Annual Report – 2018-2019

Yantra Natural Resources Limited

CIN:-L14297AP1988PLC074808

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COMPANY INFORMATION

BOARD OF DIRECTORS:

Mr. Dhiresh Munver	Managing Director
Mr. Rajinder Pal Singla	Executive Director
Mr. Sunil Nagpal	Non-Executive Independent Director
Mrs. Reshma Rajesh Malagavakar	Non-Executive Independent Director
Mr. Harshpal Singh	Non-Executive Independent Director
Mrs. Aruna Fakira Jawale	Non-Executive Independent Director
Mr. Gautam Kalu Mohite	Non-Executive Independent Director
Mr. Rahul Sudhakar Ahire	Non-Executive Independent Director

BOARD COMMITEES:

Audit Committee

Mr. Rahul Sudhakar Ahire	Chairman
Mrs. Aruna Fakira Jawale	Member
Mr. Sunil Nagpal	Member

Stakeholders Relationship Committee

Mr. Rahul Sudhakar Ahire	Chairman
Mrs. Aruna Fakira Jawale	Member
Mr. Gautam Kalu Mohite	Member
Mr. Sunil Nagpal	Member

Nomination & Remuneration Committee

Mr. Rahul Sudhakar Ahire	Chairman
Mrs. Aruna Fakira Jawale	Member
Mr. Gautam Kalu Mohite	Member
Mr. Sunil Nagpal	Member

Compliance Officer:

Mr. Dhiresh Munver (Managing Director)
Gulshan-E-Khalil, 1st Floor Part B, Beside
A.P. Police Officers Mess Masabtank
Hyderabad TG 500028
Tel No:- 040 - 40119926
E-Mail ID:- yantranrltd@gmail.com

Auditors:

M/S. Mohandas & Co.
(Chartered Accountants
Office No.10, Krishna Cottage, Dattapada
Road No.2, Borivali (East)
Mumbai-400066 Maharashtra

Share Transfer Agents:

M/s. Purva Sharegistry (India) Pvt. Ltd.
No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai – 400 011.
Email ID: busicomp@vsnl.com
Website:- www.purvashare.com
Tel: - 022-23016761/8261, Fax:-022 23012517.

Bankers:

Axis Bank Limited
Corporation Bank Limited

Listed at:

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai- 400001

Registered Office:

Gulshan-E-Khalil, 1st Floor Part B, Beside
A.P. Police Officers Mess Masabtank
Hyderabad TG 500028
Tel. No. : 040 – 40281278
E-mail id: yantranrltd@gmail.com

N O T I C E

NOTICE is hereby given that the **Annual General Meeting** of **Yantra Natural Resources Limited** will be held at the Registered Office of the Company situated at **Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028, TG on Monday, 30th September, 2019 at 11:00 a.m.** to transact the following businesses:

ORDINARY BUSINESS

1. **To Adopt Accounts for the period ended 31st March 2019**:

   To receive, consider and adopt the **Audited Balance Sheet as at 31st March 2019,** the Statement of Profit and Loss for the year ended and the Reports of the Board of Directors and the Auditors thereon.

2. **To Reappoint Mr. Gautam Kalu Mohite who retires by rotation**:

   To appoint a Director in place of Mr. Gautam Kalu Mohite (DIN: 07703344) who retires by rotation and being eligible, offers himself for re-appointment.

By Order of the Board
For Yantra Natural Resources Limited

Date: 14/08/2019
Place: Hyderabad

SD/-
Rahul Sudhakar Ahire
Managing Director
DIN: 07709329

NOTES:

1. The Company's Statutory Auditors, M/s Mohandas & Co., Chartered Accountants, Mumbai, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Extra Ordinary General Meeting ("EGM") of the Members held on March 05, 2018 on a remuneration mutually agreed upon by the Board of Directors and the Statutory Auditors.

   Their appointment was subject to ratification by the Members at every subsequent EGM held after the EGM held on March 05, 2018. Pursuant to the amendments made to Section 139 of the Companies Act, 2013 by the Companies (Amendment) Act, 2017 effective from May 7, 2018, the requirement of seeking ratification of the Members for the appointment of the Statutory Auditors has been withdrawn from the Statute.

   In view of the above, ratification by the Members for continuance of their appointment at this AGM is not being sought. The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors based on the recommendation of the Audit Committee.

2. A Member entitled to attend and vote at the meeting may appoint a proxy to attend and vote on a poll on his behalf and such proxy need not be a member of the Company. A person can act as a proxy on behalf of not exceeding fifty Members and holding in the aggregate not more than 10% of Total Paid-up Share Capital of the Company. Any Member holding more than 10% of Total Paid-up Share Capital of the Company may appoint a single person as proxy and in such case, the said person shall not act as proxy for any other person or member. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Annual General Meeting, duly stamped.

3. Corporate Members are requested to send to the registered office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the Annual General Meeting.

4. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the **Annual General Meeting** is annexed.

5. Members are requested to bring their admission slip along with copy of the report and accounts to Annual General Meeting.

6. Relevant documents referred to in the accompanying Notice & Explanatory Statement would be available for inspection by the members at the Registered

Office of the Company on all working days, except Saturday / Sunday & Public Holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.

7. The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, **23rd September, 2019** to Monday, **30th September, 2019** (Both Days Inclusive) for the purpose of the Annual General Meeting.

8. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP ID in all correspondence, so as to enable the Company to address any future communication at their correct address.

9. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.

10. Members desirous of seeking any information concerning the Accounts or operations of the Company is requested to address their queries in writing to the Company at least seven days prior to the Annual General Meeting so that the requested information can be made available at the time of the meeting.

11. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/ Purva has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization

12. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.

13. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar & Share Transfer Agent.

14. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken "Green Initiative in Corporate Governance" and allowed Companies to share documents with its shareholders through an electronic mode. Electronic copy of the Annual Report for 2019 is being sent to all the members who's Email IDs are registered with the Company/Depository Participants(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 Annual Report for 2019 is

being sent in the permitted mode. Members holding shares under multiple folios in identical order of names are requested to consolidate their holdings into one folio.

15. Members may also note that **the Notice of the Annual General Meeting** and the **Annual Report for 2019** will also be available on the Company's **website** **www.yantranaturalltd.com** for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated **email id: yantranrltd@gmail.com**
16. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants and in respect of old shares held in physical form with the Company's Registrar & Share Transfer Agent.

17. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports & other communications through electronic mode to those members whose email IDs are registered with the Company / Depository Participants(s). As per provisions of Section 20 of the Companies Act, 2013 read with Rules there under, a document may be served on any member by sending it to him / her by post or by registered post or by speed post or by courier or by delivering at his / her office / home address or by such electronic mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his / her Depository Participants(s) / Company Share Transfer Agent from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he / she shall pay such fees as may be determined by the Company in its Annual General Meeting. For members who have not registered their email address with the Company, the service of documents will be affected by other modes of services as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules there under. Printed copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip, Ballot Paper and Proxy Form is being sent to all members in the permitted mode.

18. In terms of relevant provisions of **SEBI (LODR) 2015**, in order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, a Ballot Form is attached. Members desiring to exercise vote by Ballot are requested to carefully read the instructions printed in the form, to complete the Ballot Form with assent (for) or dissent (against) and send it to **Mr. Chirag Jain, Scrutinizer, Office No. 10, Krishna Cottage CHS, Dattapada Road No. 2, Borivali East, Mumbai- 400066 Tel.: 9892846438, E-mail: chiragkchhabra@gmail.com** so as to reach him on or before Sunday, **September 29, 2019 by 5.00 p.m**. Any Ballot

Form received after the said date shall be treated as if the reply from the Members has not been received.

19. Members can opt for one mode of voting i.e. either by physical ballot or through e-voting. If Members opt for e-voting then do not vote by Physical Ballot or vice versa. However, in case Members cast their vote both by Physical Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Physical Ballot will be treated as invalid.

20. Members can request for a Ballot Form at **Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028** or they may also address their request through E-mail to: **yantranrltd@gmail.com** , **Co**ntact No. 040-65555019.

21. E-voting: In compliance with Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the Company is pleased to provide member's facility to exercise their right to vote at the Annual General Meeting (**AGM**) by electronic means and all the business may be transacted through e-Voting Services provided by National Securities Depository Limited (**NSDL)**.

22. The **E-voting period** for all items of business contained in this Notice shall commence from **Friday, 27th September, 2019 at 11:00 a.m. and will end on, Sunday, 29th September, 2019 at 5:00 p.m.** During this period equity shareholders of the Company holding shares either in physical form or in dematerialized form as on the **cutoff date of 23rd September, 2019**, may cast their vote electronically. The e-voting module shall be disabled by **NSDL** for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on **23rd September, 2019.**

23. **Chirag Jain**, Practicing Company Secretaries (CP No. 13687) an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.

24. The Scrutinizer shall immediately after the conclusion of voting at the meeting, first count the votes casted at the meeting, thereafter unblock the votes casted through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make, not later than 3 days of conclusion of the meeting and after scrutinizing such votes received shall make a Scrutinizer's report of the votes cast in favor or against or invalid votes in connection with the resolution(s) mentioned in the Notice of the Meeting and submit the same forthwith to the Chairman of the Company.

25. The Results of E-voting shall be declared at the AGM of the Company and the results along with Scrutinizer's report shall be placed on the website of the Company thereafter and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on the date of AGM.

26. Voting through electronic means;

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The **remote e-voting period** commences on **Friday, 27th September, 2019 (11.00 a.m.) and ends on, Sunday, 29th September, 2019 (05.00 p.m.).** During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 23rd September, 2019**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

V. The process and manner for remote e-voting are as under:

A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company / Depository Participants(s)] :

(i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password / PIN for remote e-voting. Please note that the password is an initial password.

(ii) Launch internet browser by typing the following URL: https: / / www.evoting.nsdl.com /

(iii) Click on Shareholder - Login

(iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.

(vii) Select "EVEN" of "**YANTRA NATURAL RESOURCES LIMITED**".

(viii) Now you are ready for remote e-voting as Cast Vote page opens.

(ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.

(x) Upon confirmation, the message "Vote cast successfully" will be displayed.

(xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

(xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to **chiragkchhabra@gmail.com** with a copy marked to **evoting@nsdl.co.in**

B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

(i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM:

27. **EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN**

(ii) Please follow all steps from Sl. No. (ii) To Sl. No. (xii) Above, to cast vote.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members

available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 23rd September, 2019.**

X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the **cut-off date i.e. 23rd September, 2019**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Share Transfer Agent of the Company, i.e. Purva Sharegistry (India) Private Limited.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990

XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

XIII. **CS Chirag Jain**, Practicing Company Secretaries (CP No. 12085) an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.

XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper " for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

XVI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company website **www.yantranaturalltd.com** and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.

By Order of the Board
For Yantra Natural Resources Limited

Date: 14/08/2019
Place: Hyderabad

SD/-
Rahul Sudhakar Ahire
Managing Director
DIN: 07709329

ANNEXURE TO THE NOTICE

Explanatory Statement under Section 102(1) of the Companies Act, 2013:

Notes on directors seeking appointment/re-appointment as required under SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 entered into with Stock Exchanges:

ITEM NO. 2

Details of Director seeking reappointment at Annual General Meeting:

Name of the Director	Mr. Gautam Kalu Mohite
Date of Appointment	25/02/2017
Directorships held in other Public Limited Companies	2
Shareholding held in the company	Nil
Disclosure of relationship between directors inter-se	None

By Order of the Board
For Yantra Natural Resources Limited

Date: 14/08/2019
Place: Hyderabad

SD/-
Rahul Sudhakar Ahire
Managing Director
DIN: 07709329

❖ DIRECTORS' REPORT

Your Directors are pleased to present their Annual Report on the Business and operations of the Company together with the Audited Statement of Accounts for the year ended **31st March, 2019**.

FINANCIAL RESULTS

The financial performance of your Company for the year ended March 31, 2019 is summarized below:

(Rupees in Lacs)

Particulars	2018-2019	2017-2018
Sales	77.14	986.22
Other Income	3.47	0.65
Total Income	80.61	986.88
Total Expenses	93.53	985.29
Profit / (Loss)Before Tax	(12.92)	1.58
Tax		
Current Tax	0.00	0.45
Deferred Tax	0.00	0.00
Net Profit After Tax	(12.92)	1.13

Business performance and Segment Reporting

The turnover of the Company has declined during the year, i.e. Rs. 77.14 Lacs compared to Rs. 986.22 lacs of previous year. This has slight impact on the profitability of the Company the loss during the year was of Rs. 12.92 lacs (previous years Rs. 1.13 lacs). The company is engaged in the trading business of textiles related products which as per Accounting Standard 18 is considered the only reportable business.

Management Discussion and Analysis Report:

To avoid duplication between the Directors Report and the Management Discussion and Analysis Report for the year, we present below a composite summary of performance of the various business & functions of the Company.

Industry Overview

The trend in slowdown in global growth continued during the year. India was the fastest growing large economy with a stable currency that performed better than the most emerging market currencies. If the industry players manage to restructure their operations as per the new realities, success will not be very hard to find now. India growth story remained reasonably positive due to stable domestic consumption, lower commodity & energy prices & hence improving macroeconomic parameters. However there are some negative factors like drought, rising Non-Performing Assets (NPA) of Banks & low credit growth. The Company is into trading activities of textiles related products.

Business Overview

The Company main activities are trading into textiles related items. The Company is exploring various options to improve margins of the Company, by having tight control on expenses & exploring various business activities. Chinese products had flooded our markets which has impact on every Indian Companies, including us.

Despite various adverse factors we firmly believe that Indian economic will grow and hence the growth of textiles sector presents us with exciting opportunities like India's long-term growth story remains intact notwithstanding declining growth in the past year or two. This presents vast opportunities for us to grow our businesses in the medium to long term, though short-term pain remains a possibility. We further believe the policy liberalization and forward-looking regulatory changes will help markets grow in size.

While positive Government policies and regulatory changes do enlarge the scope of opportunities for textiles sector companies, lack of or delay in reforms or certain regulatory changes can significantly impact the performance or make an existing business model unviable. The growth in the sector is very good and Management expects better results in for the coming year. The Company is targeting lower segment of the market, where the margins are low but there is huge market as Tier II & Tier III cities are more sensitive to prices, but they are also looking to various international brands.

Adequacy of Internal Control:

The Company has robust internal control systems in place which are commensurate with the size and nature of the business. The internal controls are aligned with statutory requirements and designed to safeguard the assets of the Company. The internal control systems are complemented by various Management Information System (MIS) reports covering all areas. Increased attention is given to auto generation of MIS reports as against manual reports to take care of possible human errors or alteration of data. The Management reviews and strengthens the controls periodically.

Human Resource Development

The Company recognizes the importance of Human Resource as a key asset instrumental in its growth. The Company believes in acquisition, retention and betterment of talented team players. With the philosophy of inclusive growth, the Company has redefined its performance management system. The new system focuses on progression of individual employees together with organizational goals. Under the new system increased thrust will be on job rotation and multi-skilling.

Manpower

The company recognizes the importance of human value and ensures that proper encouragement both moral and financial is extended to employees to motivate them.

Segment-Wise Performance

The Company is into single reportable segment only

Compliance

The Compliance function of the Company is responsible for independently ensuring that operating and business units comply with regulatory and internal guidelines. The Compliance Department of the Company is continued to play a pivotal role in ensuring implementation of compliance functions in accordance with the directives issued by regulators, the Company's Board of Directors and the Company's Compliance Policy. The Audit Committee of the Board reviews the performance of the Compliance Department and the status of compliance with regulatory/internal guidelines on a periodic basis.

New Instructions/Guidelines issued by the regulatory authorities were disseminated across the Company to ensure that the business and functional units operate within the boundaries set by regulators and that compliance risks are suitably monitored and mitigated in course of their activities and processes.

Cautionary Statement

Investors are cautioned that this discussion contains statements that involve risks and uncertainties. Words like anticipate, believe, estimate intend, will, expect and other similar expressions are intended to identify "Forward Looking Statements". The company assumes no responsibility to amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those expressed or implied.

Dividend:

The Board of Directors does not recommend any Dividend for the year under review

Share Capital

The Company has not changed the capital structure during 2018-19.

Reserves

Out of the profits available for appropriation, no amount has been transferred to the General Reserve and the balance amount of Rs. 12.92 lacs has been carried forward to profit & loss account.

Acceptance of Fixed Deposits:

The Company has not accepted any Fixed Deposits from general public within the purview of Section 73, of the Companies Act, 2013, read with the Companies (Acceptance of Deposit) Rule, 2014, during the year under review.

Subsidiaries, Joint Ventures and Associates Companies:

The Company does not have any subsidiaries, joint venture & associates Company.

Particulars of Contract or Arrangement with Related Party

There is no transaction with Related Party which requires disclosure under Section 134(3) (h) of the Companies Act, 2013and Rule 8(2) of the Companies (Accounts) Rules, 2014. There being no material related party transactions as defined under Regulation 23 of the SEBI (LODR) Regulations, 2015, there are no details to be disclosed in Form AOC – 2 in that regard. The policy on materiality of related party transactions and also on dealing with related party transactions as approved by the

Board may be accessed on the Company website www.yantranaturalltd.com. All related party transactions which were entered into during the year were on arm's length basis and were in the ordinary course of business and did not attract provisions of section 188 of the Companies Act, 2013 and were also not material related party transactions under Regulation 23 of the SEBI (LODR) Regulations, 2015. There is no material transactions entered into with related parties, during the period under review, which may have had any potential conflict with the interests of the Company. Pursuant to Regulation 26(5) of the SEBI (LODR) Regulations, 2015, senior personnel made periodical disclosures to the Board relating to all material financial and commercial transactions, where they had or were deemed to have had personal interest that might have been in potential conflict with the interest of the Company & same was nil.

Loans, Investment and Guarantees by the Company

There is no loan given, investment made, guarantee given or security provided by the Company to any entity under Section 186 of the Companies Act, 2013. Particulars of Investment made/loan given under section 186 of the Companies Act, 2013 are provided in the financial statement.

Internal Financial Controls

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observations has been received from the Auditor of the Company for inefficiency or inadequacy of such controls.

Disclosures under Section 134(3) (I) of the Companies Act, 2013

No material changes and commitments which could affect the Company financial position have occurred between the end of the financial year of the Company and the date of this report, except as disclosed elsewhere in this report.

Directors

There was no change in the composition of the Board of Directors of the Company during the year under review.

Mr. Gautam Kalu Mohite (DIN: 07703344), Director of the Company was reappointed who retires by rotation and being eligible, offers himself for re-appointment.

Directors Remuneration Policy

The Board on the recommendation of the Nomination and Remuneration Committee has framed a Remuneration policy, providing criteria for determining qualifications, positive attributes, independence of a Director and a policy on remuneration for Directors, key managerial personnel and other employees. The detailed Remuneration policy is placed on the Company's website www.yantranaturalltd.com

Consolidated Financial Statement

The audited consolidated financial statement of the Company prepared in accordance with relevant Accounting Standards (AS) issued by the Institute of

Chartered Accountants of India forms part of this Annual Report. The Compliance Officer will make these documents available upon receipt of a request from any member of the Company interested in obtaining the same. These documents will also be available for inspection at the Registered Office of your Company during working hours up to the date of the Annual General Meeting.

Number of Meeting of Board of Directors

The Board of Directors have met 4 times and Independent Directors once during the year ended 19th March, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made there under. All the Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Declarations by Independent Director

Pursuant to the provisions of Sub-Section (7) of Section 149 of the Companies Act 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfill the criteria of independence as specified in Section 149(6) of the Companies Act 2013.

Statutory Auditors

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made there under, the current auditors of the Company, Ratify the Appointment of Auditors M/s Mohandas & Co., Chartered Accountants, Mumbai who were appointed in the Extra Ordinary General Meeting held on 05th March, 2018 for a block of 5 years until the conclusion of the Annual General Meeting to be held in 2022 and fix his remuneration subject to ratification by the members at every Annual General Meeting. The Company has received a certificate from the said Statutory Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed.

Auditors Report:

The observations and comments furnished by the Auditors in their report read together with the notes to Accounts are self-explanatory and hence do not call for any further comments under Section 134 of the Companies Act, 2013.

Directors Responsibility Statement:

In accordance with the requirement of Section 134 of the Companies Act, 2013, the Board of Directors of the Company confirms:

i. In the preparation of the annual accounts for the financial year ended 31st March, 2019 the applicable accounting standards have been followed along with proper explanation relating to material departure.

ii. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year ended 31st March, 2019.

iii. That the Directors have taken sufficient and proper 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 material fraud and other irregularities.

iv. That the Directors have prepared the Annual Accounts on a going concern basis.

v. There are no material changes & commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate & the date of the report.

vi. There are proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

vii. 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.

viii. Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants, including audit of internal financial controls over financial reporting by the statutory auditors, and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2018-19.

Annual Evaluation by the Board of Its Own Performance, Its Committees and Individual Directors

The Board of Directors of the Company has initiated and put in place evaluation of its own performance, its committees and individual Directors. The result of the evaluation is satisfactory and adequate and meets the requirement of the Company. Information on the manner in which the annual evaluation has been made by the Board of its own performance and that of its Committee and individual Directors is given in the Corporate Governance Report.

Details of Committee of Directors

Composition of Audit Committee of Directors, Nomination and Remuneration Committee of Directors and Stakeholders Relationship/Grievance Committee of Directors, number of meetings held of each Committee during the financial year 2018-19 and meetings attended by each member of the Committee as required under the Companies Act, 2013 are provided in Corporate Governance Report and forming part of the report.

The recommendation by the Audit Committee as and when made to Board has been accepted by it.

Risk Management

During the year, Management of the Company evaluated the existing Risk Management Policy of the Company to make it more focused in identifying and prioritizing the risks, role of various executives in monitoring & mitigation of risk and reporting process. Its aim is to enhance shareholders value and provide an optimum risk-reward tradeoff. The Risk Management Policy has been reviewed and found adequate to the requirements of the Company, and approved by the Board. The Management evaluated various risks and that there is no element of risk identified that may threaten the existence of the Company.

Secretarial Audit Report

A Secretarial Audit Report for the year ended 31st March, 2019 in prescribed form duly audited by the Practicing Company Secretary Chirag Jain, Mumbai is annexed herewith and forming part of the report.

Extract of Annual Return

Pursuant to Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules 2014, the extract of annual return is annexed herewith and forming part of the report. (Annexure – I)

Corporate Governance

Pursuant to the SEBI (LODR) Regulations, 2015, a separate section on Corporate Governance forms part of the Annual Report. All Board members and Senior Management personnel have affirmed compliance with the Code of Conduct for the year 2018-19. A declaration to this effect signed by the Managing Director of the Company is contained in this Annual Report. The Managing Director and CFO have certified to the Board with regard to the financial statements and other matters as required under Regulation 17(8) of the SEBI (LODR), Regulations, 2015.

Certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance is annexed to this Report.

Whistle Blower Mechanism

The Company has put in place Whistle Blower Mechanism. The detailed mechanism is given in Corporate Governance Report forming part of this report**.**

Corporate Social Responsibility CSR)

Detailed information on Corporate Social Responsibility Policy developed & implemented by the Company on CSR initiatives taken during the year pursuant to section 135 of the Companies Act, 2013 is given in the Annual Report on CSR activities.

Managing Director's Certificate

A Certificate from the Managing Director in respect of the Financial Statements forms part of the Annual Report.

Conservation Of Energy, Technology Absorptions and Foreign Exchange Earnings and Outgo

The information relating to the conservation of energy, technology absorption foreign exchange earnings and outgo under provisions of 134 of the Companies Act, 2013 is not applicable to the Company, considering the nature of its business activities. Further the Company has not earned nor spends foreign exchange during the year under review.

Significant and Material Orders Passed By the Regulators or Courts

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals, which may impact the going concern status of the Company and its operations in future, except that the trading in the securities of the Company was suspended by BSE Limited on 28th August, 2015, on surveillance ground for which the Company has submitted various documents to BSE. The Company has no role to play in the volume & price movement of the securities of the Company, which BSE could not establish till date.

Presentation of Financial Statements

The financial statements of the Company for the year ended 31st March, 2019 have been disclosed as per Schedule III to the Companies Act, 2013.

Statutory Disclosures

A copy of audited financial statements of the said Companies will be made available to the members of the Company, seeking such information at any point of time. A cash flow statement for the year 2018-2019 is attached to the Balance Sheet. Pursuant to the legislation 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013' introduced by the Government of India, the Company has a policy on Prevention of Sexual Harassment at workplace. There was no case reported during the year under review under the said policy.

Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. www.yantranaturalltd.com as an Annexure to the Director Report. Details as required under the provisions of section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, are placed on the Company's website, i.e. www.yantranaturalltd.com as an Annexure to the Director Report. A physical copy of the same will be made available to any shareholders on request. A cash flow statement for the year 2018-19 is attached with the Balance-Sheet.

Other Corporate Information:

The Company not changed its Registered Office during the year under Review.

Acknowledgement

The Directors take this opportunity to thank the Financial Institutions, Banks, Business Associates, Central and State Government authorities, Regulatory

authorities, Stock Exchanges and all the various stakeholders for their continued co-operation and support to the Company and look forward to their continued support in future.

The Company thanks all of the employees for their contribution to the Company's performance. The Company applauds all the employees for their superior levels of competence, dedication and commitment to your Company.

By Order of the Board
For Yantra Natural Resources Limited

SD/-	**SD/-**
Rahul Sudhakar Ahire	**Sunil V. Nagpal**
Director	**Director**
DIN– 07709329	**DIN- 06799707**

Place: Hyderabad
Date: 14th August, 2019

❖ ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. **Brief outline of Company CSR Policy including overview of projects or programme proposed to be undertaken & a reference to the web link to the CSR Policy and projects or programme**.

Introduction

The Company strongly believed that common good was more important than individual gain. The Company believes that the true & full measure of growth, success & progress lies beyond balance-sheets or conventional economic indices. It is best reflected in the difference that business & industry make to the lives of people. The CSR Policy is based on the foundations of ethical, value-based & transparent functioning.

CSR Policy

A detailed CSR Policy was framed by the Company with approvals of the CSR Committee & Board. The policy, inter alia, covers the following:

- Philosophy
- Scope
- List of CSR activities
- Modalities of execution of projects / programmes
- Implementation through CSR cell
- Monitoring assessment of projects / programmes.

CSR Policy gives an overview of the projects or programme which are proposed to be undertaken by the Company in the coming year. The CSR Policy is placed on the website of the Company i.e. www.yantranaturalltd.com.

2. **The Composition of the CSR Committee**

   1. A committee of the Directors titled CSR Committee was constituted by the Board with the following member – Gautam Kalu Mohite (Chairman); Aruna Fakira Jawale, Rahul Sudhakar Ahire & Sunil Vishindas Nagpal (all members). During the year under review, the committee met 2 times during the year.

   2. Average net profit of the Company for last 3 financial years prior to 2018-19: **15,14,851/-.**

   3. Prescribed CSR Expenditure (2% of amount as in Item No. 2): Rs. **30297/-**

   4. In case the Company fails to spend 2% of the average net profit of the last 3 financial years, the reasons for not spending the amount shall be stated in the Board Report – **Not Applicable**.

5. Responsibility Statement of the CSR Committee, that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company duly signed by the Director and Chairperson of CSR Committee.

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

By Order of the Board
For Yantra Natural Resources Limited

SD/-	**SD/-**
Rahul Sudhakar Ahire	**Sunil V. Nagpal**
Director	**Director**
DIN– 07709329	**DIN- 06799707**

Place: Hyderabad
Date: 14th August, 2019

ANNEXURE TO DIRECTORS' REPORT
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March, 2019
[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:

1	CIN	L14297AP1988PLC074808
2	Registration Date	01/09/1988
3	Name of the Company	Yantra Natural Resources Limited
4	Category / Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
5	Address of the Registered Office and contact details	Gulshan-E-Khalil, 1st Floor Part B, Beside A.P. Police Officers Mess Masabtank Hyderabad TG 500028 Tel. No. : 040 – 40119926, 40281278, E-mail id: yantranrltd@gmail.com
6	Whether listed company	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Purva Sharegistry (India) Pvt. Ltd. No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel, Mumbai – 400 011, Maharashtra, India Tel. No. : 022-23016761/8261 E-mail id : busicomp@vsnl.com

II. . PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	Wholesale of textiles, fabrics, yarn, household linen, articles of clothing, floor coverings and tapestry, sports clothes	46411	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
NIL					

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

(i) Category-wise Share Holding

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2018				No. of shares held at the end of the year 31.03.2019				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual / HUF	0	0	0	0	0	0	0	0	0
(b) Central Govt.	0	0	0	0	0	0	0	0	0
(c) State Govt. (s)	0	0	0	0	0	0	0	0	0
(d) Bodies Corp.	0	0	0	0	0	0	0	0	0
(e) Banks / FI	0	0	0	0	0	0	0	0	0
(f) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total(A)(1):	0	0	0	0	0	0	0	0	0
(2) Foreign									
(a) NRIs / Individuals	0	0	0	0	0	0	0	0	0
(b) Other-Individuals	0	0	0	0	0	0	0	0	0
(c) Bodies Corp.	0	0	0	0	0	0	0	0	0
(d) Banks / FI	0	0	0	0	0	0	0	0	0
(e) Any Other	0	0	0	0	0	0	0	0	0
Sub-Total(A)(2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	0	0	0	0	0	0	0	0	0
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0	0	0	0	0	0
(b) Banks / FI	0	0	0	0	0	0	0	0	0
(c) Central Govt.	0	0	0	0	0	0	0	0	0
(d) State Govt. (s)	0	0	0	0	0	0	0	0	0
(e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
(f) Insurance Companies	0	0	0	0	0	0	0	0	0
(g) FIIs	10328500	0	10328500	0.16	10328500	0	10328500	0.16	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
Sub-Total(B)(1):	10328500	0	10328500	0.16	10328500	0	10328500	0.16	0

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2018				No. of shares held at the end of the year 31.03.2019				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	5428889484	60686500	5489575984	87.41	5290276649	60686500	5350963149	85.20	(2.21)
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals									
(i) Individual Shareholders holding nominal share capital up to Rs. 1 lakh	116243816	303444	116547260	1.86	93405308	330447	93735755	1.49	(0.36)
(ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	512702611	63180250	575882861	9.17	514812187	63180250	577992437	9.20	0.03
(c) Others Clearing Members									
* N.R.I. (NON-REPAT)	612528	0	612528	0.01	890778	0	890778	0.01	0.00
* N.R.I. (REPAT)	6512956	0	6512956	0.10	6488457	0	6488457	0.10	0.00
* Foreign Corporate Bodies	0	0	0	0	0	0	0	0	0
* Trust	0	0	0	0	0	0	0	0	0
* Hindu Undivided Family	33038259	0	33038259	0.53	30857144	0	30857144	0.49	(0.03)
* Employee	0	0	0	0	0	0	0	0	0
* Clearing Members	47990902	0	47990902	0.76	209233030	0	209233030	3.33	2.57
* Depository Receipts	0	0	0	0	0	0	0	0	0
* Other Directors & Relatives	0	0	0	0	0	0	0	0	
(d) HUF									
(i) Repat									
(ii) Non-Repat									
Sub-Total(B)(2):	6145990556	124170194	6270160750	99.84	6145963553	124197197	6270160750	99.84	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	6156319056	124170194	6280489250	100	6156292053	124197197	6280489250	100	0
C. Shares held by custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	6156319056	124170194	6280489250	100	6156292053	124197197	6280489250	100	0

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% change in share holding during the year
		No. of Shares	% of total shares of the company	% of shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of shares Pledged /encumbered to total shares	
NIL								

(iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year 01.04.2018		Cumulative Shareholding during the year 31.03.2019	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	NIL			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc.)	NIL			
	At the end of the year	NIL			

(iv)Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Top 10 shareholders	Shareholding at the beginning of the year 01.04.2018		Transaction During the Year			Cumulative Shareholding at the end of the year 31.03.2019	
		No. of shares at the beginning (01.04.2018) / end of the year 31.03.2019	% of total Shares of the Company	Date of Transaction	Increase/ Decrease in shareholding	Reason	No. of shares	% of total Shares of the Company
1	RAJMISH TRADERS LLP	411075000	6.55	01/04/2018				
				31/03/2019			411075000	6.55
2	ACACIO TREADELINK PRIVATE LIMITED			01/04/2018	398125000	Transfered	398125000	6.34
				31/03/2019			398125000	6.34
3	SNEHIL REAL ESTATE PRIVATE LIMITED	393750000	6.27	01/04/2018				
				31/03/2019			393750000	6.27
4	SOUTHMINT REAL ESTATE PRIVATE LIMITED	385000000	6.13	01/04/2018				
				31/03/2019			385000000	6.13
5	ROSEWOOD VINTRADE PRIVATE LIMITED	345975000	5.51	01/04/2018				
				31/03/2019			345975000	5.51
6	ICEBIT REALITY PRIVATE LIMITED	278808839	4.44	01/04/2018				
				31/03/2019			278808839	4.44
7	TANIKA MERCANTILE PRIVATE LIMITED	255750000	4.07	01/04/2018				
				31/03/2019			255750000	4.07
8	AKARSHIKA TRADERS LLP	242550000	3.86	01/04/2018				
				31/03/2019			242550000	3.86
9	ASBN COMMODITIES & FINESERVE PRIVATE	201250000	3.2	01/04/2018				
				31/03/2019			201250000	3.2
10	JOEL INFRASTRUCTURE PRIVATE LIMITED	194366891	3.09	01/04/2018				
				31/03/2019			194366891	3.09

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2018		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year 31.03.2019	
		No. of shares at the beginning (01.04.2018) / end of the year 31.03.2019	% of total Shares of the Company				No. of shares	% of total Shares of the Company
NIL								

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment (Rs. in Lacs)

Particulars	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtness
Indebtedness at the beginning of the financial year				
i) Principal Amount	N.A.	N.A.	N.A.	N.A.
ii) Interest due but not paid	N.A.	N.A.	N.A.	N.A.
iii) Interest accrued but not due	N.A.	N.A.	N.A.	N.A.
Total (i+ii+iii)	**N.A.**	**N.A.**	**N.A.**	**N.A.**
Change in Indebtedness during the financial year				
Addition	N.A.	N.A.	N.A.	N.A.
Reduction	N.A.	N.A.	N.A.	N.A.
Net Change	**N.A.**	**N.A.**	**N.A.**	**N.A.**
Indebtedness at the end of the financial year				
i) Principal Amount	N.A.	N.A.	N.A.	N.A.
ii) Interest due but not paid	N.A.	N.A.	N.A.	N.A.
iii) Interest accrued but not due	N.A.	N.A.	N.A.	N.A.
Total (i+ii+iii)	**N.A.**	**N.A.**	**N.A.**	**N.A.**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. In Lacs)

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/MANAGER	Total Amt
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option related perquisites	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as % of profit	NIL	NIL
	- Others, specify…	NIL	NIL
5	Others, please specify	NIL	NIL
	Total (A)		
	Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013.	

B. Remuneration to other directors:

(Rs. In Lacs)

Sr. No.	Particulars of Remuneration			
				Total Amount
1	**Independent Directors**			
	• Fee for attending board / committee meetings	NIL	NIL	NIL
	• Commission	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL
	Total (1)	**NIL**	**NIL**	**NIL**
2	**Other Non-Executive Directors**			**Total Amount**
	• Fee for attending board / committee meetings	NIL	NIL	NIL
	• Commission	NIL	NIL	NIL

	• Others, please specify	NIL	NIL	
	Total (2)	**NIL**	**NIL**	
	Total (B)=(1+2)	**NIL**	**NIL**	
	Total (A)	**NIL**	**NIL**	
	Total Managerial Remuneration	**NIL**	**NIL**	
	Overall Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013.		

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

(Rs. In Lakhs)

Sr. No.	**Particulars of Remuneration**	**Key Managerial Personnel**
		Total
1	Gross Salary	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL
2	Stock Option related perquisites	NIL
3	Sweat Equity	NIL
4	Commission	NIL
	- as % of profit	NIL
	- others, specify…	NIL
5	Others, please specify	NIL
	Total	**NIL**

VII. Penalties / Punishment / Compounding of Offences:

Type	**Section of the Companies Act**	**Brief Description**	**Details of Penalty / Punishment / Compounding fees imposed**	**Authority [RD / NCLT / COURT]**	**Appeal made, if any (give Details)**
Penalty	**NONE**				
Punishment					
Compounding					

VIII. Other Officers in Default

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)
Penalty	**NONE**				
Punishment					
Compounding					

By Order of the Board
For Yantra Natural Resources Limited

SD/-	**SD/-**
Rahul Sudhakar Ahire	**Sunil V. Nagpal**
Director	**Director**
DIN– 07709329	**DIN- 06799707**

Place: Hyderabad
Date: 14th August, 2019

Form No.MR-3
SECRETARIAL AUDIT REPORT
FORTHE FINANCIAL YEAR ENDED 31st MARCH, 2019

[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]

To,
The Members,
M/s. Yantra Natural Resources Limited
CIN: L14297AP1988PLC074808
Gulshan-E-Khalil,
1st Floor Part B,
Beside A.P. Police Officers Mess,
Masabtank, Hyderabad-500028

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Yantra Natural Resources Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **Yantra Natural Resources Limited** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2019 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, except to those mentioned below in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Yantra Natural Resources Limited** ("the Company") for the financial year ended on 31st March, 2019 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made there under;

II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – **Not Applicable.**

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act'):-

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- **Not Applicable to the Company;**

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 - **Not Applicable to the Company;**

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)Regulations, 2009 - **Not Applicable to the Company;**

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 – **Not Applicable to Company;**

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008 – **Not Applicable;**

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 – **Not Applicable as the Company is not registered as Registrar to an Issue & Share Transfer Agents;**

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – **Not Applicable to Company;** and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 – **Not Applicable to Company;**

The management has identified and confirmed the following laws as specifically applicable to the Company & they have complied with most of the Rules & Regulations specified in the Acts, mentioned below:

I have also examined compliance with the applicable clauses of the following:-

I. Secretarial Standards issued by The Institute of Company Secretaries of India.

II. The Listing Agreements entered into by the Company with BSE Limited;

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

I. **The Company has filed certain Forms with ROC with delay fees during the year.**

II. **The trading in the securities of the Company was suspended by BSE Limited & Company has submitted various documents required by BSE.**

I 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.

- Since Minutes books is not updated, hence we cannot comment whether majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that during the audit period the company has not taken any corporate action during the year.

SD/-
(CS Chirag Jain)
Practicing Company Secretaries

Mem No.30850
C P No.: 13687

Date: 14th August, 2019
Place: Mumbai

Annexure –A to Secretarial Audit Report dated 14th August, 2019

To,
The Members,
M/s. Yantra Natural Resources Limited
CIN: L14297AP1988PLC074808
Gulshan-E-Khalil,
1st Floor Part B,
Beside A.P. Police Officers Mess
Masabtank, Hyderabad- 500028

Our Secretarial Audit Report dated 14th August, 2019 is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.

4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.

5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. This 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.

SD/-
(CS Chirag Jain)
Practicing Company Secretaries

Mem No.30850
C P No.: 13687

Date: 14th August, 2019
Place: Mumbai

CORPORATE GOVERNANCE REPORT

The report on Corporate Governance states compliance as per requirements of the Companies Act, 2013, SEBI (LODR), Regulations, 2015, as applicable to the Company. Given below are the Company's Corporate Governance policies and practices for 2018-19 and the Company has complied with all the statutory and regulatory requirements as stipulated in the applicable laws.

Company's Philosophy on Code of Corporate Governance

The Company's philosophy on Corporate Governance has been developed with a tradition of fair and transparent governance even before they were mandated by the legislation. Transparency, integrity, professionalism and accountability based values form the basis of the Company's philosophy for Corporate Governance. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder's Expectations.

Board of Directors

The Company is managed by well- qualified professionals. All directors are suitably qualified, experienced and competent .The members of the Board of Directors are persons with considerable experience and expertise in Audit, Accounts, Finance, Administration and Marketing. The Company is benefitted by the experience and skills of the Board of Directors. The Independent Directors have made disclosures to the Board confirming that there are no material, financial and/or commercial transactions between them and the company which could have potential conflict of interest with the company at large. The Company has a Code of Conduct for Directors and Senior Management personnel. The code is available on the official website of the Company www.yantranaturalltd.com.

Information supplied to the Board

In advance of each meeting, the Board is presented with relevant information on various matters related to the working of the Company, especially those that require deliberation at the highest level. Directors have separate and independent access to officers of the Company. In addition to items, which are required to be placed before the Board for its noting and/or approval, information is provided on various significant items. At the meeting of the Independent Directors held during the year, they have expressed satisfaction on the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Orderly succession to Board and Senior Management

The Board of the Company satisfied itself that plans are in place for orderly succession for appointments to the Board and to Senior Management.

Code of Conduct

Regulations 17(5) of the SEBI (LODR) Regulations, 2015, requires listed Companies to lay down a Code of Conduct for its Directors and Senior Management, incorporating duties of a Directors as laid down in the Companies Act, 2013. The Board has adopted a Code of Conduct for all Directors and Senior Management of the Company and the same has been placed on Company's website www.yantranaturalltd.com.

Maximum tenure of Independent Directors

The maximum tenure of Independent Directors is in accordance with the Companies Act, 2013 and Regulation 25(2) of the SEBI (LODR) Regulations, 2015.

Formal Letter of Appointment to Independent Directors

The Company issues a formal letter of appointment to Independent Directors in the manner as provided in the Companies Act, 2013. As per Regulation 46(2) of the SEBI (LODR) Regulation, 2015, the terms and conditions of appointment of Independent Directors are placed on the Company's website.

Directors' Interest in the Company

Sometime, the Company does enter into contracts with companies in which some of the Directors of the Company are interested as director or member. However, these contracts are in the ordinary course of the Company's business without giving any specific weight age to them. Directors regularly make full disclosures to the Board of Directors regarding the nature of their interest in the companies in which they are directors or members. Full particulars of contracts entered with companies in which directors are directly or indirectly concerned or interested are entered in the Register of Contracts maintained under Section 189 of the Companies Act, 2013 and the same is placed in every Board Meeting for the noting of the Directors.

Responsibilities & Functions of Board of Directors

The Board of Directors of the listed entity shall have the following responsibilities:

(i) Disclosure of information:

(1) Members of Board of Directors and key managerial personnel shall disclose to the Board of directors whether they, directly, indirectly, or on behalf of third parties, have a material interest in any transaction or matter directly affecting the listed entity.

(2) The Board of Directors and senior management shall conduct themselves so as to meet the expectations of operational transparency to stakeholders while at the same time maintaining confidentiality of information in order to foster a culture of good decision-making.

(ii) Key functions of the Board of Directors-

(1) Reviewing and guiding corporate strategy, major plans of action, risk policy, annual budgets and business plans, setting performance objectives, monitoring implementation and corporate performance, and overseeing major capital expenditures, acquisitions and divestments.

(2) Monitoring the effectiveness of the listed entity's governance practices and making changes as needed.

(3) Selecting, compensating, monitoring and, when necessary, replacing key managerial personnel and overseeing succession planning.

(4) Aligning key managerial personnel and remuneration of board of directors with the longer term interests of the listed entity and its shareholders.

(5) Ensuring a transparent nomination process to the board of directors with the diversity of thought, experience, knowledge, perspective and gender in the board of Directors.

(6) Monitoring and managing potential conflicts of interest of management, members of the Board of Directors and shareholders, including misuse of corporate assets and abuse in related party transactions.

(7) Ensuring the integrity of the listed entity's accounting and financial reporting systems, including the independent audit, and that appropriate systems of control are in place, in particular, systems for risk management, financial and operational control, and compliance with the law and relevant standards.

(8) Overseeing the process of disclosure and communications.

(9) Monitoring and reviewing Board of Director's evaluation framework.

iii) Other responsibilities:

1. The Board of Directors shall provide strategic guidance to the listed entity, ensure effective monitoring of the management and shall be accountable to the listed entity and the shareholders.

2. The Board of Directors shall set a corporate culture and the values by which executives throughout a group shall behave.

3. Members of the Board of Directors shall act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the listed entity and the shareholders.

4. The Board of Directors shall encourage continuing directors training to ensure that the members of Board of Directors are kept up to date.

5. Where decisions of the Board of Directors may affect different shareholder groups differently, the Board of Directors shall treat all shareholders fairly.

6. The Board of Directors shall maintain high ethical standards and shall take into account the interests of stakeholders.

7. The Board of Directors shall exercise objective independent judgment on corporate affairs.

8. The Board of Directors shall consider assigning a sufficient number of non-executive members of the Board of Directors capable of exercising independent judgment to tasks where there is a potential for conflict of interest.

9. The Board of Directors shall ensure that, while rightly encouraging positive thinking, these do not result in over-optimism that either leads to significant risks not being recognized or exposes the listed entity to excessive risk.

10. The Board of Directors shall have ability to 'step back' to assist executive management by challenging the assumptions underlying: strategy, strategic initiatives (such as acquisitions), risk appetite, exposures and the key areas of the listed entity's focus.

11. When committees of the Board of Directors are established, their mandate, composition and working procedures shall be well defined and disclosed by the Board of Directors.

12. Members of the Board of Directors shall be able to commit themselves effectively to their responsibilities.

13. In order to fulfill their responsibilities, members of the Board of Directors shall have access to accurate, relevant and timely information.

14. The Board of Directors and senior management shall facilitate the independent Directors to perform their role effectively as a member of the Board of Directors and also a member of a committee of Board of Directors.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, the Board has carried out an annual evaluation of its own performance, and that of its Committees and individual directors. Manner in which such formal annual evaluation was made by the Board is given below:

- Performance evaluation criteria for Board, Committees of the Board and Directors were approved by the Board at its meeting. The criteria are placed on the Company's website www.yantranaturalltd.com

- Based on the said criteria, rating sheets were filled by each of the directors towards the end of the year with regard to evaluation of performance of the Board, its Committees and Directors (except for the director being evaluated) for the year under review.

- A consolidated summary of the ratings given by each of the director was then prepared, based on which a report of performance evaluation was prepared by the Chairman in respect of the performance of the Board, its Committees and the Directors during the year under review.

- The report of performance evaluation so arrived at was then noted and discussed by the Nomination and Remuneration Committee and Board at their meetings held.

Under law, as per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the independent director. During the year under review, there was no occasion to decide on the continuance of the term of appointment of any of the independent directors and hence, the question of taking a decision on their re-appointment did not arise.

Details on the evaluation carried out by the independent directors at their meeting held on 31st March, 2019 have been furnished in a separate Para elsewhere in this Report.

The Board of Directors is collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows defined criteria for identifying, screening, recruiting and recommending candidates for election as a Director on the Board. The criteria for appointment to the Board include:

- composition of the Board, which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a listed Company;
- desired age and diversity on the Board;
- size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive Directors consistent with the requirements of law;
- professional qualifications, expertise and experience in specific area of business;
- balance of skills and expertise in view of the objectives and activities of the Company;
- avoidance of any present or potential conflict of interest;
- availability of time and other commitments for proper performance of duties; personal characteristics being in line with the Company's values, such as integrity, honesty, transparency, pioneering mindset.

Independent Directors' Meeting

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the independent directors held their separate meeting on 31st March, 2019, without the attendance of non-independent directors and members of Management, to inter alia discuss the following:

i. review the performance of non-independent directors and the Board as a whole;
ii. review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
iii. assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties; and
iv. review the responsibility of independent directors with regard to internal financial controls.

All independent directors were present at the meeting.

The independent director's present elected Mr. Harshpal Singh as Chairman for the meeting, deliberated on the above and expressed their satisfaction on each of the matters.

Remuneration of Directors

Pecuniary transactions with non-executive directors
During the year under review, there were no pecuniary transactions with any non-executive director of the Company.

The register of contracts is maintained by the Company pursuant to section 189 of the Companies Act, 2013. The register is signed by all the directors present at the respective Board meetings.

Criteria of making payments to non-executive directors

Non-executive directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

As stated earlier, the Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on www.sanguinemedialtd.com

Non-executive directors
Non-executive directors are paid sitting fees and commission as earlier stated in this Report.

Managing Director

During the year under review, the Company has not paid any remuneration to Managing Director of the Company as provided in detail in an annexure to the Directors' Report in section VI (A) of Form MGT-9, i.e. extract of the Annual Return.

Managing Director is entitled to superannuation benefits payable in the form of an annuity from an approved life insurance company, which form part of the perquisites allowed to him. No pension is paid by the Company.

Details of Remuneration to directors

The Company has no stock option plans for the directors and hence, it does not form part of the remuneration package payable to any executive and/or non-executive director. During the year under review, none of the directors was paid any performance-linked incentive.

In 2018-19, the Company did not advance any loans to any of the non-executive directors, and/or Managing Director. Details of remuneration paid/payable to directors during 2018-19 are provided in an annexure to the Directors' Report in section VI (B) of Form MGT-9, i.e. extract of the Annual Return.

Compliances regarding Insider Trading

The Company had in place a 'Code of Conduct for Prevention of Insider Trading and Corporate Disclosure Practices', in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended. These regulations have been substituted by SEBI with a new set of Regulations, which have come into effect from 15 May 2015. Accordingly, the Board has approved and adopted,

a. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information; and
b. Code of Conduct to Regulate, Monitor and Report Trading by its employees and other connected persons.

The said codes are being adhered to.

The Code referred to in (a) above is placed on the Company's website: www.yantranaturalltd.com.

Familiarization of Independent Directors

The details of familiarization programme for Independent Directors have been disclosed on website of the Company. In addition to the extensive induction and training provided as part of the familiarization programme, the Independent Directors are also taken through various business and functional sessions in the Board meetings including the Board meetings to discuss strategy. The details of Directors' induction and familiarization are available on the Company's website: www.yantranaturalltd.com.

Composition of Board

The Board of Directors of the Company is composed of committed persons with considerable experience in various fields. The Board is properly constituted as per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As on the date of this report, the Board Strength consists of in all 8 directors. Out of them, 7 are non-executive Independent directors, 1 is executive Director and Managing Director. All Independent Non-Executive Directors comply with the legal requirements of being "Independent".

Further none of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Also necessary disclosures regarding Committee positions in other public Companies have been made to the Company by the Directors at regular intervals. The number of Directorships, Committee Membership/Chairmanship of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

❖ **Meetings of the Board of Director**

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy apart from the other Board business. The Board meetings are pre-scheduled & Agenda is circulated well in advance to facilitate the Directors to ensure meaningful participation in the meetings. However in case of special and urgent business need the Committee of Board of Directors met at a short notice and its minutes is noted and confirmed in the subsequent Board meeting. The Agenda for the Board/Committee meetings cover items set out as per guidelines in Listing Regulations & it includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

During the Financial Year 2018-19, four Board Meetings were held on the following dates:

1. 30th May, 2018
2. 13th August, 2018
3. 13th November, 2018
4. 12th February, 2019

❖ **Details of the Board of Directors and External Directorships**

Particulars of the Board's Composition, Directors' Attendance at Board Meetings and at the previous Annual General Meeting, number of other Directorships and Board-Committee memberships held as on 31st March, 2019, are given below:

Sr. No.	Name of the Director, Designation and Category	Attendance of Board Meetings	Attendance at previous AGM	No. of other Director-ships(*)	Number of other Board Committee positions (@)	
					As Chairman	As Member
1	Dhiresh Munver	1	Yes	1	0	0
2	Rajinder Singla	4	Yes	None	None	None
3	Harshpal Singh	1	Yes	None	None	None
4	Reshma Rajesh Malagavakar	1	Yes	2	1	2
5	Sunil Vishindas Nagpal	4	Yes	None	None	None
6	Aruna Fakira Jawale	4	No	None	None	None
7	Gautam Kalu Mohite	4	No	1	1	3
8	Rahul Sudhakar Ahire	4	No	1	1	2

Notes

(*) Includes directorships held in public limited Companies only. Directorships held in Private Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013 are excluded.

(@) Include only positions held in Audit Committee and Shareholders' / Investor Grievance Committee of the Board of Directors.

COMMITTEES OF THE BOARD

The Board Committee plays a crucial role in the governance structure of the Company and has been constituted to deal with specific areas/activities which concern the Company and need a closer review. The Board Committee are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Chairman of the respective Committee informs the Board about the summary of the discussions held in the Committee meetings.

The Board has constituted following Committees of Directors:

- Audit Committee,
- Nomination and Remuneration Committee and
- Stakeholder's Relationship Committee,

Audit Committee

The Audit Committee consists of three Independent Directors. All members of the Audit Committee are financially literate and they have accounting or related financial management expertise. The primary purpose of the Audit Committee is to assist the Board of Directors (the "Board") of Yantra Natural Resources Limited., (the "Company") in fulfilling its oversight responsibilities with respect to

(a) The accounting and financial reporting processes of the Company, including the integrity of the audited financial results and other financial information provided by the Company to its stockholders, the public, any stock exchange and others,
(b) The Company's compliances with legal and regulatory requirements,
(c) The Company's independent auditors' qualification and independence,
(d) The audit of the Company's financial statements, and the performance of the Company's internal audit function and its Independent Auditors.

Terms of Reference:

The role and terms of reference of Audit Committee covers areas mentioned under Listing Regulations and Companies Act, 2013, besides other terms as may be referred by the Board of Directors. All the Members of Audit Committee are qualified and having insight to interpret and understand financial statements. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and, inter alia, performs the following functions;

1. Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;

2. To review and examine with management the quarterly financial results before submission to the Board;

3. To review and examine with the management the annual financial statement and Auditor Report thereon before submission to the Board for approval, with particular reference to – matters to be included in the directors responsibility statement to be included in the board report; changes, if any, in accounting policies and practices and reasons for the same; major accounting entries involving estimates based on the exercise of judgment by management; significant adjustments made in the financial statements arising out of audit findings; compliance with listing and other legal requirements relating to financial statements; disclosure of any related part transactions; modified opinion in the draft audit report;

4. To review management discussion and analysis of financial condition and results of operations;

5. To recommend the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services rendered by the Auditors;

6. To review with management the annual financial statements as well as investments made by the unlisted subsidiary companies;

7. To approve or any subsequent modification / disclosure of any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company;

8. To approve the appointment of Chief Financial Officer after assessing the qualifications, experience and background of the candidate;

9. To review and monitor the Auditor independence and performance, and effectiveness of audit process;

10. To review the performance of statutory and internal auditors, adequacy of the Internal Control System;

11. To discuss with statutory auditors before the audit commences about the nature & scope of audit as well as post-audit discussion to ascertain any area of concern.

12. To recommend appointment, removal, remunerations and terms of appointment of Internal Auditor of the Company;

13. To scrutinize inter-corporate loans and investments made by the Company;

14. To review the adequacy of the Internal Audit function, including the structure of internal audit department, staffing and seniority of the official heading the department, reporting structure coverage & frequency of internal audit, discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;

15. To evaluate internal financial controls and risk management systems;

16. To do the valuation of undertakings or assets of the Company, wherever it is necessary.

17. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

18. To review the functioning of the Whistle blower mechanism.

19. To review the Company's financial and risk management policies.

20. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, creditors & shareholders (in case of non-payment of declared dividends).

21. To review the statement of uses/application of funds raised through an issue (public issue; rights issue, preferential issue, etc), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and making appropriate recommendations to the Board to take steps in the matter.

22. To carry out any other function as mentioned in the terms of reference of the audit committee.

23. To review management letters/ letters of internal control weakness issued by the Statutory Auditors.

24. To review Statement of deviations in terms of Regulation 32(1) & 32(7); including report of monitoring agency, if applicable.

    The periodic review ensures that all areas within the scope of the Committee are reviewed.

Meetings of the Committee:

Audit Committee

The Committee met Four times during the financial year 2018-19 on i.e. 30th May, 2018; 13th August, 2018; 13th November, 2018 & 12th February, 2019.

Constitution of the Committee:

The Constitution of the Audit Committee is in conformity with the Listing Regulations. The Chairman of the Audit Committee is an Independent Director and is financially literate and has accounting related financial management expertise.

The Composition of the Committee, together with the details of the attendance of each member as at 31st March, 2019 is given below:

Sr. No.	Name of the Director	Designation	Meetings Attended	Category
1.	Rahul Sudhakar Ahire	Chairman	4	Non- Executive Independent Director
2.	Aruna Fakira Jawale	Member	4	Non- Executive Independent Director
3.	Sunil V. Nagpal	Member	4	Non- Executive Independent Director

❖ Stakeholders Relationship Committee

Terms of the Committee:

1. To consider and resolve the grievances of shareholders of the Company with respect to transfer of shares, non-receipt of annual report, non-receipt of dividends, transmission, split, consolidation of share certificates and matters related thereto.

2. To ensure expeditious share transfer process.

3. To evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company.

4. To provide guidance and make recommendations to improve investors service level to the investors.

5. Attending to complaints of Investor routed by SEBI / Stock Exchanges / RBI.

Details of Pending Investor Grievances and Compliance Officer:

There were no investor grievances pending for Redressal as the end of the financial year and all the queries from the stakeholders were attended to promptly. Further there were no pending transfers for the year under review.

Further the details of the Compliance Officer designated for handling of the Investor grievances is provided as under:

Name : Mr. Dhiresh Munver
Address: House No.1-2-29 / 45 / A4, Nandamuri Nagar Lane, Nizampet Road, Hydernagar, Kukutpally Municipality, Hyderabad - 500072
Email Id: yantranrltd@gmail.com

Composition & Meeting

The Committee comprises of 4 Non-Executive Independent Directors, namely Mr. Rahul Sudhakar Ahire (Chairman), Mr. Gautam Kalu Mohite, Mrs. Aruna Fakira Jawale, & Mr. Sunil Vishindas Nagpal as Members of the committee.

Responsibilities of Compliance Officer

The compliance officer of the listed entity shall be responsible for-

a) Ensuring conformity with the regulatory provisions applicable to the listed entity in letter and spirit.

b) Co-ordination with and reporting to the Board, recognized stock Exchange and depositories with respect to compliance with rules, regulations and other directives of these authorities in manner as specified from time to time.

c) Ensuring that the correct procedures have been followed that would result in the correctness, authenticity and comprehensiveness of the information, statements and reports filed by the listed entity under these regulations.

d) Monitoring email address of grievance redressal division as designated by the listed entity for the purpose of registering complaints by investors.

❖ ROLE OF NOMINATION AND REMUNERATION COMMITTEE

Terms of the Committee

The Committee was renamed as Nomination & Remuneration Committee and the terms of reference of the said committee has been revised in order to align with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 as amended from time to time. However, none of the Directors has been given any remuneration during the year under review. The Committee has devised a policy on Board Diversity. The objective of the policy is to ensure that the Board comprises adequate number of members with diverse experience and skills, such that it best serves the governance and strategic needs of the Company.

No Stock option has been allotted to any of the Directors during the financial year 2018-2019. The terms of reference of Committee broadly includes identifying & selection of candidates for appointment as Directors / Independent Director based on certain laid down criteria; performing all such functions as are required to be performed by the Committee with regard to such matters as specified under SEBI (LODR) Regulations, 2015 and requirements of section 178 of the Companies Act, 2013. It formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the Directors, key managerial personnel and other employees. While reviewing the Company's remuneration policies and deciding on the remuneration, the Board and the Committee considers the performance of the Company, the current trends in the industry, the qualifications of the appointee, their experience, past performance, responsibilities shouldered by them, the statutory provisions and other relevant factors.

The Committee also ensures that the level & composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully. The Committee also ensures that the relationship of remuneration to performance is clear and meets appropriate performance benchmark. The Committee also ensures that the remuneration to directors, key managerial personnel & senior management involves a balance between fixed & incentive pay reflecting short & long term performance

objectives appropriate to the working of the Company & its goals.

Role of committee shall, inter-alia, include the following:

1. To determine/recommend the criteria for determining appointment, qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to remunerations of directors, Key Managerial personal and other employees.

2. To formulate the criteria for evaluation of performance of independent directors and the board of directors.

3. To devise a policy on desired age and diversity of board of directors.

4. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.

5. To review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonus, stock options, etc.

Composition

The composition of the Remuneration Committee is Mr. Rahul Sudhakar Ahire (Chairman), Mr. Gautam Kalu Mohite, Mrs. Aruna Fakira Jawale and Mr. Sunil Vishindas Nagpal as members of the committee.

Subsidiary Company

The Company does not have any subsidiary companies.

Disclosures:

- During the financial year 2018-19, there was no materially significant Related Party Transaction, with the Directors, or the Management, their relatives etc. having potential conflict with the interests of the Company at large. Further as a matter of policy, all the transactions with related parties, as per requirements of Accounting Standard 18, are disclosed in the Annual Report of the Company on a regular basis.

- There was no related party transaction during the year, i.e. transactions of the Company of material nature, with its promoters, Directors or the management that may have potential conflict with the interests of Company at large.

- The Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

- The Company has adopted the Code of Ethics and Business principles for the members of Board and senior management personnel.

- The Company has adopted a 'Code of Conduct for Prevention of Insider Trading ("the Code") in accordance with the requirements of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and its subsequent amendment.The code expressly lays down the guidelines and the procedure to be followed and disclosures to be made, while dealing with shares of the Company and cautioning them on the consequences of non-compliance thereof. However whistle blower policy has not been formed during the year under review. Further, we affirm that no personnel have been denied access to the Audit Committee. Employees can report to the Management concerned regarding unethical behavior, act or suspected fraud or violation of the Company's Code of Conduct Policy.

- The Company has ensured that the person who is being appointed as an Independent Director has the requisite qualifications and experience which would be of use to the Company and which in the opinion of the Company would enable him to contribute effectively to the Company in his capacity as an Independent Director.

- The Company is in compliance with all mandatory requirements of Listing Regulations.

Preventing Conflict of Interest

- The Board of Directors is responsible for ensuring that rules are in place to avoid conflict of interest by Board Members and the Management Committee. The Board has adopted the Code of Conduct for the members of the Board and Senior Management team. The Code provides that the Directors are required to avoid any interest in contracts entered into by the Company. If such an interest exists, they are required to make adequate disclosure to the Board and to abstain from discussion, voting or otherwise influencing the decision on any matter in which the concerned Director has or may have such interest. The members of the Board and the Management Committee annually confirm the compliance of the Code of Conduct to the Board. The members of the Board and the Management Committee also submit on an annual basis, the details of individuals to whom they are related and entities in which they hold interest and such disclosures are placed before the Board. The members of the Board inform the Company of any change in their directorship(s), chairmanship(s)/ membership(s) of the Committees, in accordance with the requirements of the Companies Act, 2013 and Listing Regulations. Transactions with any of the entities referred above are placed before the Board for approval. Details of all Related Party Transactions are placed before the Audit Committee on quarterly basis.

Affirmation and Disclosure

- All the members of the Board and the Management Committee have affirmed their compliance with the Code of Conduct as on 31st March, 2019 and a declaration to that effect signed by the Executive Director and CEO is attached and forms part of this Report. The members of the Management Committee have made disclosure to the Board of Directors relating to transactions with potential conflict of interest with the Company; however there were no material, financial or commercial transaction between the Company and the Independent Directors.

- All details relating to financial and commercial transactions where Directors may have a pecuniary interest are provided to the Board and the interested Director neither participated in the discussion nor voted on such matter.

Commodity price risk or foreign exchange risk and hedging activities

- Since the Company is into trading activities in Indian Currency only, hence there is neither Foreign Exchange risk nor any hedging activities nor there commodity price risk.

Whistle Blower Policy

- The Company has established a vigil mechanism by adopting a Whistle Blower Policy for Directors and employees to report genuine concerns in the prescribed manner. The Whistle Blower policy/vigil mechanism provides a mechanism for the Directors/employees to report violations, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. It provides a mechanism for employees to approach the Chairman of Audit Committee. During the year, no such incidence was reported and no personnel were denied access to the Chairman of the Audit Committee. The Whistle Blower Policy of the Company is available on its website.

- The statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 and the same is annexed to this Report.

Details of General Meetings:

- **Annual General Meetings:**

The details of last 3 Annual General Meetings together with the details of the special resolution passed thereat is provided hereunder:

Year	Day, Date and Time	Venue	Special Resolutions Passed
2015-16	Tuesday, 27th September, 2016 at 10.00 a.m.	Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana	Special Resolution was passed at this meeting.
2016-17	Saturday 30th September, 2017 at 12.00 p.m.	Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana	Special Resolutions were passed at this meeting.
2017-18	Friday, 28th September, 2018 at 11.00 a.m.	Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana	Special Resolutions were passed at this meeting.

❖ **Extra-Ordinary General Meetings:**

The details of last 3 Extra Ordinary Annual General Meetings together with the details of the special resolution passed thereat is provided hereunder:

Year	Date	Venue	Special Resolutions Passed
2015-16	No EGM held during this F.Y.	N.A.	N.A.
2016-17	No EGM held during this F.Y.	N.A.	N.A.
2017-18	05/03/2018	Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana	Appointed M/s Mohandas & Co, Chartered Accountants, Mumbai as Statutory Auditors of the Company to fill casual vacancy caused by the resignation of M/s. Chirag C. Mehta & Co, Chartered Accountants (FRN: 132696W), Mumbai

❖ **Postal Ballot**

No resolutions have been passed by way of Postal Ballot during the year under review.

Means of Communication:

The Quarterly, Half-Yearly and Annual Financial Results of the Company are forwarded to the Bombay Stock Exchange immediately upon its approval by the Board of Directors and are simultaneously published in leading newspapers in English and Andhra Pradesh (regional language).

In accordance with the Listing Agreement requirements, data pertaining to Shareholding Pattern, Quarterly Financial Results and Other Details are forwarded to the Stock Exchange.

During the year under review, no presentation was made to the institutional investors or analysts.

GENERAL SHAREHOLDERS' INFORMATION:

Date, Time & venue of Annual General Meeting	Monday, 30th September, 2019 at 11:00 a.m. at Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028, Telangana.
Listing on Stock Exchanges	The Equity Shares of the Company are listed on the BSE Limited

- **Market Share Price Data:**

There is no data available for Market Share Price Data.

Share Transfer System:

Presently the Share Transfer documents received by the Company's Registrar and Transfer Agents in physical form are processed, approved and dispatched within a period of 5 to 15 days from the date of receipt, provided the documents received are complete and the shares under transfer are not under dispute.

For expeditious processing of share transfers, the Board of Directors of the Company has authorized the Compliance Officer, to decide on various issues like transfers/transmission of securities in physical form, change in status of shareholders and confirmation of dematerialization.

SEBI Complaints Redress System (SCORES)

SEBI vide circular dated 3rd June, 2011 introduced SCORES, i.e., **SEBI Complaints Redress System** the system of processing of investors complaints in a centralized web based complaints redress portal known as 'SCORES'. The salient features of this system are: centralized database of all Complaints, online upload Action Taken Reports (ATRs) by concerned Companies and online viewing by investors of action taken on the complaints and its current status.

The Company is registered with SEBI under the SCORES system.

ISIN No

The Company's Demat International Security Identification Number (ISIN) for its equity shares in NSDL and CDSL is INE903B01023.

❖ **Distribution of Shareholding as on March 31, 2019, Are As Follows;**

Sr. No.	Range	No. of Shares held	Percentage of Total Shares	Amount of the Shares	% of holding
1	UPTO 5,000	2806	37.68	5805519	0.09
2	5,001 - 10,000	1009	13.55	8677741	0.14
3	10,001 - 20,000	817	10.97	12941799	0.21
4	20,001 - 30,000	475	6.38	12248197	0.20
5	30,001 - 40,000	314	4.22	11253616	0.18
6	40,001 - 50,000	349	4.69	16897117	0.27
7	50,001 - 1,00,000	735	9.87	58669208	0.93
8	1,00,001 and Above	942	12.65	6153996053	97.99
	Total	**7447**	**100.00%**	**6280489250**	**100.00%**

❖ Shareholding Pattern as on 31st March, 2019

Sr. Nos.	Category	No. of Share held	% of Shareholding
A	Promoters	0	0
1.	Individuals / HUF	0	0
	TOTAL(A)	0	0
B	Public Shareholding		
	Institutions	10328500	0.16
	Non-Institutions		
1.	Bodies Corporate	5350963149	85.20
2.(a)	Individual Shareholders holding up to Rs.2 Lac	172614283	2.75
(b)	Individual Shareholders holding above Rs.2 Lac	499113909	7.95
3.	NRIs / HUF's / Clearing Members	247469409	3.94
	TOTAL(B)	6280489250	100.00
	TOTAL(A+B)	**6280489250**	**100.00**

❖ Outstanding GDRs/ ADRs:

The Company has not issued any GDRs / ADRs.

❖ Dematerialization of Shares and Liquidity:

The Company's equity shares are available for trading in the depository systems of National Securities Depository Limited and Central Depository Services (India) Limited.

As on 31st March, 2019, 6156292053 equity shares constituting 98.02% of the paid-up equity capital of the Company stood dematerialized.

❖ Total Number of shares dematerialized as on 31.03.2019

Depository	No. of Shares	% of Paid up Capital
NSDL	773504508	12.32
CDSL	5382787545	85.71
Physical	124197197	1.98
Total	6280489250	100.00

❖ Financial Calendar (Tentative):

Financial Year : 01 April, 2019- 31st March, 2020
First quarter result : 14th August, 2019
Half-yearly results : 14th November, 2019
Third quarter results : 14th February, 2020
Annual results : End of May, 2020
Annual General Meeting : September, 2020

❖ **Address for Correspondence:**

Gulshan-E-Khalil,
1st Floor Part B,
Beside A.P. Police Officers Mess,
Masab tank, Hyderabad TG 500028 IN
Email ID: yantranrltd@gmail.com

Reconciliation of Share Capital Audit

A practicing Company Secretary carries out reconciliation of share capital audit, on half-yearly basis to reconcile the total admitted capital with NSDL & CDSL and total issued and listed capital. The audit confirms that the total issued / paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL & CDSL.

Audit Qualifications

There are no Audit qualifications in the Company's financial statement for the year under review.

Non Mandatory Requirements

i) **The Board**
At present, there is no separate office in the Company for use of Chairman.

ii) **Shareholders Rights**
Half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company.

iii) **Audit Qualifications**
There is no audit qualification. Every endeavor is made to make the financial statements without qualification.

iv) **Separate posts of Chairman and Chief Executive Officer**
The Company does not have any Chairman. A separate person is Executive Director of the Company.

v) **Reporting of Internal Auditors**
Reports of Internal Auditors are placed before the Audit Committee for its review.

For Yantra Natural Resources Limited

SD/-	**SD/-**
Rahul Sudhakar Ahire	**Sunil V. Nagpal**
Director	**Director**
DIN– 07709329	**DIN- 06799707**

Place: Hyderabad
Date: 14th August, 2019

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Yantra Natural Resources Limited

We have examined the compliance of conditions of Corporate Governance by Yantra Natural Resources Limited for the year ended on 31st March, 2019 as stipulated in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub – regulation (1) of regulation 46 and Para C, D, and E of Schedule V of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), 2015.

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

In our opinion and to the best of our knowledge and belief and according to the explanations given to us we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the Listing Agreement.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management as conducted the affairs of the Company.

For Mohandas & Co.
Chartered Accountants
FRN NO. 106529W

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
M.NO. 031256

Place: Hyderabad
Date: 30/05/2019

CERTIFICATE ON FINANCIAL STATEMENTS

To,
The Members,
Yantra Natural Resources Limited

We have hereby certified that:

1. We have reviewed the financial statements and the cash flow statements for the financial year 2018-19 and to the best of my knowledge and belief:

   a. These statements do not contain any materially untrue statement that might be misleading with respect to the statements made.
   b. These financial statements and other financial information included in this report present a true and fair view of the Company's affairs for the period presented in this report and are in compliance with current accounting standards, applicable laws and regulations and full explanations has been given for any material departure in compliance of Accounting Standards.

2. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

3. We are responsible for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting.

4. We have disclosed to the Company's Auditor and Audit Committee of the Company, all significant deficiencies in the design or operation of the internal controls, if any, of which we are aware and the steps taken or proposed to be taken to rectify the deficiencies.

5. We have indicated to the Auditors and the Audit Committee:

   a. Significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and

   b. That there were no Instances of significant fraud that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

6. We further declare that all Board Members and Senior Managerial Personnel have affirmed compliance with the Code of Conduct for the current Financial Year.

By Order of the Board
For Yantra Natural Resources Limited

SD/-	**SD/-**
Rahul Sudhakar Ahire	**Sunil V. Nagpal**
Director	**Director**
DIN– 07709329	**DIN- 06799707**

Place: Hyderabad
Date: 14th August, 2019

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Yantra Natural Resources Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Assessment of provisions for taxation, litigation and claims** – As at 31st March 2019, Company had provisions in respect of possible or actual taxation disputes, litigation and claims These provisions are estimated using a significant degree of management judgment in interpreting the various relevant rules, regulations and practices and in considering precedents in the various jurisdictions.	Our audit procedures included and were not limited to the following: – Assessing the adequacy Company's tax provisions by reviewing correspondence with tax authorities; – Discussing significant litigation and claims with Company's management; – Reviewing previous judgments made by the relevant taxation authorities; and opinions given by company and – Assessing the reliability of Company's management's past estimates.

Information Other than the Financial Statements and

Auditor's Report Thereon

● The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Report on Corporate Governance, Shareholder information and Report of the Board of Directors & Management Discussion and Analysis, but does not include the consolidated financial statements, financial statements and our auditor's report thereon.

● Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

● In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

● If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

● The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

● Conclude on the appropriateness of management's use

of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

● Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, based on our audit we report that:

a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) in our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act.

e) On the basis of the written representation received from Mr. Dhiresh Uttamchand Munver, Mr. Harshpal Singh and Mrs. Reshma Rajesh Malagavakar who are directors of Company, as on 31st March, 2019, and taken on record by the Board of Directors, we report that he is disqualified from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.

   As far as other directors are concerned, on the basis of the written representations received from such directors, and taken on record by the Board of Directors, we report that none of the remaining directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.

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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements

ii. The Company has no material foreseeable losses on long-term contracts including derivative contracts as required under the applicable law or accounting standards

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund (IEPF) by the Company

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
Proprietor
Membership No. 031256

Place: Mumbai
Date: 30/05/2019

Annexure - A to the Independent Auditor's Report

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Yantra Natural Resources Limited 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 **Yantra Natural Resources Limited** ("the Company") as of 31st March, 2019 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 internal financial controls over financial reporting of the Company 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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 31st March, 2019, based on the criteria for internal control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
Proprietor
Membership No. 031256

Place: Mumbai
Date: 30/05/2019

Annexure - B to the Independent Auditor's Report

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

(i). (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The property, plant and equipment 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 property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties of acquired land and buildings that are freehold, according to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed / court orders approving schemes of arrangements / amalgamations and other documents provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.

(ii). As explained to us, the inventories other than material lying with third parties (which have substantially been confirmed) were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on such physical verification.

(iii). 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 Companies Act, 2013.

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

(v). According to the information and explanations given to us, the Company has not accepted any deposit during the year and accordingly the question of complying with Sections 73 and 76 of the Companies Act, 2013 does not arise. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 74 and 75 or any other relevant provisions of the Companies Act, 2013. According to the information and explanations given to us, no Order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal on the Company.

(vi). The maintenance of cost records has been prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 in respect of specified products of the Company. For such products, we have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii). According to the information and explanations given to us, in respect of statutory dues:

a. The Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it with the appropriate authorities.

b. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, Cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

c. Details of dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, and Value Added Tax which have not been deposited as on 31st March, 2019 on account of disputes are given below:

Name of the Statute	Nature of the dues	Unpaid Amount (Rs. in Lac)	Period to which the amount relates	Forum where pending
Income Tax Act, 1961	Income Tax	Rs. 1.38 Lacs	A.Y. 2010-11	Commissioner of Income-tax

(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 financial institutions, banks and government and dues to debenture holders.

(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 (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 material 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 Companies Act, 2013.

(xii). The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii). In our opinion and according to the information and explanations given to us the Company is in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable Indian accounting standards.

(xiv). During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of 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 directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi). The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
Proprietor
Membership No. 031256

Place: Mumbai
Date: 30/05/2019

BALALCE SHEET AS AT 31ST MARCH, 2019

Particular			Notes	AS at 31st March' 2019	AS at 31st March' 2018
A	**ASSETS**				
1	Non-Current Assets				
	a)	Property, Plant and Equipment	1	125,581	294,533
	b)	Financial Assets			
		(i) Investments	2	1,145,309,448	1,213,809,448
		(ii) Loans	3	567,875,235	599,329,985
	c)	Deffered Tax Assets (net)	4	0	0
	d)	Other Non-current Assets	5	16,647,999	16,647,999
	Total Non-Current Assets			**1,729,958,263**	**1,830,081,965**
2	**Current Assets**				
	a)	Inventories	6	0	0
	b)	Financial Assets			
		(i) Trade Receivables	7	417,234,378	432,350,428
		(ii) Cash & Bank Balance	8	57,830	130,470
		(iii) Others Financial Assets	9	4,654,705,020	4,614,628,580
	c)	Other Current Assets	10	12,049,007	12,014,907
	Total Current Assets			**5,084,046,235**	**5,059,124,385**
		Total Assets		**6,814,004,498**	**6,889,206,350**
B	**EQUITY & LIABILITIES**				
1	**Equity**				
	a)	Equity Share Capital	11	6,280,489,250	6,280,489,250
	b)	Other Equity	12	404,656,819	405,949,010
	Total Equity			**6,685,146,069**	**6,686,438,260**
3	**Liabilities**				
	Non-Current Liabilities				
	a)	Financial Liabilities			
		(i) Other Finanacial Liabilities	13	4,750,000	4,750,000
	Total Non-current Liabilities			**4,750,000**	**4,750,000**
	Current Liabilities				
	a)	Financial Liabilities			
		(i) Trade Payables	14	1,968,127	80,544,925
	b)	Other Current Liabilities	15	118,852,980	114,177,218
	c)	Short Term Provisions	16	3,287,322	3,295,947
	Total Current Liabilities			**124,108,429**	**198,018,090**
	Total Equity and Liabilities			**6,814,004,498**	**6,889,206,350**

Significant Accounting Policies & Notes on Financial Statements 1 to 33

As per our report of even date attached

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
Membership No. 031256

Place : Hyderabad
Date : 30/05/2019

For and on Behalf of the Board of Directors of
Yantra Natural Resources Limited

SD/-

Rahul Sudhakar Ahire
Director
DIN : 07709329

SD/-

Sunil V Nagpal
Director
DIN : 06799707

Statement of Profit and Loss for the year ended 31st March, 2019

Particul	Note	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Revenue from Operations			
I. Revenue from Sales	17	7,713,950	98,622,140
II. Other Revenue Income	18	346,770	65,439
III. Total Revenue from Operations		**8,060,720**	**98,687,579**
IV. Expenses:			
Purchase of Stock-in-Trade	19	7,153,100	93,092,648
Change in inventories of finished goods, work in progress		0	3,116,050
Employee benefit expense	20	546,500	1,064,700
Financial costs	21	1,357	11,123
Depreciation and amortization expense	22	168,952	168,952
Other expenses	23	1,483,002	1,075,785
Total Expenses		**9,352,911**	**98,529,258**
V. Profit before tax (III - IV)		**(1,292,191)**	**158,321**
VI. Tax expense:			
(1) Current tax		0	45,000
(3) Deferred tax		0	0
XI. Profit(Loss) from the perid from continuing operations		**(1,292,191)**	**113,321**
XII. Other comprehensive income:		0	0
(i) Items that will not be reclassified to Statement of Profit and Loss		0	0
Statement of Profit and Loss		0	0
(iii) Items that will be reclassified to Statement of Profit and Loss		0	0
(iv) Income tax relating to items that will be reclassified to Statement of Profit and Loss		0	0
Total comprehensive income for the year		0	0
VII. Profit/(Loss) for the period (V - VI)		**(1,292,191)**	**113,321**
VIII. Earning per equity share:			
(1) Basic		(0.000)	0.000
(2) Diluted		(0.000)	0.000

Significant Accounting Policies & Notes on Financial Statements -1 to 33

As per our report of even date attached

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

For and on Behalf of the Board of Directors of Yantra Natural Resources Limited

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
Membership No. 031256

SD/-

Rahul Sudhakar Ahire
Director
DIN : 07709329

SD/-

Sunil V Nagpal
(Director)
DIN : 06799707

Place : Hyderabad
Date : 30/05/2019

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR THE ENEDED 31ST MARCH 2019

A. EQUITY SHARE CAPITAL

Particulars	Balance at the beginning of the reporting period 1st April 2017	Changes in equity share capital during the year 2017-18	Balance at the end of the reporting period i.e. 31st March ,2018	Change in equity share capital during the year 2018-19	Balance at the end of reporting period i.e. 31 st March . 2019
1. Equity Share Capital	6280489250	0	6280489250	0	6280489250

B. OTHER EQUITY

	Reserves & Surplus			Other Comprehensive Income	Total
	Capital Reserve Account	Security Premium Reserve Account	Retained Earnings Accounts (Profit & Loss A/c)		
As on 31 March 2018					
Balance at the beginning of the reporting period 1st April 2017	8653125	385551250	11631314	0	405835689
Total Comprehensive Income for the year	0	0	0	0	0
Transfer to / (from) Equity Warrants	0	0	0	0	0
Transfer to / (from) retained earnings	0	0	113321	0	113321
Balance at the end of the reporting period i.e. 31st March ,2018	**8653125**	**385551250**	**11744635**	**0**	**405949010**
As on 31 March 2019					
Balance at the beginning of the reporting period 1st April 2018	8653125	385551250	11744635	0	405949010
Total Comprehensive Income for the year	0	0	0	0	0
Transfer to / (from) retained earnings	0	0	-1292191	0	-1292191
Balance at the end of the reporting period i.e. 31st March	**8653125**	**385551250**	**10452444**	**0**	**404656819**

Significant Accounting Policies & Notes on Financial Statements 1 to 33

As per our report of even date attached

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
Membership No. 031256

Place : Hyderabad
Date : 30/05/2019

For and on Behalf of the Board of Directors of
Yantra Natural Resources Limited

SD/-

Rahul Sudhakar Ahire
Director
DIN : 07709329

SD/-

Sunil V Nagpal
Director
DIN : 06799707

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in `)

PARTICULARS		As at 31st March, 2019	As at 31st March, 2018
CASH FLOW FROM OPERATING ACTIVITIES			
Net Profit after tax as per Statement of Profit & Loss		(1,292,191)	158,321
Adjustments for :			
(Profit) / Loss on Sale of Discard of Assets (Net)		0	0
Depreciation		168,952	168,952
Deffered Tax Assets		0	0
Other Income		(346,770)	0
Finance Cost		1,357	11,123
Net / Loss Gain on Investments		0	(65,439)
Operating Profit before working capital changes	**A**	**(1,468,652)**	**272,957**
Adjustments for :			
(Increase)/Decrease in trade receivables		15,116,050	(21,982,975)
(Increase)/Decrease in other assets		31,420,650	260,478,510
(Increase)/Decrease in inventories		0	3,116,050
Increase/(Decrease) in trade payables		(78,576,798)	12,176,104
Increase/(Decrease) in other liabilities		4,675,762	(584,723,177)
Increase/(Decrease) in provisions		(8,625)	33,625
Cash generated from operations		**(27,372,961)**	**(330,901,863)**
Net Income taxes (paid) / refunds		0	(45,000)
Net cash from operating activities	**B**	**(27,372,961)**	**(330,946,863)**
CASH FLOW FROM INVESTING ACTIVITIES			
Sales / (Purchase) of Invesment		68,500,000	544,150,000
Profit on Sale of investment		0	65,439
NET CASH FROM INVESTING ACTIVITIES	**C**	**68,500,000**	**544,215,439**
CASH FLOW FROM FINANCING ACTIVITIES			
Other Income		346,770	0
Finance Cost		(1,357)	(11,123)
Unsecured Trade Loan received / (Repaid)		(40,076,440)	(215,263,943)
NET CASH FROM FINANCING ACTIVITIES	**D**	**(39,731,027)**	**(215,275,066)**
Net Increase in Cash & Cash Equivalent	**(A + B + C + D)**	**(72,640)**	**(1,733,533)**
Opening Cash & Cash Equivalent	**i**	**130,470**	**1,864,003**
Closing Cash & Cash Equivalent	**ii**	**57,830**	**130,470**
Net Increase in Cash & Cash Equivalent (ii - i)		**(72,640)**	**(1,733,533)**

This is the Cash Flow referred to in our report of even date

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
Membership No. 031256

For and on Behalf of the Board of Directors of
Yantra Natural Resources Limited

SD/-

Rahul Sudhakar Ahire
Director
DIN : 07709329

SD/-

Sunil V Nagpal
Director
DIN : 06799707

Place : Hyderabad
Date : 30/05/2019

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

1 FIXED ASSETS

(Amount in `)

Name of Asset	Gross Block				Depreciation				Net Block	
	As at 01.04.2018	Additions	Deletions	As at 31.03.2019	As at 01.04.2018	For the Year	Deletions	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
A - Tangible Assets										
Plant & Machineries	21,202,351	0	0	**21,202,351**	21,202,351	0	0	**21,202,351**	0	0
Office Equipments	33,307	0	0	**33,307**	28,856	1,583	0	**30,439**	2,868	4,451
Furniture & Fixture	146,008	0	0	**146,008**	146,008	0	0	**146,008**	0	0
Computers & Printers	0	295,700	0	**295,700**	187,296	93,648	0	**280,944**	14,756	108,404
Electrical Fittings	1,164,640	0	0	**1,164,640**	982,962	73,721	0	**1,056,683**	107,957	181,678
Current Year	**22,546,306**	**295,700**	**0**	**22,842,006**	**22,547,473**	**168,952**	**0**	**22,716,425**	**125,581**	**294,533**
Previous Year	**22,546,306**	**295,700**	**0**	**22,842,006**	**22,378,521**	**168,952**	**0**	**22,547,473**	**294,533**	**463,485**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

2 NON CURRENT INVESTMENTS

Particular	As at 31st March, 2019		As at 31st March, 2018	
Trade Investment (Valued at cost unless stated otherwise	**No. of Shares / Debentures**	**Amount**	**No. of Shares / Debentures**	**Amount**
A. Investment in Shares - Quoted				
Amrapali Fincap Limited (Equity Share of Rs. 10/- each)	200000	20,000,000	200000	20,000,000
B. Investment in Debentures				
Investment In Debentures		350,000,000		350,000,000
C. Investment in Shares - Unquoted Share (As per list attached)		775,309,448		843,809,448
Total		**1,145,309,448**		**1,213,809,448**

3 LONG TERM LOANS AND ADVANCES

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Loans and Advances	786,985	786,985
Advance against Purchase	567,088,250	598,543,000
Advance for Capital Assets	0	0
Total	**567,875,235**	**599,329,985**

4 DEFFERED TAX ASSETS (NET)

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Depreciation as per Books	168,952	168,952
Depreciation as per Income Tax	292,757	292,757
Difference	**(123,805)**	(123,805)
Current Year Provision	0	0
Add : Opening Balance	0	0
Balance C/F	**0**	**0**

5 OTHER NON CURRENT ASSETS

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Preliminery Expenses	16,647,999	16,647,999
Total	**16,647,999**	**16,647,999**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

6 INVENTORY

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Stock in Hand	0	0
Total	**0**	**0**

7 TRADE RECEIVABLES

(Amount in `)

Particular	As at 31st March, 2019		As at 31st March, 2018	
(Unsecured but considered good0				
Outstaning Over six months	417,234,378		372,922,828	
Others -Trades Receivable	0	417,234,378	59,427,600	432,350,428
Total		**417,234,378**		**432,350,428**

8 CASH & CASH EQUIVALENTS

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Cash on Hand	14,946	89,876
Bank balance with current accounts	42,884	40,594
Total	**57,830**	**130,470**

8.1 Cash and Cash Equivalents includes deposits maintained by the Company with banks, which can be withdrawn by the Company at any point of time without prior notice or penalty on the principal.

9 SHORT TERM LOANS & ADVANCES

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
ADVANCES		
Advance for Assets	2,086,717,759	2,218,399,504
Trade Advances	2,567,987,261	2,396,229,076
Total	**4,654,705,020**	**4,614,628,580**

10 OTHER CURRENT ASSETS

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Deposit - Others	330,025	330,025
Prepaid Income Tax	2,879,313	2,845,213
Deposit - ED	8,839,669	8,839,669
Total	**12,049,007**	**12,014,907**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

11 SHARE CAPITAL

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
AUTHORISED SHARE CAPITAL		
6500000000 (previous year 6500000000) Equity Shares of ` 1/- each	6,500,000,000	6,500,000,000
	6,500,000,000	6,500,000,000
11.1 ISSUED, SUBSCRIBED AND PAID UP		
6280489250 (previous year 6280489250) equity shares of ` 1/- each fully paid up *	6,280,489,250	6,280,489,250
Total	**6,280,489,250**	**6,280,489,250**

11.2 Reconciliation of the shares / warrants outstanding

i. Equity shares

Particular	As at 31st March, 2019		As at 31st March, 2018	
	Number of Share	Amount in `	Number of Share	Amount in `
i. At the beginning of the period	62804892500	6,280,489,250	62804892500	6,280,489,250
ii. Bonus Share Issued during the period				
Outstanding at the end of the period	**6280489250**	**6,280,489,250**	**6280489250**	**6,280,489,250**

11.3 * Issued and paid up capital includes 448,60,63,750 No of shares issued as bonus shares during last five years

11.4 Terms/Rights attached to equity shares

i) The Company has only one class of share capital,i.e.equity shares having face value of Re.1/- per share. Each holder of equity share is entiltled to one vote per share, The equity shareholders are entitled to receive dividends as and when declared.

ii) In the event of liquidation of the Company,the holders of equity shares will be entiteld to receive remaining assets of the Company,after distribution of all prefrencial amounts.The distribution will be in proportion to the no.of equity shares held by the shareholder.

11.5 Shareholders holding more than 5% of equity shares as at the end of the year:

Name of the shareholders	As at 31-03-2019		As at 31-03-2018	
	Number of shares	Shareholding %	Number of shares	Shareholding %
Snehil Real Estate Pvt Ltd	393,750,000	6.27%	393,750,000	6.27%
Acacio Tradelink Private Limited	398,125,000	6.34%	-	0%
RAJMISH TRADERS LLP	411,075,000	6.55%	411,075,000	6.55%
Sounthmint Real Estate Pvt Ltd	385,000,000	6.13%	385,000,000	6.13%
Rosewood Vintrade Pvt Ltd	345,975,000	5.51%	345,975,000	5.51%
Gill Entertainment Private Limited	-	0%	398,125,000	6.34%

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

12 RESERVES & SURPLUS

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
A. Capital Reserve Account		
- Balance at beginning of the year	8,653,125	8,653,125
Add:- Addition on Forfeiture of Warrents application Money	0	0
Balance at the end of the year	**8,653,125**	**8,653,125**
B. Security Premium Account		
- Balance at beginning of the year	385,551,250	385,551,250
Add:- Additions during the Year	0	0
Less: Capitalisation for issue of Bonus Shares	0	0
Balance at the end of the year	**385,551,250**	**385,551,250**
C. Statement of Profit & Loss A/c		
Balance as per the last financial statements	11,744,635	11,631,314
balance in the statement of profit and	(1,292,191)	113,321
Closing Balance	**10,452,444**	**11,744,635**
Total Reserves and Surplus (A+B+C)	**404,656,819**	**405,949,010**

13 OTHER LONG TERM LIABILITIES

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Trade Advances	4,750,000	4,750,000
Total	**4,750,000**	**4,750,000**

14 TRADE PAYABLE

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Trades Creditors	1,968,127	80,544,925
Total	**1,968,127**	**80,544,925**

* The Company has not received any memorandum (as required to be filed by the Supplier with the notified authority) under the Micro, Small and Medium Enterprises Development Act, 2006 claiming their status as on 31st March 2019 as Micro, Small or Medium Enterprises. Consequently the amount paid / payable to these parties during the year is NIL

15 OTHER CURRENT LIABILITIES

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Creditors for Expenses	22,600,356	22,124,594
Advance from Customer	96,252,624	92,052,624
Total	**118,852,980**	**114,177,218**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

16 SHORT TERM PROVISIONS

(Amount in `)

Particular	As at 31st March, 2019	As at 31st March, 2018
Provision for Expenses *	0	0
Statutory Provisions	3,287,322	3,295,947
Total	**3,287,322**	**3,295,947**

* The provision of all known liabilities is adequate and not in excess of the amount reasonably necessary.

17 REVENUE FROM OPERATION

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Trading	7,713,950	98,622,140
Total	**7,713,950**	**98,622,140**

18 OTHER INCOME

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Other Income	346,770	0
Capital Gain/Loss	0	65,439
Total	**346,770**	**65,439**

19 PURCHASE OF STOCK IN TRADE

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Purchase Account	7,153,100	93,092,648
Total	**7,153,100**	**93,092,648**

20 EMPLOYEE BENEFIT EXPENSES

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Staff Welfare	0	5,310
Staff Salary	546,500	1,059,390
Total	**546,500**	**1,064,700**

21 FINANCIAL COST

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Bank & Other Financial Charges	1,357	11,123
Total	**1,357**	**11,123**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

22 DEPRECIATION AND AMORTIZATION EXPENSES

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Deprecition	168,952	168,952
Total	**168,952**	**168,952**

23 OTHER EXPENSES

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Listing Fees	244,262	269,506
Advertisement Expenses	6,900	30,000
AGM Expenses	4,600	5,200
Auditors Remunerations	35,000	35,000
Conveyance Expenses	16,300	23,665
Office Expenses	24,110	513,322
Website Expenses	3,900	3,900
Electricity Expenses	6,710	13,710
Maintanance Charges	12,000	7,320
Office Rent	40,000	96,000
Interest on Loan	1,000,000	0
Postage & Telegrams/ Telephone/ Mobile exp	5,320	11,550
Printing & Stationery	7,360	6,952
Professional & Legal Expenses	22,640	4,660
Legal Filling Fees & Charges	23,400	0
Contribution towards Corporate Social Responsibility	30,500	55,000
Total	**1,483,002**	**1,075,785**

24 Earning Per Shares

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Net Profit After taxation	(1,292,191)	113,321
Weighted Average number of Equity Shares	6,280,489,250	6,280,489,250
Add: Dilutive Potential Equity Shares	0	0
Number of Equity Shares for Dilutive EPS	6,280,489,250	6,280,489,250
Nominal Valure of Shares	1	1
Basic Earning Per Share	(0.000)	0.000
Diluted Earning Per Share	(0.000)	0.000

25 Provisions and Contingent Liabilities

A provision is recognized when the Company has present obligation as a result of past events and it is probable that an outflow of resources will be required to settle such obligation, in respect of which a reliable estimate can be made. Contingent liabilities not provided for in the accounts are disclosed in the account by way of notes specifying the nature and quantum of such liabilities.

26 Employment Benefits

Provision for Gratuity, Leave Encashment and bonus has not been made as none of the employee have completed the minimum qualified period of services.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

27 Auditors Remuneration

(Amount in `)

Particular	Year Ended 31st March, 2019	Year Ended 31st March, 2018
Audit Fees	35,000	25,000
Tax Audit Fees		10,000
	35,000	**35,000**

28 Segment Reporting

The Company has only one segment of activity during the year, hance segment wise reporting as defined in accounting standard 17 is not applicable.

29 Related Party Transaction

a) Key Managerial Person

Dhiresh Uttamchand Munver	Director
Rajindra Pal Singla	Director
Harshpal Singh	Director
Reshma Rajesh Malagavakar	Director
Sunil Vishindas Nagpal	Director
Aruna Fakira Jaware	Director
Gautam Kalu Mohite	Director
Rahul Sudhakar Ahire	Director

(c The following ceased to be related party

Meritorious Realty Private Limited
Prabhav Industries Limited
Acacio Tradelink Private Limited
Snehil Real Estate Private Limited
Tanika Mercantile Private Limited
Asbn Commodities & Fineserve Pvt Ltd
Matulya Trading Private Limited

Sr. No.	Items/ Related Party	Promoter	Associate/Joint ventures	Key management personnel/Relatives	Others	Total
1	Sale of Goods/Services	-	-	-	-	-
2	Purchase of Goods Services	-	-	-	-	-
3	Acquisition cost of Property, Plant and Equipment	-	-	-	-	-
4	Investment in Subsidiaries	-	-	-	-	-
5	Value of share based payment	-	-	-	-	-
6	Reimbursement for Share Based Payments	-	-	-	-	-
7	Rent Paid	-	-	-	-	-
8	Interest paid to	-	-	-	-	-
9	Interest received from	-	-	-	-	-
10	Dividend Income	-	-	-	-	-
11	Dividend Payments	-	-	-	-	-
12	Expenses Recovered	-	-	-	-	-
13	Expenses Reimbursed	-	-	-	-	-
14	Advances Given during the year	-	-	-	396.80	396.80
15	Adjustment/Receipt towards Refund of Advances	-	-	-	242.65	242.65

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

16	Advance Received during the year	-	-	-	-	-
17	Adjustment/Payrnent towards Refund of Advance	-	-	-	34.00	34.00
18	Deposits Given during the year	-	-	-	-	-
19	Transactions with Key Management Personnel	-	-	-	-	-
20	Outstanding Balances#	-	-	-	-	-
	1. Receivables	-	-	-	-	-
	2. Advances Given	-	-	-	5,414.30	5,414.30
	3. Deposits Given	-	-	-	-	-
	4. Advance Taken	-	-	-	752.30	752.30
	5. Deposits Taken	-	-	-	-	-
	6. Payables	-	-	-	-	-
21	Electric Power, Fuel and Water	-	-	-	-	-

30 CSR Activity

As per the Companies Act, 2013, all companies having a net woth of Rs. 500 crore or more, or a turnover of Rs. 1000 crore or more or a net profit of Rs. 5 crore or more during any financial year are required to constiture a CSR Committee of the Board of Director comprising three director. All such companies are requaired to spend at least 2% of the average net profit of their three immediately preceding financial years on CSR-related activities. Accordingly, the Company was required to spend Rs. 0.30 Lac towards CSR activities.

31 Balances in the accounts of debtors, creditors and con-tracts and contractors, certain Bank Accounts are taken subject to confirmation and reconciliation and only upon such confirmation and reconciliation, the entries for discounts, claims and writing off sundry balances etc. will be recorded in the books.

32 In the absence of detailed information from Small Scale and Ancillary Undertaking, included under the head Sundry Creditors dues there from are not ascertained as on the date of Balance Sheet.

33 The previous year figures have been regrouped, rearranged wherever necessary.

As per our report of even date attached

For MOHANDAS & CO.
Chartered Accountants
FRN No: 106529W

For and on Behalf of the Board of Directors of
Yantra Natural Resources Limited

SD/-

CA. Belle Mohandas Shetty
(Proprietor)
Membership No. 031256

SD/-

Rahul Sudhakar Ahire
Director
DIN : 07709329

SD/-

Sunil V Nagpal
Director
DIN : 06799707

Place : Hyderabad
Date : 30/05/2019

Reg. Add: Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028

ATTENDANCE SLIP
ANNUAL GENERAL MEETING – 30th September, 2019 at 11:00 A.M

DP Id.		**Client Id. / Ben. A/c.**	
Folio No.		**No. of Shares**	

I certify that I am a registered shareholder/Proxy for the registered shareholder of the Company.

I/We hereby record my/our presence at the **ANNUAL GENERAL MEETING** of the Company being held on 30th September, 2019 at 11:00 A.M. at Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028.

_____ _____

Full Name of the Shareholder / Proxy (In Block Letter) Signature

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FORM NO MGT-11
PROXY FORM

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

Name of the Company: **YANTRA NATURAL RESOURCES LIMITED**
Regd. Office: Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana

Name of the Member(s) :	
Registered Address :	
E mail 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/her

(2)Name…….....Address……....
Email ID ……..... Signature……..... or failing him/her

(3)Name…….....Address……....
Email ID……..... Signature…….....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on 30th day of September, 2019 at 11:00 a.m. at Gulshan-E-Khalil, 1st Floor, Part B, Beside A. P. Police Officers Mess, Masab Tank, Hyderabad – 500 028 Telangana, and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description	For	Against
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2019		
2	Re-election of Mr. Gautam Kalu Mohite as a Director of the Company.		

Signed this _____ day of _____ 2019

Signature of the Shareholder …….
Signature of Proxy holder(s) …….

Affix Revenue Stamp Re 1/-

Notes: 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.

Form No. MGT-12

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

BALLOT PAPER

Regd. Folio No.		DP ID	
		CLIENT ID	
Name of the Shareholder / Proxy holder			
Number of Shares held			
Promoter / Promoter group / Public			

I / We hereby exercise my / our behalf at the Annual general meeting of the company, to be held on the 30th day of September, 2019 at 11:00 a.m. at Gulshan-E-Khalil, 1st Floor, Part B, Beside A.P. Police Officers Mess, Masabtank, Hyderabad- 500028 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description	For	Against
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2019		
2	Re-election of Mr. Gautam Kalu Mohite as a Director of the Company.		

Place: Hyderabad
Date: 30/09/2019

Signature of Shareholder/Proxy

NOTES

If Undelivered Please Return to:

Gulshan-E-Khalil, 1st Floor Part B,

Beside A.P. Police Officers Mess

Masabtank Hyderabad – 500028,

Telangana

Tel No:- 040 – 40119926

E-Mail Id:- yantranrltd@gmail.com