

JAHNVI MOTOR PRIVATE LIMITED

NOTICE

Notice is hereby given that the Fifth Annual General Meeting of **JAHNVI MOTOR PRIVATE LIMITED** will be held on Friday the 19th August 2016 at the Registered office of the Company at No.5, A K S Nagar, Thadagam Road, Coimbatore – 641 001 at 03.00 P.M to transact the following business:

AGENDA

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr.P.Nataraj who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

FOR AND ON BEHALF OF THE BOARD



**K.P.Ramasamy
Chairman**

Coimbatore
19/04/2016

Note:

A Member entitled to attend and vote at the Meeting is entitled to appoint one or more Proxy (ies) to attend and vote instead of himself/ herself and such Proxy need not be a Member of the Company. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the Commencement of the Meeting.

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT:

| | |
|---|--|
| Name of the Director | Sri.P.Nataraj |
| Date of Birth | 04.08.1957 |
| Date of Appointment | 19/09/2012 |
| Expertise in specific functional area | Sri.P.Nataraj , has over two decades of experience in the apparel industry, and is the Managing Director of Holding Company M/s. K.P.R.Mill Limited since 19.03.2003. He is experienced in internal control, project implementation and tax planning. He manages the financial functions of the Holding Company. Mr.P.Nataraj is a Member in 'Cotton Yarn Advisory Board' constituted by the Government of India and a Director of Confederation of Indian Textile Industry (CITI) .He is the Deputy Chairman of South India Mills Association (SIMA) and the Vice-President of Indian Cotton Federation. |
| Qualification | F.C.A |
| Directorship held in other public Companies (Excluding foreign and private companies) | K.P.R. Mill Limited K.P.R Developers Limited K.P.R. Sugar Mill Limited Galaxy Knits Limited |
| Chairmanship/Membership of Committees in other Indian Public Companies | Member – Audit Committee – K.P.R. Mill Limited Member – Stakeholders Relationship Committee – K.P.R. Mill Limited Member – Audit Committee – K.P.R. Sugar Mill Limited |
| Shares in the Company – No.of Shares | 1 |
| Relationship between Directors inter-se | Brothers: Sri. K.P.Ramasamy Sri. KPD Sigamani |

JAHNVI MOTOR PRIVATE LIMITED - DIRECTORS' REPORT - 2015-16

Dear Shareholders,

We take pleasure in presenting the Report on our Business and Operations for the Year ended 31st March 2016.

FINANCIAL RESULTS

| Particulars | ₹ in Lakhs | |
|--|---------------|---------------|
| | 2015-16 | 2014-15 |
| Sales and Other Income:- | | |
| Domestic Sales (Net of Excise Duty) | 11,686 | 10,278 |
| Export Sales | - | - |
| Other Income | 1474 | 1043 |
| | 13,160 | 11,321 |
| Profit before Interest & Depreciation | 558 | 631 |
| Less : Interest | 435 | 234 |
| Depreciation | 91 | 89 |
| Profit Before Tax | 32 | 308 |
| Less : Taxation:- | | |
| Provision for Current Tax | 10 | 100 |
| Current Tax relating to earlier years | 10 | (8) |
| | 20 | 92 |
| Profit After Tax | 12 | 216 |

REVIEW OF OPERATIONS

During the year under review, the operations have earned a total income of Rs.131.60 Crores and a Net Profit of Rs.12 Lakhs. The Company has sold 271 Cars. The extended market network at Madurai started strengthening the Sales backup. The Company continues to be the All India Best Dealer Partner under 'B' category. Besides it has been awarded all India best accessories sales award. Its repute in premium range dealership earned the prestigious 'Harley- Davidson' dealership, one of the most renowned names in the World of high-end Motor cycles. Within a short span of 2 months in FY 2015-16, it sold 29 bikes and is optimistic of recording higher volume in current year due to encouraging demand.

OUTLOOK

Automobile Industry begins the current year on a positive note and poised for better performance. The emerging demand for high-end bikes in India is also expected to enhance its contribution to the performance of the Company.

RESERVES

The Company has not created any reserves during the financial year.

DIVIDEND

Considering the financial requirements, your Directors have not recommended any equity dividend for the year.

SHARE CAPITAL

The Company has not issued any shares during the year.

FINANCE

Your Company has been regular in meeting its obligation towards payment of Principal & Interest. Comfortable cash scenario enabled lesser Working Capital Loan as well as Finance Cost. During the year the company had borrowed from Yes Bank, Coimbatore and from the holding company towards setting up of the new bike showroom at Coimbatore.

DEPOSITS

The Company has not accepted any fixed deposits from public during the year under review.

DIRECTORS

Mr.P.Nataraj, Director, retires by rotation at the ensuing Annual General Meeting and is eligible for reappointment. The details of the Mr.P.Nataraj are furnished in the Notice of the ensuing Annual General Meeting. Your Directors recommend his re- appointment.

Mr.M.J.Vijayaraaghavan, Director passed away on 10.06.2015. Taking note of his association and sane advice, the Board placed on record the invaluable services rendered by him as a Senior Director.

Requisite declaration from the Independent Directors of the Company under Section 149(7) of the Act confirming that they meet with the criteria of their Independence laid down in Section 149(6) have been obtained.

All the Directors of the Company have confirmed that they are not disqualified from being appointed as Directors in terms of Section 164(2) of the Act.

SUBSIDIARY COMPANIES

The Company does not have any subsidiary Company.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

The particulars required Energy Conservation and Technology Absorption are not applicable to this Company and the details of Foreign Exchange Earnings & Outgo forms part of this Report.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134(5) of the Act, the Board of Directors of the Company hereby state and confirm that;

I. In the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

II. The Directors had selected 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 of the Company for the year under review.

III. The Directors had taken proper and sufficient care for the maintenance of adequate record in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

IV. The Directors had arranged preparation of the accounts for the financial year ended March 31, 2016 on a going concern basis.

V. 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.

VI. 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.

COMMITTEES:

The Company has reconstituted the following Committees with the Members indicated therein;

I. **Audit Committee:**

1. Mr.G.P.Muniappan - Independent Director- Chairman
2. Dr.S.Ranganayaki- Independent Director
3. Mr.P.Nataraj – Non-Independent Director

II. **Nomination and Remuneration Committee**

1. Mr.G.P.Muniappan - Independent Director- Chairman
2. Dr.S.Ranganayaki- Independent Director
3. Mr.P.Nataraj – Non-Independent Director

POLICIES:

In pursuance of the Act the following policies have been framed

- I. Nomination & Remuneration Policy
- II. Related Party Transaction Policy
- III. Whistle Blower Policy consisting of Vigil Mechanism
- IV. Risk Management Policy

RISK MANAGEMENT

Pursuant to section 134 (3) (n) of the Act, the Company has framed a Risk Management Policy. In the opinion of the Board there appears to be no element of risk which may threaten the existence of the company.

BOARD MEETINGS:

The Board of Directors met Seven times during the financial year. They were held on 24.04.2015, 16.07.2015, 28.07.2015, 29.09.2015, 19.10.2015, 09.01.2016 and 14.01.2016.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

There were no loans, guarantees or investments made by the Company under Section 186 of the Act, during the year under review and hence the said provision is not applicable.

RELATED PARTY TRANSACTIONS:

All Related Party Transactions that were entered into during the financial year were only with its Holding Company in the ordinary course of business. Accordingly, there are no transactions to be reported pursuant to the Act and Rules. However, the Transactions as required under Accounting Standards AS-18 are reported in Note 27 of the Notes to Accounts.

MANAGERIAL REMUNERATION CRITERIA:

None of the Directors received any remuneration or commission from the Company.

PARTICULARS OF EMPLOYEES:

No Employee or Director is in receipt of any remuneration pursuant to Section 197 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and hence no reporting is required.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 provides for protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment and also for the matters incidental thereto. There is only a very few women workers in the Company, however suitable mechanism under the aforesaid Act is in place at the Company for adherence.

AUDITOR & AUDITOR'S REPORT:

Mr.A.Vetrivel, Chartered Accountant, Coimbatore, the Statutory Auditor of the Company retires at the ensuing Annual General Meeting and is eligible for re-

appointment. The Auditor's Report to the Shareholders does not contain any qualification remarks.

EXTRACT OF ANNUAL RETURN:

Pursuant to section 92(3) of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 forms part of this Report.

DISCLOSURE ON COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The Audit Committee consists of majority independent Directors. Members of the Audit Committee are financially literate. A Member is a Chartered Accountant and another is Retd. Deputy Governor of RBI. The Company has as established vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. Direct access to the Chairman of the Audit Committee is available for reporting issues concerning the interests of co employees and the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

SIGNIFICANT & MATERIAL ORDER PASSED BY THE REGULATORS

No significant and material order was passed by any Regulators that have any impact on the going concern status and the operations of the Company

ACKNOWLEDGEMENT:

Your Directors thank the Government Authorities, Suppliers, Holding Company, Project Consultants, Bankers for their support & co-operation and the Employees at all level for their dedicated involvement

FOR AND ON BEHALF OF THE BOARD



**K.P.Ramasamy
Chairman**

19/04/2016
Coimbatore

Form No.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON
31.03.2016

[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 | U50100TZ2011PTC017370 |
| ii. | Registration Date | 29/08/2011 |
| iii. | Name of the Company | Jahnvi Motor Private Limited |
| iv. | Category/Sub-Category of the Company | Private Company / Indian Non-Government Company |
| v. | Address of the Registered office and contact details | No.5, A.K.S. Nagar, Thadagam Road, Coimbatore – 641 001. Ph: 0422-2478090, Fax: 0422-2478050 Mail: info@audicoimbatore.in |
| vi. | Whether listed company | No |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | NA |

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:-

| Sr. No. | Name and Description of main products/ services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|---|----------------------------------|------------------------------------|
| 1 | Retail Trade of Vehicles | 8213 | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No | Name And Address Of The Company | CIN/GLN | Holding/ Subsidiary /Associate | %of shares held | Applicable Section |
|--------|--|---------------------------|--------------------------------|-----------------|--------------------|
| 1. | K.P.R. Mill Limited No.9, Gokul Buildings, 1st Floor, A.K.S. Nagar, Thadagam Road, Coimbatore - 641 001 | L17111TZ2003 PLC010518 | Holding | 100% | 2(46) |

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

i. Category-wise Shareholding

| 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. Promoter | | | | | | | | | |
| 1) Indian | | | | | | | | | |
| a) Individual/ HUF | - | - | - | - | - | - | - | - | - |
| b) Central Govt | - | - | - | - | - | - | - | - | - |
| c) State Govt(s) | - | - | - | - | - | - | - | - | - |
| d) Bodies Corp | - | 19,26,666 | 19,26,666 | 100 | - | 19,26,666 | 19,26,666 | 100 | - |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any Other | - | - | - | - | - | - | - | - | - |
| Sub-total(A)(1):- | - | 19,26,666 | 19,26,666 | 100 | - | 19,26,666 | 19,26,666 | 100 | - |
| 2) Foreign | | | | | | | | | |
| Sub-total(A)(2):- | - | - | - | - | - | - | - | - | - |
| B. Public Shareholding | | | | | | | | | |
| Total Public Shareholding (B) | - | - | - | - | - | - | - | - | - |
| C. Shares held by Custodian for GDRs & ADRs | | | | | | | | | |
| Grand Total (A+B+C) | - | 19,26,666 | 19,26,666 | 100 | - | 19,26,666 | 19,26,666 | 100 | - |

ii.Shareholding of Promoters

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in shareholding during the |
|--------|--------------------|---|----------------------------------|--|-------------------------------------|----------------------------------|--|-------------------------------------|
| | | 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. | K.P.R Mill Limited | 19,26,662 | 99.99 | - | 19,26,662 | 99.99 | - | - |
| 2. | K.P. Ramasamy | 1 | 0.00 | - | 1 | 0.00 | - | - |
| 3. | KPD. Sigamani | 1 | 0.00 | - | 1 | 0.00 | - | - |
| 4. | P.Nataraj | 1 | 0.00 | - | 1 | 0.00 | - | - |
| 5. | C.R.Anandakrishnan | 1 | 0.00 | - | 1 | 0.00 | - | - |
| | Total | 19,26,666 | 100 | - | 19,26,666 | 100 | - | - |

Note: Beneficial Interest in shares held by Shareholders under Sl.no 2 to 5 vests with K.P.R. Mill Limited, the Holding Company

iii.Change in Promoters' Shareholding: No Change

INDEBTEDNESS

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

| Particulars | Secured Loan | Unsecured Loans | Deposits | Rs in Lakhs |
|---|---------------------|------------------------|-----------------|--------------------|
| | | | | Total |
| Indebtedness at the beginning of the FY | | | | |
| i) Principal Amount | 3053.01 | 641.05 | - | 3694.06 |
| ii) Interest due but not paid | 0 | 0.00 | - | 0.00 |
| iii) Interest accrued but not due | 0 | 0.00 | - | 0.00 |
| Total (i+ii+iii) | 3053.01 | 641.05 | - | 3694.06 |
| Change in Indebtedness during the FY | | | | |
| Addition | 10544.53 | 611.10 | - | 11322.51 |
| Reduction | 10366.50 | 777.98 | - | 10977.60 |
| Net Change | 178.03 | 166.87 | - | 344.91 |
| Indebtedness at the end of the FY | | | | |
| i) Principal Amount | 3231.05 | 807.92 | - | 4038.97 |
| ii) Interest due but not paid | 0.00 | 0.00 | - | 0.00 |
| iii) Interest accrued but not due | 0.35 | 0.00 | - | 0.35 |
| Total (i+ii+iii) | 3231.40 | 807.92 | - | 4039.32 |

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

None of the Directors or the Key Managerial Personnel receives any remuneration from the Company.

VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

The Company has not paid any penalties, received any punishments or went for Compounding of any offences.



Date :

AUDITOR'S REPORT
INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF JAHNVI
MOTOR PRIVATE LIMITED

Report on the financial statements

I have audited the accompanying financial statements of M/S.JAHNVI MOTOR PRIVATE LIMITED, ("the company") which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

Auditors Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I 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.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In my opinion and to the best of my information and according to the explanations given to me, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March, 2016 and its profit and its cash flows for the year ended on that date.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

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, I give in the Annexure A statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, I report that:
 - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;
 - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In my opinion, the aforesaid financial statement comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, 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 my 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 my opinion and to the best of my information and according to the explanations given to me:



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

- i. There were no pending litigations which would impact the financial position of the Company.
- 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.

**DATE : 19.04.2016
PLACE : COIMBATORE**



**A.VETRIVEL
CHARTERED ACCOUNTANT
MEMBERSHIP NUMBER : 025028**

**A.VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028
1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813**

**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

Annexure "A" to the Independent Auditors Report for the year ended 31st March 2016.

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of my report of even date)

1. In respect of Fixed assets

- a) The company has maintained proper records of the fixed assets showing full particulars including quantitative details and situation of the fixed assets.
- b) Some of the fixed assets were physically verified by the management in accordance with program of verification, which in my opinion provides for the physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to me, no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to me and the records examined by me and based on the examination of the registered sale deed provided to me, I report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

2. In respect of inventories:

- a) As explained to me, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.

According to the information and explanations given to me, the Company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 during the year.

3. In my opinion and according to the information and explanations given to me, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

According to the information and explanations given to me, the Company has not accepted any deposit during the year 2015-16.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

3. The Company doing Trading business, hence the maintenance of cost records under sub section (1) of Section 148 of the Companies Act, 2013, is not applicable.
4. According to the information and explanations given to me, in respect of statutory dues:
 - a. The company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, income tax, sales tax, Wealth Tax, Service Tax, Duty of Customs, Excise Duty, Value Added Tax, Cess and any other material statutory dues applicable to it with the appropriate authorities.
 - b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at 31st March, 2016 for a period of more than six months from the date they became payable.
5. In my opinion and according to the information and explanations given to me, the company has not defaulted in the repayment of loans and borrowings to financial institutions, banks and Government. The Company has not issued any debentures.
6. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and in my opinion and according to the information and explanations given to me term loans have been applied by the Company during the year for the purposes for which they were raised.
7. To the best of my knowledge and according to the information and explanations given to me, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
8. In my opinion and according to the information and explanations given to me, the Company has not paid / provided managerial remuneration during the year and hence provisions of section 197 read with Schedule V to the Companies Act, 2013 are not applicable to the Company.
9. The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

10. In my opinion and according to the information and explanations given to me the Company is in compliance with Sections 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
11. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 Order is not applicable to the Company.
12. In my opinion and according to the information and explanations given to me, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
13. The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

**DATE : 19.04.2016
PLACE : COIMBATORE**



**A.VETRIVEL
CHARTERED ACCOUNTANT
MEMBERSHIP NUMBER : 025028**

**A.VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028
1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813**

**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

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

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

I have audited the internal financial controls over financial reporting of JAHNVI MOTOR PRIVATE MILL LIMITED ("the Company") as of 31.03.2016 in conjunction with my audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that I 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.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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.



**M/S.JAHNVI MOTOR PRIVATE LIMITED
COIMBATORE**

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 my opinion, to the best of my information and according to the explanations given to me, 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 31.03.2016, 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.

**DATE : 19.04.2016
PLACE : COIMBATORE**



**A.VETRIVEL
CHARTERED ACCOUNTANT
MEMBERSHIP NUMBER : 025028**

**A.VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028
1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813**

JAHNVI MOTOR PRIVATE LIMITED
BALANCE SHEET AS AT 31.03.2016


| | Note | As at 31.03.2016 | As at 31.03.2016 |
|-----------------------------------|------|---------------------|---------------------|
| (₹ in Lakhs) | | | |
| A EQUITY AND LIABILITIES | | | |
| 1 Shareholders' Funds | | | |
| (a) Share Capital | 3 | 193 | 193 |
| (b) Reserves and Surplus | 4 | 472 | 460 |
| | | 665 | 653 |
| 2 Non-Current Liabilities | | | |
| (a) Long-Term Borrowings | 5 | 517 | 758 |
| (b) Other Long - Term Liabilities | 6 | 808 | 641 |
| | | 1,325 | 1,399 |
| 3 Current Liabilities | | | |
| (a) Short-Term Borrowings | 7 | 2,592 | 2,152 |
| (b) Trade Payables | 8 | 258 | 204 |
| (c) Other Current Liabilities | 9 | 781 | 742 |
| | | 3,631 | 3,098 |
| | | 5,621 | 5,150 |
| B ASSETS | | | |
| 1 Non-Current Assets | | | |
| (a) Fixed Assets | | | |
| (i) Tangible Assets | 10 | 1,412 | 1,080 |
| (ii) Capital Work-in-Progress | | - | 236 |
| | | 1,412 | 1,316 |
| (b) Long-Term Loans and Advances | 11 | 129 | 171 |
| | | 1,541 | 1,487 |
| 2 Current Assets | | | |
| (a) Inventories | 12 | 2,681 | 2,657 |
| (b) Trade Receivables | 13 | 520 | 396 |
| (c) Cash and Bank Balances | 14 | 334 | 165 |
| (d) Short-Term Loans and Advances | 15 | 381 | 371 |
| (e) Other Current Assets | 16 | 164 | 74 |
| | | 4,080 | 3,663 |
| | | 5,621 | 5,150 |


See accompanying notes forming part of the financial statements


For and on behalf of the Board of Directors

"To be read with my report of even date"


K.P. Ramasamy
Director


A. Vetrivel
Chartered Accountant


KPD Sigamani
Director


P. Nataraj
Director

Coimbatore
19.04.2016

A.VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028
1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813

JAHNVI MOTOR PRIVATE LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31.03.2016

(₹ in Lakhs)

| | Note | Year Ended | |
|--|------|---------------|---------------|
| | | 31.03.2016 | 31.03.2015 |
| I. Revenue from Operations (Gross) | 17 | 13,160 | 11,321 |
| Less: Excise Duty | | - | - |
| II. Total Revenue | | 13,160 | 11,321 |
| III. Expenses | | | |
| Purchase of Stock-in-Trade | | 9,753 | 10,268 |
| Changes in Inventories of Finished Goods, Work- in-Progress and Stock in Trade | 18 | 34 | (1,247) |
| Employee Benefits Expense | 19 | 318 | 245 |
| Finance Costs | 20 | 435 | 234 |
| Depreciation and Amortization Expense | 10 | 91 | 89 |
| Other Expenses | 21 | 2,497 | 1,424 |
| Total Expenses | | 13,128 | 11,013 |
| IV. Profit Before Tax | | 32 | 308 |
| V. Tax Expense | | | |
| 1. Current Tax Expense for Current Year | | 10 | 100 |
| 2. Current Tax Expense relating to Prior Years | | 10 | (8) |
| Net Tax Expenses | | 20 | 92 |
| VI. Profit / (Loss) for the Year | | 12 | 216 |
| VII. Earnings per equity share of ₹ 10 each | | | |
| 1. Basic & Diluted (in ₹) | | 0.62 | 13.96 |

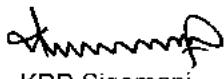
See accompanying notes forming part of the financial statements


For and on behalf of the Board of Directors

"To be read with my report of even date"


K.P. Ramasamy
Director


A. Vetrivel
Chartered Accountant


KPD Sigamani
Director


P. Nataraj
Director

A.VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028
1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813

Coimbatore
19.04.2016


JAHNVI MOTOR PRIVATE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016


(₹ in Lakhs)

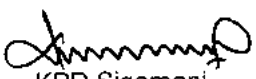
| PARTICULARS | Year Ended 31.03.2016 | Year Ended 31.03.2015 |
|---|--------------------------|--------------------------|
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit Before Tax | 32 | 308 |
| Depreciation | 91 | 89 |
| (Profit) / Loss on Sale of Assets | 1 | 22 |
| Finance Costs | 435 | 234 |
| Operating profit before Working Capital adjustments | 559 | 653 |
| (Increase) / Decrease in Sundry Debtors | (124) | (373) |
| (Increase) / Decrease in Loans and Advances | 7 | (256) |
| (Increase) / Decrease in Inventories | (24) | (1,397) |
| (Increase) / Decrease in Other Current Assets | (90) | (3) |
| Increase / (Decrease) in Current Liabilities | 182 | 389 |
| Cash Generated from Operations | 510 | (988) |
| Net Income Tax (Paid) / Refunds | (14) | (150) |
| Net Cash from Operating Activities | (A) 496 | (1,138) |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of Fixed Assets | (452) | (1,129) |
| Proceeds from Sale of Fixed Assets | 266 | 45 |
| Net Cash flow used in Investing Activities | (B) (186) | (1,084) |
| CASH FLOW FROM FINANCING ACTIVITIES | | |
| Proceeds from Share Capital | - | 42 |
| Proceeds from Securities Premium | - | 83 |
| Proceeds from Long-Term Borrowings | - | 525 |
| Repayment of Long-Term Borrowings | (143) | (74) |
| Proceeds from Other Short-Term Borrowings | 440 | 1784 |
| Finance Costs | (438) | (232) |
| Net Cash used in Financing Activities | (C) (141) | 2128 |
| Net Increase in Cash and Cash Equivalents | (A+B+C) 169 | (94) |
| Opening Balance of Cash and Cash Equivalents | 165 | 259 |
| Closing Cash and Cash Equivalents | 334 | 165 |
| Reconciliation of Cash and cash equivalents with the Balance Sheet: | | |
| Cash and Bank balances (Refer Note 14) | 334 | 165 |
| Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 Cash Flow Statements | | |
| Closing Cash and Cash Equivalents | 334 | 165 |
| See accompanying notes forming part of the financial statements | | |

For and on behalf of the Board of Directors

"To be read with my report of even date"


K.P. Ramasamy
Director


A. Vetrivel
Chartered Accountant


KPD Sigamani
Director


P. Nataraj
Director

A. VETRIVEL, B.Sc., F.C.A.
CHARTERED ACCOUNTANT
M.No. 25028

1/1, SETH NARAYANDAS LAY-OUT-II
TATABAD, COIMBATORE - 641 012
Phone : 2495760, 4378813

Coimbatore
19.04.2016

1 Company Overview

Jahnvi Motor Private Limited is the Wholly owned Subsidiary Company of K.P.R.Mill Limited. The Company's main objects is to carry on the business of trading, authorised distributors, in all kinds of automobiles such as Cars, Jeeps, Motor Cycles, Buses, Tractors, Trailers, Aircrafts etc., Presently the Company is appointed as authorised dealers for AUDI cars of M/s VOLKSWAGEN GROUP SALES INDIA PVT. LTD, Coimbatore.

2 Significant Accounting Policies

A) BASIS OF ACCOUNTING

(i) The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act"), as applicable.

(ii) The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year. The financial statements have been prepared on accrual basis under the historical cost convention.

B) USE OF ESTIMATES

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. 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.

C) FIXED ASSETS AND DEPRECIATION

i) Fixed assets and intangibles are stated at cost less accumulated depreciation / amortisation and impairment losses, if any. Cost includes all costs relating to acquisition and installation of fixed assets including any incidental costs of bringing the assets to their working condition for their intended use. Machinery spares which can be used only in connection with an item of fixed asset and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on fixed assets after its purchase / completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Capital work-in-progress

ii) Projects under which tangible fixed assets are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

D) DEPRECIATION

Depreciation on Fixed Assets is provided on Straight Line Method at the rates prescribed in Schedule II of the Companies Act, 2013, except 1) Plant & Machinery @ 10.34% and 2) Electricals @ 7.07% based on useful life ascertained for such asset through technical assessment by competent Professional.

E) 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.

F) CASH FLOW STATEMENT

Cash flow are reported using the indirect method, 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.

G) INVENTORIES

Items of Inventories are valued at lower of cost or net realizable value.



H) REVENUE RECOGNITION

Sales includes sale of Traded Goods and Services. Revenue from sale of Traded Goods and Services are recognized when the property in goods/service are invoiced/delivered.

I) RETIREMENT BENEFITS

(a) Short Term

Short term employee benefits are charged off at the undiscounted amount during the year in which the related service is rendered by employees.

(b) Long Term Post Retirement

Post Retirement Benefits comprise of Provident Fund and Gratuity which are accounted for as follows:

1. Provident Fund

This is a defined contribution plan, and contributions made to the Fund are charged to Revenue. The Company has no further obligations for future provident fund benefits other than monthly contributions.

2. Gratuity

Provision made in the accounts.

J) FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS

Initial Recognition : Transactions in Foreign Currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transactions or at rates that closely approximate the rate at the date of the transaction or at the forward contract rate for the transaction.

Measurement at the Balance Sheet date : Foreign currency monetary items (other than derivative contracts) of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost.

Accounting for forward contracts : Premium / discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the balance sheet date. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.

K) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognised in the financial statements.

L) TAXATION

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.

Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.



M) BORROWING COSTS

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset are added to the cost of the assets. Capitalisation of borrowing cost is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying asset is interrupted.

N) LEASE

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.

O) EARNINGS PER SHARE

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

P) IMPAIRMENT OF ASSETS

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent amount was previously charged to the Statement of Profit & Loss except in case of revalued assets.

Q) INSURANCE CLAIMS

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

R) SERVICE TAX INPUT CREDIT

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

S) OPERATING CYCLE

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.



JAHNVI MOTOR PRIVATE LIMITED
Notes forming part of the Financial Statements

| | | As at 31.03.2016 | As at 31.03.2015 |
|----------|---|--------------------------------------|---------------------|
| | | (₹ in Lakhs) | |
| 3 | SHARE CAPITAL | | |
| | Authorised | | |
| | 20,00,000 (Pr.Yr.20,00,000) Equity Shares of ₹10 each | 200 | 200 |
| | | 200 | 200 |
| | Issued, Subscribed & Fully Paid up | | |
| | 19,26,666 (Pr.Yr.19,26,666) Equity Shares of ₹10 each | 193 | 193 |
| | | 193 | 193 |
| 3.1 | Term / Rights to Shares | | |
| | Equity Shares: As per the provisions of the Companies Act,1956 and Articles of Association of the Company. | | |
| 3.2 | Reconciliation of Shares outstanding at the beginning and at the end of the reporting period | | |
| | Equity Shares with voting rights | For the Year Ended 31.03.2016 | |
| | | For the Year Ended 31.03.2015 | |
| | Particulars | Number of shares | (₹ in Lakhs) |
| | | Number of shares | (₹ in Lakhs) |
| | At the beginning of the period | 19,26,666 | 193 |
| | Issued during the period | - | - |
| | Outstanding at the end of the period | 19,26,666 | 193 |
| 3.3 | Details of Shareholders holding more than 5% shares in the company | | |
| | Particulars | Number of shares | % |
| | | Number of shares | % |
| | M/s K P R Mill Limited | 19,26,666 | 100 |
| | | 19,26,666 | 100 |
| 4 | RESERVES AND SURPLUS | | |
| | Securities Premium Account | | |
| | Opening Balance | 83 | - |
| | Changes during the year | - | 83 |
| | Closing Balance | 83 | 83 |
| | Surplus in Statement of Profit and Loss | | |
| | Opening Balance | 377 | 161 |
| | Profit for the year | 12 | 218 |
| | Closing Balance | 389 | 377 |
| | | 472 | 460 |
| 5 | LONG TERM BORROWINGS | | |
| | From Banks Secured | | |
| | Term Loans | 517 | 758 |
| | | 517 | 758 |
| 5.1 | For Term Loans, the first charge on fixed assets is given to the Bank. | | |
| 5.2 | Loan amounting to ₹ 285 Lakhs (Pr. Yr. ₹ 376 Lakhs) is repayable in 8 quarterly installments. | | |
| 5.3 | Loan amounting to ₹ 473 Lakhs (Pr. Yr. ₹ 525 Lakhs) is repayable in 18 quarterly installments. | | |
| 5.4 | Interest rate relating to term loans from bank is in the range of 12.00% to 12.50%. | | |
| 5.5 | The Company has not defaulted in its repayments of the loans and interest. | | |



JAHNVI MOTOR PRIVATE LIMITED
Notes forming part of the Financial Statements

| | | As at 31.03.2016 | As at 31.03.2015 |
|----------|---|---------------------|---------------------|
| | | (₹ in Lakhs) | |
| 6 | <u>OTHER LONG TERM LIABILITIES</u> | | |
| | Loan from Holding Company | 808 | 641 |
| | | 808 | 641 |
| 7 | <u>SHORT TERM BORROWINGS</u> | | |
| | <u>From Banks Secured</u> | | |
| | Loans for Working Capital | 120 | - |
| | <u>Secured</u> | | |
| | Loans repayable on Demand from Other Parties | 2,472 | 2,152 |
| | | 2,592 | 2,152 |
| 8 | <u>TRADE PAYABLES</u> | | |
| | Other than Acceptance | 258 | 204 |
| | | 258 | 204 |
| 9 | <u>OTHER CURRENT LIABILITIES</u> | | |
| | <u>Current Maturities of</u> | | |
| | i) Term Loan | 241 | 143 |
| | Interest accrued and due on borrowings | - | 3 |
| | Advance Received from Customers | 396 | 438 |
| | Statutory remittances (Contributions to PF & ESIC, With holding tax, VAT, Service tax, Etc.,) | 143 | 158 |
| | Other Liabilities | 1 | - |
| | | 781 | 742 |



JAHNVI MOTOR PRIVATE LIMITED

(₹ in Lakhs)

| 10. FIXED ASSET | GROSS BLOCK | | | | | ACCUMULATED DEPRECIATION AND IMPAIRMENT | | | | | NET BLOCK | |
|-------------------------|-----------------------------|------------|------------|------------------------------|----------------------------|---|----------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|--|
| | Balance as at 1 April, 2015 | Additions | Disposals | Balance as at 31 March, 2016 | Balance as at 1 April 2015 | Depreciation/ Amortisation Expense For the Year | Eliminated on disposal of assets | Balance as at 31 march, 2016 | Balance as at 31 march, 2015 | Balance as at 31 march, 2016 | Balance as at 31 march, 2015 | |
| Land | 214 | - | - | 214 | - | - | - | - | - | 214 | 214 | |
| | - | 214 | - | 214 | - | - | - | - | - | 214 | - | |
| Factory Building | 359 | 282 | 145 | 496 | 106 | 11 | - | 117 | - | 379 | 253 | |
| | 111 | 249 | - | 359 | 74 | 32 | - | 106 | - | 253 | 36 | |
| Plant & Machinery | 302 | 87 | 42 | 347 | 44 | 28 | - | 72 | - | 275 | 258 | |
| | 141 | 162 | - | 302 | 26 | 17 | - | 44 | - | 259 | 114 | |
| Electrical & Fittings | 23 | 128 | 33 | 118 | 0 | 5 | - | 5 | - | 113 | 23 | |
| | 1 | 23 | 1 | 23 | 0 | 0 | - | 0 | - | 23 | 1 | |
| Furniture & Fixtures | 189 | 69 | 44 | 215 | 10 | 16 | 0 | 26 | - | 189 | 179 | |
| | 42 | 147 | 0 | 189 | 5 | 6 | - | 10 | - | 179 | 38 | |
| Computers & Accessories | 23 | 23 | 2 | 44 | 11 | 6 | - | 17 | - | 27 | 12 | |
| | 13 | 9 | 0 | 23 | 3 | 8 | 0 | 11 | - | 12 | 10 | |
| Vehicles | 175 | 99 | - | 274 | 34 | 25 | - | 59 | - | 215 | 141 | |
| | 164 | 89 | 78 | 175 | 20 | 26 | 12 | 34 | - | 141 | 144 | |
| Total | 1,286 | 688 | 266 | 1,708 | 205 | 91 | 0 | 296 | 0 | 1,412 | 1,080 | |
| | 471 | 892 | 79 | 1,284 | 128 | 89 | 12 | 205 | 12 | 1,079 | 343 | |

Previous year figures are in Italics



JAHNVI MOTOR PRIVATE LIMITED

Notes forming part of the Financial Statements

| | | As at 31.03.2016 | As at 31.03.2015 |
|-----------|---|---------------------|---------------------|
| | | (₹ in Lakhs) | |
| 11 | <u>LONG TERM LOANS AND ADVANCES</u> | | |
| | Capital Advances | - | 81 |
| | Security Deposits | 125 | 75 |
| | Advance Tax * | 4 | 11 |
| | MAT Credit Entitlement | | |
| | Opening Balance | 4 | 6 |
| | Changes during the year | (4) | (2) |
| | Closing Balance | - | 4 |
| | | 129 | 171 |
| | * Net of Provision for Income Tax ₹ 14 Lakhs (Pr.Yr. ₹ 101 Lakhs) | | |
| 12 | <u>INVENTORIES</u> | | |
| | Stock-in-trade | 2,473 | 2,507 |
| | Stores, Spares, Packing & Others | 208 | 150 |
| | | 2,681 | 2,657 |
| 13 | <u>TRADE RECEIVABLES</u> | | |
| | <u>Unsecured and Considered good</u> | | |
| | Others | 520 | 396 |
| | | 520 | 396 |
| 14 | <u>CASH AND BANK BALANCES</u> | | |
| | (a) Cash on Hand | 18 | 5 |
| | (b) Balance with Banks | | |
| | i) In Current Accounts | 291 | 159 |
| | ii) In Deposit Accounts | 25 | 1 |
| | | 334 | 165 |
| 15 | <u>SHORT TERM LOANS AND ADVANCES</u> | | |
| | <u>Unsecured and Considered good</u> | | |
| | Loans and Advances to Employees | 1 | - |
| | Balances with Government Authorities | 321 | 340 |
| | Advance for Purchase | 42 | 28 |
| | Others (Primarily Prepaid Expenses) | 17 | 3 |
| | | 381 | 371 |
| 16 | <u>OTHER CURRENT ASSETS:</u> | | |
| | Income Receivables (Primarily Tactical Receivables) | 164 | 74 |
| | | 164 | 74 |



JAHNVI MOTOR PRIVATE LIMITED
Notes Forming part of the Financial Statements

(₹ in Lakhs)

| | | Year Ended | |
|-------------|--|---------------|----------------|
| | | 31.03.2016 | 31.03.2015 |
| 17 | REVENUE FROM OPERATIONS | | |
| | Sale of Products (Refer Note 17.1) | 11,441 | 10,100 |
| | Sale of Service (Refer Note 17.2) | 245 | 178 |
| | Other Operating Revenues (Refer Note 17.3) | 1,474 | 1,043 |
| | Revenue from Operations (Gross) | 13,160 | 11,321 |
| | Less : Excise Duty | - | - |
| | | 13,160 | 11,321 |
| 17.1 | Sale of Products | | |
| | Automobile | 11,441 | 10,100 |
| | | 11,441 | 10,100 |
| 17.2 | Sale of Service | | |
| | Automobile Service | 245 | 178 |
| | | 245 | 178 |
| 17.3 | Other Operating Revenues | | |
| | Others (Primarily Tactical Support) | 1,474 | 1,043 |
| | | 1,474 | 1,043 |
| 18 | CHANGES IN INVENTORIES OF FINISHED GOODS, WORK - IN - PROGRESS AND STOCK IN TRADE | | |
| | A) Inventories at the beginning of the year | | |
| | Stock in trade | 2,507 | 1,260 |
| | | 2,507 | 1,260 |
| | B) Inventories at the end of the year | | |
| | Stock In Trade | 2,473 | 2,507 |
| | | 2,473 | 2,507 |
| | Net (Increase) / Decrease | 34 | (1,247) |
| 19 | EMPLOYEE BENEFITS EXPENSE | | |
| | Salaries & Wages | 266 | 215 |
| | Contribution to Providend Fund & Other Funds | 20 | 12 |
| | Welfare Expenses | 32 | 18 |
| | | 318 | 245 |



(₹ in Lakhs)

| | | Year Ended | |
|-----------|---|--------------|--------------|
| | | 31.03.2016 | 31.03.2015 |
| 20 | <u>FINANCE COSTS</u> | | |
| | Interest Expense on | | |
| | Term Loans | 105 | 76 |
| | Working Capital Loans | 239 | 97 |
| | Others | 91 | 61 |
| | | 435 | 234 |
| 21 | <u>OTHER EXPENSES</u> | | |
| | <u>Manufacturing Expenses</u> | | |
| | Power & Fuel | 36 | 14 |
| | Consumption of Stores & Packing materials | 967 | 601 |
| | Insurance Charges | 23 | 17 |
| | <u>Repairs and Maintenance</u> | | |
| | Building | 159 | 201 |
| | Machinery | 14 | 11 |
| | Others | 33 | 28 |
| | <u>Administration Expenses</u> | | |
| | Professional Fees | 22 | 4 |
| | Rent (Refer Note 28) | 131 | 113 |
| | Rates & Taxes | 13 | 12 |
| | Payment to Auditor (Refer Note 23) | 1 | 1 |
| | Loss on Sale of Fixed Assets (Net) | 1 | 22 |
| | Travelling Expenses | 41 | 40 |
| | Donations | - | 1 |
| | General Expenses | 32 | 19 |
| | <u>Selling Expenses</u> | | |
| | Freight & Forwarding | 4 | 3 |
| | Other Selling Expenses | 1,020 | 337 |
| | | 2,497 | 1,424 |



JAHNVI MOTOR PRIVATE LIMITED
Notes forming part of the Financial Statements

22 Contingent Liabilities and Commitments (to the extent not provided for):

| Particulars | ₹ in Lakhs | |
|------------------------------|-------------|-------------|
| | 2015-16 | 2014-15 |
| Audit Fees | 1.05 | 0.50 |
| Tax Audit and Tax Matters | | |
| Other Services | 0.11 | 0.60 |
| Cost Audit | | |
| Expenses (incl. Service Tax) | 0.15 | 0.13 |
| Total | 1.32 | 1.23 |

24 Micro, Small and Medium Enterprises

In accordance with the Notification No: G.S.R.679 (E) dated 04.09.2015 issued by the Ministry of Corporate Affairs, certain disclosures are required to be made relating to Micro, Small and Medium Enterprises as defined under the Micro, Small and Medium Development Act, 2006. The Company is in the process of compiling relevant information of its suppliers about their coverage under the said Act. Since the relevant information is not readily available, no disclosures have been made in these Financial Statements. However, in the considered view of the management and as relied upon by the auditors, impact of interest, if any that may be payable in accordance with the provisions of this Act is not expected to be material.

25 Related Party disclosures

Disclosures under Accounting Standard 18 – Related Party Disclosure, as identified and disclosed by the management and relied upon by the Auditors:

25.1 Name of related parties and nature of relationship where control exists are as under

| | |
|--|--|
| Holding Company | M/s. K.P.R.Mill Limited |
| Key Management Personnel | Sri K.P.Ramasamy Sri KPD Sigamani Sri P.Nataraj Sri C.R.Anandakrishnan |
| Enterprises owned by key management personnel/Directors or their relatives | M/s K.P.R.Developers Limited M/s K P R Cements Private Limited M/s K P R Holdings Private Limited M/s K P R Agro Farms Private Limited M/s K.P.R.Charities M/s K.P.R.Sugar Mill Limited |

25.2 Transactions during the year with related parties / Key Management Personnel are as under

| Nature of Transaction | ₹ in Lakhs | | | |
|------------------------|--|---------------------------------------|-----------------|------------------------|
| | Enterprises owned by key management personnel / Directors or their relatives | Relatives to Key Management Personnel | Holding Company | Total as on 31/03/2016 |
| Sales of Goods / Asset | - | - | 450 | 450 |
| Interest Payment | - | - | 68 (34) | 68 (34) |
| Amount Payable - Loan | - | - | 808 (641) | 808 (641) |

Note: Figures in brackets relates to the previous year



25.3 Details of transactions with related parties

a. Sales of Goods (₹ in Lakhs)

| Name | 2015-16 | 2014-15 |
|------------------------|---------|---------|
| M/s K P R Mill Limited | 450 | - |
| Total | 450 | - |

b. Interest payment (₹ in Lakhs)

| Name | 2015-16 | 2014-15 |
|------------------------|---------|---------|
| M/s.K.P.R.Mill Limited | 68 | 34 |
| Total | 68 | 34 |

c. Amount Payable - Loan (₹ in Lakhs)

| Name | 2015-16 | 2014-15 |
|------------------------|---------|---------|
| M/s.K.P.R.Mill Limited | 808 | 641 |
| Total | 808 | 641 |

26 Earnings Per Share (EPS)

| Particulars | 2015-16 | 2014-15 |
|-----------------------------------|---------|---------|
| Profit After Tax (₹ in Lakhs) | 12 | 216 |
| Weighted average number of Shares | 1926666 | 1547671 |
| EPS (₹) Basic & Diluted | 0.62 | 13.96 |
| Face Value Per Share (₹) | 10 | 10 |

27 Expenditure in Foreign Currency

(₹ in Lakhs)

| Particulars | 2015-16 | 2014-15 |
|--------------------------------|---------|---------|
| Travel, sales commission etc., | 1 | - |
| Value of imports on CIF basis | | |
| Raw Material | - | - |
| Stores and Spare parts | - | - |
| Capital Goods | 13 | - |
| Total | 14 | - |

28 Operating Lease Commitments

The Company has taken Office space on lease for a period of years with option to renew and with escalation in rent once in three years and lock-in period of three years. Lease rent for the year ended 31st March 2016 amounted to ₹. 131 Lakhs

| Particulars | 2015-16 | 2014-15 |
|---|------------|---------|
| | ₹ in Lakhs | |
| Minimum lease payments not later than one year | 164 | 106 |
| Later than one year but not later than five years | 329 | 194 |
| More than five years | - | - |

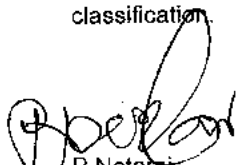
29 Defined Contribution Plan

(₹ in Lakhs)

| | 2015-16 | 2014-15 |
|------------------|---------|---------|
| Provident Fund | 15.85 | 9.88 |
| ESI Contribution | 3.94 | 2.40 |

30 Previous Year's Figures

The previous year figures have been regrouped / reclassified wherever necessary to conform to current year's classification.


P. Nataraj
Director

