

A decorative graphic on the right side of the page features three green circles of varying sizes, each with three concentric white outlines. These circles are connected by thin, light blue lines that extend from the top corners towards the center. The largest circle is at the bottom right, the medium one is in the middle, and the smallest is at the top right.

Yantra Natural Resources Limited

Annual Report – 2014 - 2015

CIN:- L14297AP1988PLC074808

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COMPANY INFORMATION

BOARD OF DIRECTOR

Mr. Dhires Munver	:	Managing Director & Compliance Officer
Mr. Devendra Madesh	:	Non Executive & Independent Director
Mr. Srikanth Ginjupalli	:	Non Executive & Independent Director & Chairman
Mr. Vijay Devlekar	:	Non Executive & Independent Director
Mr. Girish Kumar Aggarwal	:	Executive Director
Mr. Rajinder Paul Singla	:	Executive Director
Mr. Sunil Nagpal	:	Non-Executive Independent Director
Mrs. Reshma Rajesh Malagavakar	:	Non Executive & Independent Director (appointed on 01/10/2014)
Mr. Harshpal Singh	:	Non-Executive & Independent Director (appointed on 12/08/2015)

BOARD COMMITTEES:

Audit Committee

Mr. Devendra Madesh	:	Chairman
Mr. Dhires Munver	:	Member
Mr. Srikanth Ginjupalli	:	Member
Mr. Rajinder Paul Singla	:	Member
Mr. Sunil Nagpal (appointed on 31/07/2014)	:	Member

Auditors:

M/S Chirag C. Mehta & Co.
(Chartered Accountants)
Aranath, Jain Temple Road,
Sarvodaya Nagar,
Mulund West, Mumbai – 400080.

Stakeholders Relationship Committee

Mr. Harishchandra Patade (resigned on 31/07/2014)	:	Chairman
Mr. Sunil Nagpal (appointed on 31/07/2014)	:	Chairman
Mr. Vijay Devlekar	:	Member
Mr. Srikanth Ginjupalli	:	Member
Mr. Devendra Madesh	:	Member

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 – 400011.
Email ID: busicomp@vsnl.com
Website:- www.purvashare.com
Tel: - 022-23016761/8261, Fax:-022 23012517.

Nomination & Remuneration Committee

Mr. Srikanth Ginjupalli	:	Chairman
Mr. Devendra Madesh	:	Member
Mr. Girish Kumar Aggarwal	:	Member
Mr. Sunil Nagpal	:	Member
Mr. Dhires Munver	:	Member

Bankers:

ING Vysya Bank Limited

A-Wing, Ground Floor, Nariman Point, Mumbai- 400021.

DBS Bank Ltd

Fort, Mumbai -01

Compliance Officer:

Mr. Dhires Munver (Managing Director)
House No. 1-2-29/45/A4, First Floor,
Nandamuri Nagar Lane, Nizampet Road,
Hydernagar, Kukutpally Municipality,
Hyderabad, Andhra Pradesh - 500072
Tel No:- 040 - 40281278
E-Mail ID:- yantranrltd@gmail.com

Listed at:

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001.

Registered Office:

House No. 1-2-29/45/A4, First Floor, Nandamuri Nagar Lane,
Nizampet Road, Hydernagar, Kukutpally Municipality,
Hyderabad, Andhra Pradesh - 500072
Tel No:- 040 – 40281278,
E-Mail ID:- yantranrltd@gmail.com

NOTICE

Notice is hereby given that the 26th Annual General Meeting of Yantra Natural Resources Limited for the year 2014-15 will be held at Registered Office of the Company situated at House No. 1-2-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hydernagar, Kukatpally Municipality, Hyderabad- 500 072, on Wednesday 30th September, 2015 at 10.00 a.m., to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2015, the Profit & Loss Account of the Company for the financial year ended on that date and the Reports of the Auditors and Directors thereon.
2. To consider and if thought fit to pass with or without modification(s) the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 (1) and applicable provisions, if any, of the Companies Act, 2013 and rules, circulars, notifications made/issued there under, including any amendments, modification, variation or re-enactment thereof, the appointment of M/s. Chirag Mehta & Co., Chartered Accountant, Mumbai, bearing Membership No. 122852 as the Statutory Auditors of the Company, which has been approved at the Annual General Meeting held on 30th September, 2014 for a term of Five Years, i.e. from the conclusion of 25th Annual General Meeting till the conclusion of 30th Annual general meeting of the Company to be held in the Year 2019, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company including fixation of their remuneration and reimbursement of out of pocket expenses incurred in connection hereto.”

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, Mrs. Reshma Rajesh Malagavakar (DIN - 05194348), who was appointed as an Additional Director on 01st October, 2014, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company up to 2020, not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of Company or to any Director(s) of Company or any other Officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this resolution.”

4. To consider and if thought fit to pass with or without modification(s) the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ('Act') and Clause 49 of the Listing Agreement, Mr. Harshpal Singh (DIN - 03028294), who was appointed as an Additional Director on 12th August, 2015, pursuant to the provisions of sub-section (1) of section 161 of the Companies Act, 2013 & the Articles of Association of the Company & who holds office up to the date of this Annual General Meeting & in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be & is hereby appointed as an Independent Director of the Company up to the conclusion of Annual General Meeting of the Company to be held in 2020, not liable to retire by rotation.

NOTES:

1. 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.
2. 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.
3. 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.
4. Members are requested to bring their admission slip along with copy of the report and accounts to Annual General Meeting.
5. 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.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from 29th September, 2015 to 30th September, 2015 (Both Days Inclusive) for the purpose of the Annual General Meeting.
7. 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.
8. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.
9. Members desirous of seeking any information concerning the Accounts of the Company are 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.
10. Members holding shares in physical forms are requested to consider converting their holding to dematerialized form to eliminate all risk associated with physical shares and for ease in portfolio management. Member can contact the Company or the Company's Registrar and Transfer Agent, Purva Share Registry India Private Limited, for assistance in this regard. Members are requested to note that the Company's shares are under compulsory demat trading for all investors. Members are, therefore, requested to dematerialize their shareholding to avoid inconvenience.
11. 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.
12. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members holding shares in single name are advised, in their own interest to avail of the nomination facility by filling form 2B. Members holding shares in the dematerialized form may contact their depository Participant for recording nomination with their depository Participant for recording nomination in respect of their shares.
13. Members holding shares under multiple folio in identical order of names are requested to consolidate their holdings into one folio.
14. 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.
15. 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 Participant(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 Participant(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.
16. 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 2014 is being sent to all the members whose Email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2015 is being sent in the permitted mode.
 17. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2015 will also be available on the Company's website www.yantranaturaltd.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: yantranrtd@gmail.com
 18. 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.
 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. In terms of Clause 35B of the Listing Agreement, 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. Rakesh Kapur, Scrutinizer, 305, 3rd Floor, Tower – 1/B, Dhiraj Enclave, Co-op Hsg Soc. Ltd., Khatau Mill Complex, Opp Bhor, Borivali East, Mumbai – 400 066. Tel.: 022-28855295, E-mail: rakeshkapur15@gmail.com so as to reach him on or before 29th September, 2015 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.
 21. Members can request for a Ballot Form at Yantra Natural Resources Limited, House No. 1-2-29/45/A4, First Floor, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukatpally Municipality, Hyderabad, Andhra Pradesh – 500072 or they may also address their request through E-mail to: yantranrtd@gmail.com, Contact No.: 040 - 40281278.
 22. The E-voting period for all items of business contained in this Notice shall commence from Sunday the 27th September, 2015 at 9.00 a.m. and will end on Tuesday, the 29th September, 2015 at 5.30 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 September 23rd, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by 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, 2015.
 23. Mr. Rakesh Kapur, Practicing Company Secretaries (Membership No. FCS 3863) 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 within a period of not exceeding three working days from the conclusion of voting period, shall unblock the votes in presence of two witness, who are not in employment of the Company 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. **The instructions for shareholders voting electronically are as under;**

- (i) The voting period begins on Sunday the **27th September, 2015** at 9.00 a.m. and ends on Tuesday the **29th September, 2015** at 5.30 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **September 23rd, 2015** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA0000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board
For Yantra Natural Resources Limited

Sd/-
Dhiresh Munver
Managing Director
DIN – 02782239

Sd/-
Sunil Nagpal
Director
DIN - 06799707

Place: Hyderabad
Date: 31st August, 2015

EXPLANATORY STATEMENT

The following explanatory statement, pursuant to Section 102 of the Companies Act, 2013 ('the Act'), set out all material facts relating to the business mentioned at item 3 in the accompanying Notice dated 27th August, 2015.

Item No. 3 & 4

The Board of Directors of the Company appointed, pursuant to the provisions of sub-section (1) of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh as an Additional Director of the Company with effect from 01st October, 2014; 12th August 2015 respectively..

In terms of the provisions of sub-section (1) of section 161 of Companies Act, 2013, Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh would hold office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh for the office of Director of the Company.

Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has provided his consent to act as a Director.

Section 149 of the Act *inter alia* stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company.

The Company has received a declaration from Mrs. Reshma Rajesh Malagavakar that she meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement. Mrs. Reshma Rajesh Malagavakar possesses appropriate skills, experience and knowledge.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Reshma Rajesh Malagavakar as an Independent Director. Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Reshma Rajesh Malagavakar as an Independent Director for a term of five years, for the approval by the shareholders of the Company.

Copy of the draft letter for appointment of Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh as an Independent Director would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh does not hold by herself or for any other person on a beneficial basis, any shares in the Company. She is not related to any of the Directors on the Board of the Company.

<u>Mrs. Reshma Rajesh Malagavakar</u>	
Fathers Name	Mr. Suresh Jambodekar
Date of Birth	31/10/1982
Date of Appointment	01/10/2014
Designation	Non-Executive Independent Director
Directorships in other Companies	1. Haritima Infrastructure Private Limited 2. Roopin real Estate Private Limited 3. Nilay Real Estate Private Limited 4. Hridesh Trading Private Limited 5. Shardul Properties Private Limited 6. Anvita Real Estate Private Limited 7. Meritorious Realty Private Limited 8. Krystalklear Properties Private Limited 9. Emporis Projects Limited

	10. Allied Computers International (Asia) Limited
Year of Experience	5
Qualifications	Graduate
Member / Chairman of the Committee	-
No. of Shares held in own Name or in the name of relatives	NIL

<u>Mr. Harshpal Singh</u>	
Father's Name	Mr. Narayan Singh Sarangdevot
Date of Birth	24/06/1982
Date of Appointment	12/08/2015
Designation	Non-Executive Independent Director
Directorships in other Companies	1. Earth Minchem Private Limited 2. Mantra Cement Private Limited 3. Avni Cement Private Limited 4. Earth Metacast Private Limited 5. Jay Maa Ambay Minchem Private Limited 6. Jay Matajje Minchem Private Limited 7. Jay Ma Dhanada Minchem Private Limited 8. Jay Maa Tara Minchem Private Limited
Year of Experience	9
Qualifications	B. Tech (Mining), MBA (Operation Management)
Member / Chairman of the Committee	-
No. of Shares held in own Name or in the name of relatives	NIL

Except Mrs. Reshma Rajesh Malagavakar & Mr. Harshpal Singh, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.3 & 4.

This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges

DIRECTOR'S 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, 2015.

FINANCIAL RESULTS

The financial performance of your Company for the year ended March 31, 2015 is summarized below:

(Rupees in Lacs)

<u>Particulars</u>	<u>2014-2015</u>	<u>2013-2014</u>
Sales	1733.63	3379.01
Other Income	7.57	37.05
Total Income	1741.20	3416.06
Total Expenses	1691.80	3386.47
Profit/(Loss)Before Tax	49.41	29.59
Tax	-	-
Current Tax	15.00	8.00
Deferred Tax	-	-
Net Profit After Tax	34.41	21.59

The year was extremely challenging for the Company. Although the volumes has decreased, but Company has been able to generate more profit i.e. of Rs. 34.41 lacs (previous years Rs. 21.59 lacs), due to cost contrd, better product mix & efficient management.

FUTURE OUTLOOK:

Your Company is currently focusing its resources in the business segments of shares & securities. The Company is also trying to venture into profitable activities during the year, so as to have maximized return of its capital.

DIVIDEND:

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

SUBSIDIARY COMPANIES

The Company does not have any subsidiaries, Joint Venture & Associates Company.

ACCEPTANCE OF FIXED DEPOSITIS:

The Company has not accepted any Fixed Deposits from general public within the purview of Section 73, of the Companies Act, 2013, during the year under review.

AUDITORS:

The Statutory Auditors, Mr. Chirag Mehta, Chartered Accountants, had been appointed to hold office until the conclusion of the ensuing Annual General Meeting; however he is also eligible for re-appointment and his willingness for re-appointment have been intimated to the Company well in advance. Further he has also confirmed that he is not disqualified for re-appointment within the meaning of Section 141 of the Companies Act, 2013 and his appointment, if made would be within the limits specified in Section 139 of the said Act.

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made there under, the current auditors of the Company, Mr. Chirag Mehta, Chartered Accountants, is eligible to hold the office for a period of Five years up to 2019.

The members are therefore requested to appoint Mr. Chirag Mehta, Chartered Accountants as auditors for three years from the conclusion of the ensuing annual general meeting till the conclusion of the annual general meeting to be scheduled in 2019 subject to ratification at each year AGM and to fix their remuneration for the year 2014-15.

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 (5) 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, 2015 the applicable accounting standards have been followed along with proper explanation relating to material departures.
- 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, 2015.
- 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. And
- 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. That there are no contracts or arrangement with related parties referred to in sub-section (1) of section 188.

CORPORATE GOVERNANCE

As per clause 49 of the listing agreement with stock exchanges, a separate section on Corporate Governance forms part of the Annual Report.

A certificate from the Auditors of your Company regarding compliance of conditions of Corporate Governance, as stipulated under clause 49 of the Listing Agreement and a declaration by the Executive Director with regard to Code of Conduct is attached to the Report on Corporate Governance.

MANAGING DIRECTOR'S CERTIFICATE:

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

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the year under review, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in a separate section forming 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(3)(m) 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.

PARTICULARS OF EMPLOYEES:

None of the employees of the Company is in receipt of remuneration prescribed under Section 197(12) of the Companies Act, 2013, read with the Companies (Particulars of Employees) Rules, 1975. Thus furnishing of particulars under the Companies (Particulars of Employees) Rules 1975 does not arise.

DIRECTORS:

During the year Mrs. Reshma Rajesh Malagavakar and Mr. Sunil Vishindas Nagpal was appointed as Director w.e.f. 01st October, 2014 and 31st July, 2014 respectively. Mr. Harishchandra Dhakatu Patade has resigned as Directors of the Company w.e.f. 31st July, 2014.

The Board places on records its deep appreciation and respect for the valuable advice and guidance received from Mr. Harishchandra Dhakatu Patade during their tenure as Directors of the Company.

SIGNIFICANT AND MATERIAL ORDERS BY THE REGULATORS OR COURT

During the year under review, except the penalty of Rs 15730/- paid to Bombay Stock Exchange towards late fee for delay in submission of Annual Report, 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.

ACKNOWLEDGEMENT:

Your 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.

We very warmly thank all of our employees for their contribution to your Company's performance. We applaud them for their superior level of competence, dedication and commitment to your Company.

By Order of the Board
For Yantra Natural Resources Limited

Sd/-
Dhires Munver
Managing Director
DIN – 02782239

Sd/-
Sunil Nagpal
Director
DIN - 06799707

Place: Hyderabad
Date: 31st August , 2015

ANNEXURE TO DIRECTORS' REPORT

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2015
 [Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies
 (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	CIN	L14297AP1988PLC074808
(ii)	Registration Date	01/09/1988
(iii)	Name of the Company	Yantra Natural Resources Limited
(iv)	Category / Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
(v)	Address of the Registered Office and contact details	House No.1229 / 45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad Kukatpally Municipality, Hyderabad – 500072, Andhra Pradesh, India Tel. No. : 040 – 40281278 E-mail id: yantranrltd@gmail.com
(vi)	Whether listed company Yes / No	Yes
(vii)	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	Fabrics- Cotton, Gerorgette, Lenion, Velvet, Zinga, Lachaka, Popline	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 01.04.2014				No. of shares held at the end of the year 31.03.2015				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individual/HUF	-	-	-	-	-	-	-	-	-
(b) Central Govt.	-	-	-	-	-	-	-	-	-
(c) State Govt. (s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corp.	-	-	-	-	-	-	-	-	-
(e) Banks/ FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	-	-	-	-	-	-	-	-	-
(2) Foreign									
(a) NRIs/ Individuals	-	-	-	-	-	-	-	-	-
(b) Other Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corp.	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A)(1) + (A)(2)	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks/ FI	-	-	-	-	-	-	-	-	-
(c) Central Govt.	-	-	-	-	-	-	-	-	-
(d) State Govt. (s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIIs	40328500	-	40328500	0.64	10328500	-	10328500	0.16	(0.48)
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	40328500	-	40328500	0.64	10328500	-	10328500	0.16	(0.48)

Category of Shareholders	No. of shares held at the beginning of the year 01.04.2014				No. of shares held at the end of the year 31.03.2015				% Change During the year
	Demat	Physical	Total	% of Total Share s	Demat	Physical	Total	% of Total Share s	
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	5281229231	164894000	5446123231	86.71	5344326728	60686500	5405013228	86.06	(0.65)
(ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
(i) Individual Shareholders holding nominal share capital upto Rs. 1 lakh	68828437	303444	69131881	1.10	96925416	303444	97228860	1.55	0.45
(ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	438840581	194430250	633270831	10.08	631551717	63180250	694731967	11.06	0.98
(c) Others / Clearing Members	91634807	-	91634807	1.45	73186695	-	73186695	1.16	(0.29)
Sub-Total (B)(2):	5880533056	359627694	6240160750	99.36	6145990556	124170194	6270160750	99.84	0.48
Total Public Shareholding (B) = (B)(1) + (B)(2)	5920861556	359627694	6280489250	100.00	6156319056	124170194	6280489250	100.00	0.00
C. Shares held by custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Total (C)	-	-	-	-	-	-	-	-	-
Grand Total (A + B + C)	5920861556	359627694	6280489250	100.00	6156319056	124170194	6280489250	100.00	0.00

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2014			Shareholding at the end of the year 31.03.2015			% 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 01.04.2014		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of Shares	% of total shares of the company
	At the beginning of the year	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):

Sl. No.	Top 10 shareholders	Shareholding at the beginning of the year 01.04.2014		Date of Transaction	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year 31.03.2015	
		No. of shares at the beginning (01.04.2014) / end of the year 31.03.2015	% of total Shares of the Company				No. of shares	% of total Shares of the Company
1	HARRODS CONSTRUCTION PRIVATE LIMITED	406875000	6.48	01/04/2014			406875000	6.48
		406875000	6.48	31/03/2015				
2	GILL ENTERTAINMENT PRIVATE LIMITED	398125000	6.34	01/04/2014				
			-0.64	12/09/2014	-40000000	Sell	358125000	5.70
		358125000	5.70	31/03/2015				
3	KRYSTALKLEAR PROPERTIES PRIVATE LIM	393750000	6.27	01/04/2014				
			-4.48	23/01/2015	-281250000	Sell	112500000	1.79
			4.48	31/03/2015	281250000	Buy	393750000	6.27
		393750000	6.27	31/03/2015			393750000	6.27
4	SNEHIL REAL ESTATE PRIVATE LIMITED	393750000	6.27	01/04/2014				
			0.02	16/05/2014	1000000	Buy	394750000	6.29
			-0.02	25/07/2014	-1000000	Sell	393750000	6.27
		393750000	6.27	31/03/2015			393750000	6.27
5	SOUTH MINT REAL ESTATE PRIVATE LIMITED	385000000	6.13	01/04/2014				
			-4.38	22/08/2014	-275000000	Sell	110000000	1.75
			4.38	31/12/2014	275000000	Buy	385000000	6.13
		385000000	6.13	31/03/2015			385000000	6.13
6	ROSEWOOD VIN TRADE PRIVATE LIMITED	345975000	5.51	01/04/2015			345975000	5.51
		345975000	5.51	31/03/2015				
7	ICEBIT REALITY PRIVATE LIMITED	297500000	4.74	01/04/2014			297500000	0.00
		297500000		31/03/2015			297500000	0.00
8	NAVTEJ REAL ESTATE PRIVATE LIMITED	297500000	4.74	01/04/2014				
			0.01	25/07/2014	652214	Buy	298152214	4.75
			-3.39	22/08/2014	-213152214	Sell	85000000	1.35
			0.01	12/09/2014	461417	Buy	85461417	1.36
			-0.01	26/09/2014	-461417	Sell	85000000	1.35
			0.01	30/09/2014	461417	Buy	85461417	1.36
			2.25	31/12/2014	141176458	Buy	226637875	3.61
			-1.11	02/01/2015	-70000000	Sell	156637875	2.49
	156637875	2.49	31/03/2015					
9	LONGSEAL MACHINERY PRIVATE LIMITED	262500000	4.18	01/04/2014				
			0.03	19/09/2014	2000000	Buy	264500000	4.21
			-0.81	31/12/2014	-50600000	Sell	213900000	3.41
			0.48	02/01/2015	30000000	Buy	243900000	3.88
			0.16	09/01/2015	10000000	Buy	253900000	4.04
	-0.06	23/01/2015	-3478040	Sell	250421960	3.99		
	250421960	3.99	31/03/2015					
10	TANIKAMERCANTILE PRIVATE LIMITED	253750000	4.04	01/04/2014				
			-2.89	22/08/2014	-181250000	Sell	72500000	1.15
			0.03	19/09/2014	2000000	Buy	74500000	1.19
		74500000	1.19	31/03/2015				

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year 01.04.2014		Date of Transaction	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during at the end of the year 31.03.2015	
		No. of shares at the beginning (01.04.2014) / end of the year 31.03.2015	% of total Shares of the Company				No. of shares	% of total Shares of the Company
NIL								

I) 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 Indebtedness
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.

I) 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
		Mr. Dhires M unver (Managing Director)	
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

III) 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					

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/-
Dhires M unver
Managing Director
DIN – 02782239

Sd/-
Sunil Na gpal
Director
DIN - 06799707

Place: Hyderabad
Date: 31st August , 2015

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2015

[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
House No.1-2-29/45/A4,
Nandamuri Nagar Lane,
Nizampet Road,
Hydernagar Kukatpally Municipality,
Hyderabad,
Andhra Pradesh-500072

CIN: L14297AP1988PLC074808

I, Rakesh Kapur, Company Secretary, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Yantra Natural Resources Limited [CIN: L14297AP1988PLC074808]** (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 M/s. Yantra Natural Resources Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. Yantra Natural Resources Limited ("the Company") for the financial year ended on 31.03.2015 according to the provisions of:

(i) The Companies Act, 2013 and the Companies Act, 1956 (to the extent applicable) (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 Byelaws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Company has not received any disclosure under Regulation 29 and 30.

(b) The Company has complied with The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. However, the Company has adopted the prescribed code of conduct under the Regulations.

(c) 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;

(vi) As informed to me the following other Law specifically applicable to the Company as under:

1. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has not constituted an internal complaints Committee.

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

- (i) Secretarial Standards relating to General and Board Meeting Minutes issued by The Institute of Company Secretaries of India, New Delhi.
- (ii) The Listing Agreements entered into by the Company with M/s. Bombay Stock Exchange Limited, Mumbai.

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 observations noted against each legislation. In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

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 at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. All decisions of the board were unanimous and the same was captured and recorded as part of the minutes.

I further report that there is scope to improve the systems and processes in the Company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the Financial Year 2014-15, The Company has also not appointed Company Secretary in whole time employment of the Company as required to be appointed as per Section 203 of the Companies Act, 2013 and rules made there under.

I further report that during the audit period there were no instances of:

- (i) Public/Right/Preferential Issue of Shares / Debentures / Sweat Equity
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / Amalgamation / Reconstruction, etc.
- (v) Foreign technical collaborations

For CS Rakesh Kapur

Sd/-
Rakesh Kapur
(Sole Proprietor)
FCS No. 3863
CP No.: 12085

Place: Mumbai
Date: 30/05/2015

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORTS

COMPANY'S POSITION:

The operation of the company during majority of the year was mainly centered in Investments Business and Textile trading. The company was dealing in acquiring, selling, subscribing, transferring, holding, disposing, and otherwise dealing and investing in shares, securities, movables, etc.

The Company, being into finance and investment activity, the impact of movement of stock markets affects its volatility. India's inflation rates remain at an all-time high despite various economic and other measures been taken by the Government and RBI from time to time to curb the same.

OPPORTUNITIES AND THREAT

The Indian money market is "a market for short-term and Long term funds with maturity ranging from overnight to one year and includes financial instruments that are deemed to be close substitutes of money. It is diversified and has evolved through many stages, from the conventional platform of treasury bills and call money to commercial paper, certificates of deposit, repos, FRAs and IRS more recently.

The Indian money market consists of diverse sub-markets, each dealing in a particular type of short-term credit. The money market fulfills the borrowing and investment requirements of providers and users of short-term funds, and balances the demand for and supply of short-term funds by providing an equilibrium mechanism.

In 2013, equity markets remained same due to slowing economy, bonds lost value as interest rates rose and physical assets such as real estate and gold also started feeling the effect of economic slowdown.

OUTLOOK:

A significant portion of the Company's income arises from investment and trading operation, which are largely dependent on the conditions of the stock market. The stock market activity depends largely upon the economic growth momentum and a combination of several factors like inflation, domestic saving, surging portfolio investments into India etc. the unusual developments in the global economy indicate heightened uncertainties and new challenges for the emerging market economies like India.

The growth in the sector is very good and Management expects better results in forthcoming year. The Company is exploring various options to improve margins of the Company, by having tight control on expenses & exploring various business activities.

RISK & CONCERNS

Many developing countries including India have reaped handsome rewards from surging capital inflows in recent years. This is widely regarded as a very welcome phenomenon, raising levels of investment and encouraging economic growth. But surging capital inflows can also be something of a double-edged sword, inflicting rather less welcome and destabilizing side effects, including a tendency for the local currency to gain in value, undermining the competitiveness of export industries, and potentially giving rise to inflation. Capital inflows result in a buildup of foreign exchange reserves. As these reserves are used to buy domestic currency, the domestic monetary base expands without a corresponding increase in production: too much money begins to chase too few goods and services.

INTERNAL CONTROL SYSTEM

The Company has implemented a comprehensive system of internal controls and risk management systems for achieving operational efficiency, optimal utilization of resources, credible financial reporting and compliance with local laws. These controls are regularly reviewed by both internal and external agencies for its efficiency and effectiveness. Management information and reporting system for key operational activities form part of overall control mechanism.

The Company has adequate internal control procedures commensurate with its size or operations and the nature of the business. These controls ensure efficient use and protection of Company's financial and non-financial resources. Regular internal audit and checks ensure that responsibilities are executed effectively.

HUMAN RELATIONS

The Company recognizes that its success is deeply embedded in the success of its human capital. During 2014-2015, the

Company continued to strengthen its HR processes in line with its objective of creating an inspired workforce. The employee engagement initiatives included placing greater emphasis on learning and development, launching leadership development program, introducing internal communication, providing opportunities to staff to seek inspirational roles through internal job postings, streamlining the Performance Management System, making the compensation structure more competitive and streamlining the performance-link rewards and incentives.

The Company believes that learning is an ongoing process. Towards this end, the Company has built a training infrastructure which seeks to upgrade skill levels across grades and functions through a combination of in-house and external program. Human resources have always been most valuable assets for the Company.

COMPLIANCES

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.

The Company has complied with all requirements of regulatory authorities.

CAUTIONARY STATEMENT

Certain statements under "Management Discussion & Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statement within the meaning of applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could materially differ from those expressed or implied, since the Company's operations are influenced by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

CORPORATE GOVERNANCE REPORT

The report on Corporate Governance pursuant to clause 49 of the Listing Agreement entered into with the Stock Exchanges is furnished herewith.

COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Corporate Governance for the Company means achieving high level of accountability, efficiency, responsibility and fairness in all areas of operation. Our Employees are committed towards the protection of the interest of the Stakeholders viz. Shareholders, creditors, investors, clients etc. Our policies consistently undergo improvements keeping in mind our goal i.e. maximization of value of all the stakeholders. The Company reviews its Corporate Governance practices to ensure that they reflect the latest developments in the corporate arena & position it to the best Corporate Governance practices. The Company's Governance process and practice has ventured to achieve a transparency and professionalism in action as well as the implementation of policies and procedure to ensure ethical standards as well as responsible management.

BOARD OF DIRECTORS

- ❖ The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.
- ❖ The Board has seven members with a Chairman Cum Managing Director. The Independent Directors on the Board are competent and highly respected professionals from their respective fields and have vast experience in general corporate management, finance, banking and other allied fields which enable them to contribute effectively to the Company in their capacity as members of the Board. The day to day management of the Company is conducted by Managing Director subject to supervisions and control of the Board.
- ❖ 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.yantranaturaltd.com
- ❖ All Directors and Senior Management Personnel have affirmed compliance with the code of conduct approved and adopted by the Board of Directors.
- ❖ As on the date of this report, the Board Strength consists of in all 8 directors. Out of them, 5 are non-executive Independent directors and 3 are executive directors.
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.

❖ **Meetings of the Board of Director**

During the Financial Year 2014-15, Five Board Meetings were held on the following dates:

1. 10th February, 2015
2. 29th October, 2014
3. 26th August, 2014
4. 06th August, 2014
5. 30th May, 2014

❖ **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 31 March 2015, are given below:

Sr. No.	Name of the Director, Designation and Category	Attendance of Board Meetings	Attendance at previous AGM	No. of other Directorships (*)	Number of other Board Committee positions (@)	
					As Chairman	As Member
1	Dhires Munver	5	Yes	2	1	3
2	Rajinder Singla	5	Yes	None	None	None
3	Girish Aggarwal	5	Yes	None	None	None
4	Vijay Devlekar	5	Yes	None	None	None
5	Devendra Madesh	5	Yes	None	None	None
6	Srikanth Gijupalli	5	Yes	None	None	None
7	Harishchandra Dhakatu Patade (resigned on 31/07/2014)	1	No	None	None	None
8	Sunil Vishindas Nagpal (appointed from 31/07/2014)	4	No	None	None	None
9	Reshma Rajesh Malagavakar (appointed from 01/10/2014)	2	No	2	1	3

Notes

- (*) Includes directorships held in public limited Companies only.
Directorships held in Private Companies, Foreign Companies and Companies registered under Section 25 of the Companies Act, 1956 are excluded.
- (@) Includes only positions held in Audit Committee and Shareholders' / Investor Grievance Committee of the Board of Directors

COMMITTEES OF THE BOARD

The Board has constituted following Committees of Directors:

- ❖ Audit Committee,
- ❖ Remuneration Committee, and
- ❖ Shareholder's/Investors Grievance Committee,

❖ **Audit Committee**

The Audit Committee consists of two Independent Directors and the Managing Director. 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 Clause 49 of the Listing Agreement and 177 of the 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 brief terms of reference of the Audit Committee is outlined as under:

1. To select and establish accounting policies.
2. To recommend the Appointment and Removal of External Auditors/fixation of their fees.
3. To review the adequacy of the Internal Control System.
4. To review financial statements before submission to the Board of Directors.
5. To review the adequacy of the Internal Audit function & reports, reporting structure coverage and frequency of internal audit.
6. To review the findings of any internal investigations by the internal auditors and report the matter to the Board of Directors.
7. To review the Company's financial and risk management policies.
8. To review Statutory Auditors Report on the financial statements.

Meetings of the Committee:

The Committee met Five times during the financial year 2014-15 on i.e. 10th February, 2015; 29th October, 2014; 26th August, 2014; 06th August, 2014; 30th May, 2014.

Constitution of the Committee:

The Constitution of the Audit Committee is in conformity with Clause 49 (II) (A) (ii) of the Listing Agreement. 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, 2015 is given below:

Sr. No.	Name of the Director	Designation	Meetings Attended	Category
1.	Devendra Madesh	Chairman	5	Non- Executive Independent Director
2.	Dhiresh Munver	Member	5	Managing Director / Compliance Officer
3.	Srikanth Ginjupalli	Member	5	Non- Executive Independent Director
4.	Rajendra Paul Singla	Member	5	Executive Director
5.	Sunil Nagpal (appointed on 31/07/2014)	Member	4	Non- Executive Independent Director

❖ **Stakeholders Relationship Committee**

Terms of the Committee:

1. To scrutinize and approve registration of transfer of shares/warrants issued or to be issued.
2. The Shareholders' and Investors' complaints on matters relating to transfer of shares, non-receipt of annual report, non-receipt of dividends and matters related thereto.
3. To exercise all power conferred on the Board of Directors under Articles of Association.
4. Attending to investors' queries and complaints regarding transfer, dividend, annual reports, etc.
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. Harishchandra Patade

(Chairman – resigned on 31/07/2014), Mr. Sunil Nagpal (Chairman – appointed on 31/07/2014), Mr. Vijay Devlekar, Mr. Srikanth Ginjupalli & Mr. Devendra Madesh as Member of the committee.

❖ **Nomination & Remuneration Committee:**

Terms of the Committee

The Committee review and recommend payment of annual salaries, commission and other employment conditions of the Managing Director, Whole-Time Director & other Executive Directors as well Key Management personal.

None of the Executive or Non-Executive Directors has been paid any remuneration during the year 2013-2014.

Composition

The composition of the Remuneration Committee is Mr. Srikanth Ginjupalli (Chairman), Mr. Devendra Madesh, Mr. Girish Agarwal, Mr. Sunil Nagpal and Mr. Dhires Munver as members of the committee.

Subsidiary Company

The Company does not have any subsidiary companies.

Disclosures:

- ❖ During the financial year 2014-15, 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 Clause 49 of the Listing Agreement, in addition the Company has also adopted the non-mandatory requirements of constitution of Remuneration and Nomination Committee and tenure of office of Independent Directors during current financial year 2015-16.

Risk Management

The Company has a Risk Management Policy which has been adopted by the Board of Directors, currently, the Company's risk management approach comprises of governance, identification & assessment of risk.

The risks have been prioritized through a Companywide exercise. Members of Senior Management have undertaken the ownership and are working on mitigating the same through co-ordination among the various departments, insurance coverage, security policy and personal accident coverage for lives of all employees. The Company has appointed a Risk Officer and also put in place the risk management framework, which helps to identify various risks cutting across its business lines. The risks are identified and are discussed by the representatives from various functions. Risk Officer will make a presentation periodically on risk management to the Board of Directors and the Audit Committee. The Board and the Audit Committee provide oversight and review the risk Management policy periodically.

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
2011-12	Saturday, 29 th September, 2012 at 9.00 a.m.	House No. 12-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukutpally Municipality, Hyderabad- 500 072	Re-appointment of Mr. Dhresh M unver as Managing Director of the Company for a period of 3 years from 30/09/2012 on various terms and conditions.
2012-13	Saturday, 27 th September, 2013 at 10.00 a.m.	House No. 12-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukutpally Municipality, Hyderabad- 500 072	No Special Resolution was passed at this meeting
2013-14	Saturday, 27 th September, 2014 at 10.00 a.m.	House No. 12-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukutpally Municipality, Hyderabad- 500 072	No Special Resolution was passed at this meeting

❖ **Extra-Ordinary General Meetings:**

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

Year	Date	Venue	Special Resolutions Passed
2012-13	10 th January, 2013.	House No. 12-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukutpally Municipality, Hyderabad- 500 072	(i) Increase in authorized capital from Rs. 75 crore to Rs. 650 crore (divided into 650,00,00,000 equity shares of Re. 1/- each) (ii) Alteration in capital clause of MOA. (iii) Issue of 125 crore convertible equity warrants. (iv) Issue of 137,33,13,750 equity shares of Re. 1/- each as bonus shares in the ratio of 5:2.
2013-14	No EOGM held during this F.Y.	N.A.	N.A.
2014-15	No EOGM held during this F.Y.	N.A.	N.A.

❖ **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	Wednesday, 30th day of September, 2015 at 10.00 a.m. at House No. 1-2-297/45/ A4, Nandamuri Nagar Lane, Nizampet Rd, Hydernagar, Kukatpally Municipality, Hyderabad- 500 072.
Listing on Stock Exchanges	The Equity Shares of the Company are listed on the BSE Limited

❖ **Market Share Price Data:**

Monthly high and low quotations and volume of share traded on BSE LTD for Financial Year 2013-14 are:

Month	High	Low	Volume
Apr 14	0.09	0.07	10,60,064
May 14	0.10	0.08	26,43,703
Jun 14	0.20	0.10	67,28,234
Jul 14	0.19	0.13	62,10,699
Aug 14	0.19	0.13	72,81,638
Sep 14	0.16	0.10	1,43,55,834
Oct 14	0.15	0.09	51,43,462
Nov 14	0.15	0.11	81,19,880
Dec 14	0.12	0.05	4,17,22,104
Jan 15	0.06	0.05	1,41,26,477
Feb 15	0.12	0.05	1,05,54,807
Mar 15	0.10	0.05	84,02,682

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 share holders 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, 2015, Are As Follows:**

Sr. No.	Range	No. of Shares held	Percentage of Total Shares	Amount of the Shares	% of holding
1	UPI O - 5,000	2192	35.45%	4334036	0.07%
2	5,001 - 10,000	778	12.58%	6517407	0.10%
3	10,001 - 20,000	720	11.64%	11330403	0.18%
4	20,001 - 30,000	386	6.24%	9888499	0.16%
5	30,001 - 40,000	274	4.43%	9790785	0.16%
6	40,001 - 50,000	266	4.30%	12797238	0.20%
7	50,001 - 1,00,000	638	10.32%	50641111	0.81%

8	1,00,001 and Above	930	15.04%	6175189771	98.32%
	Total	6184	100.00%	6280489250	100.00%

❖ **Shareholding Pattern as on 31st March, 2015**

Sr.	Category	No. of Shares 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	5405013228	86.06
2. (a)	Individual Shareholders holding up to Rs.1 Lac	97228860	1.55
(b)	Individual Shareholders holding above Rs.1 Lac	694731967	11.06
3.	NRIs / HUFs / Clearing Members	73186695	1.17
	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, 2015, 6156319056 equity shares, constituting 98.02% of the paid-up equity capital of the Company, stood dematerialized.

❖ **Total Number of shares dematerialized as on 31.03.2015**

Depository	No. of Shares	% of Paid up Capital
NSDL	533562076	8.49
CDSL	5622756980	89.53
Physical	124170194	1.98
Total	6280489250	100.00

❖ **Financial Calendar (Tentative):**

Financial Year : 01 April, 2015- 31st March, 2016
 First quarter result : 14th August, 2015.
 Half-yearly results : 14th November, 2015
 Third quarter results : 14th February, 2016
 Annual results : End of May, 2016
 Annual General Meeting : September, 2016

❖ **Address for Correspondence:**

Yantra Natural Resources Limited
 House No.1-2-29/45/A4,
 Nandamuri Nagar Lane,
 Nizampet Road, Hyder nagar Kukutpally Municipality,
 Hyderabad- 500 072
 Email ID: yantranr1td@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.

Whistle Blower Policy

The Company does not have a Whistle Blower Policy. However, employees are free to express their opinion/suggestions/ complaints through email.

The statutory Auditors have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchanges and the same is annexed to this Report.

By Order of the Board
For Yantra Natural Resources Limited

Sd/-
Dhires h M unver
Managing Director
DIN – 02782239
Place: Hyderabad
Date: 31st August, 2015

Sd/-
Sunil Na gpal
Director
DIN - 06799707

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, 2015 as stipulated in Clause 49 of the Listing Agreement entered into by the Company with the Stock Exchanges.

The compliance of conditions of corporate governance 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 has conducted the affairs of the Company.

For Chirag Mehta & Co
Chartered Accountant
FRN No: 132696W

Sd/-
(Chirag Mehta)
Proprietor
M. Ship No.: 122852
Place: Mumbai.
Date: 31st August, 2015

CERTIFICATE ON FINANCIAL STATEMENTS

To,
The Members,
Yantra Natural Resources Limited

We Mr. Dhiresh Munver, Managing Director of Yantra Natural Resources Limited hereby certify that:

1. We have reviewed the financial statements and the cash flow statements for the financial year 2014-15 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/-
Dhiresh Munver
Managing Director
DIN – 02782239

Sd/-
Sunil Nagpal
Director
DIN-06799707

Place: Hyderabad
Date: 31st August, 2015

ANNUAL CERTIFICATE UNDER CLAUSE 49(I) (D) OF THE LISTING AGREEMENT WITH THE STOCK EXCHANGES

I, Dhiresh Munver, Managing Director of the M/s. Yantra Natural Resources Limited declare that all Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct during the year ended 31st March 2014.

By Order of the Board
For Yantra Natural Resources Limited

Sd/-
Dhiresh Munver
Managing Director
DIN – 02782239

Sd/-
Sunil Nagpal
Director
DIN-06799707

Place: Hyderabad
Date: 31st August, 2015

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF YANTRA NATURAL RESOURCES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **YANTRA NATURAL RESOURCES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss and the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

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

Opinion

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 Act in the manner so required and give a true and fair

view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015, ('the Order') issued by the Central Government of India in exercise of power conferred by sub section 11 of section 143 of the Act, we enclose in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we 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 and 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) on the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For CHIRAG MEHTA & CO.
Chartered Accountants
FRN No. : 132696W

Sd/-

CHIRAG MEHTA
Proprietor
M. No.122852

Place : Hyderabad
Dated: 29.05.2015

Annexure to the Independent Auditor's Report

The Annexure referred to in our Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31st March 2015, we report that:

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular programme of physical verification of its fixed assets and have been physically verified by the management at reasonable intervals during the year and no material discrepancies have been noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (ii) (a) As per the information and explanations given to us, the inventories have been physically verified by the management at reasonable intervals during the year.

(b) In our opinion and as per the information and explanations given to us, procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and nature of its business.

(c) The Company is maintaining proper records of inventories. In our opinion, discrepancies noticed on physical verification of inventory were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account.
- (iii) The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 (the Act')
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of inventory, goods and services. During the course of our audit, we have not observed any major weakness in the internal control system.
- (v) The Company has not accepted any deposits from the public within the meaning of section 73 of the Act and the rules framed thereunder.
- (vi) In our opinion, maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, are not applicable to the Company.
- (vii) (a) According to the information and explanation given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident Fund, Employees' State Insurance, Income tax, Wealth tax, Sales tax, Service tax, Excise duty, Value added tax, cess, Professional tax and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Excise duty, Value added tax, Wealth tax, Cess, Professional tax were in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no material dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute.

- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company, accordingly the provisions of clause 3(vii c) of the Order are not applicable to the Company.
- (viii) The Company does not have any accumulated losses at the end of the financial year and has not incurred any cash losses in the current financial year and in the immediately preceding financial year.
- (ix) According to the information and explanations given to us, the Company does not have any borrowings from any financial institution or bank and does not issued any debentures as at the balance sheet date, accordingly the provisions of clause 3(9) of the order are not applicable to the company.
- (x) In our opinion and according to the information and the explanations given to us, the company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xi) In our opinion and according to the information and the explanations given to us, the Company has not raised any term loans, according to the provision of clause 3(11) are not applicable.
- (xii) According to the information and explanations given to us, no material fraud on or by the company has been noticed or reported during the course of our audit.

For CHIRAG C.MEHTA & CO.
Chartered Accountants
FRN No. 132696W

Sd/-

CHIRAG C.MEHTA
Proprietor
M. No. 12282

Place : Hyderabad
Dated: 29.05.2015

BALANCE SHEET AS AT 31ST MARCH, 2015		(Amount in Rs)	
Particular	Note	As at 31st March, 2015	As at 31st March, 2014
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital			
(i) Equity Share Capital	3.1	6,280,489,250	6,280,489,250
(ii) Equity Share Warrants	3.2	0	3,675,000
(b) Reserves and Surplus	4	401,404,456	394,288,938
(2) Share application money pending allotment		0	3,564,000
(3) Non-Current Liabilities			
(a) Other Long term liabilities	5	17,525,000	35,425,000
(b) Long term provisions		0	0
(4) Current Liabilities			
(a) Trade payables	6	42,729,420	92,325,928
(b) Other current liabilities	7	101,719,632	99,279,341
(c) Short-term provisions	8	4,275,954	2,787,954
Total Equity & Liabilities		6,848,143,712	6,911,835,411
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	1,453,797	2,543,823
(ii) Intangible Assets		0	0
(b) Non-current investments	10	1,544,016,482	1,577,729,151
(c) Deferred tax assets (net)	11	511,697	511,697
(d) Long term loans and advances	12	176,284,495	177,534,495
(e) Other non-current assets	13	16,647,999	17,352,709
(2) Current assets			
(a) Current investments	14	0	0
(b) Trade receivables	15	272,473,878	332,867,547
(c) Cash and cash equivalents	16	1,062,997	9,328,032
(d) Short-term loans and advances	17	4,823,886,282	4,791,493,160
(e) Other current assets	18	11,806,085	2,474,796
Total Assets		6,848,143,712	6,911,835,411

Significant Accounting Policies
Notes are integral part of financial
Statement as per our report of even date

FOR Chirag C Mehta & Co
FIRMS REGISTRATION NO. 132696W
CHARTERED ACCOUNTANTS

FOR YANTRA NATURAL RESOURCES LIMITED

Sd/-
Chirag Mehta
Proprietor
Membership No. 122852

Sd/-
Dhires Munver
Managing Director

Sd/-
Sunil Nagpal
Director

Place: Hyderabad
Date: 29th May, 2015

Place: Hyderabad
Date: 29th May, 2015

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2015			
(Amount in Rs)			
Particulars	Note No	For the Year end 31.03.2015	For the Year end 31.03.2014
I. Revenue from operations	19	173,363,331	337,900,733
II. Other Income		757,000	3,705,184
III. Total Revenue (I +II)		174,120,331	341,605,917
IV. Expenses:			
Purchase of Stock-in-Trade	21	162,035,465	333,903,179
Employee benefit expense	22	1,113,112	1,402,863
Financial costs	23	119,642	16,266
Depreciation and amortization expense	24	1,090,026	1,095,243
Other expenses	25	4,821,568	2,230,066
Total Expenses		169,179,813	338,647,617
V. Profit before exceptional and extraordinary items and tax	(III - IV)	4,940,518	2,958,300
VI. Tax expense:			
(1) Current tax		1,500,000	800,000
(2) Deferred tax		0	0
VII. Profit/(Loss) for the period	(V-VI)	3,440,518	2,158,300
XVI. Earning per equity share:			
(1) Basic		0.001	0.000
(2) Diluted		0.001	0.000

Significant Accounting Policies
Notes are integral part of financial
Statement as per our report of even date

FOR Chirag C Mehta & Co
FIRMS REGISTRATION NO. 132696W
CHARTERED ACCOUNTANTS

FOR YANTRA NATURAL RESOURCES LIMITED

Sd/-
Chirag Mehta
Proprietor
Membership No. 122852

Sd/-
Dhires Munver
Managing Director

Sd/-
Sunil Nagpal
Director

Place: Hyderabad
Date: 29th May, 2015

Place: Hyderabad
Date: 29th May, 2015

CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015			
Particulars		Year Ended 31st March, 2015	Year Ended 31st March, 2014
		(Amount in Rs')	(Amount in Rs')
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>			
Net Profit after tax and Extraordinary Items		3,440,518	2,158,300
Adjustments for :			
Deferred tax (assets) / Liabilities		0	0
Depreciation		1,090,026	1,095,243
Amortisation of Misc expenditure		704,710	704,710
Finance Cost		119,642	16,266
Interest Income		0	(654,383)
Dividend Income		0	(642,000)
Other Income		(757,000)	0
Profit on Sale of investment		0	(2,408,801)
Provision for Taxation		1,500,000	800,000
Operating Profit before working capital changes	A	6,097,896	1,069,335
Adjustments for :			
Loans & Advances		1,250,000	138,493,840
Current Liabilities		(47,156,217)	(284,886,084)
Short term Provisions		(12,000)	3,730
Sundry Debtors		60,393,669	300,755,785
Change in Working Capital	B	14,475,452	154,367,271
<u>CASH FLOW FROM INVESTING ACTIVITIES</u>			
Sales / (Purchase) of Investment		33,712,669	189,917,404
Interest Income		0	654,383
Dividend Income		0	642,000
Other Income		757,000	0
Profit on Sale of investment		0	2,408,801
NET CASH FROM INVESTING ACTIVITIES	C	34,469,669	193,622,588
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>			
Application Money Pending Allotment		(3,564,000)	(2,794,400,000)
Share allotment + Premium + Share Application Money		0	2,801,475,000
Finance Cost		(119,642)	(16,266)
Secured Loan received / (Repaid)		(17,900,000)	(328,304,327)
Unsecured Trade Loan received / (Repaid)		(41,724,410)	(20,063,216)
NET CASH FROM FINANCING ACTIVITIES	D	(63,308,052)	(341,308,809)

	(A + B + C + D)		
Net Increase in Cash & Cash Equivalent		(8,265,035)	7,750,385
Opening Cash & Cash Equivalent	i	9,328,032	1,577,647
Closing Cash & Cash Equivalent	ii	1,062,997	9,328,032
Net Increase in Cash & Cash Equivalent (ii - i)		(8,265,035)	7,750,385

FOR Chirag C Mehta & Co
 FIRMS REGISTRATION NO. 132696W
 CHARTERED ACCOUNTANTS

FOR YANTRA NATURAL RESOURCES LIMITED

Sd/-
 Chirag Mehta
 Proprietor
 Membership No. 122852

Sd/-
 Dhires Munver
 Managing Director

Sd/-
 Sunil Nagpal
 Director

Place: Hyderabad
 Date: 29th May, 2015

Place: Hyderabad
 Date: 29th May, 2015

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Company Overview :-

Yantra Natural Resources Ltd is an India-based company & having registered office at Hyderabad. The Company is engaged in the business of Trading of Textile Products & Consulting in Mining & Infrastructure sectors and in addition the company offers Equity Participation, providing Loans & Advances etc.

2. Significant Accounting Policies

a) Basis of preparation of financial statements:-

The financial statements have been prepared under the historical cost convention in accordance with generally accepted Accounting Principles, Accounting Standards issued by The Institute of Chartered Accountants of India and the provisions of the Companies Act 2013, as adopted consistently by the company. All income and expenditure having a material bearing on the financial statement are recognized on accrual basis.

b) Use of Estimates :-

The preparation of the financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions

c) Revenue Recognition:-

- i. Sale of goods is recognized on dispatch to customers. Sales are net of returns, excised duty and sales tax/VAT.
- ii. Interest income is recognized on the time proportionate basis.
- iii. Income from Investment/Deposit is credited to revenue in the year in which it received. Income is stated in full with the tax thereon being accounted for under Tax deducted at source.

d) Fixed Assets:-

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any other directly attributable costs of bringing the assets to its working condition for its intended use.

e) Depreciation:-

Depreciation is provided on pro-rata basis on Straight Line Method at the rate prescribed under schedule II to the Companies Act, 2013 with the exception of the following:

- i. Assets costing Rs. 5000 or less are fully depreciated in the year of purchased.

f) Impairment of Fixed Assets:-

At the end of each year, the Company determines whether a provision should be made for Impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard (AS-28) "Impairment of Assets" issued by the Institute of Chartered Accountants of India. An impairment loss is charged to the Profit and Loss account in the year in which, an asset is identified as impaired, when the carrying value of the asset

exceeds its recoverable value. The impairment loss recognized in prior accounting periods is reversed, if there has been a change in the estimate of recoverable amount.

g) Inventories:-

- i. Raw material and consumable stores & Spares are valued at cost net realizable value, whichever is lower on first in first out basis.
- ii. Finished Goods are valued at lower of cost (cost of production method or net realizable value).
- iii. Stock in process & Semi Finished Goods valued at cost up to estimated stage of progress.
- iv. By Product valued at estimated prices.

h) Investments:-

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. Unquoted Investments are stated cost.

i) Borrowing Costs :-

Borrowing costs consists of interest and other cost that an entity incurs in connection with borrowing of funds. Borrowing costs are recognized as expenses in the period in which these are incurred.

j) Research and Development:-

Research & Development costs of revenue nature are charged to the statement of Profit & Loss when incurred Expenditure.

k) Employee Retirement and other Benefit :-

i. Short Term Employee's Benefits:

All employees' benefits payable within twelve months of rendering services are recognized in the period in which the employees render the related services.

ii. Post-Employment/Retirements Benefits:

Contribution to defined Contribution plans such as Provident Fund etc. are charged to the statement of Profit and Loss as incurred.

iii. Gratuity:

As per AS-15 (Revised) 2005 of ICAI read with Accounting Standard Board Guidance, The Provision for Gratuity Liability is not made since none of the employees have completed 5 years of service for period under review.

l) Taxes on Income :-

Provision for Income tax is made on the basis of relevant provisions of the Income Tax Act, 1961 as applicable to the financial year.

Deferred income taxes are recognized for the future tax consequences attributable to timing differences between the financial statement determination of income and their recognition for tax purposes.

m) Provision contingent liabilities and contingent assets:-

Provision involving substantial degree of estimation in measurement is recognized when there is present obligation as a result of past events and it is possible that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes to accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.

n) Earnings Per Share(EPS) :-

The basic and diluted EPS is calculated by dividing the Profit/ (Loss) after Tax by the weighted average number of Equity Shares outstanding.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

3 SHARE CAPITAL

(Amount in Rs`)

Particular	As at	
	31st March, 2015	31st March, 2014
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
3.1 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

3.2 EQUITY WARRANTS

(Amount in Rs`)

Particular	As at	
	31st March, 2015	31st March, 2014
Convertible Equity Warrants		
b) 125000000 Nos. Convertible Equity Warrants of Rs.3/- each partly paid Rs.0.75/- per CEW (2013)	3,675,000	937,500,000
Less:- Equity share allotted against conversion of shares	0	(933,825,000)
Less:- Amount Forfeited & Transferred to Capital Reserve	(3,675,000)	0
Total	0	3,675,000

3.3 Reconciliation of the shares/warrants outstanding

i. Equity shares

Particular	As at 31st March, 2015		As at 31st March, 2014	
	Number of Share	Amount in RS	Number of Share	Amount in RS
i. At the beginning of the period	6,280,489,250	6,280,489,250	1,926,392,500	1,922,639,250
ii. Bonus Share Issued during the period	0	0	3,112,750,000	3,112,750,000
iii. Issued during the period against conversion of warrants	0	0	1,245,100,000	1,245,100,000
Outstanding at the end of the period	6,280,489,250	6,280,489,250	6,280,489,250	6,280,489,250

ii. Equity Warrants

Particular	As at 31st March, 2015		As at 31st March, 2014	
	Number of Warrants	Amount in RS	Number of Warrants	Amount in RS
i. At the beginning of the period CEW of Rs.3/- was partly paid 25%	4,900,000	3,675,000	12,500,000	9,375,000
ii. Issued during the year	0	0	0	0
	4,900,000	3,675,000	12,500,000	9,375,000
iii Less:- Equity share allotted against conversion of shares	0	0	1,245,100,000	9,338,250,000
iv Less:- Forfeiture of equity warrants during the year	4,900,000	3,675,000	0	0
Outstanding at the end of the period	0	0	4,900,000	3,675,000

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

3.5 Terms/Rights attached to equity shares and Convertible Equity Warrants:

- 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 entitled 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 entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the no. of equity shares held by the shareholder.
- iii) The Warrant holder has option to convert each warrant held by them into One Equity Share at any time after the date of allotment but on or before the expiry of 18 months from the date of allotment, in one or more tranches.
- iv) The Warrant holder(s) shall, on/before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the total consideration per warrant.
- v) The Warrant(s) are transferable, however, a transfer shall be considered valid only if the same has been registered with the company and shall be subject to provision of all applicable SEBI Guidelines viz. SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2009 etc.
- vi) The warrants outstanding at the expiry of the Warrants exercise period shall expire and the 25% of the total consideration per warrants shall stand forfeited.
- vii) The Warrant Holder shall be entitled to any future Bonus issue(s) of Equity Shares or any other security (ies), in the same proportion and manner as any other shareholder of the company.

- This entitlement is however subject to the exercise of the option by the warrant holder (s) to convert the warrants into Equity shares within the time limit specified in (iii) above.
- viii) The number of Warrants and the price per warrant shall be appropriately adjusted, subject to the companies Act, 1956 and SEBI Guidelines, for other corporate actions such as, stock split, consolidation, demerger and transfer of undertaking, sale of a division or any such capital or corporate restructuring.
 - ix) The Equity Shares so issued in lieu of the Warrants shall rank pari-passu in all respects with the existing Equity Shares of the Company.
 - x) The Equity Shares so issued upon conversion of the Warrants shall be subject to the relevant lock-in requirements as mentioned under chapter VII of the SEBI (ICDR) Regulations, 2009.

3.6 Shareholders holding more than 5% of equity shares at the end of the year

Name of the shareholders	AS at 31-03-2015		AS at 31-03-2014	
	Number of shares	Shareholding %	Number of shares	Shareholding %
Harrads Construction Pvt Ltd	406,875,000	6.48%	406,875,000	6.48%
Gill Entertainment Pvt Ltd	358,125,000	5.70%	398,125,000	6.34%
Krystalklar Properties Pvt Ltd	393,750,000	6.27%	393,750,000	6.27%
Snehil Real Estate Pvt Ltd	393,750,000	6.27%	393,750,000	6.27%
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%

4. **RESERVES & SURPLUS**

(Amount in Rs')

Particular	As at	
	31st March, 2015	31st March, 2014
-		
A. Capital Reserve Account		
- Balance at beginning of the year	4,978,125	4,978,125
Add:- Addition on Forfeiture of Warrants application Money	3,675,000	0
-		
Balance at the end of the year	8,653,125	4,978,125

Particular	As at	
	31st March, 2015	31st March, 2014
B. Security Premium Account		
- Balance at beginning of the year	385,551,250	1,008,101,250
Add:- Additions during the Year	0	2,490,200,000
Less: Capitalisation for issue of Bonus Shares	0	3,112,750,000
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	3,759,563	1,601,263
Add: amount transferred from surplus balance in the statement of profit and loss	3,440,518	2,158,300
Closing Balance	7,200,081	3,759,563
Total Reserves and Surplus (A+B+C)	401,404,456	394,288,938

5. OTHER LONG TERM LIABILITIES

(Amount in Rs')

Particular	As at	As at
	31st March, 2015	31st March, 2014
Trade Advances	17,525,000	35,425,000
Total	17,525,000	35,425,000

6. TRADE PAYABLES

(Amount in Rs')

Particular	As at	As at
	31st March, 2015	31st March, 2014
Trades Creditors	42,729,420	92,325,928
Total	42,729,420	92,325,928

* 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 2015 as Micro, Small or Medium Enterprises. Consequently the amount paid / payable to these parties during the year is NIL.

7. OTHER CURRENT LIABILITIES

(Amount in Rs')

Particular	As at	As at
	31st March, 2015	31st March, 2014
Creditors for Expenses	19,755,632	19,691,666
Advance from Customer	81,964,000	79,587,675
Total	101,719,632	99,279,341

8. **SHORT TERM PROVISION**

(Amount in Rs')

Particular	As at	As at
	31st March, 2015	31st March, 2014
Provision for Expenses *	20,000	20,000
Statutory Provisions	4,255,954	2,767,954
Total	4,275,954	2,787,954

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

9. **FIXED ASSETS**

(Amount in Rs)

Name of Asset	Gross Block				Depreciation				Net Block	
	As at	Additions	Deletions	As at	As at	For the	Deletions	As at	As at	As at
	01.04.14			31.03.15	01.04.14	Year		31.03.15	31.03.15	31.03.14
A - Tangible Assets										
Plant & Machineries	21,202,351	0	0	21,202,351	19,153,483	1,007,112	0	20,160,595	1,041,756	2,048,868
Office Equipments	33,307	0	0	33,307	22,525	1,582	0	24,107	9,200	10,782
Furniture & Fixture	146,008	0	0	146,008	141,983	4,025	0	146,008	0	4,025
Electrical Fittings	1,164,640	0	0	1,164,640	684,492	77,307	0	761,799	402,841	480,148
Current Year	22,546,306	0	0	22,546,306	20,002,483	1,090,026	0	21,092,509	1,453,797	2,543,823
Previous Year	22,765,504	0	0	22,765,504	18,031,194	1,095,243	0	19,126,438	3,639,066	4,734,310

10. **NON CURRENT INVESTMENT**

(Amount in Rs')

Particular	As at	
	31st March, 2015	31st March, 2014
Investment in Shares - Quoted		
Investment in Shares - Quoted	309,573,744	294,914,151
Investment in Shares - Unquoted Share	1,234,442,738	1,282,815,000
Total	1,544,016,482	1,577,729,151

11. **DEFERRED TAX ASSETS (NET)**

(Amount in Rs')

Particular	As at	
	31st March, 2015	31st March, 2014
Depreciation as per Books	1,090,026	1,095,243
Depreciation as per Income Tax	341,796	466,519
Difference	748,230	628,724
Current Year Provision	0	194,276
Add : Opening Balance	511,697	317,421
Balance C/F	511,697	511,697

12. **LONG TERM LOANS & ADVANCES**

(Amount in Rs')

Particular	As at	
	31st March, 2015	31st March, 2014
Loans and Advances	6,034,495	6,034,495
Advance against Purchase	1,62,700,000	1,62,700,000
Advance for Capital Assets	7,550,000	8,800,000
Total	1,76,284,495	1,77,534,495

13. **OTHER NON CURRENT ASSETS**

(Amount in Rs')

Particular	As at	
	31st March, 2015	31st March, 2014
Preliminary Expenses	16,647,999	17,352,709
Total	16,647,999	17,352,709

14. **CURRENT INVESTMENT**

(Amount in Rs')

Particular	As at 31st March, 2015	As at 31st March, 2014
Current Investment (Non-trade)		
Investment in Shares Application - Unquoted (Partly Paid-up)	0	0
Investment in Shares - Unquoted	0	0
Total	0	0

15. **TRADE RECEIVABLES**

(Amount in Rs')

Particular	As at 31st March, 2015	As at 31st March, 2014
-		
<u>(Unsecured but considered good)</u>		
Outstanding Over six months	272,473,878	248,025,295
Others - Trades Receivable	0	84,842,252
Total	272,473,878	332,867,547

16. **CASH AND CASH EQUIVALENT**

(Amount in Rs')

Particular	As at 31st March, 2015	As at 31st March, 2014
Cash on Hand	573,908	64,616
Bank balance with current accounts	489,089	9,263,416
Total	1,062,997	9,328,032

17. **SHORT TERM LOANS & ADVANCES**

(Amount in Rs')

Particular	As at 31st March, 2015	As at 31st March, 2014
ADVANCES		
Advance for Shares	2,779,745,334	2,704,718,354
Trade Advances	2,044,140,948	2,086,774,806
Total	4,823,886,282	4,791,493,160

18. **OTHER CURRENT ASSETS**

(Amount in Rs')

Particular	As at	As at
	31st March, 2015	31st March, 2014
Deposit - Others	330,025	330,025
Prepaid Income Tax	2,636,391	2,144,771
Deposit - ED	8,839,669	0
Total	11,806,085	2,474,796

19. **REVENUE FROM OPERATIONS**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
-		
Product Sales	173,363,331	337,900,733
Total	173,363,331	337,900,733

20. **OTHER REVENUE**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Interest Income	0	654,383
Dividend on Shares	0	642,000
Short Term Profit on un-quoted Shares	0	2,408,801
Other Income	757,000	0
Total	757,000	3,705,184

21. **PURCHASE OF STOCK IN TRADE**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Purchase Account	162,035,465	333,903,179
Total	162,035,465	333,903,179

22. **EMPLOYEE BENEFIT EXPENSES**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Staff Welfare	10,112	7,863
Staff Salary	1,103,000	1,395,000
Total	1,113,112	1,402,863

23. **FINANCE COST**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Bank & Other Financial Charges	119,642	16,266
Total	119,642	16,266

24. **DEPRECIATION AND AMORTIZATION EXPENSES**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Depreciation	1,090,026	1,095,243
Total	1,090,026	1,095,243

25. **OTHER EXPENSES**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Listing Fees	807,154	765,527
Advertisement Expenses	5,650	17,633
AGM Expenses	5,310	4,165
Auditors Remunerations	35,000	35,000
Conveyance Expenses	87,783	24,381
Loss on sale of Investments	1,168,126	0
Office Expenses	329,910	72,904
Office Rent	190,288	393,620
Postage & Telegrams/ Telephone/Mobile exp	55,340	23,574
Printing & Stationery	61,467	47,552
Professional & Legal Expenses	181,966	141,000
Share Issue Expenses Written Off	704,710	704,710
Baddbts	1,188,864	0
Total	4,821,568	2,230,066

26. **CURRENT TAXES**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Provision for Income Tax	1,500,000	800,000
	1,500,000	800,000

27. **DEFERED TAX**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Deferred Tax Provision	0	0
	0	0

28. **CONTINGENT LIABILITIES & COMMENTS**

a) Guarantee Given by the Company's banker as at March 31, 2015 is Rs.Nil (previous year :Rs.NI)

29. **RELATED PARTY TRANSACTION**

a) Key Managerial Person

Dhiresb Uttamchand Murver	Managing Director
Rajendra Paul Singla	Director
Girish Kumar Aggarwal	Director
Vijay HDevlekar	Director
Devendra Bhimanra Madash	Director
Srikanth Ginjaipalli	Director
Harishchandra Dhakatu Patade	Additional Director (resigned on 31/07/2014)
Reshma Rajesh Malagavakar	Additional Director
Sunil Vishirdas Nagpal	Director

30. **AUDITORS REMUNERATION**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Audit Fees	25,000	25,000
Tax Audit Fees	10,000	10,000
	35,000	35,000

31. **EARNING PER SHARE**

(Amount in Rs')

Particular	Year Ended	Year Ended
	31st March, 2015	31st March, 2014
Net Profit for the year attributable to the Ordinary Shareholders	3,440,518	2,158,300
Weighted average number of Equity Shares of Re 1/- each	0.001	0.000
Basic and Diluted Earning Per Share of Re 1/- each	0.001	0.000

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

FOR Chirag C Mehta
FIRMS REGISTRATION NO. 132696W
CHARTERED ACCOUNTANTS

FOR YANTRA NATURAL RESOURCES LIMITED

Sd/-
Chirag Mehta
Proprietor
Membership No. 122852

Sd/-
Dhires h Munver
Managing Director

Sd/-
Sunil Nagpal
Director

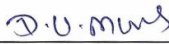

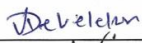




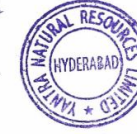
Place: Hyderabad
Date: 29th May, 2015

Place: Hyderabad
Date: 29th May, 2015



Form A

Format of covering letter of the Annual Report to be filed with the Stock Exchange

1	Name of the Company	YANTRA NATURAL RESOURCES LIMITED
2	Annual Financial Statement for the year ended	31 st March, 2015
3	Type of Audit Observation	Un-qualified
4	Frequency of observation	Not Applicable
5	To be Signed by	
	Dhires Munver ❖ (Managing Director)	 
	Vijay Devlekar ❖ (Chief Financial Officer)	 
	M/s. Chirag C.Mehta & Co. (Chirag Mehta -Proprietor) ❖ (Auditor of the Company)	 
	Devendra Madesh ❖ (Audit Committee Chairman)	 

Yantra Natural Resources Limited

(Formerly known as Shri Ganesh Spinners Limited) CIN NO.: L14297AP1988PLC074808

Reg. Office:- House No.1-2-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hydernagar Kukutpally Municipality, Hyderabad 500 072, Andhra Pradesh Phone No. 04040281278
 www.yantranaturalrtd.com E-mail : yantranrtd@gmail.com

ATTENDANCE SLIP

Please complete this attendance slip and hand it over at the entrance of the meeting hall.

Name and Address of the Member	Registered Folio No.	Client ID & DP ID No.	Number of Shares held

I/We hereby record my/our presence at the Annual General Meeting of the Company to be held on Wednesday 30th September, 2015 at 10.00 a.m. House No. 1-2-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukatpally Municipality, Hyderabad- 500 072.

Signature of the Member or the Proxy Attending the Meeting

If Member, please sign here	If Proxy, please sign here

Note: members are requested to bring their copies of Notice to the meeting as the same will not be circulated at the meeting.

**FORM NOMGT-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: House No. 12-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukatpally Municipality, Hyderabad-500 072.

Name of the Member(s) :	
Registered Address :	
E mail Id :	
Folio No / Client ID:	
DPID :	

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 Wednesday 30th September, 2015 at 10.00 a.m. at the Registered Office of the Company situated at 3C, Sagas Manor, 1A, 3rd Street, B. N. Road, T. Nagar, Chennai, Tamil Nadu – 600017 and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NO.		For (Assent)	Against (Dissent)
Ordinary Business			
ITEM NO.1.	To adopt the Audited Balance Sheet & Profit & Loss Account for the FY 2014-15		
ITEM NO.2.	Appointment of Chirag C Mehta, Chartered Accountant as Statutory Auditors for a term of five years subject to ratification at each AGM & Fix their remuneration		
Special Business			
ITEM NO.3.	Appointment of Mrs. Reshma Malgavkar as an Independent Director for a term of 5 years		
ITEM NO.4	Appointment of Mr. Harshpal Singha as an Independent Director for a term of 5 years		

Signed this _____ day of _____ 2015.

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

Ballot Form

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

Name of Company: **YANTRA NATURAL RESOURCES LIMITED**

Registered Office: House No. 1-2-29/45/A4, Nandamuri Nagar Lane, Nizampet Road, Hyderabad, Kukatpally Municipality, Hyderabad -500 072

- 1 Name of the First Named Shareholder :
(In block letters)
- 2 Name of the Joint Holder(s) if any :
- 3 Registered address of the sole/first named Shareholder :
- 4 Registered Folio No./ DP No./ Client ID No. :
- 5 Class of shares & No. of shares held :

I/We hereby exercise my/our vote in respect of **Resolutions** enumerated below by recording my assent or dissent to the said resolutions in the following manner::

Item No.	Items	No. of shares	I/We assent to the Resolution	I/We dissent to the Resolution
<u>Ordinary Business</u>				
1.	To Adoption of Financial Statement for the year ended 31 st March, 2015			
2.	Appointment of Chirag C Mehta, Chartered Accountant as Statutory Auditors for a term of five years subject to ratification at each AGM & Fix their remuneration			
<u>Special Business</u>				
3.	Appointment of Mrs. Reshma Malgavkar as an Independent Director for a term of 5 years			
4.	Appointment of Mr. Harshpal Singh as an Independent Director for a term of 5 years			

Place:

Date:

Signature of the Shareholder

Note:

1. Please read carefully the instructions overleaf before exercising your vote.
2. If you opt to cast your vote by e-voting there is no need to fill up and sign this form.

Please note that the last date for receipt of Postal Ballot Forms by the Scrutinizer is 29th September, 2015.

1. General Instructions:

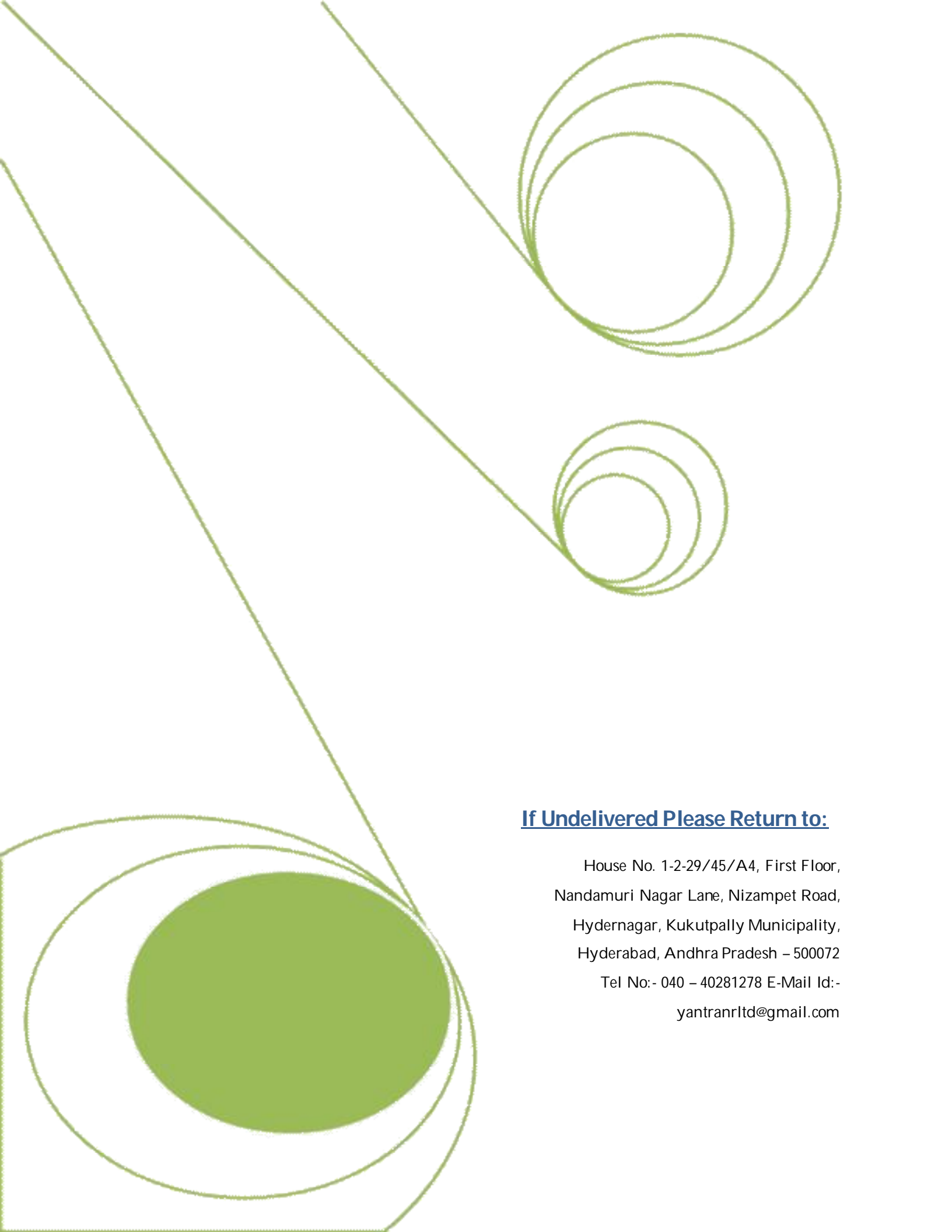
- a. There will be one Ballot Form/e-voting for every Client ID No./Folio No., irrespective of the number of joint holders.
- b. Members have option to vote either through Ballot Form or through e-voting. If a member has opted for Physical Ballot, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical postal ballot and e-voting, then vote cast through e-voting shall prevail and vote cast through Physical Postal Ballot shall be considered as invalid.
- c. Voting in the ballot/e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.
- d. The Scrutinizer's decision on the validity of a Ballot/E-voting shall be final and binding.

2. Instructions for voting physically by Postal Ballot Form:

- a. A member desirous of exercising his/her Vote by Ballot may complete this Ballot Form and send it to the Scrutinizer, C.S. Rakesh Kapur, Scrutinizer, 305, 3rd Floor, Tower – 1/B, Dhiraj Enclave, Co-op Hsg Soc. Ltd., Khatau Mill Complex, Opp Bhor, Borivali (East), Mumbai – 400 066. Tel.: 022-28855295, E-mail: rakeshkapur15@gmail.com, in the attached self addressed envelope. Postage will be borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.
- b. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
- c. This Form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
- d. In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
- e. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column in the Ballot Form. The assent or dissent received in any other form shall not be considered valid.
- f. Members are requested to fill the Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- g. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours by 5.30 p.m. on Tuesday, 29th September, 2015. All Ballot Forms received after this date will be strictly treated as if no reply has been received from the Member.
- h. A Member may request for a duplicate Ballot Form, if so required, and the same duly completed should reach the Scrutinizer not later than the date specified under instruction No.2 (g) above.
- i. Members are requested not to send any other paper along with the Ballot Form. They are also requested not to write anything in the Ballot Form except giving their assent or dissent and putting their signature. If any such other paper is sent, the same will be destroyed by the Scrutinizer.
- j. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
- k. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e voting period unblock the votes in the presence of at least two (2) witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website within two (2) days of passing of the resolutions at the AGM of the Company and shall be communicated to the Stock Exchange, where its securities are listed.

3. Process for Members opting for E-Voting:

- l. If you are already registered with CDSL for e-voting then you can use existing user ID and password for Login to cast your vote.
- m. In case of any queries, e-voting user manual for shareholders available at the Downloads section on CDSL E-voting website: www.evotingindia.com. you can also send your queries/ grievances relating to e-voting to the e-mail ID: aadhaarvild@gmail.com.
- n. The period for e-voting starts on Sunday, 27th September, 2015 at 9.00 a.m. and ends on Tuesday 29th September, 2015 at 5.30 p.m.



If Undelivered Please Return to:

House No. 1-2-29/45/A4, First Floor,
Nandamuri Nagar Lane, Nizampet Road,
Hydernagar, Kukutpally Municipality,
Hyderabad, Andhra Pradesh – 500072

Tel No:- 040 – 40281278 E-Mail Id:-
yantranr ltd@gmail.com