently no material risk has been identified by the directors except of general business risks, for which the Company is leveraging on their expertise and experience.

#### **22. Extract of Annual Return:-**

In compliance with the provision of section 134(3)(a) and 92(3) of the Companies Act, 2013, read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return as on 31<sup>st</sup> March, 2018 in Form **MGT-9** as a part of this Report and attached as **ANNEXURE I.**]

#### **23. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report:**

In terms of the section 134(3)(1) of the Companies Act, 2013, except as disclosed elsewhere in this report, there are no material changes and commitments have occurred, between the end of the financial year and the date of this report, which may materially affect the financial position of the company or having any material impact on the operations of the company.

**24. Deposits:-**

During the reporting period, the company has not accepted any deposit falling within the ambit of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. Our Company has not accepted any deposit in earlier years, as such question of unpaid or unclaimed deposit and default in repayment does not arise.

**25. Particulars of Loans, Guarantees or Investments under section 186:-**

During the period under review, the company did not provide any Loan, Guarantee and make any Investment, which attract the provision of section 186 of the Companies Act, 2013.

**26. Particulars of Contracts or arrangements with Related Parties under section 188:-**

All related party transactions that were entered into during the financial year 2017-18, were on an arm's length basis and were in the ordinary course of business and also in accordance with the provisions of Companies Act, 2013 along with the rules made there under. There were no material significant related party transactions made by the Company (considering the materiality thresholds as prescribed sub section (1) of the section 188 of the Companies Act, 2013), with Promoters, Directors, Key Managerial Personnel or other designated persons, which may have a potential conflict with the interest of the Company. Accordingly, no disclosures are required to be reported, in respect of the Related Party Transactions, in the prescribed Form AOC-2 in terms of Section 134 of the Act.

Suitable "Related Party Disclosure" as required by the IND AS-24 has been made in the Notes to the Financial Statements.

**27. Corporate Social Responsibility (CSR): -**

As the company does not fall under the criteria specified under section 135 (Corporate Social Responsibility) of the Companies Act, 2013 along with rules made thereunder and the disclosure required to made pursuant to said provisions are not applicable to the company.

**28. Obligation of Company Under the Sexual Harassment of Woman at Workplace (Prevention, Prohibition And Redressal) Act, 2013:-**

Your company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of employees. Your directors' further state that during the financial year 2017-18, no complaint has been received pursuant to the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**29. Conservation of Energy, Technology Absorption and Foreign Exchange and Outgo:-**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

**I. Conservation of energy:**

The Company's operations are not energy-intensive and as such involve low energy consumption. Therefore, no need to take adequate measures to conserve the consumption of energy.

**II. Technology absorption:**

Operations of the company do not involve any kind of special technology and there was no expenditure on research & development during this financial year.

**III. Foreign exchange earnings and Outgo:**

During the year, the total foreign exchange used and the total foreign exchange earned was NIL.

**30. Director Responsibility Statement:-**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state 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 ended on 31<sup>st</sup> March, 2018 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 devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**31. Significant and material order passed by regulators/courts/tribunals:-**

No significant and material order was passed by the regulators or courts or tribunals, which would have impacted the going concern status and your Company's operations in future except the legal proceedings going on company's land at Nagaur and against the stamp duty exemption availed under RIPS 2010 (Rajasthan Investment Promotion Scheme, 2010). These matters are under judiciary and your company is endeavouring to resolve aforesaid issues at the earliest.

**32. Compliance with Secretarial Standards:-**

Your Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

**33. Other Matter:-**

During the year under report your Company has not made any provision of money for the purchase of, or subscription for, shares in your Company, to be held by or for the benefit of the employees of your Company and hence, the disclosure as required under Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is not required.

**34. Acknowledgements:-**

The Board of directors of your Company acknowledges its sincere appreciation for the support extended by various departments of Central and State Government and others. The Board also takes this opportunity to express its deep gratitude for the continuous support received from the Shareholders. An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

**On behalf of the Board of Directors**

**For Greentech Mega Food Park Limited**

**Place: Jaipur**

**Date: 31/08/2018**

Sd/-  
Ishwar Chand Agarwal  
Din: 00011152  
(Chairman & Director)  
Add: 12, Dwarkapuri, Jamnalal  
Bajaj Marg  
C-Scheme, Jaipur 302001 (Raj.)

Sd/-  
Pradeep Kumar Khetan  
Din: 01227602  
(Director)  
Add: Khetan Bhawan, Seuni  
Ali, A.T.Road, Jorhat -  
785001 (Assam)

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.**

1	CIN	U45201RJ2012PLC039560
2	Registration Date	20.07.2012
3	Name of the Company	<b>GREENTECH MEGA FOOD PARK LIMITED</b>
4	Category/Sub-category of the Company	Indian Non-Govt. Company Having Share Capital
5	Address of the Registered office & contact details	Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814, Rajasthan. Tel. No.: 0141-4017190
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N/A

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company

SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section

[illegible]

a) Mutual Funds			-	0.00%			-	0.00%	0.00%
b) Banks / FI			-	0.00%			-	0.00%	0.00%
c) Central Govt			-	0.00%			-	0.00%	0.00%
d) State Govt(s)			-	0.00%			-	0.00%	0.00%
e) Venture Capital Funds			-	0.00%			-	0.00%	0.00%
f) Insurance Companies			-	0.00%			-	0.00%	0.00%
g) FIs			-	0.00%			-	0.00%	0.00%
h) Foreign Venture Capital Funds			-	0.00%			-	0.00%	0.00%
i) Others (specify)			-	0.00%			-	0.00%	0.00%
<b>Sub-total (B)(1):-</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian			-	0.00%			-	0.00%	0.00%
ii) Overseas			-	0.00%			-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh				0.00%				0.00%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh			-	0.00%			-	0.00%	0.00%
c) Others (specify)									
Non Resident Indians			-	0.00%			-	0.00%	0.00%
Overseas Corporate Bodies			-	0.00%			-	0.00%	0.00%
Foreign Nationals			-	0.00%			-	0.00%	0.00%
Clearing Members			-	0.00%			-	0.00%	0.00%
Trusts			-	0.00%			-	0.00%	0.00%
Foreign Bodies - D R			-	0.00%			-	0.00%	0.00%
<b>Sub-total (B)(2):-</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Total Public (B)</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>			-	0.00%				0.00%	0.00%
<b>Grand Total (A+B+C)</b>	-	25851523	25851523	100.00%	-	34000000	34000000	100.00%	0.00%

## (ii) Shareholding of Promoters

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	CG Foods India Pvt. Ltd.	9431148	36.48%	0	17000000	50.00%	0	13.52%
2	ARG Developers Pvt. Ltd.	5389227	20.85%	0	1700000	5.00%	0	-15.85%
3	Sunil Bansal	2408384	9.32%	0	0	0.00%	0	-9.32%
4	Suresh Kumar Agarwal	538923	2.08%	0	0	0.00%	0	-2.08%
5	Genus Power Infrastructures Ltd.	5119766	19.80%	0	8160000	24.00%	0	4.20%
6	Surja Ram Meel	2694614	10.42%	0	3400000	10.00%	0	-0.42%
7	Kamtech Assocaites Pvt. Ltd.	269461	1.04%	0	339990	1.00%	0	-0.04%
8	Neccon Power & Infra Ltd.	0	0.00%	0	3400000	10.00%	0	10.00%
9	Ajay Kumar Gupta	0	0.00%	0	10	0.00%	0	0.00%
	<b>TOTAL</b>	<b>25851523</b>	<b>100.00%</b>	<b>0</b>	<b>34000000</b>	<b>100.00%</b>	<b>0</b>	<b>0.00%</b>

(iii) Change in Promoters' Shareholding (please specify, if there is no change)								
SN	Name of Shareholder	Shareholding		Change in shareholding during the year			Cumulative Shareholding during the year	
		At the beginning of year (01.04.2017) /At the end of the year (31.03.2018)	% of total shares	Effective Date	Increase / (Decrease)	Reason	No. of shares	% of total shares
At the beginning of the year		2,58,51,523	100.00%					
1	CG Foods India Pvt. Ltd.	94,31,148	36.48%					
				18-04-2017	10,16,885	Allotment	1,04,48,033	37.59%
				18-07-2017	28,62,740	Allotment	1,33,10,773	39.15%
				18-07-2017	36,89,227	Transfer	1,70,00,000	50.00%
		1,70,00,000	50.00%					
2	ARG Developers Pvt. Ltd.	53,89,227	20.85%					
				18-07-2017	(36,89,227)	Transfer	17,00,000	5.00%
		17,00,000	5.00%					
3	Sunil Bansal	24,08,384	9.32%					
				18-07-2017	3,11,616	Allotment	27,20,000	8.00%
				02-09-2017	(27,20,000)	Transfer	-	
		-	0.00%					
4	Suresh Agarwal	5,38,923	2.08%					
				18-04-2017	58,107	Allotment	5,97,030	2.15%
				18-07-2017	82,970	Allotment	6,80,000	2.00%
				02-09-2017	(6,80,000)	Transfer	-	
		-	0.00%					
5	Genus Power Infrastructures Ltd.	51,19,766	19.80%					
				18-04-2017	5,52,023	Allotment	56,71,789	20.40%
				18-07-2017	24,88,211	Allotment	81,60,000	24.00%
		81,60,000	24.00%					
6	Surja Ram Meel	26,94,614	10.42%					
				18-04-2017	2,90,538	Allotment	29,85,152	10.74%
				18-07-2017	4,14,848	Allotment	34,00,000	10.00%
		34,00,000	10.00%					
7	Kamtech Associates Pvt. Ltd.	2,69,461	1.04%					
				18-04-2017	29,055	Allotment	2,98,516	1.07%
				18-07-2017	41,484	Allotment	3,40,000	1.00%
				02-09-2017	10	Transfer	3,39,990	1.00%
		3,39,990	1.00%					
8	Neccon Power & Infra Ltd.	-	0.00%					
				02-09-2017	34,00,000	Transfer	34,00,000	10.00%
		34,00,000	10.00%					
9	Ajay Kumar Gupta	-	0.00%					
				02-09-2017	10	Transfer	10	0.00%
		10	0.00%					
At the end of the year		3,40,00,000	100.00%					

(iv) Shareholding Pattern of top ten Shareholders								NIL
(Other than Directors, Promoters and Holders of GDRs and ADRs):								
SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
				No. of shares		No. of shares		% of total shares

(v) Shareholding of Directors and Key Managerial Personnel:							
SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding during the year 2017-2018		Cumulative Shareholding during the year 2017-2018	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>SUNIL BANSAL</b>						
	At the beginning of the year			24,08,384	9.32%	24,08,384	9.32%
	Changes during the year 2017-18 [Share Allotment and Transfer of Shares to Neccon Power & Infra Ltd.]	18-07-2017	Allot	3,11,616	5.02%	27,20,000	8.00%
		02-09-2017	Transfer	27,20,000	8.00%	-	0.00%
	At the end of the year			-	0.00%	-	0.00%
2	<b>SURESH KUMAR AGARWAL</b>						
	At the beginning of the year			5,38,923	2.08%	5,38,923	2.00%
	Changes during the year 2017-18 [Share Allotment and Transfer of Shares to Neccon Power & Infra Ltd.]	18-04-2017	Allot	58,107	2.98%	5,97,030	2.31%
		18-07-2017	Allot	82,970	1.34%	6,80,000	2.00%
		02-09-2017	Transfer	6,80,000	2.00%	-	
	At the end of the year			-	0.00%	-	0.00%
3	<b>SURJA RAM MEEL</b>						
	At the beginning of the year			26,94,614	10.42%	26,94,614	10.42%
	Changes during the year 2017-18 [Share Allotment]	18-04-2017	Allot	2,90,538	14.92%	29,85,152	11.55%
		18-07-2017	Allot	4,14,848	6.69%	34,00,000	10.00%
	At the end of the year			34,00,000	10.00%	34,00,000	10.00%
4	<b>AJAY KUMAR GUPTA</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year 2017-18 [Transfer of Shares from Kamtech Associates Pvt. Ltd.]	02-09-2017	Transfer	10	0.00%	10	0.00%
	At the end of the year			10	0.00%	10	0.00%

V. INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment.				
(Amt. Rs.)				
Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	14,75,00,000.00		-	14,75,00,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>14,75,00,000.00</b>		<b>-</b>	<b>14,75,00,000.00</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	11,25,00,000.00		-	11,25,00,000.00
* Reduction	-	-	-	-
<b>Net Change</b>	<b>11,25,00,000.00</b>		<b>-</b>	<b>11,25,00,000.00</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	26,00,00,000.00		-	26,00,00,000.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>26,00,00,000.00</b>		<b>-</b>	<b>26,00,00,000.00</b>



## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WT/ Manager		Total Amount
	Name	Ajay Kumar Gupta		(Rs/Lac)
	Designation	Executive Director		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	28,50,000.00		
	(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			-
	<b>Total (A)</b>	<b>28,50,000.00</b>	<b>-</b>	<b>28,50,000.00</b>

### B. Remuneration to other Directors NIL

SN.	Particulars of Remuneration	Name of Directors		Total Amount
				(Rs/Lac)
1	Independent Directors			
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (1)	-	-	-
2	Executive Directors			
	Fee for attending board committee meetings			
	Commission			
	Total (2)			
3	Non-Executive Directors			-
	Fee for attending board committee meetings			-
	Commission			-
	Others, please specify			-
	Total (3)	-	-	-
	Total (B)=(1+2+3)	-	-	-
	Total Managerial Remuneration			
	Overall Ceiling as per the Act			

### C. Remuneration to Key Managerial Personnel other than MD/Manager/WT/ D

SN.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount (Rs.)
	Name	Pradeep Aggarwal	Arpita Gupta	
	Designation	Chief Financial Officer	Company Secretary	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	18,00,000	3,49,000	21,49,000
	(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			
	<b>Total</b>	<b>18,00,000</b>	<b>3,49,000</b>	<b>21,49,000</b>

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)
<b>A. COMPANY</b>		<b>NIL</b>			
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>		<b>NIL</b>			
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>		<b>NIL</b>			
Penalty					
Punishment					
Compounding					

**By the order of the Board**  
**For Greentech Mega Food Park Limited**

Sd/-  
Ishwar Chand Agarwal  
(Chairman)  
DIN: 00011152

Sd/-  
Pradeep Kumar Khetan  
(Director)  
DIN: 01227602

**GREENTECH MEGA FOOD PARK LTD.**

CIN: U45201RJ2012PLC039560

Regd. Office : Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814 (Rajasthan)

Balance Sheet as at 31st March, 2018

(Amount in Rs)

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, Plant and Equipment	3	63,86,34,957	4,84,03,231	3,45,16,764
(b) Capital work-in-progress	3	28,13,76,054	40,21,54,122	17,61,03,555
(c) Intangible assets	3	5,06,844	-	-
(d) Financial Assets				
(i) Investments		-	-	-
(ii) Trade Receivables		-	-	-
(iii) Loans		-	-	-
(iv) Other financial assets	4	13,68,781	12,11,800	11,26,800
(e) Non-financial assets		-	-	-
(f) Other Non Current Assets				
		<b>92,18,86,636</b>	<b>45,17,69,153</b>	<b>21,17,47,119</b>
<b>Current assets</b>				
(a) Inventories	5	63,62,234	-	-
(b) Financial Assets				
(i) Investments	6	2,73,22,595	16,51,493	12,37,15,474
(ii) Trade Receivables	7	26,90,720	-	-
(iii) Cash and cash equivalents	8	8,30,94,640	17,14,25,154	12,15,810
(iv) Other bank balances		-	-	-
(v) Loans		-	-	-
(vi) Other financial assets	9	-	13,50,000	-
(c) Non-financial assets		-	-	-
(d) Other Current Assets	10	7,18,08,638	12,34,65,115	5,02,83,618
		<b>19,12,78,827</b>	<b>29,78,91,762</b>	<b>17,52,14,902</b>
<b>Total</b>		<b>1,11,31,65,463</b>	<b>74,96,60,915</b>	<b>38,69,62,021</b>

Particulars	Note No.	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital	11	34,00,00,000	25,85,15,230	15,94,61,380
Share Application Money Pending Allotment		-	1,94,66,080	-
Other equity	12	(61,82,954)	38,81,603	6,52,091
<b>Total equity</b>		<b>33,38,17,046</b>	<b>28,18,62,913</b>	<b>16,01,13,471</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	13	26,00,00,000	14,75,00,000	7,15,00,000
(ii) Other Financial Liabilities		-	-	-
(b) Provisions		-	-	-
(c) Government Grants	14	42,86,66,330	29,27,85,484	14,68,70,968
(d) Deferred tax liability		-	-	-
(e) Other non current liabilities		-	-	-
		<b>68,86,66,330</b>	<b>44,02,85,484</b>	<b>21,83,70,968</b>
<b>Current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	15	1,25,00,000	-	-
(ii) Trade payables		-	-	-
(iii) Other financial liabilities	16	1,81,97,703	-	1,13,272
(b) Provisions	17	-	13,75,524	11,11,748
(c) Government Grants		-	-	-
(d) Other Current Liabilities	18	5,99,84,384	2,61,36,994	72,52,562
		<b>9,06,82,087</b>	<b>2,75,12,518</b>	<b>84,77,582</b>
<b>Total</b>		<b>1,11,31,65,463</b>	<b>74,96,60,915</b>	<b>38,69,62,021</b>

See accompanying notes forming part of the financial statements

1&2

In terms of our reports of even date

**For Gangwal Arun & Co.**

**Chartered Accountant**

**FRN 003698C**

**For and on behalf of the Board of Directors**

**Sd/-**

**Arun Kumar Gangwal**

**Proprietor**

**Membership No.: 072340**

**Sd/-**

**Ishwar Chand Agarwal**

**(Chairman/Director)**

**DIN: 00011152**

**Sd/-**

**Ajay Kumar Gupta**

**(Executive Director)**

**DIN: 00773700**

**Place: Jaipur**

**Dated : 02.05.2018**

**Sd/-**

**Arpita Gupta**

**(Company Secretary)**

**M.No. 44352**

**Sd/-**

**Pradeep Aggarwal**

**(CFO)**

**GREENTECH MEGA FOOD PARK LTD.**

CIN: U45201RJ2012PLC039560

Regd. Office : Village & Tehsil Roopangarh, Bhadun Road, Ajmer-305814 (Rajasthan)

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

(Amount in Rs)

Sr. No.	Particulars	Note No.	For the Year Ended March 31, 2018	For the Year Ended March 31, 2017
I	Revenue from Operations	19	31,91,582	-
II	Other Income	20	43,30,350	46,05,036
	<b>III. Total Revenue (I + II)</b>		<b>75,21,932</b>	<b>46,05,036</b>
IV	<u>Expenses</u>			
	Cost of Material Consumed	21	53,17,213	-
	Purchase of Stock-in-Trade		-	-
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	22	(63,62,234)	-
	Employee Benefit Expenses	23	24,80,572	-
	Finance Costs	24	37,80,587	-
	Depreciation and Amortization Expenses	25	78,98,943	-
	Other Expenses	26	44,71,408	-
	<b>Total Expenses (IV)</b>		<b>1,75,86,489</b>	<b>-</b>
	Profit/Loss before exceptional and extraordinary items and tax (III-IV)		(1,00,64,557)	46,05,036
V	Exceptional Items		-	-
VI	<b>Profit/Loss before tax (V - VI)</b>		<b>(1,00,64,557)</b>	<b>46,05,036</b>
VIII	<u>Tax expense:</u>			
	(1) Current tax		-	13,75,524
	(2) Deferred tax		-	-
			-	-
IX	<b>Profit/(Loss) for the year (VII-VIII)</b>		<b>(1,00,64,557)</b>	<b>32,29,512</b>
X	Other Comprehensive income/(loss)		-	-
	Item that will not be subsequently reclassified to Profit/(loss)			
	(a) Income Tax effect			
	Item that may be subsequently reclassified to Profit/(loss)			
	(a) Cash flow hedge			
	(b) Income Tax effect			
	<b>Total Other Comprehensive Income/(Loss) for the year</b>			
XI	<b>Total Comprehensive Income/(Loss) for the year</b>		<b>(1,00,64,557)</b>	<b>32,29,512</b>
XII	Earning per equity share:			
	(1) Basic			
	(2) Diluted			

See accompanying notes forming part of the financial statements  
In terms of our reports of even date

1&2

**For Gangwal Arun & Co.**

**Chartered Accountant**

**FRN 003698C**

**For and on behalf of the Board of Directors**

**Sd/-**

**Arun Kumar Gangwal**

**Proprietor**

**Membership No.: 072340**

**Sd/-**

**Ishwar Chand Agarwal**

**(Chairman/Director)**

**DIN: 00011152**

**Sd/-**

**Ajay Kumar Gupta**

**(Executive Director)**

**DIN: 00773700**

**Place: Jaipur**

**Dated : 02.05.2018**

**Sd/-**

**Arpita Gupta**

**(Company Secretary)**

**M.No. 44352**

**Sd/-**

**Pradeep Aggarwal**

**(CFO)**

**GREENTECH MEGA FOOD PARK LTD.**
**CIN: U45201RJ2012PLC039560**
**Cash Flow Statement for the year ended 31 March, 2018**

(Amount in Rs.)

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
<b>A. Cash flow from operating activities</b>		
Net Profit / (Loss) before extraordinary items and tax	(1,00,64,557)	46,05,036
Adjustments for :	-	-
Add : Depreciation	78,98,943	-
Less : Deferred Government Grant Income	(30,64,804)	-
Less : Interest Income	(12,65,546)	(46,05,036)
Add : Finance Cost	37,80,587	-
<b>Operating profit / (loss) before working capital changes</b>	<b>(27,15,377)</b>	<b>-</b>
<b>Changes in working capital:</b>		
Adjustments for (increase) / decrease in operating assets:		
Inventory	(63,62,234)	-
Trade Receivable	(26,90,720)	-
Other Current Financial Assets	13,50,000	(13,50,000)
Other Current Assets	(2,58,34,047)	12,840
Adjustments for increase / (decrease) in operating liabilities:		
Short Term Borrowings	1,25,00,000	-
Other Non Current Financial Liabilities	1,81,97,703	(1,13,272)
Provisions		
Other current liabilities	3,38,47,390	1,88,84,432
<b>Cash generated from operation</b>	<b>2,82,92,715</b>	<b>1,74,34,000</b>
Net income tax (paid) / refunds	19,510	(9,45,000)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>2,83,12,225</b>	<b>1,64,89,000</b>
<b>B. Cash flow from investing activities</b>		
(Increase)/Decrease in Property, plant & equipment, including intangible	(59,86,37,513)	(1,46,05,716)
(Increase)/Decrease in Capital Work in Progress	12,07,78,068	(21,13,83,434)
(Increase)/Decrease in Security Deposits	(1,56,981)	(85,000)
(Increase)/Decrease in Current Investment	(2,56,71,102)	12,20,63,981
(Increase)/Decrease in Short Term Capital Advances	7,60,95,490	(7,33,70,126)
Interest received on Current Investment	12,65,546	46,05,036
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(42,63,26,492)</b>	<b>(17,27,75,259)</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from issue of equity shares	8,14,84,770	9,90,53,850
Share application money received / (Alloted/refunded)	(1,94,66,080)	1,94,66,080
Proceeds from long-term borrowings	11,25,00,000	7,60,00,000
Interest on Borrowings Paid	(37,80,587)	(1,39,38,843)
Proceeds from Grant in Aid	13,89,45,650	14,59,14,516
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>30,96,83,753</b>	<b>32,64,95,603</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>	<b>(8,83,30,514)</b>	<b>17,02,09,344</b>
Cash and cash equivalents at the beginning of the year	17,14,25,154	12,15,810
<b>Cash and cash equivalents at the end of the year</b>	<b>8,30,94,640</b>	<b>17,14,25,154</b>
<b>Reconciliation of Cash and cash equivalents with the Balance Sheet:</b>		
Cash and cash equivalents as per Balance Sheet (Note 8)	8,30,94,640	17,14,25,154
<b>Cash and cash equivalents at the end of the year Comprises :</b>		
(a) Cash on hand	46,330	6,764
(b) Balances with banks:	8,30,48,310	17,14,18,390

See accompanying notes forming part of the financial statements

In terms of our reports of even date

**For Gangwal Arun & Co.**
**Chartered Accountant**
**FRN 003698C**
**For and on behalf of the Board of Directors**
**Sd/-**
**Arun Kumar Gangwal**
**Proprietor**
**Membership No.: 072340**
**Sd/-**
**Ishwar Chand Agarwal**
**(Chairman/Director)**
**DIN: 00011152**
**Sd/-**
**Ajay Kumar Gupta**
**(Executive Director)**
**DIN: 00773700**
**Place: Jaipur**
**Dated : 02.05.2018**
**Sd/-**
**Arpita Gupta**
**(Company Secretary)**
**M.No. 44352**
**Sd/-**
**Pradeep Aggarwal**
**(CFO)**

**GREENTECH MEGA FOOD PARK LTD.****Statement of Changes in Equity for the year ended March 31, 2018****(A) Equity Share Capital***Equity Shares of Rs. 10 each, fully paid up*

Particulars	Balance as at April 01, 2016	Changes in Equity Share Capital during 2016-17	Balance as at March 31, 2017	Changes in Equity Share Capital during 2017-18	Balance as at March 31, 2018
Number of Shares	1,59,46,138	99,05,385	2,58,51,523	81,48,477	3,40,00,000
Nominal Value per share	10	10	10	10	10
Total Amount (Rs.)	15,94,61,380	9,90,53,850	25,85,15,230	8,14,84,770	34,00,00,000

**(B) Share Application Money Pending Allotment**

Particulars	Balance as at April 01, 2016	Share Application Money Received/(allotted) during 2016-17	Balance as at March 31, 2017	Share Application Money Received/(allotted) during 2017-18	Balance as at March 31, 2018
Share Application Money Received/(Allotted)	0	1,94,66,080	1,94,66,080	(1,94,66,080)	0

**(C) Other Equity**

Particulars	Balance as at April 01, 2016	During the period 2016-2017	Balance as at March 31, 2017	During the period 2017-2018	Balance as at March 31, 2018
Reserve & Surplus [Retained Earnings]	6,52,091	32,29,512	38,81,603	(1,00,64,557)	(61,82,954)
Other Comprehensive Income	-	-	-	-	-
Total	6,52,091	32,29,512	38,81,603	(1,00,64,557)	(61,82,954)

**See accompanying notes forming part of the financial statements**

In terms of our reports of even date

**For Gangwal Arun & Co.****Chartered Accountant****FRN 003698C****For and on behalf of the Board of Directors****Sd/-****Arun Kumar Gangwal****Proprietor****Membership No.: 072340****Sd/-****Ishwar Chand Agarwal****(Chairman/Director)****DIN: 00011152****Sd/-****Ajay Kumar Gupta****(Executive Director)****DIN: 00773700****Place: Jaipur****Dated : 02.05.2018****Sd/-****Arpita Gupta****(Company Secretary)****M.No. 44352****Sd/-****Pradeep Aggarwal****(CFO)**

**GREENTECH MEGA FOOD PARK LTD.****Notes forming part of the Financial Statements**

<b>Note No.</b>	<b>Particulars</b>
<b>1</b>	<b><u>Corporate information</u></b> <p>Greentech Mega Food Park Limited (formerly known as Greentech Mega Food Park Private Limited) is a Public Limited Company domiciled in India and incorporated on 20th July, 2012 under the provisions of the Companies Act, 1956. The company is engaged in the activity of developing a Mega Food Park in Roopangarh, Ajmer. The conceptualization of the company is the result of initiative shown by the Special Purpose Vehicle, constituted for the purpose and the Ministry of Food Processing Industries, Govt. of India. Under their Mega food park scheme, the MoFPI, Govt. of India, encourages the like minded entrepreneurs to form a special group called Special Purpose Vehicle (SPV) with the specific aim of developing basic infrastructure for Food Processing Industries, enabling them to grow into a thriving agro- based industrial hub. The Registered Office of the company is situated at Village &amp; Tehsil Roopangarh, Bhadun Road, Ajmer-305814, Rajasthan.</p>
<b>2</b>	<b><u>Significant Accounting Policies</u></b>
<b>2.1</b>	<b>Basis of accounting and preparation of financial statements in compliance with Ind AS</b> <p>These financial statements are prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015.</p> <p>For all the periods upto and including the year ended 31st March, 2017, the company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, ("Indian GAAP"). These financial statements for the year ended 31st March, 2018 are the first financial statements, the company has prepared in accordance with IND AS.</p> <p>The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities, which have been measured at actuarial valuation as required by relevant Ind AS.</p>
<b>2.2</b>	<b>First time adoption of IND AS:-</b> <p>These financial statements, for the year ended on March 31, 2018 are the company's first financial statements which have been prepared in accordance with the IND AS presented in these financial statements as at and for the year ended 31 March 2017 and in the preparation of the opening Ind AS balance sheet at 1 April 2016 (the Company's date of transition)</p> <p>For the periods upto and including the year ended March 31, 2017, the company prepared its financial statements in accordance with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('previous GAAP' or 'Indian GAAP').</p> <p>The principal adjustments made by the company in restating its Indian GAAP financial statements, including the balance sheet as at April 01, 2016 and the financial statements as at and for the year ended March 31, 2017.</p>
<b>2.3</b>	<b>Use of estimates, judgement and assumptions</b> <p>The preparation of the financial statements in conformity with Ind AS requires the Management to make judgements, estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Estimates and assumptions are reviewed on an ongoing basis. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p>

## **2.4 Revenue Recognition**

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

Interest income is recognised on a time proportion basis as per effective interest rate.

## **2.5 Property, Plant & Equipment**

### **Tangible Assets**

Property, Plant & Equipment are stated at original cost net of tax/duty credit available, less accumulated depreciation. All cost related to acquisition of fixed assets till commissioning of such assets are capitalised. In the case of commissioned assets where the final payment to the contractors is pending, capitalisation is made on provisional basis.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### **Capital Work in Progress**

Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Capital work in progress includes construction stores including material in transit/equipment/services etc. received at site for use in the project [i.e. direct cost, related incidental expenses and attributable interest.]

All revenue expenses incurred during construction period, which are exclusively attributable to acquisition / construction of fixed assets, are capitalised at the time of commissioning of such assets.

## **2.6 Intangible Assets**

Intangible assets acquired are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite life (i.e. software & licences) are amortised over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continuous to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

## **2.7 Depreciation & Amortisation**

Assets in the course of development or construction and freehold land are not depreciated.

Other property, plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Depreciation commences when the assets are ready for their intended use.

Depreciation is calculated on Straight –line method using the rate arrived based on useful life of the assets as provided under Schedule II of Companies Act, 2013 (as determined by the management based on technical estimates).

The useful lives of the assets are as follows:

Building : 10 Year- 30 Year  
Plant & Equipments : 12 Year  
Electrical Installations & Equipments : 12 Year  
Furniture & Fixtures : 10 Year  
Vehicles : 8 Year  
Office Equipments : 5 Year  
Computers : 3 Year

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

Depreciation methods, useful lives and residual values of Property, Plant & Equipments are reviewed at each financial year end and changes in estimates, if any, are accounted for prospectively, if appropriate.



## **2.8 Inventories**

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing the inventory to its present location and condition are accounted for as follows:

1. Raw materials: cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
2. Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs. Cost is determined on weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Slow moving and defective inventories are identified and provided to net realisable value.

## **2.9 Cash and cash equivalents (for purposes of Cash Flow Statement)**

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.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as they are considered an integral part of the Company's cash management.

## **2.10 Cash flow statement**

Cash flows are reported using indirect method as set out in Ind AS -7 "Statement of Cash Flows", whereby profit / (loss) before 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.

The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cash flows.

## **2.11 Foreign currency transactions and translations**

There was no Foreign Currency Transactions entered into by the company during the year.

## **2.12 Government Grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

The Company has received Rs.13,89,45,650/- (Previous Year Rs. 14,59,14,516/-) grant in aid from Ministry of Food Processing Industries ('MoFPI'), Govt. of India during the year. The grant released from MoFPI is related to depreciable fixed assets and the company recognises grants as deferred income as per IND AS-20.. The deferred income is recognised in Balance Sheet until the commencement of operations and would be recognised in profit and loss account on systematic basis over the useful life of the assets. Such allocation to income is made over the periods and in proportion in which depreciation on related assets is charged.

**2.13 Related Party Disclosure****A. Name of Related Parties and description of relationship:-****I- Key Management Personnel:-**

S/No. Name	Designation
1 Mr. Ishwar Chand Agarwal	Chairman cum Director
2 Mr. Atma Ram Gupta	Managing Director [till 07-06-2017]
3 Mr. Varun Chaudhary	Managing Director [w.e.f. 07-06-2017]
4 Mr. Purushottam Dass Goel	Independent Director [till 01-12-2017]
5 Mr. Ajay Kumar Gupta	Executive Director [w.e.f. 01-04-2017]
6 Mr. Laxmi Chand Jain	Nominee Director
7 Mr. Binod Chaudhary	Director
8 Mr. Surja Ram Meel	Director [till 23-12-2017]
9 Mr. Vimal Singhvi	Director [till 18-07-2017]
10 Mr. Sunil Bansal	Director [till 18-07-2017]
11 Ms. Neeta Boochra	Independent Director
12 Mr. Ghanshyam Goyal	Director [w.e.f. 18-07-2017]
13 Mr. Pradeep Kumar Khetan	Director [w.e.f. 07-06-2017]
14 Mr. Akshay Mamodia	Director [w.e.f. 07-06-2017]
15 Mr. Yash Todi	Director [w.e.f. 20-03-2018]
16 Ms. Arpita Gupta	Company Secretary
17 Mr. Pradeep Aggarwal	CFO

**II- Other Related Parties:-**

S/No. Name	Designation
1 M/s CG Foods India Pvt. Ltd.	Associate
2 M/s. Genus Power Infrastructures Ltd.	Associate
3 M/s. Neccon Power & Infra Ltd.	Related Party
4 M/s. Kamtech Associates Pvt. Ltd.	Related Party
5 M/s. Tatar Foods Pvt. Ltd.	Related Party
6 M/s Foundation for Information & Technology Transfer Society	Related Party

**B. Transaction with Related Party**

Transaction	Name of Related Party & Relation	2017-2018	2016-2017
Share Application Money	M/s CG Foods India Pvt. Ltd. (Associate)	-	1,01,68,850
Share Application Money	M/s. Genus Power Infrastructures Ltd. (Associate)	-	55,20,230
Share Application Money	Mr. Suresh Kumar Agarwal (Related Party)	-	5,81,070
Share Application Money	Mr. Surja Ram Meel (Related Party)	-	29,05,380
Share Application Money	M/s. Kamtech Associates Pvt. Ltd. (Related Party)	-	2,90,550
Receipt of advance against developed plot	M/s CG Foods India Pvt. Ltd. (Associate)	-	10,38,060
Receipt of advance against developed plot	M/s ARG Foods LLP (Related Party)	-	37,50,000
Receipt of advance against developed plot	M/s Tatar Foods Pvt. Ltd. (Related Party)	10,57,320	0
Purchase of Software	M/s Foundation for Information & Technology Transfer Society (Related Party)	4,11,100	
<b>Total</b>		<b>14,68,420</b>	<b>2,42,54,140</b>

**C. Remuneration to Key Managerial Personnel**

The remuneration of key management personnel are set out below in aggregate for the categories specified in Ind AS 24 - Related party disclosures.

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Short term employee benefits	49,99,000	5,35,000
Other benefits	0	0
<b>Total</b>	<b>49,99,000</b>	<b>5,35,000</b>

The amounts disclosed in the table are the amounts recognised during the reporting period related to key management personnel.

<b>2.14 Taxes on income</b>	There is no provision required for taxes during the year. Also, Deferred tax asset and liability has not arisen during current Financial year.
<b>2.15 Provisions and contingencies</b>	There is no contingent liability as on 31st March, 2018 (Previous year is NIL)
<b>2.16 Borrowing costs</b>	Borrowing costs that are attributable to the acquisition and construction of qualifying assets are capitalised. Other borrowing costs are recognised as an expense in the period in which they are incurred.
<b>2.17 Advances</b>	During the year Company has taken Rs.1,19,71,626 (Previous Year Rs. 1,08,70,440) as advance against allotment of plots on lease basis and as per agreements entered by the Company. The possession of these plots has not been given during the year.
<b>2.18 Impairment of Assets</b>	At each balance sheet, the company assesses whether there is any indication that any property, plant & equipments and intangible assets with finite life, may be impaired. If any, such impairment exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any.
<b>2.19 Employee Benefit Scheme:</b>	<p>Employee benefits are payable in form of salaries and wages, performance incentives and compensated absences which are expected to occur in next twelve months. The company treats accumulated leave, as a long-term employee benefit for measurement purpose.</p> <p>Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.</p> <p>The company has no obligation, other than the contribution payable to the Provident fund and Employees' State Insurance. The company recognises contribution payable to the provident fund scheme as an expense, when an employee renders the related service.</p>
<b>2.20 Earning per share</b>	The Company presents basic and diluted earnings per share ("EPS") data for its equity shares. Basic EPS is calculated by dividing the profit and loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit and loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.
<b>2.21 Others</b>	<p>(i) The Company has started its partly operation w.e.f. 01.02.2018. In the previous years company has incurred expenditure towards construction and development of Building &amp; other assets for the purpose of operations. The expenditure incurred are grouped as part of Capital Work in Progress by the Company.</p> <p>(ii) In the previous years there are no operations. There is no difference in the previous GAAP equity and equity as per IND AS. Therefore, no reconciliation has been presented for the opening balance sheet and previous period as required under IND AS 101.</p>

Notes forming part of the financial statements

**Note 4 : Financial Assets-Non Current : Othes Financial Assets**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Unsecured, considered good</b>			
<b>Security deposits :</b>			
(i) Rent Security	1,25,000	1,75,000	1,00,000
(ii) Security Deposit with MOFPI	10,00,000	10,00,000	10,00,000
(iii) Security Deposit with Commerical Tax Dept	20,000	20,000	20,000
(iv) Security Deposit with Hindustan Petroleum	6,800	6,800	6,800
(v) Security Deposit for Mandi License	12,000	10,000	-
(vi) Security Deposit with WDRA	1,02,981	-	-
(vii) Others	1,02,000	-	-
<b>Total</b>	<b>13,68,781</b>	<b>12,11,800</b>	<b>11,26,800</b>

**Note 5 : Inventories**

(Valued at lower of cost and net realisable value)

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Raw materials			
Work-in-progress			
Finished goods	63,62,234	-	-
<b>Total</b>	<b>63,62,234</b>	<b>-</b>	<b>-</b>

**Note 6 : Financial Assets-Current : Investment**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Fixed Deposit with Bank of Baroda	27322595	16,51,493	12,37,15,474
<b>Total</b>	<b>2,73,22,595</b>	<b>16,51,493</b>	<b>12,37,15,474</b>

**Note 7 : Financial Assets-Current : Trade Receivables**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
(Unsecured, considered good unless otherwise stated)			
<b>Current :</b>			
Outstanding for a period exceeding six months from the date they are due for payment			
Considered good	-	-	-
Doubtful	-	-	-
	-	-	-
Provision for doubtful receivables	-	-	-
	-	-	-
<b>Others</b>			
Considered good	26,90,720	-	-
<b>Total</b>	<b>26,90,720</b>	<b>-</b>	<b>-</b>

**Note 8 : Financial Assets-Current : Cash and cash equivalents**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Cash on hand	46,330	6,764	32,369
Balances with banks	8,30,48,310	17,14,18,390	11,83,441
<b>Total</b>	<b>8,30,94,640</b>	<b>17,14,25,154</b>	<b>12,15,810</b>

**Note 9 : Financial Assets-Current : Other Financial Assets**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Unsecured, considered good</b>			
Security deposits	-	13,50,000	-
<b>Total</b>	<b>-</b>	<b>13,50,000</b>	<b>-</b>

**Note 10 : Other Current Assets**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Advances to employees</b>			
Secured, considered good	-	-	-
Unsecured, considered good	6,772	6,991	2,214
Doubtful	-	-	-
	6,772	6,991	2,214
<b>Balances with government authorities</b>			
Unsecured, considered good :			
TDS Receivable	4,92,988	4,62,969	3,59,789
Advance Tax	-	9,45,000	7,61,000
GST Input Credit	2,53,54,213	-	-
	2,58,47,201	14,07,969	11,20,789
<b>Advances to Contractors</b>			
Secured, considered good	4,59,54,665	12,20,50,155	4,86,80,029
Unsecured, considered good	-	-	-
Doubtful	-	-	-
	4,59,54,665	12,20,50,155	4,86,80,029
Less: Provision for other doubtful loans and advances	-	-	-
	4,59,54,665	12,20,50,155	4,86,80,029
<b>Other Advances</b>			
Secured, considered good	-	-	-
Unsecured, considered good	-	-	4,80,586
Doubtful	-	-	4,80,586
<b>Total</b>	<b>7,18,08,638</b>	<b>12,34,65,115</b>	<b>5,02,83,618</b>

**Note 11: Equity Share Capital**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>AUTHORIZED CAPITAL</b>			
4,00,00,000 Equity Shares of Rs. 10/- each. (At March 31, 2017 , 3,40,00,000 Equity shares of Rs. 10/- each) (At April 01, 2016 , 3,40,00,000 Equity shares of Rs. 10/- each)	40,00,00,000	34,00,00,000	34,00,00,000
<b>ISSUED , SUBSCRIBED &amp; PAID UP CAPITAL</b>			
3,40,00,000 Equity Shares of Rs. 10/- each fully paid up (At March 31, 2017, 2,58,51,523 Equity shares of Rs. 10/- each fully paid up) (At April 01, 2016 , Equity shares of Rs. 10/- each fully paid up)	34,00,00,000	25,85,15,230	15,94,61,380
<b>Total</b>	<b>34,00,00,000</b>	<b>25,85,15,230</b>	<b>15,94,61,380</b>
Details of aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash :	-	-	-
<b>Terms / rights attached to Equity Shares :</b>			
The company has only one class of equity shares having a par value of Rs. 10/- per share. Each			

**Details of shareholders holding more than 5% shares as at March 31, 2018 is set out below :**

Name of Shareholders	March 31, 2018		March 31, 2017	
	No. of Shares	%age	No. of Shares	%age
C.G. Foods India Pvt. Ltd.	1,70,00,000	50.00%	94,31,148	36.48%
ARG Developers Pvt. Ltd.	17,00,000	5.00%	53,89,227	20.85%
Sunil Bansal	-	-	24,08,384	9.32%
Genus Power Infrastructures Ltd.	81,60,000	24.00%	51,19,766	19.80%
Surja Ram Meel	34,00,000	10.00%	26,94,614	10.42%
Neccon Power & Infra Ltd.	34,00,000	10.00%	-	-
	<b>3,36,60,000</b>		<b>2,50,43,139</b>	

**Note 12 : Other Equity**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Reserve &amp; Surplus :</b>			
Opening balance	38,81,603	6,52,091	(18,34,047)
Add: Profit / (Loss) for the year	(1,00,64,557)	32,29,512	24,86,138
<b>Closing balance</b>	<b>(61,82,954)</b>	<b>38,81,603</b>	<b>6,52,091</b>

**Note 13 :Financial liabilities - Non current : Borrowings**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Non Current Portion :</b>			
(i)Term loans from Banks			
Secured	26,00,00,000	14,75,00,000	7,15,00,000
Unsecured	-	-	-
<b>Total</b>	<b>26,00,00,000</b>	<b>14,75,00,000</b>	<b>7,15,00,000</b>
<b>Current Maturity</b>			
(i)Term loans from Banks			
Secured	-	-	1,13,272
Unsecured	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>1,13,272</b>

Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of Repayment & Security	March 31, 2018	March 31, 2017	April 1, 2016
Term Loan from Bank of Baroda:	Term Loan of Rs.30 crore is repayable in 40 quarterly installment under ballooning system starting from first quarter of FY 2019-20			
	Secured	26,00,00,000	14,75,00,000	7,15,00,000
	Unsecured	-	-	-
	<b>Total</b>	<b>26,00,00,000</b>	<b>14,75,00,000</b>	<b>7,15,00,000</b>

Term Loan is secured by

1. Equitable mortgage of project land situated at village rupangarh, Distt Ajmer Rajasthan and proposed construction thereon.
2. Equitable mortgage of land proposed for 4 PPC's and proposed construction thereon.
3. Hypothecation of all present and proposed movable and immovable fixed assets at proposed project )
4. Hypothecation of all present and future current assets of the company viz stock, receivable and other current assets.
5. Exclusive charge on Tier II and Tier III Escrow A/c of the company, all monies deposited therein.
6. Personal guarantees of directors

Details of long-term borrowings guaranteed by some of the directors or others:

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Term Loan from Bank	26,00,00,000	14,75,00,000	7,15,00,000
<b>Total</b>	<b>26,00,00,000</b>	<b>14,75,00,000</b>	<b>7,15,00,000</b>

(iv) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Term loans from banks :			
<b>Principal :</b>			
Period of Default	-	-	-
Amount	-	-	-
<b>Interest :</b>			
Period of Default	-	-	-
Amount	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Note 14 : Government Grants**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Opening Balance	29,27,85,484	14,68,70,968	-
Received during the year	13,89,45,650	14,59,14,516	14,68,70,968
Recognised in the Statement of Profit & Loss	(30,64,804)	-	-
<b>Closing Balance</b>	<b>42,86,66,330</b>	<b>29,27,85,484</b>	<b>14,68,70,968</b>

Government Grant has been received from Ministry of Food Processing Industries, Govt. of India under Mega Food Park Scheme.

**Note 15 : Financial liabilities - Current: Borrowings**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
<b>Secured</b>			
Loans repayable on demand from banks (Secured against lien on FDR)	1,25,00,000	-	-
<b>Total</b>	<b>1,25,00,000</b>	<b>-</b>	<b>-</b>

**Note 16 :Financial liabilities - Current : Other financial liabilities**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Current maturities of long term borrowings (Refer Note 13)	-	-	1,13,272
Creditors for Capital Goods	1,81,97,703	-	-
<b>Total</b>	<b>1,81,97,703</b>	<b>-</b>	<b>1,13,272</b>

**Note 17 :Provisions**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Provision for employee benefits		-	-
Provision for Income Tax	-	13,75,524	11,11,748
<b>Total</b>	<b>-</b>	<b>13,75,524</b>	<b>11,11,748</b>

**Note 18 : Other Current Liabilities**

Particulars	March 31, 2018	March 31, 2017	April 1, 2016
Duties & Taxes Payble	1,27,640	35,611	2,29,102
Audit fee payable	67,500	57,000	27,000
Other Expenses Payable	16,40,397	30,350	-
Retention Money	3,25,27,878	1,34,11,251	63,93,266
Salary Payable	11,47,713	9,51,342	6,03,194
Advances against Developed Plots	2,28,42,066	1,08,70,440	-
Earnest Money Deposit	4,57,000	7,81,000	-
Advance from Customer	9,14,332	-	-
Performance Security	2,59,858	-	-
	<b>5,99,84,384</b>	<b>2,61,36,994</b>	<b>72,52,562</b>

Notes forming part of the financial statements

Note 19 : Revenue from Opetration

Particulars	March 31, 2018	March 31, 2017
Revenue from Cold Chain Facilites	28,96,042	-
Revenue from leasing of Canteen	10,663	-
Revenue from leasing of Warehouses	2,84,877	-
Other operating revenue	-	-
<b>Total</b>	<b>31,91,582</b>	<b>-</b>

Note 20 : Other income

Particulars	March 31, 2018	March 31, 2017
<b>Other non-operating income</b>		
Interest income (on Fixed Deposits)	12,65,546	46,05,036
Deferred Government Grant Income*	30,64,804	-
<b>Total</b>	<b>43,30,350</b>	<b>46,05,036</b>

\* Amortisation of Government Grant basis the useful life of the related assets. (Refer Note No 15)

Note 21 : Cost of Material Consumed

Particulars	March 31, 2018	March 31, 2017
<b>Raw material consumed (including erection expenses)</b>		
Opening stock at the beginning of the year	-	-
Add: Purchases (including erection expenses)	53,17,213	-
	53,17,213	-
Less: Closing stock at the end of the year	-	-
<b>Total</b>	<b>53,17,213</b>	<b>-</b>

Note 22 : Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

Particulars	March 31, 2018	March 31, 2017
<b>Inventories at the end of the year</b>		
Finished goods	63,62,234	-
Work-in-progress	-	-
	63,62,234	-
<b>Inventories at the beginning of the year</b>		
Finished goods	-	-
Work-in-progress	-	-
	-	-
<b>Total</b>	<b>(63,62,234)</b>	<b>-</b>

Note 23 : Employee Benefit Expenses

Particulars	March 31, 2018	March 31, 2017
Salaries, wages and bonus	23,86,415	-
Contribution to provident and other funds	65,365	-
Staff welfare expenses	28,792	-
<b>Total</b>	<b>24,80,572</b>	<b>-</b>

Note 24 : Finance Cost

Particulars	March 31, 2018	March 31, 2017
Interest on Loan from Banks	36,47,827	-
Bank Charges	1,32,760	-
<b>Total</b>	<b>37,80,587</b>	<b>-</b>



**Note 25 : Depreciation and Amortization Expenses**

Particulars	March 31, 2018	March 31, 2017
Tangible Assets (Refer Note No 3)	78,98,943	-
Intangible Assets (Refer Note No 3)	-	-
<b>Total</b>	<b>78,98,943</b>	<b>-</b>

**Note 26 : Other Expenses**

Particulars	March 31, 2018	March 31, 2017
Audit Fees	51,002	-
Business Promotion expenses	14,694	-
Power, Water & Fuel	31,38,828	-
Repair & Maintenance :		
Building	70,218	-
P&M	26,230	-
Others	1,79,741	-
Plant running & Maintenance	4,32,565	-
Rent	75,776	-
Rates and taxes	33,356	-
Printing, postage, telegram and telephones	58,493	-
Insurance	8,892	-
Legal and professional charges	19,041	-
Travelling and conveyance	1,21,400	-
Security Exp.	1,51,383	-
Freight and forwarding expenses	38,074	-
Miscellaneous expenses	51,715	-
<b>Total</b>	<b>44,71,408</b>	<b>-</b>