

**SINNAR  
BIDI UDYOG LIMITED**

**44<sup>th</sup>  
ANNUAL  
REPORT  
2017-2018**

===== **SINNAR BIDI UDYOG LIMITED.** =====

**44<sup>th</sup> ANNUAL REPORT**  
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**44<sup>th</sup> ANNUAL REPORT  
2017-18**

**BOARD OF DIRECTORS**

- **Madhav Deshpande** Whole Time Director & CFO
- **Bhausahab Pawar** Director
- **Laxminarayan Karwa** Director
- **Bharti Sancheti** Director
- **Dhanpal Shah** Independent Director
- **Rajendra Tatiya** Independent Director

**AUDITORS**

- **SHARAD BEDMUTHA**  
Chartered Accountants  
Nashik - 422 005.

**BANKERS**

- **STATE BANK OF INDIA**  
Nashik

**REGISTRAR**

- **LINK INTIME INDIA PVT. LTD.**  
C-101, 247 Park, LBS Marg, Vikhroli (W),  
Mumbai - 400 083

**REGISTERED OFFICE**

- Parekh Mahal, 2nd Floor, Room No.62,  
Plot No. 8-9, Jamshedji Road,  
Sakharam Keer Marg, Mahim,  
MUMBAI - 400 016

**ADMINISTRATIVE OFFICE**

- "CAMEL HOUSE"  
Nashik-Pune Road,  
Nashik-422 011.

# **SINNAR BIDI UDYOG LIMITED.**

**Registered Office :** Parekh Mahal, 2nd Floor, Room No. 62, Plot no. 8-9, Lady Jamshedji Road,  
Sakharam Keer Marg, Mahim, MUMBAI - 400 016

**Adm. Office :** 'Camel House', Nasik-Pune Road, Nasik - 422 011

**CIN-L16002MH1974PLC017734**

Ph.no. (0253) 2594231 (3 Lines) Fax : 2595698 Website : sinnarbidi.com Email : investor@sinnarbidi.com

## **NOTICE OF THE MEETING**

**NOTICE** is hereby given that the 44<sup>th</sup> Annual General Meeting of the members of Sinnar Bidi Udyog Limited will be held at 2, Gurukrupa Apartment, N. C. Kelkar Marg, Dadar (W), Mumbai-400028 on Tuesday, 11<sup>th</sup> September 2018 at 12.00 Noon to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2018 and the reports of Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Laxminarayan Mohanlal Karwa (DIN:00333020), who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and if thought fit, to appoint Sabadra and Sabadra, Chartered Accountants, Nashik (Firm Regn.No. 108921W) as Statutory Auditors of the Company to hold office from the conclusion of this 44th Annual General Meeting till the conclusion of the 49th Annual General Meeting and fix their remuneration and for that purpose to pass the following as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, Sabadra and Sabadra, Chartered Accountants, Nashik (Firm Regn.No. 108921W), be and is hereby reappointed as Statutory Auditors of the Company to hold office from conclusion of 44th Annual General Meeting till the conclusion of 49th Annual General meeting to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to decide and finalise the terms and conditions of appointment, including the remuneration of the Statutory Auditors.”

**By order of the Board of Directors  
For Sinnar Bidi Udyog Limited**

**Sushil Ladda  
Company Secretary  
Place: Nashik  
Date: 20<sup>th</sup> July 2018**

# SINNAR BIDI UDYOG LIMITED.

## Notes:

1. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on a poll instead of himself and a proxy need not be a member.
2. Authorised Representative of body corporate who is a registered equity shareholder of the Company may attend and vote at the meeting provided a certified copy of the resolution of the Board of Directors authorising such representative to attend and vote at the meeting on behalf of the body corporate is deposited at the registered office of the company.
3. The Register of Members and Share Transfer Book of the Company will remain closed from 6<sup>th</sup> September 2018 to 11<sup>th</sup> September, 2018 (both days inclusive).
4. The Company has appointed M/s Link Intime India Private Limited, 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083 as its Share Transfer Agents.
5. Complete set of Financial Statements is available on the website of the Company. In accordance with Section 136 of the Companies Act, 2013 including Rule 10 of the Company (Accounts) Rules, 2014 the hard copies of Annual Report 2017-18 is being sent to all members.
6. Members are requested to intimate immediately the changes if any, in their registered address.
7. The instructions for remote e-voting are annexed to the Annual Report.
8. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
9. The company shall provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
10. Electronic copy of the Notice of the 44<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 44<sup>th</sup> Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
11. The members receiving the notice in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance Slip at the venue of the AGM.
12. Members who have not registered their email address with the Company can now register the same with the company or the RTA i.e. Link In Time India Private Limited.
13. The register of Directors and Key Managerial Personnel and their shareholdings maintained under section 170 of the Companies Act, 2013, the register of contracts or arrangements in which directors are interested under section 189 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
14. The SEBI has mandated the submission of the Permanent Account Number (PAN) and Bank account details by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN and Bank account details (a copy of the PAN card and original cancelled cheque leaf/attested bank passbook showing name of account holder) to their depository participant(s). Members holding shares in physical form are required to submit their PAN and Bank account details to the Registrar and Share Transfer Agents.
15. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.
16. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Company's Registrar and Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the share transfer form SH-4 for this purpose

**On behalf of Board of Directors,  
For Sinnar Bidi Udyog Limited**

**Sushil Ladda  
Company Secretary**

**Place: Nashik  
Date: 20<sup>th</sup> July 2018**



## Gurukrupa CHS

Apartment Building



41, N. C. Kelkar Road Dadar West, N. C. Kelkar Road, Dadar West, Mumbai, Maharashtra 400028

# SINNAR BIDI UDYOG LIMITED.

## DIRECTORS' REPORT (Pursuant to section 134 (3) of Companies Act, 2013)

Dear Shareholders,

Your directors are pleased to present the 44<sup>th</sup> Annual Report on the business and operations of your Company together with the financial statements for the year ended 31<sup>st</sup> March, 2018

### 1. Corporate Overview:

Sinnar Bidi Udyog Ltd (“Your Company” or “The Company”) is engaged in the activity of trading of Tobacco and processing of Tobacco. The Company has its corporate head office at Nashik.

### 2. Financial Results:

The financial results for the Financial Year 2017-18 is as under: -

Particulars	F.Y. 2017-18	F.Y. 2016-17
Net Sales	797.42	870.56
Other Income	3.54	2.45
Total Income	800.96	873.01
Manufacturing & other Expenses	818.94	869.18
Profit Before Tax & extraordinary items	(17.98)	3.83
Exceptional & extraordinary items	-	-
Profit / (Loss) after exceptional & extraordinary items	(17.98)	3.83
Current and Deferred Tax	(4.11)	3.34
Profit / (Loss) After Tax	(13.87)	0.49
Other Comprehensive Income	7.63	-
Profit / (Loss) After Other Comprehensive Income	(6.24)	0.49

### 3. Business Operations:

The Company's working for the year resulted in loss, as seen from the above summary. The activities carried on by the Company were trading of Tobacco and processing of Tobacco. The sales turnover from these activities reduced during the financial year 2017-18 to Rs.797.42 lacs from Rs. 870.56 lacs of the previous financial year. There has been downward trend in the turnover of the Company since past two years. This is mainly attributed to the basic nature of the industry in which the company operates. The market situation at present and also near future is not conducive to the tobacco products in which the company deals. The Company has to face business slowdown in addition to the stringent regulations on the tobacco industry.

### 4. Dividend:

In absence of profits, the directors regret their inability to recommend any dividend.

**5. Amount carried to the reserves:**

No amounts are proposed to be transferred to the reserves.

**6. Change in the nature of the Business:**

During the year under consideration, the company has not made any changes in the nature of its business.

**7. Status of Company's Affairs:**

During the year, there was no change in the status of the company. The company is a listed entity and going concern. The shares of the Company continue to be listed on the Bombay Stock Exchange only.

**8. Significant and Material Orders passed:**

There were no significant and Material orders passed by any regulators, courts or tribunals which have an impact of affecting the company's going concern status and operation of the company in the Future.

**9. Material Changes and Commitments:**

There are no material changes or commitments affecting the financial position of the Company occurring between the end of the Balance Sheet Date and the date of this report.

**10. Board of Directors:**

The Composition of Board of Directors of the Company is in accordance with the Companies Act 2013. During the year there were no changes in composition of the Board.

**11. Key Managerial Personnel:**

The following are the Key Managerial Personnel of the Company:

1. Mr. Madhav D. Deshpande: Chairman, Whole Time Director, CFO
2. Mr. Sushil S Laddha: Company Secretary

**12. Meetings of Directors:**

During the financial year 2017-18, the Board of Directors of the Company met 6 times on 29<sup>th</sup> May 2017, 1<sup>st</sup> August, 2017, 12<sup>th</sup> August 2017, 13<sup>th</sup> November, 2017, 14<sup>th</sup> February 2018 and 24<sup>th</sup> March 2018. The maximum interval between any two meetings did not exceed 120 days. The details of attendance of Directors for Board as well as Committee meetings is attached to Boards Report as *Annexure- 1*. The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

**13. Audit Committee:**

The Audit Committee Comprises of three Directors namely Mr. Dhanpal Shah (Independent Director), Mr. Rajendra Tatiya (Independent Director) and Mr. Madhav Deshpande (Whole Time Director and Chief Financial Officer).

The audit committee duly met 4 times on 29<sup>th</sup> May, 2017, 12<sup>th</sup> August, 2017, 13<sup>th</sup> November, 2017 and 14<sup>th</sup> February, 2018.

The Board has accepted all the recommendations of Audit Committee.

**14. Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee comprises of Mr. Bhausaheb Pawar, Ms. Bharati Sancheti, Mr. Dhanpal Shah and Mr. Rajendra Tatiya.

**15. Stakeholders Relationship Committee:**

The committee comprises of Ms. Bharati Sancheti and Mr. Bhausaheb Pawar.

The committee met on 10<sup>th</sup> April, 2017.



**16. Meeting of Independent Directors:**

The Separate meeting of Independent Directors of the Company was held on 24<sup>th</sup> March 2018 in terms of Schedule IV of the Companies Act 2013.

**17. Code of conduct for Board Members and Senior Managerial Personnel:**

The company has framed a code of conduct for all the Board members and senior management of the company. All the Board members and senior managerial personnel affirm the compliance with the code on annual basis.

**18. Directors retiring by rotation and re-appointment:**

In terms of provisions of section 152(6)(a) of the Companies Act, 2013, director Mr. Laxminarayan Mohanlal Karwa retires by rotation at the forthcoming Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment at the ensuing Annual General Meeting.

**19. Declaration by Independent Directors:**

The Company has received the Declarations from its Independent Directors pursuant to section 139(7) to the effect that they meet the criteria of Independence and the same is duly recorded in the first Board meeting held in the financial year.

**20. Familiarisation programme for Independent Directors:**

The company has conducted familiarisation programme for the independent directors. The company while formalising the program, ensured that the independent directors get familiarised with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates and business model of the company.

**21. Vigil Mechanism/ Whistle Blower Policy:**

The Company has established a vigil mechanism policy for the directors and its employees to report genuine concerns about the illegal and unethical practices and behaviour, actual or suspected fraud or the violation of the Company's Code of Conduct or the ethics policy without fear of reprisal, and hence to help ensure that the Company continues to uphold its high standards. The said policy is posted on the website of the Company. The Policy is established under section 177(10) of the Companies Act, 2013.

**22. Remuneration of Directors and employees:**

The disclosures as required under section 197 of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in *Annexure – 2*.

**23. Nomination and Remuneration Policy:**

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The salary payable to the WTD and CFO and Company Secretary is as per the Nomination and Remuneration Policy. This policy also lays down criteria for selection and appointment of Board Members and annual evaluation of the performance of every director of the Company. The same is attached to the Board's Report as *Annexure-3*.

**24. Risk Management Policy:**

Risk management is embedded in your Company's operating framework. Your Company believes that managing risks helps in maximizing returns. The Board has formulated a risk management policy for the company, identifying the areas of risk for the Company and the same has been implemented.

**25. Formal Annual Evaluation of performance of Board, its Committees and the individual Directors:**

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a structured questionnaire was prepared after taking into consideration the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. The performance evaluation of the Independent Directors was completed during the year under review.

The nomination and remuneration policy lays down the criteria for formal annual evaluation of the performance of the Board and the individual directors. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors and Non-Executive Directors. The Board of Directors expressed their satisfaction with the evaluation process.

Accordingly the company has evaluated the performance of the Board and the individual directors.

**26. Disclosure regarding the receipt of commission by the Managing Director, Whole Time Director from the company, its holding or subsidiary company:**

The Whole Time Director does not receive any commission from the company or its associate companies.

**27. Ratification of Appointment of Statutory Auditors:**

As per the provisions of Section 139 of the Companies Act 2013, the term of office of S. D. Bedmutha, Chartered Accountants, Nashik, as Statutory Auditors of the Company will conclude from the close of the forthcoming Annual General Meeting i.e. from the conclusion of 44<sup>th</sup> Annual General Meeting of the Company.

Subject to the approval of the Members, the Board of Directors of the Company recommends the appointment of Sabadra and Sabadra, Chartered Accountants, Nashik (Firm Regn.No. 108921W) as the Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013.

Members' attention is drawn to a Resolution proposing the appointment of Sabadra and Sabadra, Chartered Accountants, Nashik (Firm Regn.No. 108921W) as Statutory Auditors of the Company which is included at Item No. 3 of the Notice convening the Annual General Meeting.

**28. Statutory Audit Report:**

There are no adverse comments or remarks in the Statutory Audit Report provided by Mr. S. D. Bedmutha, Chartered Accountant, Nashik, which require clarification from the directors.

**29. Secretarial Audit Report:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Board has appointed M/s JHR & Associates, Company Secretaries, Thane, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report in form MR-3 is attached to the Board's Report. There is no secretarial audit qualifications for the year under review.

**30. Cost Audit:**

The provisions for audit of the cost records were not applicable to the Company during the financial year ended 31<sup>st</sup> March 2018.

**31. Corporate Social Responsibility:**

The provisions of section 135 of the Companies Act, 2013 regarding the Corporate Social Responsibility are not applicable to the company. However, the Board of Directors recognize the Company's Social obligations and may incur the expenses on CSR activities voluntarily, whenever they deem fit.

**32. Extract of Annual Return:**

The Extract of Annual Return as prescribed under section 92(3) of Companies Act, 2013 is annexed to the Boards Report in Form MGT-9 as *Annexure-4*.

**33. Directors' Responsibility Statement:**

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013:

- i. that in the preparation of the Annual Accounts for the year ended March 31, 2018, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and of the profit of the Company for the year ended on that date;
- iii. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the annual accounts have been prepared on a going concern basis;
- v. that 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; and
- vi. that 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.

**34. Loans, Guarantees and Investments:**

The Company has not given any loans or guarantee or provided security in connection with loan to any other body corporate or persons as governed under the provisions of section 186 of the Companies Act, 2013. The Company has neither acquired nor purchased any securities of any other body corporate during the financial year.

**35. Related Party Transactions:**

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 and the Rules made thereunder are not attracted.

All related party transactions are mentioned in the Financial Statements. The Company has developed a framework through Standard Operating Procedures for the purpose of identification and monitoring of such Related Party Transactions.

The statement of related party transaction is attached to the Board Report in form AOC-2 as *Annexure-5*.

**36. Subsidiary, Associates and Joint Venture Companies;**

The Company has two associate companies:

1. Vidarbha Bidi Limited
2. Tip Top Health Zone Private Limited.

None of the other companies became the subsidiary, joint venture, or Associates companies of the company nor they ceased to be its subsidiary, joint venture or associate. The details of investments held in Associate Companies is annexed to the Board Report in form AOC-1 as *Annexure-6*.

**37. Conservation of Energy, Technology, Foreign Exchange Earnings and Outgo:**

The Company has taken steps for conservation of energy at its processing plant and office premises. The activities of the Company offer less scope for absorption of Technology.

There was no foreign exchange earning or outgo during the financial year under consideration.

**38. Deposits:**

The company has not accepted any deposits in the financial year either from Members or public in terms of section 73 and 76 of the Companies Act 2013.

**39. Internal Complaints Committee:**

The Internal Complaints Committee constituted under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, has not received any cases/ compliants during the year.

**40. Internal Financial Control with reference to financial Statements:**

Your Company has an effective internal control system, which is constantly assessed and strengthened with new/revised standard operating procedures. The Audit Committee of the Company actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same.

**41. Corporate Governance:**

As per the Regulation 15(2) of the SEBI (LODR) Regulations 2015, as the paid up equity share capital and Net worth of the Company is less than the limits mentioned in the regulations, compliance under Regulation 27(2) of the SEBI (LODR) Regulations, 2015 is not applicable to the Company.

As such, the requirement for submitting report on Corporate Governance is not applicable to the Company and hence it does not form a part of this report.

**42. Appreciation:**

Your Directors wish to place on record their appreciation, for the contribution made by the employees at all levels but for whose hard work and support, your Company's achievements would not have been possible. Your Directors also wish to thank its customers, dealers, agents, suppliers, investors and bankers, Government and Non Government Authorities for their continued support and faith reposed in the Company.

**For and on Behalf of Board of Directors  
Sinnar Bidi Udyog Limited**

**Madhav D. Deshpande  
Chairman, Whole Time Director and CFO  
DIN: 00238917**

**Date: 20<sup>th</sup> July 2018  
Place: Nashik**

**SINNAR BIDI UDYOG LIMITED.**

**Annexure 1**

**Board Meeting Attendance**

Sr. No.	Dates of Meeting	Name of Director					
		Madhav Digambar Deshpande	Bhausahab Shukhadew Pawar	Bharati Subhash Sancheti	Dhanpal Motilal Shah	Laxminarayan Mohanlal Karwa	Rajendra Nemichand Tatiya
1	29.05.2017	Yes	Yes	Yes	Yes	Yes	Yes
2	01.08.2017	Yes	Yes	Yes	Yes	Yes	Yes
3	12.08.2017	Yes	Yes	Yes	Yes	Yes	Yes
4	13.11.2017	Yes	Yes	Yes	Yes	Yes	Yes
5	14.02.2018	Yes	Yes	Yes	Yes	Yes	Yes
6	24.03.2018	Yes	Yes	Yes	Yes	Yes	No

**Audit Committee Attendance**

Sr. No.	Dates of Meeting	Name of Director		
		Madhav Digambar Deshpande	Dhanpal Motilal Shah	Rajendra Nemichand Tatiya
1	29.05.2017	Yes	Yes	Yes
2	12.08.2017	Yes	Yes	Yes
3	13.11.2017	Yes	Yes	Yes
4	14.01.2018	Yes	Yes	Yes

**Shareholders Committee**

Sr No	Dates of Meeting	Name of Director	
		Bharati Subhash Sancheti	Bhausahab Shukhadew Pawar
1	10.04.2017	Yes	Yes

**Meeting of Independent Directors**

Sr No	Dates of Meeting	Name of Director	
		Dhanpal Motilal Shah	Rajendra Nemichand Tatiya
1	24.03.2018	Yes	Yes

**For Sinnar Bidi Udyog Limited**

**Bharti Sancheti**  
Director  
DIN: 06983828

**Madhav Deshpande**  
Whole Time Director and CFO  
DIN: 00238917

**Sushil Ladda**  
Company Secretary

**Date : 20th July 2018**  
**Place: Nashik**

**ANNEXURE 2**

**DISCLOSURE RELATING TO THE REMUNERATION OF DIRECTORS  
AND EMPLOYEES REMUNERATION:**

The disclosures as required under section 197 of the Companies Act, 2013 and rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

i) Ratio of remuneration of each director to the median employee's remuneration:

Ratio of Remuneration paid to Whole Time Director & CFO Mr. M. D. Deshpande to the median remuneration of employees for the financial year : 25.82

None of the other directors except the Whole Time Director mentioned above was paid any remuneration during the financial year.

ii) The details regarding percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary in the financial year:

1. Mr. M. D. Deshpande – Whole Time Director and CFO : 29.38%.

2. Mr. Sushil Ladda – Company Secretary : 104.78%.

3. The Company has not paid any remuneration to other directors and has not appointed any other managerial personnel except above.

iii) The percentage of decrease in Median Remuneration of Employees is 11.33 % In the financial year.

iv) Number of Permanent Employees on the rolls of the Company is 63.

v) Relationship between increase in remuneration and company performance:

The turnover of the Company decreased by 7.86% during the financial year 2017-18, as compared to the financial year 2016-17. The aggregate remuneration of employees increased by 16.47% over the previous year.

vi) Relationship between increase in remuneration of Key Managerial Personnel and company performance:

vii) The Market capitalization of the Company was Rs.8.42 Lakhs on 31<sup>st</sup> March 2018 as compared to Rs.8.02 as on 31<sup>st</sup> March 2017. The Price earning ratio was 40.10 as on 31<sup>st</sup> March 2018 as compared to 37.63 as on 31<sup>st</sup> March 2017. The percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the company came out with the last public offer is not applicable to the company as the company has not made any public issue after listing on Stock Exchange.

## ===== **SINNAR BIDI UDYOG LIMITED.** =====

Point nos viii, ix, x and xi in Rule 5 : Disclosures at these points are not applicable during the financial year 2017-18.

xii) It is affirmed that the remuneration paid to the Whole Time Director and Company Secretary is in accordance with the remuneration policy of the Company.

xiii) There is no employee who receives aggregate remuneration throughout the year in excess of Rs. 60 Lac.

xiv) There is no employee who receives the remuneration in excess of Rs. 5 Lacs per month during the year.

xv) No employee of the company along with his spouse and dependent children holds more than 2% of the equity share capital of the Company.

**For Sinnar Bidi Udyog Limited**

**Bharti Sancheti**  
**Director**  
**DIN: 06983828**

**Madhav Deshpande**  
**Whole Time Director and CFO**  
**DIN:00238917**

**Sushil Ladda**  
**Company Secretary**

**Date: 20<sup>th</sup> July 2018**  
**Place: Nashik**



**ANNEXURE 3**

**NOMINATION AND REMUNERATION POLICY**

**1. INTRODUCTION:**

The Company considers the human resources as its invaluable assets. This policy on the nomination and remuneration of Directors, Key Managerial Personnel, (KMPs) and other employees have been formulated in compliances with section 178 of Companies Act, 2013 along with the applicable rules thereto and Clause 49 of the listing agreement, as amended from time to time in order to pay equitable remuneration to the Directors, KMPs, and the employees of the Company and to harmonise the aspirations of the human resources consistent with the goals of the Company.

**2. DEFINITIONS:**

**Remuneration** means any money, or its equivalent given or passed to any person for the services rendered by him and includes perquisites as defined under the Income Tax Act, 1961

**Key Managerial Personnel** means means

- i . The Chief Executive Officer or the managing director or the manager or in their absence the Whole Time Director;
- ii . The Company Secretary;
- iii . The Chief Financial Officer
- iv . Such other person as may be prescribed.

**Senior Management** means the senior management personnel of the Company who are the members of its core management team excluding the Board of Directors including the Functional Heads.

**Committee** means the Nomination and Remuneration committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and the applicable listing agreement and / or regulations.

**Company** means the Sinnar Bidi Udyog limited

**Board** means the Board of Directors of the Company

**Directors** means the Directors of the Company

**Independent Director** means the Director referred to in section 149(6) of the Companies Act, 2013 and the rules made thereunder.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and the Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

**3. OBJECTIVES AND PURPOSE OF THE POLICY:**

The objective of the policy is to ensure that

- i. The level and composition of remuneration is reasonable and sufficient to attract, retain, and motivate the directors of the quality required to run the company successfully;
- ii. Relationship of remuneration to performance to is clear and meets appropriate performance benchmarks;
- iii. Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentives pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

**4. CONSTITUTION OF THE NOMINATION AND REMUNERATION COMMITTEE:**

The Board has re-constituted the Nomination and Remuneration Committee of the Board on 31<sup>st</sup> March 2015. This is in line with the requirements under the Companies Act, 2013.

The Board has the authority to reconstitute this committee from time to time.

**5. ROLE OF THE COMMITTEE:**

- i. To guide the Board in relation to appointment and removal of the Directors, Key Managerial Personnel and senior management.
- ii. To formulate the criteria for evaluation of performance of all the directors on the Board.
- iii. To formulate the criteria for determining qualifications, positive attributes and independence of a director.
- iv. To recommend the Board on remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- v. To devise a policy on Board diversity.
- vi. To identify the persons who are qualified to be directors and the key managerial personnel in accordance with the criteria laid down in this policy.

**6. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT:**

- i. The Committee shall identify and ascertain integrity, qualification, expertise and experience of the person for the appointment as Director, KMP or at Senior Management level and recommend his/ her appointment, as per Company's Policy.
- ii. A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfaction for the position.
- iii. The Company shall not appoint or continue the employment of any person as Whole Time Director, who has attained the age of seventy years. Provided that such a person may be appointed as a Whole Time Director beyond his/ her age exceeding seventy years with the approval of Shareholders by passing a special resolution.

**I. TERM/ TENURE:**

- a) **Managing Director / Whole Time Director**  
The Company shall appoint or reappoint any person as its Managing Director, Whole Time Director, or Executive Director for a term not exceeding five years at a time. No reappointment shall be made earlier than one year before the expiry of term.
- b) **Independent Director:**  
An Independent Director can hold office for a term of five years on the Board of the Company and will be eligible for reappointment on passing a special resolution by the Company and disclosure of such appointment in the Board's Report.  
No Independent Director shall hold a office for more than two consecutive terms of upto 5 years, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an independent Director.  
Provided that an Independent Director shall not, during the said period of three years, be appointed in or associated with the Company in any other capacity, either directly or indirectly.  
At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

**II. EVALUATION:**

The Committee shall carry out the evaluation of performance of Director, KMP, and senior management personnel yearly or at such intervals as may be considered necessary.

All the directors are requested annually to provide their assessment of the performance of the Board and its Committees by way of response to a questionnaire. Additionally, all Board members will be asked to do a self-evaluation of their performance annually. The performance of executive directors will be evaluated by the Nomination and Remuneration Committee. The performance evaluation of Independent Directors shall be done by entire board of directors excluding the director being evaluated.

**III. REMOVAL:**

The Committee may recommend with reasons recording in writing, removal of a director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

**IV. RETIREMENT:**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act, and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**7. POLICY FOR REMUNERATION TO DIRECTORS/ KMP/ SENIOR MANAGEMENT PERSONNEL:**

**I. Remuneration to Managing Director/ Whole Time Directors:**

The Remuneration / Commission etc. to be paid to Managing Director/ Whole Time Directors, etc. Shall be governed as per the provisions of the Companies Act, 2013 and the rules made thereunder or any enactment for the time being in force and the approval obtained from the Members of the Company.

The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors from as it may consider the appropriate with regards to the remuneration to Managing Director/ Whole Time Director.

**II. Remuneration to Non Executive Directors/ Independent Directors:**

A. The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

B. All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.

C. An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

D. Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (B)

above if the following conditions are satisfied:

- i) The Services are rendered by such Director in his capacity as the professional; and
- ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

**III. Remuneration to Key Managerial Personnel and Senior Management:**

A. The remuneration to Key Managerial Personnel and Senior Management may consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.

B. The Fixed pay may include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.

C. The Incentive pay, if any, be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

**8. IMPLEMENTATION:**

The Committees may issue guidelines, procedures, formats, reporting mechanism and manuals in supplements and for better implementation of this policy as considered appropriate

The Committee may delegate any of its powers to one or more of its members.

For Sinnar Bidi Udyog Limited

**Bharti Sancheti**  
**Director**  
**DIN: 06983828**

**Madhav Deshpande**  
**Whole Time Director and CFO**  
**DIN:00238917**

**Sushil Ladda**  
**Company Secretary**

**Date: 20<sup>th</sup> July 2018**

**Place: Nashik**

# SINNAR BIDI UDYOG LIMITED.

## ANNEXURE 4 FORM NO MGT-9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March 2018

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

### I REGISTRATION AND OTHER DETAILS:-

i	CIN	L16002MH1974PLC017734
ii	Registration Date	30 <sup>th</sup> August 1974
iii	Name of the Company	Sinnar Bidi Udyog Limited
iv	Category/ Sub-category of the Company	Public Company; Limited by shares
v	Address of the Registered office and Contact Details	Parekh Mahal, 2nd Floor, Room No. 62, Plot no.8-9, Lady Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai 400016
vi	Whether Listed Company	Yes
vii	Name, Address and Contact Details of Registrar and Transfer Agent if any	Link Intime India Private Limited 247, Lal Bahadur Shastri Marg, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083

### 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	Tabacco Sales	46307, 46202	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	<b>Vidarbha Bidi Limited</b> Block No 4, Gurukrupa Towersold Kapad Bazar Tanaji Peth Akola, Maharashtra 444001	U16000MH1991PLC061334	Associate	38.28%	2(6)
2	<b>Tip Top Health Zone Private Limited</b> Parekh Mahal, 2nd Floor, Room No. 62, Plot no.8-9, Lady Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai 400016	U60300MH1978PTC020144	Associate	24.33%	2(6)

# SINNAR BIDI UDYOG LIMITED.

## IV SHAREHOLDING PATTERN (Equity Share Capital Break up as percentage of Total Equity)

### i Category-wise share holding

Category of Shareholders	No. of Shares held at the beginning of the year				No of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Shares	Demat	Physical	Total	% of Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	84700	0	84700	42.35	84700	0	84700	42.35	0
b) Central Government	0	0	0	0	0	0	0	0	0
c) State Government	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	62100	0	62100	31.05	62100	0	62100	31.05	0
e) Bank/ Financial Institutions	0	0	0	0	0	0	0	0	0
f) Any other									
<b>SUB TOTAL A(1)</b>	<b>146800</b>	<b>0</b>	<b>146800</b>	<b>73.4</b>	<b>146800</b>	<b>0</b>	<b>146800</b>	<b>73.4</b>	<b>0</b>
(2) Foreign									
a) NRIs Individual	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/ Financial Institutions	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL A(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>TOTAL SHAREHOLDING OF PROMOTES</b>	<b>146800</b>	<b>0</b>	<b>146800</b>	<b>73.4</b>	<b>146800</b>	<b>0</b>	<b>146800</b>	<b>73.4</b>	<b>0</b>
A=A(1) + A(2)									
<b>B. Public Shareholdings</b>									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/ Financial Institutions	0	0	0	0	0	0	0	0	0
c) Central Government	0	0	0	0	0	0	0	0	0
d) State Government	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL B(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
2. Non Institutions									
a) Bodies Corporate									
i) Indian	100	650	750	0.38	100	650	750	0.375	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual Shareholders holding nominal shares upto Rs. 1 Lakh	11420	40610	52030	26.01	10780	41300	52080	26.04	0.03
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0	0	0	0	0	
c) Other (Specify)					0	0	0	0	0
Clearing Members	200	0	200	0.1	150	0	150	0.08	-0.03
HUF	220	0	220	0.11	220	0	220	0.11	0
<b>SUB TOTAL B (2)</b>	<b>11940</b>	<b>41260</b>	<b>53200</b>	<b>26.60</b>	<b>11250</b>	<b>41950</b>	<b>53200</b>	<b>26.600</b>	<b>0</b>
<b>TOTAL PUBLIC SHAREHOLDING</b>									
B=B(1) + B(2)	11940	41260	53200	26.60	11250	41950	53200	26.60	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>GRAND TOTAL (A+B+C)</b>	<b>158740</b>	<b>41260</b>	<b>200000</b>	<b>100</b>	<b>158050</b>	<b>41950</b>	<b>200000</b>	<b>100.00</b>	<b>0</b>

## SINNAR BIDI UDYOG LIMITED.

### ii Shareholding of Promoters

Sr No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% Change in the shareholding during the year
1	Shrirang Kisanlal Sarda	13720	6.86	0	13720	6.86	0	0
2	STS Exports Limited	3700	1.85	0	3700	1.85	0	0
3	Kisanlal Bastiram Sarda	41170	20.585	0	41170	20.585	0	0
4	Kiran Kisanlal Sarda	18170	9.085	0	18170	9.085	0	0
5	Kisanlal Bastiram Sarda	5590	2.795	0	5590	2.795	0	0
6	Shrilekha Vivek Sisodia	100	0.05	0	100	0.05	0	0
7	Kisanlal Bastiram Sarda	5950	2.975	0	5950	2.975	0	0
8	Rasbihari Enterprises Limited	58400	29.2	0	58400	29.2	0	0
	TOTAL	146800	73.4	0	146800	73.4	0	0

iii Change in Promoters Shareholding (Please specify if there is no change): No Change

Sr No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company*
	At the beginning of the year				
	Date wise increase/ Decrease in the promoters shareholding during the year specifying the reason (eg. Allotment/ Transfer/ Bonus/ Sweat Equity, etc.		NIL		
	At the end of the year				

iv Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDR and ADRs)

Sr No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company
	For Each of top 10 shareholders*				
	At the beginning of the year				
1	Laxmikant Madanlal Ostwal	2600	1.30	2600	1.30
2	Harsha Hitesh Javeri	2350	1.15	2350	1.18
3	Shashikant Ganapati Bagewadi	2050	1.05	2050	1.03
4	Hitesh Ramji Javeri	1900	0.95	1900	0.95
5	Sunildatta Vinayak Lad	1450	0.73	1450	0.73
6	Laxminarayan Mahanlal Karwa	1250	0.63	1250	0.63
7	Goverdhan Bhagirath Hede	1150	0.58	1150	0.55
8	Deshmukh Sanjay Devram	1000	0.50	1000	0.50
9	Jagdish Kannaiyalal Laddha	1000	0.50	1000	0.50
10	Abdul Gani Shaikh	1000	0.50	1700	0.85
	At the end of the year	15750	7.89	16450	8.22

\* Based on the shareholding pattern of the Company as on 31.03.2018



# SINNAR BIDI UDYOG LIMITED.

## v Shareholdings of Directors and Key Managerial Personnel:

Sr No	For Each of the Directors and KMPs	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company
1	Madhav Digambar Deshpande	100	0.05	100	0.05
2	Bhausahab Shukhadew Pawar	150	0.075	150	0.075
3	Dhanpal Motilal Shah	0	0	0	0
4	Bharati Subhash Sancheti	240	0.12	240	0.12
5	Laxminarayan Mohanlal Karwa	1250	0.625	1250	0.625
6	Rajendra Nemichand Tatiya	0	0	0	0
At the end of the year		1740	0.87	1740	0.87

## V INDEBTEDNESS

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

		Secured Loan excluding the deposits	Unsecured loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year					
i	Principal Amount	12901313	0	0	12901313
ii	Interest due but not paid	0	0	0	0
iii	Interest accrued but not due	0	0	0	0
Total (i+ii+iii)		12901313	0	0	12901313
Change in Indebtedness during the financial year					
Addition		22516105	0	0	22516105
Reduction		0	0	0	0
Net Change		22516105	0	0	22516105
Indebtedness at the end of the financial year					
i	Principal Amount	35417418	0	0	35417418
ii	Interest due but not paid	0	0	0	0
iii	Interest accrued but not due	0	0	0	0
Total (i+ii+iii)		35417418	0	0	35417418

## SINNAR BIDI UDYOG LIMITED.

### VI REMUNERATION TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### A Remuneration to Managing Director, Whole Time Directors and/ or Manager:

Sr No	Particulars of Remuneration	Name of MD/ WTD/ Manager			Total Amount
		Whole Time Director Mr. Madhav Deshpande	Managing Director: N.A.	Manager: N.A.	
1	Gross Salary	2379768	0	0	2379768
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0	0	0	0
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission				
	as a % of Profit	0	0	0	0
	Others, specify				
5	Others, please specify	0	0	0	0
	TOTAL (A)	2379768	0	0	2379768
	Ceiling as per the Act				

#### B Remuneration to other directors: NOT APPLICABLE

Sr No	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors				
	Fees for attending board and committee meetings				
	Commission				
	Others, please specify				
	Total (1)				
2	Other Non- Executive Directors				
	Fees for attending board and committee meetings				
	Commission				
	Others, please specify				
	Total (2)				
	Total (B)= (1+2)				
	Total Managerial Remuneration				
	Over Managerial Ceiling as per Act				

# SINNAR BIDI UDYOG LIMITED.

## C Remuneration to Key Managerial Personnel other than MD/ Manager / WTD:

Sr No	Particulars of Remuneration	Name of the Key Managerial Personnel			Total Amount
		Chief Financial Officer: Mr. M.D. Deshpande*	Company Secretary: Sushil Ladda	Chief Executive Officer: N.A.	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	0	298936	0	298936
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	0	0	0	0
	(c) Profits in lieu of Salary under section 17(3) of Income Tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	as a % of Profit	0	0	0	0
	Others, specify	0	0	0	0
5	Others, please specify	0	0	0	0
	<b>TOTAL</b>	<b>0</b>	<b>298936</b>	<b>0</b>	<b>298936</b>

\* Mr. M.D.Deshpade is the Whole Time Director as well as Chief Financial Officer. The company does not pay separate remuneration to the CFO

## VII. PENALTIES/ PUNISHMENTS/ COMPOUNDING OF OFFENCES : NIL

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

**Bharti Sancheti**  
Director  
DIN: 06983828

**Madhav Deshpande**  
Whole Time Director and CFO  
DIN:00238917

**Sushil Ladda**  
Company Secretary

**Date: 20<sup>th</sup> July 2018**  
**Place: Nashik**

# SINNAR BIDI UDYOG LIMITED.

## ANNEXURE 5 FORM NO AOC-2

**(Pursuant to clause (h) of sub-sections (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014)**  
**Form for disclosure of particulars of contracts/ arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under this proviso thereto**

### 1. Details of contracts or arrangements or transactions not at arms length basis: Not applicable

(a) Name(s) of the related party and nature of relationship	NIL
(b) Nature of contracts/ arrangements/ transactions	
(c) Duration of the contract/ arrangements/ transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) Dates of approval by the Board	
(g) Amount paid as advances, if any:	
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

### 2. Details of material contracts or arrangements or transactions at arms length basis

#### I. STS Exports Limited

(a) Name(s) of the related party and nature of relationship	NIL
(b) Nature of contracts/ arrangements/ transactions	
(c) Duration of the Contracts/ arrangements/ transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Date(s) of approval by the Board, if any	
(f) Amount paid as advances, if any	

#### II. Rasbihari Enterprises Limited

(a) Name(s) of the related party and nature of relationship	Rasbihari Enterprises Limited (Director of the company is director in that company)
(b) Nature of contracts/ arrangements/ transactions	Availing of services
(c) Duration of the Contracts/ arrangements/ transactions	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	Factory and Godown rent Amount: Rs. 4,22,400 /-
(e) Date(s) of approval by the Board, if any	The contract is governed by the provisions of Companies Act, 1956 and continuing one.
(f) Amount paid as advances, if any	NIL

**Bharti Sancheti**  
**Director**  
**DIN: 06983828**

**Madhav Deshpande**  
**Whole Time Director and CFO**  
**DIN: 00238917**

**Sushil Ladda**  
**Company Secretary**

**Date: 20th July 2018**  
**Place: Nashik**

**ANNEXURE 6**

**Disclosure relating to investment of Sinnar Bidi Udyog Ltd in  
following associates companies.**

**FORM AOC-I**

**(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of the Companies  
(Accounts) Rules, 2014)**

Statement containing salient features of the financial statement of subsidiary/ associate companies/  
joint venture

**PART A: Subsidiaries**                      NIL

(Information in respect of each subsidiary to be presented with amounts in Rs. )

- 1      Serial No
- 2      Name of the Subsidiary
- 3      The date since when subsidiary was acquired
- 4      Reporting period for the subsidiary concerned, if different from the holding company's reporting period
- 5      Reporting currency and Exchange rate as on the last date of the relevant financial year in case of foreign subsidiary
- 6      Share Capital
- 7      Reserves and Surplus
- 8      Total Assets
- 9      Total Liabilities
- 10     Investments
- 11     Turnover
- 12     Profit before taxation
- 13     Provision for taxation
- 14     Profit after taxation
- 15     Proposed Dividend
- 16     % of Shareholding

Notes: The following information shall be furnished at the end of the Statement

Names of the subsidiaries which are yet to commence operations: NIL

Names of the subsidiaries which have been liquidated or sold during the year: NIL

# SINNAR BIDI UDYOG LIMITED.

## PART B: Associates and Joint Ventures

**Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of the Associates / Joint Ventures	Vidarbha Bidi Limited	Tip Top Health Zone Private Limited
1. Latest Audited Balance Sheet Date	31 <sup>st</sup> March 2018	31 <sup>st</sup> March 2018
2. Date on which the Associate or Joint Venture was associated or acquired	31st March 1997	31st March 1998
3. Shares of Associates/ Joint Ventures held by the Company on the year end No.		
Amount of Investment in Associates/ Joint Venture	39,590 Equity Shares	3,650 Equity Shares
Extend of Holding %	38.28%	24.33%
4. Description of how there is significant influence	Control of Share Capital more than 20%	Control of Share Capital more than 20%
5. Reason why the associate/ joint venture is not consolidated	N.A.	N.A.
6. Networth attributable to Shareholding as per latest Audited Balance Sheet	(2,52,514.79)	26,94,567.79
7. Profit/ Loss for the year to the extent of holding	(13,228)	7,68,659
i. Considered in Consolidation	NIL	7,68,659
ii. Not Considered in Consolidation	Profit not considered in consolidation as we have made provision of diminution in the value of shares.	

Names of the associates or joint ventures which are yet to commence operations: NIL

Names of the associates or joint ventures which have been liquidated or sold during the year: Yogi Ayurvedic Products Private Limited

### For Sinnar Bidi Udyog Limited

**Bharti Sancheti**  
Director  
DIN: 06983828

**Madhav Deshpande**  
Whole Time Director and CFO  
DIN: 00238917

**Sushil Ladda**  
Company Secretary

**Date: 20th July, 2018**

**Place: Nashik**

The Members,  
Sinnar Bidi Udyog Limited  
Parekh Mahal, 2<sup>nd</sup> Floor, Room No 62,  
Plot No. 8-9, Lady Jamshedji Road,  
Sakharam Keer Marg, Mahim, Mumbai – 400 016

Our Secretarial Audit Report of even date for the Financial Year 2017-18 is to be read along with this letter.

**Management's Responsibility:**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility:**

2. Our responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on our audit.
3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer:**

4. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Thane  
Date: 25<sup>th</sup> May, 2018

For JHR & Associates  
Company Secretaries

**Form No. MR-3**

SECRETARIAL AUDIT REPORT FOR THE  
FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2018

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

The Members,

**Sinnar Bidi Udyog Limited**

Parekh Mahal, 2<sup>nd</sup> Floor, Room No 62,  
Plot No. 8-9, Lady Jamshedji Road,  
Sakharam Keer Marg, Mahim, Mumbai- 400 016

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sinnar Bidi Udyog Limited (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder  
**(Not applicable to the Company during audit period);**



- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not applicable to the Company during audit period**);
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (**Not applicable to the Company during audit period**);
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during audit period**);
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during audit period**);
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the Company during audit period**);
- vi. There are no laws which specifically apply to the type of activities undertaken by the Company.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India as in force from time to time.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by the Company with BSE Limited.

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

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in composition of the Board of Directors during the audit period.
- Adequate notice of at least seven days is given to all Directors to schedule the Board Meetings. Agenda and detailed notes on agenda are sent generally seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

We further report that during the audit period there were no specific events/ actions having a major bearing on Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: Thane  
Date: 25<sup>th</sup> May, 2018

For JHR & Associates  
Company Secretaries

**INDEPENDENT AUDITORS' REPORT**

**To,**  
**The Members of Sinnar Bidi Udyog Limited**

**Report on Ind AS Financial Statements**

We have audited the accompanying Ind AS financial statements of Sinnar Bidi Udyog Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income) and Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Ind AS Financial Statements**

The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance and cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. The 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; design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

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

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

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

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Ind AS and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by Section 143(3) of the Act, we further report that :
  - a We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books ;
  - c The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and statement of changes in equity dealt with by this Report are in agreement with the books of account ;
  - d In our opinion, the aforesaid Ind AS financial statements comply with the Indian 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, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164(2) of the Act
  - f With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
  - g In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended:
    - (i) The Company does not have any pending litigations which would impact its financial position
    - (ii)
    - (iii) he Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise

There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection fund by the Company.

**(SHARAD BEDMUTHA)**  
**CHARTERED ACCOUNTANT**  
**Membership No.033679.**

**Place : Nashik**

**Date : 13th June 2018.**

**Annexure “A” 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”)**

We have audited the internal financial controls over financial reporting of Sinnar Bidi Udyog Limited (“the Company”) as of March 31, 2018 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) 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 we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgments, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind AS 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 Ind AS 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 Ind AS financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, 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 March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**(SHARAD BEDMUTHA)**  
**CHARTERED ACCOUNTANT**  
**Membership No.033679.**

**Place : Nashik**  
**Date : 13<sup>th</sup> June 2018.**

# **SINNAR BIDI UDYOG LIMITED.**

## **ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT**

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

**Report on Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of Sinnar Bidi Udyog Limited ('the Company')**

- i In respect of the Company's fixed assets:
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
  - c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings included under the head 'Property, plant and equipment' which are freehold, are held in the name of the Company as at the balance sheet date.
- ii As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- iii As informed to us the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- iv As explained to us, Company has not granted any loan, investments, guarantees and security during the year ended as at 31<sup>st</sup> March 2018.
- v The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable
- vi As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii According to the information and explanations given to us, in respect of statutory dues:
  - a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Goods and Services Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2018 for a period of more than six months from the date on

- when they become payable.
- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to banks and financial institutions. The Company has not issued any debentures.
- ix The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable.
- x To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind AS Financial Statements as required by the applicable accounting standards.
- xiv During the year, the Company has not made preferential allotment or private placement of shares and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- xv In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.
- xvi In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**(SHARAD BEDMUTHA)**  
**CHARTERED ACCOUNTANT**  
**Membership No.033679.**

**Date : 13th June 2018.**

**Place : Nashik**



# SINNAR BIDI UDYOG LIMITED.

BALANCE SHEET AS AT 31ST MARCH 2018.

Particulars	Note No	31.03.2018 RUPEES	31.03.2017 RUPEES	31.03.2016 RUPEES
<b>ASSETS</b>				
<b>NON-CURRENT ASSETS</b>				
Property, plant and equipment	4	47,24,894	67,70,009	74,21,713
Intangible assets	4	-	-	
<b>Financial Assets</b>				
Investments	5	57,89,990	50,21,331	50,12,688
Other Financial Assets	6	6,92,003	6,76,562	6,83,210
Deferred Tax Asset (Net)	7	12,64,000	8,93,000	9,79,000
		<b>1,24,70,887</b>	<b>1,33,60,902</b>	<b>1,40,96,611</b>
<b>CURRENT ASSETS</b>				
Inventories	8	7,36,14,132	5,75,29,275	7,52,51,370
<b>Financial Assets</b>				
Trade Receivable	9	3,78,31,609	2,93,27,732	3,50,85,448
Cash and Bank Balances	10	1,04,294	2,66,166	3,05,855
Current Tax Asset (Net)	11	3,35,087	2,59,494	10,10,490
Other Current Assets	12	2,09,369	3,02,950	3,30,254
		<b>11,20,94,491</b>	<b>8,76,85,617</b>	<b>11,19,83,417</b>
<b>Total</b>		<b>12,45,65,378</b>	<b>10,10,46,519</b>	<b>12,60,80,028</b>
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
Share Capital	13	20,00,000	20,00,000	20,00,000
Other Equity	14	4,40,45,905	4,46,69,770	4,46,54,807
		<b>4,60,45,905</b>	<b>4,66,69,770</b>	<b>4,66,54,807</b>
<b>LIABILITIES</b>				
<b>NON-CURRENT LIABILITIES</b>				
<b>Financial Liabilities</b>				
Long -Term Borrowings	15	2,70,17,418	69,01,313	3,39,47,197
Provisions	16	2,23,37,732	2,22,13,478	2,26,35,955
		<b>4,93,55,150</b>	<b>2,91,14,791</b>	<b>5,65,83,152</b>
<b>CURRENT LIABILITIES</b>				
<b>Financial Liabilities</b>				
Short-Term Borrowings	17	84,00,000	60,00,000	36,00,000
Trade Payable	18	1,73,32,959	1,74,26,280	1,80,39,815
Employee Benefit Obligation	19	8,67,898	5,58,615	4,54,086
Provisions	20	4,12,611	3,89,896	4,50,103
Other Current Liabilities	21	21,50,855	8,87,167	2,98,065
		<b>2,91,64,323</b>	<b>2,52,61,958</b>	<b>2,28,42,069</b>
<b>Total</b>		<b>12,45,65,378</b>	<b>10,10,46,519</b>	<b>12,60,80,028</b>

Summary of Significant Accounting Policies 2

The accompanying notes form an integral part of the financial statements 30 to 40

As per my report of even date

For and on behalf of the Board

Sharad Bedmutha  
Chartered Accountant  
Membership No.033679.  
Place : Nashik  
Date : 13th June 2018

Sushil Ladda Company Secretary	Madhav Deshpande WTD & CFO	Bharati Sancheti Director
Date : 13th June 2018		

# SINNAR BIDI UDYOG LIMITED.

## STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2018

	Refer Note No.	31.03.2018 RUPEES	31.03.2017 RUPEES
<b>Income</b>			
I Revenue from Operations	22	7,97,42,178	8,70,56,029
II Other Income	23	3,53,915	2,44,566
III <b>Total Revenue (I)</b>		<b>8,00,96,093</b>	<b>8,73,00,595</b>
<b>Expenses</b>			
Cost of material consumed	24	5,91,45,858	6,63,80,325
Changes in Inventory	25	-	-
Employee Benefits Expense	26	1,20,38,985	1,03,36,746
Finance Cost	27	36,21,923	42,39,491
Depreciation and Amortization Expense	4	5,78,253	6,86,583
Other Expense	28	64,39,584	57,79,057
Exchange rate difference	29	69,408	(5,04,399)
IV <b>Total Expenses</b>		<b>8,18,94,011</b>	<b>8,69,17,803</b>
V <b>Profit for the Year</b>		<b>(1797918)</b>	<b>3,82,792</b>
<b>VII Tax Expenses</b>			
Current Tax		-	2,28,000
Prior Period Tax		(40307)	20,085
Deferred Tax		(371000)	86,000
		<b>(4,11,307)</b>	<b>3,34,085</b>
VIII <b>Profit / (Loss) for the year</b>		<b>(13,86,611)</b>	<b>48,707</b>
<b>VI Other Comprehensive Income</b>			
Other Comprehensive income from Associates.		7,62,746	-
<b>Profit / (Loss) before Tax</b>		<b>(623865)</b>	<b>48707</b>
Earning Per Equity Share of Face Value of 10/- each.		(3.12)	0.24
Basic		(3.12)	0.24
Diluted			
Summary of Significant Accounting Policies	2		
The accompanying notes form an integral part of the financial statements 30 to 40.			

As per my report of even date

For and on behalf of the Board

Sharad Bedmutha  
Chartered Accountant  
Membership No.033679.  
Place : Nashik  
Date : 13th June 2018

Sushil Ladda                      Madhav Deshpande              Bharati Sancheti  
Company Secretary              WTD & CFO                      Director

Date : 13th June 2018

# SINNAR BIDI UDYOG LIMITED.

## CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2018

	31.03.2018 RUPEES	31.03.2017 RUPEES
<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit Before Tax and Extraordinary Items	<b>(17,97,918)</b>	<b>3,82,792</b>
<b>ADJUSTMENTS FOR :</b>		
Depreciation	5,78,253	6,86,583
(Gain) / Loss on Sales of Fixed Assets (Net)	(3,12,233)	(16,779)
Adjust. Relating to Earlier Year (Net) / Extraordinary Items	69,408	(5,04,399)
Interest Paid	36,21,923	42,39,491
Interest Income	-	(1,40,948)
Dividend on Investments	(4,996)	(4,121)
Share of Profit in Associates	(5,913)	(8,643)
(Gain) / Loss on Sales of Investment	-	(25,550)
<b>Operating Profit Before Working Capital Changes</b>	<b>21,48,524</b>	<b>46,08,426</b>
<b>ADJUSTMENTS FOR MOVEMENT IN WORKING CAPITAL</b>		
Trade Payable	(93,321)	(6,13,535)
Employee Benefit Obligation	3,64,129	(3,61,531)
Short -Term Provisions	22,716	(60,209)
Other Current Liabilities	12,63,688	11,03,340
Trade Receivable	(85,03,877)	57,57,716
Other Current Assets	93,581	20,453
Inventories	(1,60,84,857)	1,77,22,095
<b>Cash Generated from Operations</b>	<b>(2,07,89,417)</b>	<b>2,81,76,755</b>
Direct Taxes Refund / ( Paid ) Net	(35,287)	5,02,912
<b>Cash Flow Before Extra Ordinary Items</b>	<b>(2,08,24,704)</b>	<b>2,86,79,667</b>
<b>Net Cash from / (used in) Operating Activities (A)</b>	<b>(2,08,24,704)</b>	<b>2,86,79,667</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property, plant and equipment	(1,46,900)	(46,500)
Sale of Property, plant and equipment	19,25,995	28,400
Balances not considered as Cash and Cash Equivalents - Placed (net)	-	-
Sale of Investments - Non Current	-	25,550
Dividend Received on Investments	4,996	4,121
Investment in FDR	-	-
Interest Received	-	1,40,948
<b>Net Cash from / (used in) Investing Activities (B)</b>	<b>17,84,091</b>	<b>1,52,519</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Interest Paid	(36,21,923)	(42,39,491)
Unclaimed Dividend Paid	-	-
Proceeds from Long-term Borrowing	2,01,16,105	-
Proceeds from Short-term Borrowing	24,00,000	(2,46,45,884)
Proceeds from Other Financial Assets	(15,441)	3,500
<b>Net Cash from / (used in) Financing Activities (C)</b>	<b>1,88,78,741</b>	<b>(2,88,81,875)</b>
<b>Net Cash Inflow/ (Outflow) (A)+(B)+(C)</b>	<b>(1,61,872)</b>	<b>(49,689)</b>
Cash and Cash Equivalents as at 01.04.2017 (Opening Balance) <b>(D)</b>	2,66,166	3,15,855
Cash and Cash Equivalents as at 31.03.2018 (Closing Balance) <b>(E)</b>	1,04,294	2,66,166
Net Increase / (Decrease) In Cash Cash Equivalents <b>(E) - (D)</b>	<b>(1,61,872)</b>	<b>(49,689)</b>

Note :

Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing

Summary of Significant Accounting Policies ( Note 2 )

The accompanying notes are an integral part of these financial statements - 30 to 40.

As per my report of even date

For and on behalf of the Board

Sharad Bedmutha  
Chartered Accountant  
Membership No.033679.  
Place : Nashik  
Date : 13th June 2018

Sushil Ladda                      Madhav Deshpande                      Bharati Sancheti  
Company Secretary                      WTD & CFO                      Director

Date : 13th June 2018

# SINNAR BIDI UDYOG LIMITED.

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2018

### A) Equity Share Capital

	Amount Rs.
Balance as at 01-04-2016	2000000
Movement during the year	-
Balance as at 31-03-2017	2000000
Movement during the year	-
Balance as at 31-03-2018	2000000

### B) Other Equity

	Reserve and Surplus			
	General Reserve	Retained Earnings	Other Comprehensive Income	Total Other Equity
<b>Balance as at 01-04-2016</b>	20201000	24420063		44621063
Profit after tax		48707		48707
Other Comprehensive Income				
<b>Balance as at 31-03-2017</b>	<b>20201000</b>	<b>24468770</b>	-	<b>44669770</b>
Profit after tax		(1386611)		(1386611)
Other Comprehensive Income			762746	762746
<b>Balance as at 31-03-2018</b>	<b>20201000</b>	<b>23082159</b>	<b>762746</b>	<b>44045905</b>

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018.

**NOTE : 1**

**CORPORATE INFORMATION**

Sinnar Bidi Udyog Ltd. ("the Company") is a company domiciled in india, with its registered office situated at Parakh Mahal, 2nd Floor, Room No.62, Plot No.8-9, Jamshedji Road, Sakharam Keer Marg, Mahim, Mumbai - 400 016. The Company has been incorporated under the provisions of Indian Companies Act and its equity shares are listed on the BSE Limited in india. The Company is primarily involved in Tobacco processing business.

**NOTE 2:**

**SIGNIFICANT ACCOUNTING POLICIES**

**1) Statement of Compliance**

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards ( referred to as "IND AS" ) notified under the Companies ( Indian Accounting Standards) Rules, 2015 with effect from April 1, 2016. Previous periods have been restated to IND AS. In accordance with IND AS 101 First - time Adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies ( Accounting Standards ) Rules, 2006 ( " Previous GAAP" ) to IND AS of Shareholders' equity as at March 31, 2017 and April 1, 2016 and of the comprehensive net income for the year ended March 31, 2017.

These financial statements have been prepared in accordance with IND AS as notified under the Companies ( Indian Accounting Standards ) Rules, 2015 read with Section 133 of the Companies Act, 2013.

**2) Use of Estimates**

The preparation and presentation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized

**3) Revenue Recognition**

Revenue from the sale of products is recognized on transfer of all significant risks and rewards of ownership to the buyer which coincides with dispatch of products to customers.

Interest income is recognized on time proportion basis. Dividend income on investment is accounted for when right to receive is established.

**4) Property Plant And Equipment**

Items of property, plant, & equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost is inclusive of freight, duties, taxes or levies ( net of recoverable taxes ) and any directly attributable cost of bringing the assets to their working condition for intended use.

Property , plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as " Capital work-in-progress".

Profit or Loss on disposal / scrapping / write off / retirement from active use of an item of property, plant and equipment is recognized in the statement of profit and loss.

On transition to IND AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment measured as per the Previous GAAP as at 1 April 2017 as its deemed cost on the date of transition. Under the Previous GAAP, in line with notification no. G.S.R. 225 (E) dated 31 March 2009 and subsequent clarification via circular no. 25/2012 dated 9 August 2012 issued by Ministry of Corporate Affairs, Government of India, the Company had adjusted the exchange differences, arising on long term foreign currency monetary borrowings relating to acquisition of depreciable assets to the cost of the those assets.

### **Depreciation / Amortization**

The company has assessed the useful lives of fixed assets as per Schedule II to the Companies Act, 2013. Accordingly, depreciation has been computed on useful lives based on technical evaluation of relevant class of assets including components thereof. Useful lives and residual values are reviewed annually. Depreciation is provided as per the straight line method computed basis useful lives of fixed assets as follows :

Buildings	: 60 years
Plant & Machinery	: 10 years
Office Equipments	: 5 years
Furniture and fixtures	: 10 years
Vehicles	: 10 years
Information technology equipment	: 3 years

Freehold land is not depreciated, Leasehold land and related improvements are amortized over the period of the lease.

### **Intangible Assets**

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

Intangible assets consist of rights under licensing agreement and software licenses which are amortized over license period which equates the useful life ranging between 2-5 years on a straight line basis.

### **5) Financial Instruments**

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities ( other than financial assets and financial liabilities at fair value through profit or loss ) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

### **Cash and Cash equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

**Financial Assets At Amortized Cost**

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**Financial assets at fair value through other comprehensive income**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

The Company has made an irrevocable election to present in other comprehensive income subsequent changes in the fair value of equity investments not held for trading.

**Financial assets at fair value through profit or loss**

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in profit or loss

**Financial Liabilities**

Financial liabilities are measured at amortized cost using the effective interest method.

**Equity Instruments**

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. equity instruments recognized by the Company are recognized at the proceeds received net off direct issue cost.

**Investment in associates**

Investment in associates are measured at cost less impairment.

**6) Inventories**

a) Raw materials, packing material and consumables are carried at the lower of cost and net realizable value. Cost is determined on a weighted average basis . Purchased goods-in-transit are carried at cost. Work-in-progress is carried at the lower of cost and net realizable value. Stores and spare parts are carried at lower of cost and net realizable value. Finished goods produced or purchased by the Company are carried at lower of cost and net realizable value. Cost included direct material and labour cost and proportion of manufacturing overheads.

b) Book Debts, Advances & Deposits

Balances considered irrecoverable are written-off and those considered doubtful are provided for.

**7) Employee / Retirement Benefits**

1) Employee Benefit Plan

The company makes contributions to Provident Fund, Employee State Insurance, National Pension System etc. for eligible employees and these contributions are charged to statement of profit and loss on accrual basis.

Liability for defined benefit plans i.e. gratuity and unfounded pension is determined based on the actuarial valuation carried out by an independent actuary as at the year-end. As these liabilities are relatively long term in nature, the actuarial assumptions take in account the requirements of the relevant IND AS coupled with a long term view of the underlying variables / trends, wherever required.

### **II) Defined Contribution Plan**

Contributions to defined contribution plans are recognized as expense when employees have rendered services entitling them to such benefits.

### **III) Compensated Absences**

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date.

### **8) Foreign Currency Transactions**

Monetary items denominated in foreign currency as at the Balance Sheet date are converted at exchange rates prevailing on that date. Exchange differences are recognized in the Statement of Profit & Loss.

### **9) Borrowing Cost**

Borrowing costs directly attributable to acquisition or construction of items of property, plant and equipment which take substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. All other borrowing costs are charged to the statement of profit and loss in the period in which they are incurred.

### **10) Leases**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the asset to the lessee. All other leases are classified as operating leases.

Payments made under operating leases are recognized as an expense in the statement of profit and loss on a straight-line basis over the term of the lease unless such payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, in which case the same is recognized as an expense in line with the contractual term.

### **11) Income Tax**

Income tax expenses comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit and loss, except when it related to items recognized in the other comprehensive income or items recognized directly in the equity. In such cases, the income tax expense is also recognized in the other comprehensive income or directly in the equity as applicable.

Provision for current tax for the period comprises of

- a) estimated tax expense which has accrued on the profit for the period 1 April 2017 to 31 March 2018 and,
- b) the residual tax expense for the period 1st April 2017 to 31 March 2018 arising out of the finalization of fiscal accounts (Assessment Year 2018-2019), under the provision of the Indian Income tax Act, 1961.

Deferred taxes are recognized basis the balance sheet approach on temporary differences, being the difference between the carrying amount of assets and liabilities in the balance Sheet and its



corresponding tax base, that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are recognized only to the extent it is probable that future taxable profits will be available against which such assets can be utilized.

### **12) Provision and Contingent Liabilities**

Provisions for Contingencies/ Contingent liabilities are recognized / disclosed after evaluation of facts and legal aspects of the matter involved, in line with IND AS 37 on Provisions, Contingent Liabilities and Contingent Assets. Provisions are recognized when the Company has a present obligation ( legal/constructive) and on management judgment as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. As the timing of outflow of resources is uncertain, being dependent upon the outcome of the future proceedings, these provisions are not discounted to their present value.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources, When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be accrued / realized.

### **13) Impairment**

#### **(I) Financial Assets (Other than at fair value)**

The Company assesses at each date of Balance sheet whether a financial asset or a group of financial assets is impaired. IND AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

#### **(II) Non-Financial Assets**

##### **Tangible and Intangible Assets**

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit ( CGU ) to which the asset belongs.

If the recoverable amount of an asset ( or CGU ) is estimated to be less than its carrying amount, the carrying amount of the asset ( or CGU ) is reduced to its recoverable amount. An impairment loss is recognized in the statement of profit and loss.

### **14) Earning Per Share**

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculation diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

**Note : 3**

**Explanation of Transition to IND AS**

The transition as at April 1, 2016 to IND AS was carried out from Previous GAAP. The exemptions and exceptions applied by the Company in accordance with IND AS 101- First - time Adoption of Indian Accounting Standards, the reconciliation of equity and total comprehensive income in accordance with Previous GAAP to IND AS are explained below.

Exemptions from retrospective application

The Company has applied the following exemptions:

Investments in subsidiaries, joint ventures and associates

The Company has elected to adopt the carrying value under Previous GAAP as on the date of transition i.e. April 1, 2016 in its separate financial statements.

**Reconciliation between Previous GAAP and Ind AS.**

**1) Equity reconciliation**

	As at 31-03-2017	As at 31-03-2016
As reported under Previous GAAP	44839160	44799096
Difference due to restatement of Liability due to applicability of Ind AS		
A) Gratuity	433304	468685
B) Leave	80934	79297
Share of Profit from associates	1316372	1307729
Equity under Ind AS	46669770	46654807

**2) Total Comprehensive income reconciliation**

	31-03-2017
Net Profit under Previous GAAP	40064
Other comprehensive income	-
Total comprehensive income under Ind AS	40064

## SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MAR 2018

**Note : 4**

**Property, plant and equipment**

( Amount in Rs. )

	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As at 1.4.2017	Additions During The Year	Deductions & Transfers During The Year	As at 31.03.2018	As at 1.4.2017	For the Year	Written Back	Total up to 31.03.2018	As at 31.03.2018	As at 31.03.2017
Freehold Land	5,42,616		3,42,757	1,99,859	-		-	-	1,99,859	5,42,616
Buildings	1,01,17,317		30,66,525	70,50,792	56,48,718	2,23,185	18,27,418	40,44,485	30,06,307	44,68,599
Plant And Machinery	34,43,824	16,191		34,60,015	20,14,769	2,64,965	-	22,79,734	11,80,281	14,29,055
Electric Installation	10,57,137		2,79,145	7,77,992	9,26,432	23,621	2,49,129	7,00,924	77,068	1,30,705
Furniture & Fixture	13,59,179			13,59,179	13,17,062	7,973	-	13,25,035	34,144	42,117
Office & Other Equipments	39,25,481	62,633		39,88,114	38,02,772	36,902	-	38,39,674	1,48,440	1,22,709
Computers & Dataprocessing Eqp	49,400			49,400	47,832	658	-	48,490	910	1,568
Vehicles	82,664	68,076	37,648	1,13,092	50,024	20,949	35,766	35,207	77,885	32,640
<b>Total</b>	<b>2,05,77,618</b>	<b>1,46,900</b>	<b>37,26,075</b>	<b>1,69,98,443</b>	<b>1,38,07,609</b>	<b>5,78,253</b>	<b>21,12,313</b>	<b>1,22,73,549</b>	<b>47,24,894</b>	<b>67,70,009</b>
<b>Previous Year</b>	<b>2,07,09,018</b>	<b>46,500</b>	<b>1,77,900</b>	<b>2,05,77,618</b>	<b>1,32,87,305</b>	<b>6,86,583</b>	<b>1,66,279</b>	<b>1,38,07,609</b>	<b>67,70,009</b>	<b>74,21,713</b>

	GROSS BLOCK			DEPRECIATION				NET BLOCK		
	As at 1.4.2016	Additions During The Year	Deductions & Transfers During The Year	As at 31.03.2017	As at 1.4.2016	For the year	Written Back	Total up to 31.03.2017	As at 31.03.2017	As at 31.03.2016
Freehold Land	5,42,616	-		5,42,616	-			-	5,42,616	5,42,616
Buildings	1,01,17,317			1,01,17,317	54,09,434	2,39,284		56,48,718	44,68,599	47,07,883
Plant And Machinery	36,05,224	-	1,61,400	34,43,824	18,42,822	3,25,277	1,53,330	20,14,769	14,29,055	17,62,402
Electric Installation	10,57,137			10,57,137	8,93,294	33,138		9,26,432	1,30,705	1,63,843
Furniture & Fixture	13,72,879	-	13,700	13,59,179	13,17,085	12,114	12,137	13,17,062	42,117	55,794
Office & Other Equipments	39,34,224	46,500	55,243	39,25,481	37,93,422	62,605	53,255	38,02,772	1,22,709	1,40,802
Computers & Dataprocessing Eqp	49,400			49,400	44,410	3,422		47,832	1,568	4,990
Vehicles	82,664			82,664	39,281	10,743		50,024	32,640	43,383
<b>Total</b>	<b>2,07,61,461</b>	<b>46,500</b>	<b>2,30,343</b>	<b>2,05,77,618</b>	<b>1,33,39,748</b>	<b>6,86,583</b>	<b>2,18,722</b>	<b>1,38,07,609</b>	<b>67,70,009</b>	<b>74,21,713</b>
<b>Previous Year</b>	<b>2,03,71,374</b>	<b>5,73,282</b>	<b>1,83,195</b>	<b>2,07,61,461</b>	<b>1,28,19,748</b>	<b>6,97,894</b>	<b>1,77,894</b>	<b>1,33,39,748</b>	<b>74,21,713</b>	<b>75,51,626</b>

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018

	31.03.2018	31.03.2017	31.03.2016
	RUPEES	RUPEES	RUPEES

## Financial Assets

### Note : 5 Investment (In Shares)

#### A) Fully Paid-up Equity Shares in Companies

Company	Numbers			Face Value Rupees			
	31-03-2018	31-03-2017	31-03-2016				
<b>i) Quoted Shares</b>							
Britannia Industries Ltd.	50	50	50	2	6,700	6,700	6,700
Castrol India Ltd. ##	8	4	4	5	240	240	240
Dabur India Ltd.	600	600	600	1	6,500	6,500	6,500
Merck (India) Ltd	10	10	10	10	4,700	4,700	4,700
Hindustan Unilever Ltd.	100	100	100	1	21,500	21,500	21,500
Novartis India Ltd.	10	10	10	5	3,250	3,250	3,250
					42,890	42,890	42,890
<b>ii) Unquoted Shares</b>							
Rasbihari Enterprises Ltd.	88496	88496	88496	10	27,16,972	27,16,972	27,16,972
STS Exports Ltd.	490	490	490	100	49,245	49,245	49,245
Syngenta India Ltd.	100	100	100	5	7,500	7,500	7,500
					27,73,717	27,73,717	27,73,717
<b>iii) Unquoted Shares in Associate Company</b>							
Yogi Ayurvedic Product Pvt. Ltd.			25550	10	-	-	2,56,603
Less : Prov. for Dimunation in value of Investment					-	-	2,56,603
					-	-	-
Vidarbha Bidi Ltd.	39590	39590	39590	10	4,68,419	4,68,419	4,68,419
Less : Prov. for Dimunation in value of Investment					4,68,419	4,68,419	4,68,419
					-	-	-
Tip Top Health Zone Pvt Ltd.	3650	3650	3650	100	29,62,383	21,93,724	21,85,081
					29,62,383	21,93,724	21,85,081
<b>B) Others Unquoted</b>							
Ordinary Shares in							
National Saving Certificates #	-	-			11,000	11,000	11,000
					11,000	11,000	11,000
					<b>57,89,990</b>	<b>50,21,331</b>	<b>50,12,688</b>

#### NOTES

Quoted Investemnt (Market value)	6,01,173	4,45,315	3,84,629
Unquoted Investemnt (Cost)	57,36,100	49,67,441	49,58,798

# Security Lodged with Sales Tax / Excise Authorities

## Castrol India allotted bonus shares (4 Nos.) during the year. Face value current year Rs.5/- per share last year Rs.10/- per share

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018

	31.03.2018	31.03.2017	31.03.2016
	RUPEES	RUPEES	RUPEES
<b>Note 6 : Other Financial Assets</b>	6,60,778	6,46,514	6,50,014
Security Deposits	18,234	18,234	18,234
Deposit with Government Authorities	12,991	11,814	14,962
Interest Accrued			
	<u><b>6,92,003</b></u>	<u><b>6,76,562</b></u>	<u><b>6,83,210</b></u>
<b>Note : 7 Deferred Tax Asset (Net)</b>			
Deferred Tax Liabilities			
Property, Plant and equipment	(6,45,000)	(6,84,000)	(8,86,000)
	<u>(6,45,000)</u>	<u>(6,84,000)</u>	<u>(8,86,000)</u>
Deferred Tax Assets			
Provision for Employee Benefits	4,42,000	1,10,000	1,04,000
Provision for Escrow Fund	14,67,000	14,67,000	17,61,000
	<u>19,09,000</u>	<u>15,77,000</u>	<u>18,65,000</u>
<b>Net Deferred Tax Asset</b>	<u><b>12,64,000</b></u>	<u><b>8,93,000</b></u>	<u><b>9,79,000</b></u>
<b>Note : 8 Inventories (At lower of cost or net realisable value)</b>			
Raw Material	7,36,14,132	5,72,84,915	7,52,51,370
Traded Goods / Other Stock	-	2,44,360	
	<u><b>7,36,14,132</b></u>	<u><b>5,75,29,275</b></u>	<u><b>7,52,51,370</b></u>
<b>Note : 9 Trade Receivables</b>			
Unsecured considered good unless otherwise stated			
Due within Six Months	3,78,31,609	2,93,27,732	3,50,85,448
	<u><b>3,78,31,609</b></u>	<u><b>2,93,27,732</b></u>	<u><b>3,50,85,448</b></u>
<b>Note : 10 Cash And Bank Balances</b>			
a. Cash on Hand	38,485	19,665	71,835
b. <u>With Scheduled Banks :</u>			
In Current Accounts	65,809	2,46,501	2,34,020
	<u><b>1,04,294</b></u>	<u><b>2,66,166</b></u>	<u><b>3,05,855</b></u>
<b>Note : 11 Current Tax Asset (Net)</b>			
Advance Income Tax (Net)	3,35,087	2,59,494	10,10,490
	<u><b>3,35,087</b></u>	<u><b>2,59,494</b></u>	<u><b>10,10,490</b></u>
<b>Note : 12 Other Current Assets</b>			
(Unsecured, considered good unless otherwise stated)			
Advances recoverable in cash or kind or for value to be received			
Considered good	-	12,000	44,389
Prepaid Expenses	2,09,369	2,90,950	2,85,865
	<u><b>2,09,369</b></u>	<u><b>3,02,950</b></u>	<u><b>3,30,254</b></u>

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018

	31.03.2018	31.03.2017	31.03.2016
	RUPEES	RUPEES	RUPEES

## Note 13 : Share Capital

Authorized 2,00,000 Equity Shares of Rs.10/- each	20,00,000	20,00,000	20,00,000
Issued, Subscribed and Paid-up 2,00,000 Equity Shares of of Rs.10/- each fully paid	20,00,000	20,00,000	20,00,000
	<b>20,00,000</b>	<b>20,00,000</b>	<b>20,00,000</b>

### Notes:

#### a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

##### Equity shares

	31.03.2018		31.03.2017		31.03.2016	
	Number of shares	Amount Rs.	Number of shares	Amount Rs.	Number of shares	Amount Rs.
At the beginning of the period	2,00,000	20,00,000	2,00,000	20,00,000	2,00,000	20,00,000
Issued during the period	-	-	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>2,00,000</b>	<b>20,00,000</b>	<b>2,00,000</b>	<b>20,00,000</b>	<b>2,00,000</b>	<b>20,00,000</b>

#### b) Terms / right attached to equity shares

There are no special right attached to equity shares other than those specified under provisions of various Acts.

#### c) Details of shareholders holding more than 5% shares in the company

	31.03.2018		31.03.2017		31.03.2016	
	Number of shares	% of holding in the class	Number of shares	% of holding in the class	Number of shares	% of holding in the class
Equity shares of Rs.10/- each fully paid						
Rasbihari Enterprises Ltd.	58,400	29.20%	58,400	29.20%	58,400	29.20%
Shri.Kisanlal Bastiramji Sarda	52,710	26.36%	52,710	26.36%	52,710	26.36%
Sou.Kiran Kisanlal Sarda	18,170	9.09%	18,170	9.09%	18,170	9.09%
Shri.Shrirang Kisanlal Sarda	13,720	6.86%	13,720	6.86%	13,720	6.86%

## Note 14 : Other Equity

General Reserve	2,02,01,000	2,02,01,000	2,02,01,000
Retained Earning	2,44,68,770	2,44,20,063	2,23,22,034
Add : Profit / (Loss) for the year	(6,23,865)	48,707	21,31,773
	<b>2,38,44,905</b>	<b>2,44,68,770</b>	<b>2,44,53,807</b>
	<b>4,40,45,905</b>	<b>4,46,69,770</b>	<b>4,46,54,807</b>

# SINNAR BIDI UDYOG LIMITED.

## Note 15 : Long Term Borrowings

Asset Based Lending (From State Bank of India)	2,70,17,418	69,01,313	3,39,47,197
	<b>2,70,17,418</b>	<b>69,01,313</b>	<b>3,39,47,197</b>

## Note : 16 Long Term Provisions

Paid Leave Payable	3,68,967	3,14,121	2,32,200
Escrow Fund Provision (Please refer Note : 29)	2,19,68,765	2,18,99,357	2,24,03,755
	<b>2,23,37,732</b>	<b>2,22,13,478</b>	<b>2,26,35,955</b>

## Note : 17 Short Term Borrowings

Asset Based Lending (From State Bank of India)	84,00,000	60,00,000	36,00,000
	<b>84,00,000</b>	<b>60,00,000</b>	<b>36,00,000</b>

- a. Secured by hypothecation of all current assets of the company both present and future
- b. The above credit facility is further secured by equitable mortgage of certain fixed assets.
- c. The above credit facility is secured by personal guarantee of Shri K B Sarda.

## Note : 18 Trade Payable

Trade Payable			
- Due to Micro Enterprises and Small Enterprises	-	-	
- Due to Others (Net)	1,73,32,959	1,74,26,280	1,80,39,815
	<b>1,73,32,959</b>	<b>1,74,26,280</b>	<b>1,80,39,815</b>

Note : The company has not received any intimation from its suppliers regarding their status under the Micro Small and Medium Enterprises Development Act , 2006 and hence disclosures , if any , relating to amounts unpaid as at the year end as required under the said act have not been furnished.

## Note : 19 Employee Benefit Obligation

Salary Payable	76537	47978	47971
Bonus Payable	645312	570852	462274
Paid Leave Payable	35900	31084	24361
Gratuity Payable	110149	(91,299)	(80,520)
	<b>8,67,898</b>	<b>5,58,615</b>	<b>4,54,086</b>

## Note : 20 Short Term Provisions

Other Provisions	4,12,611	3,89,896	4,50,103
	<b>4,12,611</b>	<b>3,89,896</b>	<b>4,50,103</b>

## Note : 21 Other Current Liabilities

Other Payable	21,42,278	8,81,920	2,97,098
Advances Received From Customers	8,577	5,247	967
	<b>21,50,855</b>	<b>8,87,167</b>	<b>2,98,065</b>
	<b>21,50,855</b>	<b>8,87,167</b>	<b>2,98,065</b>

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018

	31.03.2018	31.03.2017
	RUPEES	RUPEES

**Note : 22 Revenue from Operations**

**A) Revenue from Operations (Gross)**

Sales of Tobacco	7,73,06,811	8,42,11,284
Sales of By-Products	9,04,752	6,72,632
	<b>7,82,11,563</b>	<b>8,48,83,916</b>
<b>B) Other Operating Revenue (Processing Charges)</b>	15,26,905	21,65,150
Storage Charges	3,710	6,963
	<b>7,97,42,178</b>	<b>8,70,56,029</b>

**Note : 23 Other Income**

Interest (Gross)	-	1,40,948
Dividend Received on Shares / Mutual Funds	4,996	4,121
Interest Received	1,177	963
Profit on Sale of Assets	3,12,233	16,779
Profit on Sale of Investments	-	25,550
Share of Profit From Associates (TTHZPL)	5,913	8,643
Sundry Receipts	29,339	18,843
Dr Cr Balance Written Off	257	28,719
	<b>3,53,915</b>	<b>2,44,566</b>

**Note : 24 Cost of Material Consumed**

**A) Raw Material**

Opening Stock	5,72,84,915	7,52,51,370
Add : Purchases	7,52,30,715	4,78,38,230
	<b>13,25,15,630</b>	<b>12,30,89,600</b>
Less : Closing Stock	7,36,14,132	5,72,84,915
	<b>5,89,01,498</b>	<b>6,58,04,685</b>

**B) Packing Materials and Stores Consumed**

Opening Stock	2,44,360	-
Add : Purchases	-	8,20,000
	<b>2,44,360</b>	<b>8,20,000</b>
Less : Closing Stock	-	2,44,360
	<b>244360</b>	<b>575640</b>

	<b>(A+B) 59145858</b>	<b>66380325</b>
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## SINNAR BIDI UDYOG LIMITED.

### Note : 25 Changes in Inventory

Opening Stock	-	-
- Finished Goods / Traded Goods	-	-
	-	-
	-	-
Closing Stock	-	-
- Finished Goods / Traded Goods	-	-
	-	-
	-	-

### Note : 26 Employee Benefit Expenses

Salaries, Wages, Bonus, Gratuity and Ex-gratia	1,07,50,935	91,55,172
Contribution to Provident Fund and Other Funds	10,78,562	9,50,517
Welfare Expenses	2,09,488	2,31,057
	<b>1,20,38,985</b>	<b>1,03,36,746</b>
	<b>1,20,38,985</b>	<b>1,03,36,746</b>

### Note : 27 Finance Cost

Interest on Working Capital	36,21,890	42,24,601
Interest Other	33	14,890
	<b>36,21,923</b>	<b>42,39,491</b>
	<b>36,21,923</b>	<b>42,39,491</b>

### Note : 28 Other Expenses

Rent	5,08,800	5,08,800
Rates and Taxes	2,64,630	2,58,012
Insurance	4,18,997	4,09,069
Repairs and Maintenance	2,58,672	9,19,613
Transport, Coolie And Cartages	17,73,719	11,28,596
Travelling and Conveyance	3,38,254	3,44,523
Electricity Charges	6,83,453	5,41,982
Legal and Professional	5,27,316	5,31,493
Printing and Stationery	56,514	39,609
Postage and Telephone Expenses	61,950	71,647
Office Expenses	2,92,750	2,64,521
Prior Period Adjustment	3,42,757	-
Bank Commission	32,977	39,640
Welfare Expenses (Farmer)	4,01,953	3,72,538
Other Expenses (Including Filing Fees, Listing Fee, Membership & Subscription, Factory Exp, etc.)	3,13,088	2,57,552
Vehicle Expenses	78,315	12,094
Miscellaneous Expenses	85,439	79,368
	<b>64,39,584</b>	<b>57,79,057</b>
	<b>64,39,584</b>	<b>57,79,057</b>

# SINNAR BIDI UDYOG LIMITED.

## Note : 29 Exchange rate difference

Exchange Loss / (Gain) on restatement of Escrow Fund Demand Liability	69,408	(5,04,399)
	<b>69,408</b>	<b>(5,04,399)</b>

### Note:-

In past the company used to manufacture and sell 'Bidis'

The Bidi's manufactured by the company were sold to Traders / Exporters, who used to export them to various countries. Bidi's sold to some such Traders / Exporters were exported by them to USA.

As per the prevailing law in USA, the responsibility of depositing the amount in Escrow Deposit Fund (On account of sales of tobacco products in that country) was of the manufacturer of tobacco products.

Accordingly, on the basis of demand raised against the company for non-fulfillment of this requirement - a sum of Rs.219.69 Lacs is provided for in the books of the company upto 31st March 2018. (31st March 2017 - Rs 218.99 Lacs) (Refer Note No.16)

During the current year no any fresh demand was made against the company. The current year figure of appearing in Statement of Profit and Loss Rs.0.69 Lacs represents foreign exchange loss on restatement of outstanding liability of escrow fund demand provision already made in earlier years (Previous year : Gain Rs.5.04 Lacs)

	31.03.2018	31.03.2017
	RUPEES	RUPEES

### NOTE 30: Contingent Liabilities

Claims against the company not acknowledged as debts :

a) Escrow Fund Matter	23,80,481	23,72,896
b) Labour / ESIC Matters	8,13,514	8,13,514

No interest is calculated on the above contingent liabilities for want of information.

	<b>31,93,995</b>	<b>31,86,410</b>
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In the opinion of the management, no provision is required against contingent liabilities stated above.

### NOTE 31: Employee Benefit Plans

- A) The company has established a separate Gratuity Fund Trust to take care of the Gratuity Liability of its employees. It is informed that against the accrued gratuity liability as on 31st March, 2018 ascertained by the company of Rs. 23,19,132/- (Previous year Rs.16,96,068/-) the Gratuity Fund Trust has investments to the tune of Rs 17,45,310/- (Previous year Rs 13,54,063/-) The shortfall of Rs 5,73,822/- (Previous year Rs. 3,42,005/-) has been provided for in the accounts of the current year.
- B) This gratuity liability calculated by the company/trust takes into account the sum that would have been payable as gratuity to all the eligible employees as on the last day of the financial year as per the Payment of Gratuity Act, 1972 in the absence of Actuarial Valuation as per Accounting Standard - 15 (Revised).
- C) Similarly the liability arising on account of accrued leave salary is provided for in the accounts which considers the sum that would have been payable to the eligible employees as on the last day of the financial year in absence of Actuarial Valuation as per Accounting Standard - 15 (Revised).
- D) Looking at the small number of employees as on 31st March 2018, the management is of the opinion that, the liability provided for in the books / funds available with the Gratuity Fund Trust are sufficient to cover these obligations.

# SINNAR BIDI UDYOG LIMITED.

The Following table sets out the details of the defined benefit retirement plans and the amounts recognised in the financial statements

	31.03.2018 RUPEES	31.03.2017 RUPEES
<b>Changes in benefit obligation</b>		
Benefit obligations, beginning of the year	1262764	920737
Plans assumed on acquisitions		
Service cost	220920	189572
Interest cost	94834	73567
Remeasurement of the net defined benefit liability		
Past service cost / (credit)		
Actuarial (Gains) / Losses on Obligation - due to change in financial assumptions	(55231)	45828
Actuarial (Gains) / Losses on Obligation - due to experience	423867	133921
Benefit paid	(91695)	(100861)
<b>Benefit obligations, end of the year</b>	<b>1855459</b>	<b>1262764</b>

	2017-2018 RUPEES	2016-2017 RUPEES
<b>Changes in plan assets</b>		
Fair value of plan assets, beginning of the year	1354063	1001258
Plans assumed on acquisitions		
Interest income	140937	65502
Employer's contributions	342005	388164
Benefit paid	(91695)	(100861)
Remesurement - return on plan assets excluding amount included in interest income		
<b>Fair value of plan assets, end of the year</b>	<b>1745310</b>	<b>1354063</b>

	2017-2018 RUPEES	2016-2017 RUPEES	2015-2016 RUPEES
<b>Funded Status</b>			
Deficit of plan assets over obligations	(110149)		
Surplus of plan assets over obligations		91299	80521
	<b>(110149)</b>	<b>91299</b>	<b>80521</b>

	2017-2018 RUPEES	2016-2017 RUPEES	2015-2016 RUPEES
<b>Category of assets</b>			
Bank balances	1745310	1354063	1001258
	<b>1745310</b>	<b>1354063</b>	<b>1001258</b>

Net periodic gratuity cost, included in employee cost consist of the following components :

	2017-2018 RUPEES	2016-2017 RUPEES
Service cost	220920	189572
Net interest on net defined benefit (asset) / liability	94834	73567
Past service cost / (credit)	-	-
<b>Net periodic gratuity cost</b>	<b>315754</b>	<b>263139</b>
<b>Actual return on plan assets</b>	<b>140937</b>	<b>65502</b>

Remeasurement of the net defined benefit liability / (asset)

	2017-2018 RUPEES	2016-2017 RUPEES
Actuarial (gains) and losses arising from changes in demographic assumptions	-	-
Actuarial (gains) and losses arising from changes in financial assumptions	(55231)	45828
Actuarial (gains) and losses arising from changes in experience adjustments	423867	133921
Remeasurement of the net defined benefit liability	-	-
<b>Total</b>	<b>368636</b>	<b>179749</b>

The assumptions used in accounting for the defined benefit plan are set out below :

	2017-2018 RUPEES	2016-2017 RUPEES	2015-2016 RUPEES
Discount Rate	7.88%	7.51%	7.99%
Rate of increase in compensation levels of covered employees	5.00%	5.00%	5.00%
Rate of return on plan assets			
Weighted average duration of defined benefit obligations	7	7	6

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018.

## Note 32 : Tax Expenses

### a) Deferred Tax

	Opening balance	Recognised in the statement of profit and loss	Recognised in other comprehensive income	Closing balance
Property, plant and equipment	(684000)	(39000)	0	(645000)
Employee Benefit	109700	(222300)	0	332000
Other	1467300	(109700)	0	1577000
	893000	(371000)	0	1264000

### b) Current Tax

	2017-2018 RUPEES	2016-2017 RUPEES
Current tax	0	228000
Prior period tax	(40307)	20085
Deferred tax	(371000)	86000
	(411307)	334085

Reconciliation of tax expenses recognised in the statement of profit and loss with Profit before tax (PBT) multiplied by the statutory tax rate :

	2017-2018 RUPEES	2016-2017 RUPEES
Profit before tax	0	382792
Income tax rate	25.75%	30.90%
Tax expense as per income tax rate		118000
Others including non - deductible expense		110000
Tax expense recognised in the statement of profit and loss	0	228000

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018.

**Note 33 : Financial Instruments**

**a) Financial Assets & Liabilities**

The carrying value of financial instruments by categories as at 31st March 2018

	Fair value through Profit or Loss	Fair value through Other Comprehensive Income	Derivative instruments in hedging relationship (CFH)	Derivative instruments not in hedging relationship (NDH)	Amortised cost	Total carrying value
<b>Financial Assets :</b>						
Cash and cash equivalents	-	-	-	-	38485	38485
Other balances with banks	-	-	-	-	65809	65809
Trade receivables	-	-	-	-	37831609	37831609
Investments	-	-	-	-	5789990	5789990
Other financial assets	-	-	-	-	692003	692003
<b>Total</b>	-	-	-	-	<b>44417896</b>	<b>44417896</b>
<b>Financial Liabilities :</b>						
Trade and other payables	-	-	-	-	18200857	18200857
Borrowings	-	-	-	-	35417418	35417418
Other financial liabilities	-	-	-	-	2150855	2150855
<b>Total</b>	-	-	-	-	<b>55769130</b>	<b>55769130</b>

The carrying value of financial instruments by categories as at 31st March 2017

	Fair value through Profit or Loss	Fair value through Other Comprehensive Income	Derivative instruments in hedging relationship (CFH)	Derivative instruments not in hedging relationship (NDH)	Amortised cost	Total carrying value
<b>Financial Assets :</b>						
Cash and cash equivalents	-	-	-	-	19665	19665
Other balances with banks	-	-	-	-	246501	246501
Trade receivables	-	-	-	-	29327732	29327732
Investments	-	-	-	-	5021331	5021331
Other financial assets	-	-	-	-	676562	676562
<b>Total</b>	-	-	-	-	<b>35291791</b>	<b>35291791</b>
<b>Financial Liabilities :</b>						
Trade and other payables	-	-	-	-	17984895	17984895
Borrowings	-	-	-	-	12901313	12901313
Other financial liabilities	-	-	-	-	887167	887167
<b>Total</b>	-	-	-	-	<b>31773375</b>	<b>31773375</b>

The carrying value of financial instruments by categories as at 31st March 2016

	Fair value through Profit or Loss	Fair value through Other Comprehensive Income	Derivative instruments in hedging relationship (CFH)	Derivative instruments not in hedging relationship (NDH)	Amortised cost	Total carrying value
<b>Financial Assets :</b>						
Cash and cash equivalents	-	-	-	-	71835	71835
Other balances with banks	-	-	-	-	234020	234020
Trade receivables	-	-	-	-	35085448	35085448
Investments	-	-	-	-	5012688	5012688
Other financial assets	-	-	-	-	683210	683210
<b>Total</b>	-	-	-	-	<b>41087201</b>	<b>41087201</b>
<b>Financial Liabilities :</b>						
Trade and other payables	-	-	-	-	18493901	18493901
Borrowings	-	-	-	-	37547197	37547197
Other financial liabilities	-	-	-	-	298065	298065
<b>Total</b>	-	-	-	-	<b>56339163</b>	<b>56339163</b>

# SINNAR BIDI UDYOG LIMITED.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2018.

	2017-2018 RUPEES	2016-2017 RUPEES
<b>Note 34 : Auditors Remuneration</b>		
Auditor remuneration and expense in respect of :		
Statutory audit	75000	75000
Tax Audit	25000	25000
Certification / others	64,980	46000
<b>Note 35 : Earning Per Share (EPS)</b>		
Profit/(Loss) attributable to Equity Shareholders (A)	(623865)	48,707
Basic / Weighted average nos. of Equity shares outstanding during the year (B)	2,00,000	2,00,000
Nominal Value of Equity Shares	10	10
Basic & Diluted Earning per share (A/B)	(3.12)	0.24
<b>Note 36 : Payment provided for or made during the year to Directors :</b>		
Salary to Whole Time Director & CFO	23,79,768	14,49,011
<b>Note 37 : Segment Reporting:</b>		
a) Primary Segment :		
The company considers Tobacco and Tobacco Products and Bidi leaves as one business segment		
b) Secondary Segment : NIL		
i) Sales :-		
Within India	7,97,42,178	8,70,56,029
Outside India	Nil	Nil
ii) All Assets and Liabilities of the company are within India except for :-		
Long Term Provisions ( Escrow Fund Liability)	2,19,68,765	2,18,99,357
<b>Note 38 : Value Imported and Indigenous Material Consumed.</b>		
<b>Raw Materials Consumed</b>		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	5,89,01,498	6,58,04,685
Percentage	100%	100%
<b>Purchase of Stock- in-Trade</b>		
Imported	Nil	Nil
Percentage	Nil	Nil
Indigenous	Nil	Nil
Percentage	Nil	Nil
<b>Note 39 : Earning and Expenditure in Foreign Currency</b>	Nil	Nil

	2017-2018	2016-2017
	RUPEES	RUPEES

**Note 40 : Related Party Disclosures**

RELATED PARTIES WITH WHOM THE COMPANY HAD TRANSACTIONS, ETC

(i) Associates / Entities in which Promoters are able to exercise significant influence :

1. Rasbihari Enterprises Ltd.
2. Vidarbha Bidi Ltd.
3. Yogi Ayurvedic Products Pvt Ltd.
4. Tip Top Health Zone Pvt.Ltd.
5. STS Exports Ltd.
6. M/s. S.K. Sarda.
7. Sungrowth Manpower Services Pvt Ltd.
8. City Centre Mall Nashik Pvt. Ltd.
9. Sarda Milk & Agro Produce Pvt. Ltd.
10. Sarda Fresh Fruits Pvt. Ltd.
11. Rasbihari Properties Pvt. Ltd.
12. Nashik Natural Products Pvt. Ltd.
13. S.K.Sarda Developers Pvt. Ltd.

(ii) Relatives / Members of Promoter Group :

1. Shri K B Sarda.
2. Sau K.K.Sarda.
3. Shri S K Sarda .
4. Sau. S.S.Sarda.
5. Sau.S.V.Sisodiya.

(iii) Key Management Personnel :

Shri.M.D.Deshpande Whole Time Director & CFO

Shri. S.S. Ladda Company Secretary

## SINNAR BIDI UDYOG LIMITED.

Sr No.	(Rs.)	(Rs.)
<b>1. Income / Receipts</b>		
Sales / Income from Operations		
STS Exports Ltd.	-	-
Other Income		
Sou S.V. Sisodiya	3,36,318	-
Kisanlal Bastiram Sarda	-	25,550
<b>2. Expenditure / Payments</b>		
Salary Expenses (Including Employer PF Contribution)		
Shri.M.D.Deshpande	26,16,936	17,43,258
Other Expenses		
Rasbihari Enterprises Ltd.	4,22,400	4,22,400
Sou S.V.Sisodiya	86,400	86,400
M/s Shrirang Kisanlal Sarda	-	250
<b>3. Closing Balances</b>		
<b>Assets</b>		
Trade Receivables		
STS Exports Ltd.	-	-
Investments		
Rasbihari Enterprises Ltd.	27,16,972	27,16,972
Vidarbha Bidi Ltd.	4,68,419	4,68,419
Yogi Aurvedic Products Pvt.Ltd.	-	-
Tip Top Health Zone Pvt.Ltd.	29,62,383	8,77,352
STS Exports Ltd.	49,245	49,245
Security Deposit		
Rasbihari Enterprises Ltd.	2,85,000	2,85,000
<b>Liabilities</b>		
Rent Payable		
Sou S.V.Sisodiya	86,400	86,400

11. Figures for the previous year have been regrouped wherever considered practicable and necessary.



The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 8<sup>th</sup> September 2018 at 9.00 am and ends on 10<sup>th</sup> September 2018 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 5<sup>th</sup> September 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DPID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant **SINNAR BIDI UDYOG LIMITED** on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (x) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

**SINNAR BIDI UDYOG LIMITED.**

**PROXY FORM**

**Form No. MGT-11**

**Proxy form**

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

CIN: **L16002MH1974PLC017734**  
Name of the Company: **SINNAR BIDI UDYOG LIMITED**  
Registered Office: **Parekh Mahal, 2nd Floor, Room No. 62, Plot no.8-9,  
Lady Jamshedji Road, Sakharam Keer Marg, Mahim,  
Mumbai Maharashtra INDIA 400016**

Name of the Member (s):  
Registered Address:

Email Id:  
Folio No/ Client ID:  
DP ID:

I/ We, being the member(s) of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name:

Address:

Email Id;

Signature: \_\_\_\_\_, or failing him

2. Name:

Address:

Email Id;

Signature: \_\_\_\_\_, or failing him

3. Name:

Address:

Email Id;

Signature: \_\_\_\_\_, or failing him

**SINNAR BIDI UDYOG LIMITED.**

as my/ our proxy to attend and vote (on a poll) for me/ us and on my /our behalf at the 44<sup>th</sup> Annual General Meeting of the company, to be held on Tuesday, 11<sup>th</sup> September 2018 At 12.00 Noon. At 2, Gurukrupa Apartment, N.C.Kelkar Marg, Dadar (W), Mumbai-400028 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No:

- 1 \_\_\_\_\_
- 2 \_\_\_\_\_
- 3 \_\_\_\_\_

Affix  
Revenue  
Stamp

Signed this \_\_\_ day of \_\_\_ 20 \_\_\_

Signature of Shareholders

Signature of Proxy holders (s)

Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the Commencement of the Meeting.