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## INFRA INDUSTRIES LIMITED

# ANNUAL REPORT 2017-2018



## CORPORATE INFORMATION:

### BOARD OF DIRECTORS

Mr. Mukesh Bhupendra Ambani  
Mr. Jagdishchandra Hanuman Chumara

Chairman & Managing Director  
Independent Director

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### REGISTRAR & SHARE TRANSFER AGENTS

M/s. Purva Share Registry (India) Pvt. Ltd.  
No.9, Shiv Shakti Industrial Estate, Ground  
Floor, J. E. Korkcha Marg, Opp. Kasturba  
Hospital,  
Lower Parel, Mumbai - 400011  
Tel: 91-22-2301 6761/8261  
Fax: 91-22-23012317  
Email: [india@psrindia.com](mailto:india@psrindia.com)

### REGISTERED OFFICE

4th Floor-A Plot-15A, Court Chambers,  
Vandri Road Thackeray Marg, New Marine  
Drive, Mumbai - 400020  
Telex No. 027 66348601  
Email: [investors@nira.co.in](mailto:investors@nira.co.in)  
Website: [www.nira.co.in](http://www.nira.co.in)  
CIN: L25300MH1989PLC054503

### BANKERS

Indian Overseas Bank

### PLANT LOCATION

Araç, Maharashtra



**CORPORATE INFORMATION:****BOARD OF DIRECTORS**

Mr. Mukesh Bhupendra Ambani  
 Mr. Jagdishchandra Hansraj Ghumara  
 Mr. Sandeep Ravindra Shah  
 \* Mr. Ramkrishna Ghone  
 \* w.e.f. 14<sup>th</sup> August, 2018  
 Mrs. Kavita Sandeep Pawar

Chairman & Managing Director  
 Independent Director  
 Independent Director  
 Non- Executive Director

Women Director

**CHIEF FINANCIAL OFFICER**

Mr. Sagar Parab

**STAUTORY AUDITORS**

M/s.  
 Pathak H.D & Associates,  
 Chartered Accountants

**REGISTRAR & 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.  
 Tel.: 91-22-2301 6761/8261  
 Fax: 91-22-23012517  
 Email: busicomp@vsnl.com

**BANKERS**

Indian Overseas Bank

**REGISTERED OFFICE**

4B1, Floor-4, Plot-15A, Court Chambers,  
 Vitthaladas Thackarsey Marg, New Marine  
 Lines, Mumbai - 400020  
 Telefax No.022 66348601  
 Email:investors@infra.co.in.  
 Website:www.infra.co.in  
 CIN: L25200MH1989PLC054503

**PLANT LOCATION**

Arav, Maharashtra



## NOTICE

Notice is hereby given that the Twenty Ninth Annual General Meeting of The Members of Infra Industries Limited will be held on Friday, 28<sup>th</sup> September, 2018 At 10.00 A.M At Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai-400006 to transact the following Business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2018 and the Profit & Loss account for the year ended on that date along with the schedules thereon and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Mukesh Ambani (DIN: 00005012) who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

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

To regularize the appointment of Mr. Ramkrishna Ghone (DIN: 00169976) as Non Executive Independent Director.

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and any rules made there under read with Schedule IV to the Act Mr. Ramkrishna Ghone (DIN 00169976) who was appointed as an Additional Non Executive Independent Director of the Company by the Board of Directors w.e.f. 14th August, 2018 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 from a member proposing the candidature of Mr. Ramkrishna Ghone (DIN 00169976) for the office of the Director of the Company, be and is hereby elected and appointed as a Non Executive Independent Director whose period of office shall not be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT any of the directors of the Company be and are hereby severally authorized to do such acts, deeds and things, to execute all such documents, instruments, Writings as may be required to give effect to this resolution."

For and On Behalf of Board of Directors

Sd/-  
Mukesh Ambani  
Chairman and Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018

Place: Mumbai

Registered Office  
4B1, Floor-4, Plot-15A, Court Chambers,  
Vithaldas Thackarsey Marg, New Marine Lines,  
Mumbai - 400020



#### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 of the Notice, is annexed hereto. Profile of the relevant Director retiring by rotations required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), is also annexed to the Notice.
3. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Purva Sharegistry (India) Private Limited address: No.9, Shiv Shakti Industrial Estate, Ground Floor, J. R. Boricha Marg,, Opp. Kasturba Hospital, Lower Parel, Mumbai - 400011, Email- [busicomp@vsnl.com](mailto:busicomp@vsnl.com) to provide efficient and better services.

Members holding shares in physical form are requested to intimate such changes to Purva Sharegistry (India) Private Limited. 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 the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Purva Sharegistry (India) Private Limited.

As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not yet registered their nomination, are requested to register the same by submitting Form No. SH-13. Members holding shares in physical form are requested to submit the forms to the Company. Members holding shares in electronic form must submit the forms to their respective Depository Participants.

4. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Purva Sharegistry (India) Private Limited for assistance in this regard.
5. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or the RTA -Purva Sharegistry (India) Private Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.
6. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than Forty-Eight Hours before the meeting.
8. As per Section 113 of the Companies Act, 2013 proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.



9. Pursuant to the provision of 91 of Companies Act 2013, the register of members and share transfer books will remain closed from 22<sup>nd</sup> September, 2018 to 27<sup>th</sup> September, 2018. (both days inclusive)
10. Additional information pursuant to Regulations of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 with the stock exchanges in respect of Directors seeking appointment / re-appointment at the AGM is furnished and forms a part of the Notice.
11. Members desirous of obtaining any information as regards to accounts and operations of the Company are requested to address their queries to the Registered Office of the Company in writing at least seven days in advance before the date of the Meeting, to enable the Company to keep the necessary information ready.
12. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may send the notice of the annual general meeting and the annual report, including Financial Statements, Board Report, etc. by electronic mode. The company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company.
13. Members are requested to bring their copy of Annual Report to the Meeting.
14. Members are requested to bring the Attendance Slip sent herewith duly filled for attending the Meeting.

#### **PROCESS FOR MEMBERS OPTING FOR E-VOTING-**

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL). It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail of the facility at his/ her/it discretion, subject to compliance with the instructions prescribed below:

#### **THE PROCEDURE/INSTRUCTIONS FOR E-VOTING ARE AS UNDER:-**

- I. The voting period begins on Tuesday 25<sup>th</sup> September, 2018 at 09.00 A.M. and ends on Thursday 27<sup>th</sup> September, 2018 at 5.00 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 20<sup>th</sup> September, 2018 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 the shareholder, the shareholder shall not be allowed to change it subsequently. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date).
- II. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- III. Click on "Shareholders" tab.
- IV. Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- V. Next enter the Image Verification as displayed and Click on Login.
- VI. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- VII. If you are a first time user follow the steps given below:



	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Attendance Slip. 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. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in DD/MM/YYYY format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id/folio number in dividend bank details filed as mentioned in instruction (IV).

- VIII. After entering these details appropriately, click on "SUBMIT" tab.
- IX. Members holding shares in physical form will then reach directly 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.
- X. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XI. Click on the EVSN (Electronic Voting Sequence Number) for the relevant <Infra Industries Limited> on which you choose to vote.
- XII. 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.
- XIII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- XIV. 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.
- XV. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- XVI. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- XVII. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- XVIII. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.



**XIX. Note for Non Individual shareholders and Custodians**

- Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate and custodians respectively.
- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) which they wish to vote on.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

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

XXII. M/s. S G & Associates, Practicing Company Secretaries (Membership No. 12122, COP No.5722) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

XXIII. The Scrutinizer's Report shall be placed on the Company's website [www.infra.co.in](http://www.infra.co.in) and on the website of CDSL within 3 (three) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

XXIV. The members are requested to:

- Intimate to the Registrars / Company, changes if any, in their registered address at an early date along with the pin code number;
- Quote Registered Folio / Client ID & DP ID in all their correspondence;
- Dematerialize the shares held in physical form at the earliest as trading in the Equity Shares of the Company shall be only in dematerialized form for all the investors.

**For and On Behalf of Board of Directors**

**Sd/-**

**Mukesh Ambani**

**Chairman and Managing Director**

**DIN: 00005012**

**Date: 14<sup>th</sup> August, 2018**

**Place: Mumbai.**

**Registered Office**

**4B1, Floor-4, Plot-15A, Court Chambers,**

**Vitthal Das Thackersey Marg, New Marine Lines,**

**Mumbai - 400020**



## ANNEXURE TO NOTICE

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

#### **ITEM NO. 3:**

The Board of Directors, pursuant to the provisions of Section 161 of the Companies Act, 2013, had appointed Mr. Ramkrishna Ghone (DIN 00169976) as an Additional Director (Non Executive Independent Director) of the Company with effect from 14<sup>th</sup> August, 2018. In terms of Section 149 and other provisions of the Act, Mr. Ramkrishna Ghone holds office only upto the date of the forthcoming Annual General Meeting. A notice under Section 160(1) of the Act has been received from a member proposing Mr. Ramkrishna Ghone (DIN 00169976) as a Non Executive Independent Director.

Mr. Ramkrishna Ghone (DIN 00169976), aged 53 years, possesses diversified skills, knowledge and experience in field of commerce.

The Company has received from Mr. Ramkrishna Ghone (DIN 00169976) an intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013. Also the Company has received a Declaration from her that he meets the criteria of Independence as prescribed under Section 149 (6) of the Companies Act, 2013.

The Board considers that his continued association would be of immense benefit to the Company. Accordingly, the Board recommends the resolution at Item No.3 of the accompanying Notice for the approval of the Members of the Company.

None of the Directors except Mr. Ramkrishna Ghone and other Key Managerial Personnel of the Company / their relatives is/are, in any way, concerned or interested, in the resolution.

#### INFORMATION RELATING TO DIRECTORS PROPOSED TO BE RE-APPOINTED/APPOINTED:

<b>Name of Director</b>	<b>Mukesh B. Ambani</b>	<b>Ramkrishna Ghone</b>
<b>Date of Birth</b>	<b>27/06/1963</b>	<b>19/08/1965</b>
<b>Qualification</b>	<b>B.Com</b>	<b>B.Com</b>
<b>Date of Appointment</b>	<b>01/10/2009</b>	<b>14/08/2018</b>
<b>Expertise</b>	<b>Marketing &amp; Accountancy</b>	<b>commerce</b>
<b>Directorships in other public companies as on 31<sup>st</sup> March, 2018</b>		
<b>Audit Committee</b>	<b>Member</b>	
<b>Nomination and Remuneration Committee</b>	-	
<b>Stakeholders Relationship Committee</b>	-	
<b>Shareholding in the Company</b>	<b>13,23,990</b>	-
<b>Relationship between directors inter-se</b>	<b>None</b>	<b>None</b>



## DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 29<sup>th</sup> Annual Report along with the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2018.

### FINANCIAL SUMMARY

(Amount in Rupees)

Particulars	Year Ended March 2018	Year Ended March 2017
Total Income	4,29,90,899	5,52,21,985
Total Expenditure	5,42,24,284	8,67,83,814
Add: Exceptional Item	—	5,02,01,330
Profit before Tax	(1,12,33,382)	1,86,39,501
Less: Current Tax	81,271	1,04,018
Deferred Tax	(1,02,06,026)	1,79,03,679
Net Profit/Loss after Tax		

The Company has achieved a total income of Rs. 4,29,90,899/- during the year under report as compared to Rs. 5,52,21,985/- during the previous year reflecting a decrease of 22.14 % over the previous year. The net loss of the Company during the year amounted to Rs. 1,02,06,026 compared to net profit of Rs. 1,79,03,679/- in the previous year.

### DIVIDEND

With a view to strengthen the financial position and the future growth of the Company and due to accumulated losses, your Directors have not recommended any payment of dividend for the financial year ended 31<sup>st</sup> March, 2018.

### FIXED DEPOSITS

The Company has not accepted any deposits within the meaning of Section 73(1) of the Companies Act, 2013 and the Rules made thereunder.

### ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has an in house Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee and to the Chairman & Managing Director of the company.

### EXTRACT OF ANNUAL RETURN:

As per provision of Section 134 of the Companies Act, 2013, the details forming part of the extract of the Annual Return is attached to this Report as "Annexure I" in Form MGT-9.

### STATUTORY AUDITORS:

At the Annual General Meeting, The Members was required to ratify the re-appointment of M/s M/s. Pathak H.D & Associates., Chartered accountants, Statutory Auditors of the company who holds office upto 33rd Annual General Meeting but the same is not mentioned in the omitted from the Notice of Annual Report as the same is not to be ratified in the Annual General Meeting as per Companies Amendment Act, 2017 and Rules made there under and Board of Directors to fix their remuneration.



The Report of the statutory Auditors along with the notes to schedule is enclosed to this report and does not contain any qualification, reservation or adverse remark or disclaimer.

#### SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s. H.P. Sanghvi & Company, a firm of Company Secretaries in practice (Mumbai) to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith to this Report as "Annexure II."

Comments by the board on every qualification, reservation or adverse remark or disclaimer made by the company secretary in practice in his secretarial audit report.

In respect of the observation made by the Secretarial Auditor in their Audit Report regarding

1. Non appointment of CS, your director state that Company was in process of appointing the same.
2. Non-updation of Company's website, Your Directors state that Company was under maintenance and now in process of updating the same and has now updated the Company's website.
3. Company has not paid Annual Listing Fees, Your Directors state that Company will pay the listing fees
4. Company was irregular in contributing to Provident Fund since January 2018, your director was stated that company will contribute the due as early as possible

#### DIRECTORS AND KEY MANAGERIAL PERSONNEL:

##### A. Declaration by an Independent Director(s) and Re- Appointment:

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Regulation 16(1)(b) of the SEBI (Listing Obligation and disclosure requirements) Regulation, 2015 with the Stock exchange.

None of the Directors except Ms. Kavita Pawar are disqualified from being appointed as Director as specified in Section 164 of the Companies Act, 2013 and Rules made thereunder, Ms. Kavita Pawar shall continue to act as Independent Director in the Company till the continuance of her tenure till the year i.e 2019-2020 as per Section 164(2) under Companies Act, 2013 and then will not be reappointed for her second tenure as Independent Director.

##### B. Appointment and Cessation:

There has been changes in constitution of Board as Mr. Ramkrishna Ghone has been appointed as Non Executive Director w.e.f 14<sup>th</sup> August, 2018 and Mrs. Pooja Gandhi , Company Secretary resigned w.e.f 20<sup>th</sup> June, 2017.

##### C. Retirement by rotation:

In terms of the provisions of Section 152(6) of the Companies Act, 2013, Mr. Mukesh B. Ambani, (DIN: 00005012), retires by rotation at this Annual General Meeting, and being eligible, offer himself for re-appointment

#### BOARD MEETINGS:

There were nine meetings of the Board held during the year. All the directors were present in all the meetings. Detailed information is as follows:

29/05/2017	23/08/2017	17/11/2017
20/06/2017	14/09/2017	14/12/2017
10/08/2017	10/10/2017	14/02/2018



## **BOARD COMMITTEES:**

During the year, your directors have constituted wherever required, the various committees of the Board in accordance with the requirements of the Companies Act, 2013 and the Listing Agreement and SEBI (Listing Obligation & Disclosure Requirements Regulations) 2015.

The detailed composition of the mandatory Board Committees namely Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee and other related details are set out as "Annexure III" which forms an integral part of this report.

## **FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS:**

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors. Formal annual evaluation made by the Board of its own performance and that of its Committees and individual Directors is annexed as Annexure "IV".

## **CONTRACT OR ARRANGEMENT WITH RELATED PARTIES**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict of interest with the company at large. The gist's of the transactions are depicted in AOC 2 as Annexure V "

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated Under section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) of the Companies (Accounts) Rules, 2014, is Annexed herewith as "Annexure- VI".

## **ENVIRONMENT AND POLLUTION CONTROL:**

The Company is well aware of its responsibility towards a better and clean environment. Our efforts in environment management go well beyond mere compliance with statutory requirements. The Company has always maintained harmony with nature by adopting eco-friendly technologies and upgrading the same from time to time incidental to its growth programs.

## **CASH FLOW ANALYSIS:**

In conformity with the provisions of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 the cash flow statement for the year ended 31.03.2018 is annexed with the financial statements.

## **SHARE CAPITAL**

There was no public issue, rights issue, bonus issue or preferential issue etc. during the year. The Company has not issued shares with differential voting rights, sweat equity shares nor has it granted any stock options.

## **MATERIAL EVENTS:**

There is no material events occurred during the financial year affecting the financial position of the Company.



## **DISCLOSURE OF REMUNERATION PAID TO DIRECTOR, KEY MANAGERIAL PERSONNEL AND EMPLOYEES**

The Company had no employee drawing salary/ remuneration in excess of Remuneration limits prescribed as per Rule 5(2) of the Appointment and Remuneration of Managerial Personnel Rules 2014.

The Details with regards to the payment of Remuneration to the Directors and Key Managerial Personnel is provided in Form MGT-9 - Extract of the Annual Return (appended as Annexure "I").

## **DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of clause (c) of sub-section (3) of section 134 of Companies Act, 2013 Directors, to the best of their knowledge and belief, state that -

1. In the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
2. 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 that period;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The Directors have prepared the annual accounts on a going concern basis; the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **RISK MANAGEMENT**

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN**

Company has implemented the Policy on Sexual Harassment Policy at workplace in the Company. It has been made available to all employees through the Company's intranet portal. During the year under review, there were no complaints from any of the employee.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management Discussion and Analysis for the year under review is provided as separate section forming part of this Annual Report.

## **STATUTORY COMPLIANCES**

The Company has complied with all the statutory requirements. A declaration regarding compliance of the provisions of the various statutes is also made by the Managing Director at each Board Meeting. The Company ensures compliance of the ROC, SEBI Regulations and provisions of the Listing Agreement.



## CORPORATE GOVERNANCE

In view of the exemption granted to the Company vide Circular No. CIR/CFD/POLICY CELL/7/2014 dated.15.05.2014 by SEBI, the provision with regard to Corporate Governance / Board Evaluation are not applicable as the paid up equity capital is not exceeding Rs.10 crores and/or net worth not exceeding Rs. 25 crores as on the last day of the previous financial year.

## VIGIL MECHANISM/WHISTLE BLOWER POLICY

In conformity with the provisions of the Companies Act, 2013 policy has been laid down to provide a mechanism for any concerned person of the company to approach Chairman of the Audit Committee for dealing with instance of fraud and mismanagement, if any and also ensure that whistleblowers are protected from retribution, whether within or outside the organization. During the year under review, there were no complaints of fraud or mismanagement were reported.

## PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

## ACKNOWLEDGEMENT

Your Directors wish to extend their sincere gratitude for the assistance, guidance and co-operation the Company has received from all stakeholders. The Board further appreciates the dedicated services rendered by the employees of the Company.

**For and on behalf of the Board of Directors,  
Infra Industries Limited**

**Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012**

**Date: 14<sup>th</sup> August, 2018**

**Place: Mumbai**



**ANNEXURE I****FORM NO. MGT-9****Extract of the Annual Return as on the financial year ended 31<sup>st</sup> March, 2018****(Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014)****I. Registration and other Details**

- i. CIN : L25200MH1989PLC054503
- ii. Registration Date : 5<sup>th</sup> December, 1989
- iii. Name of the Company : INFRA INDUSTRIES LIMITED
- iv. Category : Company Limited by shares  
Sub-Category of the Company : Indian Non-Government Company
- v. Address of the Registered Office : 4B1, Floor-4, Plot-15A, Court Chambers,  
Vitthaladas Thackarsey Marg, New Marine Links,  
Mumbai - 400020  
Telefax No.022 66348601  
Email: mambani@infra.co.in  
Website: www.infra.co.in
- vi. Whether Listed Company : Yes (The Bombay Stock Exchange)
- vii. Name, Address and Contact details of Registrar and Transfer Agent:  
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.  
Tel.: 91-22-2301 6761/8261  
Fax: 91-22-23012517 Email: busicomp@vsnl.com

**II. PRINCIPAL BUSINESS ACTIVITIES**

All the business activities contributing 10 % or more of the total turnover of the Company

Sl. No.	Name and Description of main products	NIC Code of the Product	% to total turnover of the Company
1.	Producing Molded Plastic products	28122	100

**III. PARTICULAR OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No	Name and Address	CIN/ GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
NOT APPLICABLE					

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****(i) Category-wise Share Holding**



A. Category-wise Shareholding									
Category of Shareholders	No. of Shares held at the beginning of the year 31/03/2017				No. of Shares held at the end of the year 31/03/2018				% of Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
(a) Individuals/HUF	1440532	90	1440622	24.07	1440532	90	1440622	24.08	0.01
(b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corp.	1480600	0	1480600	24.74	1480600	0	1480600	24.75	0.01
(e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(f) Any Other....									
Sub Total (A)(1):-	2921132	90	2921222	48.81	2921132	90	2921222	48.82	0.02
(2) Foreign									
(a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other Individuals									
(c) Bodies Corp.	0	1200000	1200000	20.05	0	1200000	1200000	20.06	0.01
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other....									
Sub Total (A)(2):-	0	1200000	1200000	20.05	0	1200000	1200000	20.06	0.01
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	2921132	1200090	4121222	68.86	2921132	1200090	4121222	68.88	0.02
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks FI	74500	0	74500	1.24	74500	0	74500	1.25	0.00
(c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(d) State	0	0	0	0.00	0	0	0	0.00	0.00



Govt(s)									
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
Sub-total (B)(1):-	74500	0	74500	1.24	74500	0	74500	1.25	0.00
(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	177729	0	177729	2.97	175308	0	175308	2.93	-0.04
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	410762	131168	541930	9.05	414851	130568	545419	9.12	0.06
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	1003846	28000	1031846	17.24	1001103	28000	1029103	17.20	-0.04
(c) Others (specify)									
N.R.I.	1750	1400	3150	0.05	1750	1400	3150	0.05	0.00
Foreign Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Trust	0	0	0	0.00	0	0	0	0.00	0.00
Hindu Undivided Family	33363	0	33363	0.56	34286	0	34286	0.57	0.02
Employee	0	0	0	0.00	0	0	0	0.00	0.00
Market Maker	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	1360	0	1360	0.02	112	0	112	0.00	-0.02
Depository Receipts	0	0	0	0.00	0	0	0	0.00	0.00



*Other Directors & Relatives	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	1628810	160568	1789378	29.90	1627410	159968	1787378	29.87	-0.02
Total Public Shareholding (B) = (B)(1)+(B)(2)	1703310	160568	1863878	31.14	1701910	159968	1861878	31.12	-0.02
C. Total shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	4624442	1360658	5985100	100.00	4623042	1360058	5983100	100.00	0.00

(ii) Shareholding of Promoters

Shareholders Name	No. of shares held at the beginning of the year (As on 01.04.2017)			No. of shares held at the end of the year (As on 31.03.2018)			% 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	
Infra Fenestation Private Limited	1480600	24.75	0	1480600	24.75	0	0
Springfield Investment Ltd.	120000	20.06	0	120000	20.06	0	0
Bhupendra Ambai	50082	0.84	0	50082	0.84	0	0
Mukesh B Ambani	1323990	22.13	0	1323990	22.13	0	0
Varun M. Ambani	32600	0.54	0	32600	0.54	0	0
Pratik Ambani	33950	0.57	0	33950	0.57	0	0

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

	No. of shares held at the beginning of the year (As on 01.04.2017)		No. of shares held at the end of the year (As on 31.03.2018)	
	No. of shares	% of total shares of the	No. of shares	% of total shares of the



		company		company
Infra Fenestration Private limited				
At the beginning of the year	1480600	24.75	1480600	24.75
Changes during the year	No Change During the year			
At the End of the year	1480600	24.75	1480600	24.75
Springfield Investment Ltd.				
At the beginning of the year	1200000	20.06	1200000	20.06
Changes during the year	No Change During the year			
At the End of the year	1200000	20.06	1200000	20.06
Bhupandra Ambai				
At the beginning of the year	50082	0.84	50082	0.84
Changes during the year	No Change During the year			
At the End of the year	50082	0.84	50082	0.84
Mukesh B. Ambani				
At the beginning of the year	1323990	22.13	1323990	22.13
Changes during the year	No Change During the year			
At the End of the year	1323990	22.13	1323990	22.13
Varun M. Ambani				
At the beginning of the year	32600	0.54	32600	0.54
Changes during the year	No Change During the year			
At the End of the year	32600	0.54	32600	0.54
Pratik M. Ambani				
At the beginning of the year	33950	0.57	33950	0.57
Changes during the year	No Change During the year			
At the End of the year	33950	0.57	33950	0.57

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

	No. of shares held at the beginning of the year (As on 01.04.2017)		No. of shares held at the end of the year (As on 31.03.2018)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1. Chandresh Bhupendra Ambani				
At the beginning of the year	721884	12.07	721884	12.07
Changes during the year	No Change During the year			
At the End of the year	721884	12.07	721884	12.07
2. Suvarna Chandresh Ambani				
At the beginning of the year	92000	1.54	92000	1.54
Changes during the year	No Change During the year			
At the End of the year	92000	1.54	92000	1.54
3. Union Bank of India				
At the beginning of the year	74500	1.25	74500	1.25
Changes during the year	No Change During the year			
At the End of the year	74500	1.25	74500	1.25
4 Sea Glimpse Investments Pvt Ltd)				
At the beginning of the year	74500	1.25	74500	1.25
Changes during the year	No Change During the year			
At the End of the year	74500	1.25	74500	1.25
5. LKP Shares and Securities Ltd				
At the beginning of the year	74500	1.24	74500	1.24
Changes during the year	No Change During the year			



At the End of the year	74500	1.24	74500	1.24
6. Chandresh Bhupendra Ambani				
At the beginning of the year	50100	0.84	50100	0.84
Changes during the year	No Change During the year			
At the End of the year	50100	0.84	50100	0.84
7. Radheshyam Shriniwas Manihar				
At the beginning of the year	46168	0.77	46168	0.77
Changes during the year	No Change During the year			
At the End of the year	46168	0.77	46168	0.77
8. Archana Shiv Toshniwal				
At the beginning of the year	37420	0.63	37420	0.63
Changes during the year	No Change During the year			
At the End of the year	37420	0.63	37420	0.63
9. Aarti Abhay Dadbhawala				
At the beginning of the year	29800	0.49	29800	0.49
Changes during the year	No Change During the year			
At the End of the year	29800	0.49	29800	0.49
10. Chandresh Ambani				
At the beginning of the year	28000	0.47	28000	0.47
Changes during the year	No Change During the year			
At the End of the year	28000	0.47	28000	0.47

(v) Shareholding of Directors and Key Managerial Personnel:

	No. of shares held at the beginning of the year (As on 01.04.2017)		No. of shares held at the end of the year (As on 31.03.2018)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
Mr. Mukesh Bhupendra Ambani (Chairman and Managing Director)				
At the beginning of the year	1323990	22.13	1323990	22.13
Changes during the year	No change during the year			
At the End of the year	1323990	22.13	1323990	22.13

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		37589009	--	37589009
ii) Interest due but not paid	--	1288531	--	1288531
iii) Interest accrued but not due	--		--	
Total (i+ii+iii)		38877540	--	38877540



Change in Indebtedness during the financial year				
• Addition		37291080	--	37291080
• Reduction	--	(38877540)	--	(38877540)
Net Change		37291080		37291080
Indebtedness at the end of the financial year				
i) Principal Amount		36836754	--	36836754
ii) Interest due but not paid	--	454326	--	454326
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)		37291080	--	37291080

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

(In Rs.)

Particulars of Remuneration	Mr. Mukesh Bhupendra Ambani (Chairman and Managing Director)
Gross salary	
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7,80,000
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	
Stock Option	-
Sweat Equity	-
Commission	
- as % of profit	-
- others	
Others	-
Total (A)	7,80,000
Ceiling as per the Act	As approved by the Shareholders

### B. REMUNERATION TO OTHER DIRECTORS:

The Company had not paid any remuneration, commission or fees for attending Board Meetings to other Directors.



**REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTB**  
(In Rs.)

Particulars of Remuneration	Key Managerial Personnel		Total
	Mrs. Pooja Gandhi*	Mr. Sagar Parab (CFO)	
Gross salary			
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	47,667	4,59,240	5,06,907
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
Stock Option			
Sweat Equity			
Commission - as % of profit - others			
Others			
<b>Total</b>	<b>47,667</b>	<b>4,59,240</b>	<b>5,06,907</b>

\* Mrs. Pooja Gandhi resigned as Company Secretary with effect from 20<sup>th</sup> June, 2017.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT/Court]	Appeal made, if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and on behalf of the Board of Directors,  
Infra Industries Limited  
Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018  
Place: Mumbai



## Annexure II

Form No. MR-3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

The Members,  
INFRA INDUSTRIES LIMITED  
4B1, Floor-4, Plot-15A, Court Chambers,  
Vitthaladas Thackarsey Marg,  
New Marine Lines,  
Mumbai - 400020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by INFRA INDUSTRIES LIMITED (hereinafter called the "Company") for the audit period covering the financial year ended on 31<sup>st</sup> March, 2018. 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 company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and 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<sup>st</sup> March 2018, generally 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:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company and made available to us at its Registered office for the financial year ended on 31<sup>st</sup> March 2018, according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
  - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
    - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
    - (c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015



2. There were no actions/ events in pursuance of following Regulations of SEBI requiring compliance thereof by the Company during the period under review:

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (b) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; and
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
3. Provisions of Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment, External Commercial Borrowings were not attracted during the year under review. However there was a delay of 4 days in filing FLA return.
4. Based on the information provided and review of the Compliances Report of Managing Director taken on record by the Board of the Company and also relying on the representation made by the Company and its Officers, in my opinion adequate system and process exists in the company to monitor and ensure compliances with the provisions of general and other industry and sector specific Laws and Regulations applicable to the Company, as identified and confirmed by the management of the company and listed in Annexure -A to this report.
5. I have also examined compliance with the applicable clauses of the Secretarial Standards applicable with effect from 1<sup>st</sup> October, 2017 issued by The Institute of Company Secretaries of India under the provisions of Companies Act, 2013.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards mentioned above and there are no material non-compliances that have come to my knowledge except

1. Non conformity with the requirements of filling up the vacancy caused due to resignation of Company Secretary (CS) by the Board at their meeting within six months from the date of such vacancy, pursuant to Section 203 read with Rules framed thereunder.
2. Non-disclosure of all such events or information on the Company's website as required pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
3. The company has not paid Annual Listing Fees to the Stock Exchange.
4. Company is irregular in payment of Provident Fund and has not paid P.F. since January 2018.

I further report that compliances of finance and tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory Auditors and other designated professionals.



I further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.
2. 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 whether or not system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. As per the minutes of the meeting duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report that during the period under review the Company has generally complied with the provisions of all the applicable Acts, Rules and Regulations and there are no material non-compliances that have come to my knowledge except the Company is irregular in payment of Provident Fund and has not paid P.F. since January 2018.

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

I further report that during the audit period under report, no event/action occurred which had a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above:

HARESH SANGHVI

Practicing Company Secretary  
FCS 2259/COP No. 3675

Date: 14<sup>th</sup> August, 2018.

Place: Mumbai.

Note: This report is to be read with my letter of even date which is annexed as ANNEXURE-B and forms an integral part of this report.



## ANNEXURE- A

### List of applicable laws to the Company

a) The Company has complied with the laws and regulations applicable specifically to the Company given its business:

1. The Legal Metrology Act, 2009.
2. Water (Prevention & Control of Pollution) Act 1974 and rules thereunder
3. Air (Prevention & Control of Pollution) Act 1981 and rules thereunder.
4. The Environment (Protection) Act, 1986

b) All General Laws related to Direct and Indirect Taxation, Labour Laws and other incidental laws of respective States

Date: 14<sup>th</sup> August, 2018.

Place: Mumbai

HARESH SANGHVI

Practicing Company Secretary

FCS 2259/COP No. 3675

## ANNEXURE- B

The Members,  
INFRA INDUSTRIES LIMITED  
4B1, Floor-4, Plot-15A, Court Chambers,  
Vitthaladas Thackarsey Marg,  
New Marin Lines,  
Mumbai - 400020

My report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices I followed, provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Whenever required, I have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 14<sup>th</sup> August, 2018.

Place: Mumbai

HARESH SANGHVI

Practicing Company Secretary

FCS 2259/COP No. 3675



### ANNEXURE III

#### BOARD COMMITTEES

##### 1. Audit Committee:

The Committee comprises of three Non-executive Directors as its members, all three are Independent Directors. The Chairman of the Committee is an Independent Director. The Committee met 5 times during the year under review on 29<sup>th</sup> May, 2017, 23<sup>th</sup> August, 2017, 14<sup>th</sup> September, 2017, 14<sup>th</sup> December, 2017, 14<sup>th</sup> February, 2018.

##### Composition of Audit Committee and Number of Meetings during the year

Sr. No.	Names of Members	Designation	Category of Director
1	Mr. Jagdishchandra Hansraj Ghumara	Chairman	Independent Non executive
2	Mr. Sandeep R. Shah	Member	Independent Non executive
3	Mrs. Kavita Pawar	Member	Independent Non executive

All the meetings were chaired by Mr. Jagdishchandra Hansraj Ghumara during the year under review.

##### Brief Terms of Reference under Committee:

The Terms of Reference of this committee cover the matters specified for Audit Committees under Section 177 of the Companies Act, 2013 and are as follows:

- (A) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- (B) Recommending the appointment and removal of external auditor, fixation of audit fee and also approval for payment for any other services.
- (C) Reviewing with management the Annual Financial Statements before submission to the Board, focusing primarily on:
  - (a) Any changes in accounting policies and practices.
  - (b) Major accounting entries based on exercise of judgment by management.
  - (c) Qualifications in draft audit report, if any.
  - (d) The going concern assumption.
  - (e) Compliance with accounting standards.
  - (f) Compliance with Stock Exchange and legal requirements concerning financial statements.



(g) Any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of Company at large.

(h) Reviewing with the management, External and Internal auditors the adequacy of Internal Control System.

(i) The Company has in place its own in house internal audit department to review the adequacy of internal audit function, including the structure of internal audit department, staff and seniority of official's heading the department, reporting structure, coverage and frequency of internal audit.

(j) Reviewing the findings of any internal investigations in the matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.

(k) Discussion with external auditors before the audit commences nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

(l) Reviewing the Company's financial and risk management policies.

(m) To look into the reasons for substantial defaults in the payment to the depositors, debentures holders, shareholders (in case of no nonpayment of declared dividends) and creditors. The audit committee assist the Board in the dissemination of the financial information and in overseeing the financial and accounting processes in the Company. During the Year, there were no instances where the Board had not accepted the recommendation of the Audit committee

## 2. Nomination and Remuneration Committee

The Committee was renamed as "Nomination and Remuneration Committee" as required under Section 178 of the Companies Act, 2013. The Committee comprises of three Non-executive Directors as its members, all three are Independent Directors. The Chairman of the Committee is an Independent Director.

The Committee has been authorized to determine the remuneration package for any Executive Directors as well as remuneration payable to the non-executive Directors from the year to year.

The Committee met 3 times during the year on 20<sup>th</sup> June, 2017, 23<sup>rd</sup> August, 2017, 10<sup>th</sup> October, 2017.

### Composition of Nomination and Remuneration Committee and Number of Meetings during the year:

Sr. No	Names of Members	Designation	Category of Director
1	Mr. Sandeep R. Shah	Chairman	Independent Non executive
2	Mr. Jagdishchandra Hansraj Ghumara	Member	Independent Non executive
3.	Mrs. Kavita Pawar	Member	Independent Non executive

All the meetings during the year under review were chaired by Mr. Sandeep Shah.

### Nomination and Remuneration Policy:

The Board had on the recommendation of Nomination and Remuneration Committee framed the Nomination and Remuneration Policy to comply with the provisions of Section 178 of the Companies Act, 2013. The Companies Nomination and Remuneration policy is available on the company's website [www.infra.co.in](http://www.infra.co.in).

### Familiarization Program:



On appointment, the concerned Director is issued a letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. The details of program for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company and related matters are put up on the company's website [www.infra.co.in](http://www.infra.co.in)

### 3. Stakeholders' Relationship Committee

The "Stakeholders' Relationship Committee" as required under Section 178 of the Companies Act, 2013 met 4 times during the year under review as on 29th May, 2017, 14th September, 2017, 14th December, 2017, 14th February, 2018.

The terms of reference of the Committee is to redress the shareholders complaints, to review the matters relating to share transfers in consultation with the Company's Registrar & Share Transfer Agents, M/s Purva Sharegistry (India) Private Limited which is fully equipped to carry out the transfers of shares and redress Investor complaints. The Committee also reviews the status of legal cases if any in which company is a party.

The composition of the stakeholders Relationship committee is as below:

Sr. No.	Names of Members	Designation	Category
1.	Mr. Sandeep Ravindra Shah	Chairman	Non-Executive, Independent,
2.	Mrs. Kavita Pawar	Member	Non-Executive, Independent
3.	Mr. Mukesh B. Ambani	Member	Executive, Non-Independent

Details in respect of Compliance Officer:

Sr. No.	Name	Designation of Compliance officer
1.	Mrs. Pooja Gandhi	C.S. ( resigned as on 20.06.2017)

For and on behalf of the Board of Directors,  
Infra Industries Limited

Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018

Place: Mumbai



## ANNEXURE IV

### Performance Evaluation of the Board & Various Committees

The formal annual evaluation has been done by the board of its own performance and that of its committee and individual directors on the basis of evaluation criteria specified in the Nomination and Remuneration policy of the Company.

The performance evaluation of the Chairman and non-independent Directors was also carried out by the Independent Directors at their separate meeting held as on 21<sup>st</sup> February, 2018 inter alia to:

- i. Evaluate the performance of non-independent directors and the Board as a whole;
- ii. Evaluate performance of the Non-executive Directors of the Company; and
- iii. Evaluate the quality, quantity and timelines of flow of information between the executive management and the Board.

The suggestions made at the meeting of the Independent Directors were communicated to the Non-executive Chairman and the Executive Director for taking appropriate steps. All Independent Directors were present at the meeting. The Directors expressed their satisfaction with the evaluation process.

The various policies commensurate with the working of the various committees of the Board and the evaluation of the Directors and Key Managerial Person is in accordance with the provisions of the Act and as per the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015.

### PARTICULARS OF EMPLOYEES:

Disclosures pertaining to remuneration and other details are required under Section 197(12) of the Act read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is forming part of the Directors' Report for the year ended 31st March, 2018 and is attached to this Report and marked as "Annexure IV"

Pursuant to the provisions of Section 136(1) of the Act and as advised, the statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, will be available for inspection at the Registered Office of the Company during the business hours on working days and Members interested in obtaining a copy of the same may write to the Company Secretary and the same will be furnished on request. Hence, the Annual Report and the Accounts are being sent to all the Members of the Company excluding the aforesaid information.

None of the employees listed in the said Annexure is a relative of any Director of the Company. None of the employees hold (by himself or along with his/her spouse and dependent children) more than two percent of the equity shares of the Company.

For and on behalf of the Board of Directors,  
Infra Industries Limited

Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018  
Place: Mumbai



## ANNEXURE V

Disclosure pursuant to Section 197(12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i) Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year  
(In Rs.)

Sr. No.	Name of the Director/KMP and Designation	Remuneration of Director/KMP for the financial year 2017-18	% increase in Remuneration in the financial year 2017-18	Ratio of the remuneration of each director to the median remuneration of the employees
1	Mr. Mukesh Bhupendra Ambani (Managing Director)	780000	-	4.66
2	Mr. Sandeep Ravindra Shah (Independent Director) ^	-	-	-
3	Mr. Jagdishchandra Ghumara (Independent Director) ^	-	-	-
4	Mr. Ashwin Shah (Independent Director) ^	-	-	-
5	Mrs. Kavita Pawar ^	-	-	-
6	Mrs. Pooja K. Gandhi (Company Secretary) *	47667	-	0.28
7.	Mr. Sagar Parab (CFO)	459240	-	2.74

^ None of the Directors are/were in receipt of remuneration.

\*Mrs. Pooja K. Gandhi resigned on 20<sup>th</sup> June .2017,

ii) The percentage increase in the median remuneration of employees in the financial year;

The % increase in median remuneration of employee is NIL

iii) The number of permanent employees on the rolls of company

27 employees as on 31<sup>st</sup> March, 2018

iv) The explanation on the relationship between average increase in remuneration and company performance

ix) The key parameters for any variable component of remuneration availed by the directors

There are no variable components of remuneration availed by any of the Directors.

x) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year - Not Applicable.

xi) Affirmation that the remuneration is as per the remuneration policy of the company-

Remuneration paid during the year ended March 31, 2018 is as per Remuneration policy of the Company.



# ANNEXURE -VI

## FORM NO. AOC -2

For the year 31<sup>st</sup> March, 2018

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto

Sr. No.	Name of Related Party	Nature of Relationship	Nature of Transaction	As on 31.3.2018
1.	Ambani Sales Organization	Enterprise over which KMP are able to exercise significant influence	Deposit (Refund)/Paid	36193326/-
2.	Mukesh B. Ambani	Key Managerial Personnel &Relative	Remuneration paid	7,80,000/-
3.	Pratik M. Ambani	Relative of Key Managerial Personnel	Salary	4,38,390/-

Balance with related parties as at 31<sup>st</sup> March, 2018.

Particulars	Ambani Sales Organisation
	36193326/-

Details of contracts or arrangements or transactions not at Arm's length basis- NIL

Details of contracts or arrangements or transactions at Arm's length basis- Same as above

For and on behalf of the Board of Directors,  
Infra Industries Limited

Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018

Place: Mumbai



## ANNEXURE-VII

### Prescribed particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

#### CONSERVATION OF ENERGY

Energy conservation is priority area for the Company, Energy conservation measures taken during the year included:

1. Systematic maintenance of furnaces to ensure optimum performance.
2. Overall Equipment Effectiveness improvement.
3. Load Management to achieve unity power factor.
4. Installed translucent sheets for natural lights.
5. Energy saving by optimum utilization of furnaces
6. Cycle time reduction of forging units.
7. Use energy efficient motors in various equipments.
8. Awareness and training programs for employees

With proper planning and awareness, consumption of electricity and diesel was reduced compared to previous year. Proposed work area includes furnaces, water cooling plants, servo control voltage stabilizers for lighting, compressed air systems and selection of energy efficient plant and machinery.

#### FORM A

#### (DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY)

(See Rule2)

A. Power and Fuel Consumption	Current year ended 31-03-2018	Previous year ended 31-03-2017
Electricity		
(a) Purchased Units (KWH)	120628	125703
Total Amount (in Rupees)	1397233.83	1343456.23
Rate/unit (Rs.)	11.58	10.69
(b) Own Generation		
Through Diesel Generator Units	1873.14	1893.96
Units per litre of Diesel Oil	111529.20	118733
Cost/Unit (Rs.)	59.54	62.71
(c) Through Steam Turbine/Generator	N.A.	N.A.
Coal	N.A.	N.A.
Fuel Oil		
Quantity (KLS)	38207.50	34232.50
Total Amount (Rupees)	2393281.94	2052563
Average Rate Per KLS	62.64	49.95
Others/Internal Generations:		
Consumption per unit of production		
Products		
Production (MT)	266.98	126.97
Electricity (KwH/MT)	451.82	990.02
Diesel oil for oven (Ltrs/MT)	143.11	269.61
Coal	NIL	NIL
Others	NIL	NIL



## FORM - B

### (DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION, RESERCH AND DEVELOPMENT (R & D))

#### TECHNOLOGY ABSORPTION, ADAPTION AND INNOVATION:

Efforts in brief: The Company has made efforts in developing Customised Moulded Product for Roto-Moulding division.

Benefits Derived: Better quality products have been made with cost effectiveness.

Imported Technology: N.A.

The Company started using new grades having better quality for large moulded parts and Chemical containers.

#### RESARCH AND DEVELOPMENT

Specific areas in which R&D was carried out: R & D efforts were made in development of value added products. This breakthrough has been achieved due to efforts put by the management and technical team of the Company.

Benefits Derived: This will help the Company to develop an extended product range and also manufacture existing products at economical cost and better products.

Future plan: The Company intends to cater to the growing nonconventional products marketed specifically for the OEM of various industries.

Expenditure on R & D: The technical team of the Company has been able to achieve the required innovations and introduce new product without affecting any expenses due to experience in the production system.

#### FOREIGN EXCHANGE EARNING AND OUTGO:

##### EARNINGS

Towards Foreign Exchange Gain: NIL

##### OUTGO:

On account of Foreign Travel :Rs. NIL

Towards Foreign Exchange Loss: NIL

For and on behalf of the Board of Directors,  
Infra Industries Limited

Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018  
Place: Mumbai



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### OVERVIEW

The year 2017-18 has been one of a ride for the Indian Economy as it encountered with the much-awaited announcement of GST after the settlement of Demonetization. Furthermore, the implementation of the Insolvency and Bankruptcy Code 2016(IBC) followed with staunch approaches meted out by the RERA has slowly and steadily impacted as a good indicator to the economy. The growth in industry and economy will provide opportunity to excel its performance in future. Your Company is also focusing on increasing the production.

### OPPORTUNITIES & THREATS

The long term prospects for Indian economy remains bright owing to the growth of internal consumption driven by the country's demographic dividend, rapid urbanization, growth of manufacturing and infrastructure development. However, in the short term, the Government's progressive steps like demonetization as well as the introduction of G.S.T has resulted in slowing down of the economic activities. Also the banking reforms have resulted in the exposure of the high NPAs of the Public Sector banks in particular, and there is consequential impact on the liquidity availability in the economy. As a result of these measures, there is more transparency in Business as well as ease in doing Business. A whole new philosophy of doing business is emerging, and the conventional methods and policies will have to change to give way to new solutions in the new emerging challenges in the new environment of doing Business.

### RISKS MANAGEMENT SYSTEM

The company is exposed to several potential risks both from internal and external sources. By addressing the risk in its nascent stages allows for long-term corporate success. Risks such as industry segment risks, technological changes, political risks, product distribution and supply can be anticipated and curbed. However, the key risk areas are periodically and systematically reviewed by Management. The Management also reviews and provides input for significant risks caused by variations in raw material prices and economic risks require continuous monitoring to determine suitable approaches to manage the risks caused by the same.

### INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company implemented suitable controls to ensure its operational, compliance and reporting objectives are achieved. The Company has adequate policies and procedures in place for its current size as well as the future growing needs. These policies and procedures play a pivotal role in the deployment of the internal controls. Suggestions to further strengthen the process are shared with the process owners and changes are suitably made. Significant findings, along with management response and status of action plans, are also periodically shared with and reviewed by the Audit Committee. It ensures adequate internal financial controls exist in design and operation.

### CAUTIONARY STATEMENT

The content provided for Management Discussion and Analysis Report may vary with the anticipation made in the discussion statements. It describes the Company's objectives, projections and estimates progressive within the meaning of applicable security laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government Policies and other incidental factors. Taxation laws, Economic Development, Cost of Raw Materials Interest and Power Cost are among the few extraneous variables that influence the Company's operations

For and on behalf of the Board of Directors,  
Infra Industries Limited  
Sd/-

Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018

Place: Mumbai



**MANAGING DIRECTORS CERTIFICATION****DECLARATION BY THE MANAGING DIRECTOR UNDER PARA "D" OF SCHEDULE V OF THE SEBI  
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATION, 2015**

To,  
The Members of Infra Industries Limited

I, Mukesh Ambani, Managing Director of Infra Industries Limited hereby declare that all the Members of the Board of Directors and have affirmed Compliance with the Code of conduct, as applicable to them, for the year ended, 2018.

Sd/-

Mr. Mukesh Ambani  
Managing Director  
DIN:00005012

Date: 14<sup>th</sup> August, 2018

Place: Mumbai

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company implemented suitable controls to ensure its operational, compliance and reporting objectives are achieved. The Company has adequate policies and procedures in place for its current size as well as the future growing needs. These policies and procedures play a pivotal role in the deployment of the internal controls. Suggestions to further strengthen the process are shared with the process owners and changes are suitably made. Significant findings along with management response and status of action plans are also periodically shared with and reviewed by the Audit Committee. It ensures adequate internal financial controls exist in design and operation.

**CAUTIONARY STATEMENT**

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For and on behalf of the Board of Directors  
Infra Industries Limited  
Sd/-  
Mr. Mukesh Ambani  
Managing Director  
DIN: 00005012

Date: 14<sup>th</sup> August, 2018  
Place: Mumbai



## **INDEPENDENT AUDITOR'S REPORT**

### **To the Members of Infra Industries Limited**

#### **Report on the Financial Statements**

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

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of the financial statements that give a true and fair view of the financial position, financial performance and cash flows changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with relevant rules thereunder. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements 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 fair 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. 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. An audit also includes evaluating the appropriateness of 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 including the Ind AS, of the financial position of the Company as at March 31, 2018, and its Loss (Financial Performance) including other comprehensive income, its cash flows and changes in equity for the year ended on that date.

## Material Uncertainty Related to Going Concern

As referred in Note 35 of the statement, the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred a net loss of Rs.1,02,06,026/- lacs during the year ended 31st March, 2018 and as at that date, its current liabilities exceed its current assets by Rs.5,36,35,710/-. The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said note. Our opinion is not modified in respect of same.

## Matter of Emphasis

As mentioned in Note 36 of the Statement, trade receivables of Rs. 1,09,32,730/- pertaining to trading division which have remained overdue for extended period of time. In the opinion of the Management, these are fully recoverable. Our Opinion is not modified in respect of same.

## Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 appears from our examination of those books.
  - c. The matter described in the Material Uncertainty related to Going Concern and Matter of emphasis paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
  - d. The Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in Equity dealt with by this report are in agreement with the books of account.



- e. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules thereunder.
- f. On the basis of written representations received from the directors as on 31<sup>st</sup> March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164(2) of the Act.
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rules 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:
- The Company has disclosed the impact of pending litigations on its financial position as referred to in Note 34 to the financial statements.
  - The Company did not have any long term contracts including derivative contracts that require provision under any law or accounting standards for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year.

#### **Other Matters**

The Company had prepared the audited financial statements for the corresponding year ended March 31, 2017 included in the Financials in accordance with the Companies (Accounting Standard) Rules, 2006 referred to in Section 133 of the Act, on which Chaturvedi & Shah, Chartered Accountants (FRN No. 101720W) vide their audit report dated May 28, 2017 had issued an unmodified audit report. The financial statements for the year ended March 31, 2017 are based on the previously audited financial statements prepared in accordance with the Companies (Accounting Standards), Rules 2006 as adjusted for differences in the accounting principles adopted by the Company on transition to Ind As, which have been audited by us.

Our Opinion is not modified in respect of same.

**For Pathak H.D. & Associates**  
Chartered Accountants  
Firm Registration No. 107783W

**Ashutosh Jethlia**  
Partner  
Membership No. 136007

Mumbai  
Dated: May 30, 2018



**Annexure "A" to the Independent Auditor's Report on the Financial Statements of Infra Industries Limited.**

**(Referred to in Paragraph 1 under the heading of "Report on other legal and regulatory requirements" of our report of even date)**

**i) In respect of its Fixed Assets :**

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets on the basis of available information.
- b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- c. According to the information and explanations given to us, the immovable properties of the Company have been mortgaged with the lenders and the original title deeds are deposited with the lender's trustee. Based on the verification of the copies of the title deeds in respect of immovable properties of free holdland and building that have been disclosed as fixed assets in the financial statement are held in the Company's name or in the Company's erstwhile name as at balance sheet date.

**ii) In respect of its inventories:**

As explained to us, physical verification of inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies noticed on such verification of inventories as compared to the book records.

- iii) The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, the requirement of clause (iii) (a) to clause (iii) (c) of paragraph 3 of the Order is not applicable to the Company.
- iv) The Company has not made any investments or given any loans, guarantees or security during the year. Consequently, the requirement of clause (iv) of paragraph 3 of the Order is not applicable to the Company.
- v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi) To the best of our knowledge and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act in respect of the activities undertaken by the Company.



vii) In respect of Statutory dues :

- a. According to the records of the Company, undisputed statutory dues including Provident Fund, Income-Tax, Sales-Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, Goods & Service Tax and any other statutory dues applicable to it have not regularly been deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2018 for a period of more than six months from the date of becoming payable except for the below mentioned:-

Sr.No	Particulars	Amount (In Rs.)
1.	Employee State Insurance Corporation	16,855
2.	VAT Liability	64,327
3.	CST Liability	3,43,168
4.	GST Liability	1,42,626
5.	Sales Tax Deferral Loan	21,53,093
		<b>27,20,069</b>

- b. According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and Goods & Service Tax on account of any dispute, which have not been deposited.

- viii) The Company has not raised loan from government or by issue of debentures. Also, based on our audit procedures, information and explanations given by the management, we are of the opinion that company has delayed in repayment of dues to financial institution during the year. The details are as under :-

Name of the Lender	Amount (In Rs.)	Delay in Days	Remarks , if any
Religare Finvest Limited	12,75,792	1-60	Term Loan from NBFC

- ix) The company has not raised money by way of initial public offer or further public offer (including debt instruments) or term Loan during the year and hence clause (ix) of paragraph 3 of the Order is not applicable to the Company.
- x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi) In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion company is not a nidhi company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the company.
- xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Act and their details have been disclosed in the financial statements etc., as required by the applicable accounting standards.



- xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence clause (xiv) of paragraph 3 of the Order is not applicable to the company.
- xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act. Hence, clause (xv) of the paragraph 3 of the Order is not applicable to the Company.
- xvi) To the best of our knowledge and as explained, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Pathak H.D. & Associates**  
Chartered Accountants  
Firm Registration No. 107783W

**Ashutosh Jethlia**  
Partner  
Membership No. 136007

Mumbai  
Dated: May 30, 2018

Name of the Lender	Amount (in Rs.)	Delay in Days	Remarks, if any
Religare Finance Limited	100,00,000	15	Loan from HFC



**Annexure B to the Independent Auditors' Report referred to in paragraph 2(g) under the heading "Report on other legal and regulatory requirements" of our report of even date.**

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

We have audited the Internal Financial Control over financial reporting of **Infra Industries Limited** ("the company") as of 31<sup>st</sup> March, 2018 in conjunction with our audit of the financial statements of the Company for the year then ended.

**Management Responsibility for the Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only



in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Pathak H.D. & Associates**

Chartered Accountants

Firm Registration No. 107783W

**Ashutosh Jethlia**

Partner

Membership No. 136007

Mumbai

Dated: May 30, 201844-



### 1A. General information

Infra Industries Limited (the Company) is a public company domiciled in India and incorporated in 1989 under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange. The Company have its registered office in Mumbai and manufacturing facility at Aaray, Maharashtra.

The Company is engaged in processing and manufactured of plastic products and in the trading of various plastic products.

### 1B. Significant Accounting policies

#### (a) Basis of preparation

(i) The financial statements have been prepared in compliance with Indian Accounting Standards (Ind AS) including the rules notified under the relevant provisions of the Companies Act, 2013. The financial statements up to year ended 31 March 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act. These financial statements are the first financial statements of the Company under Ind AS. The date of transition to Ind AS is 1 April, 2016. Refer note 38 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position and its net profit.

(ii) The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1. Defined benefit plans - plan assets measured at fair value

#### (b) Property, plant and equipment/ Capital Work In Progress

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Projects under commissioning and other Capital Work-in-Progress are carried at costs, comprising direct cost, related incidental expenses and interest on borrowings.

Other Indirect expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on fixed assets (other than leasehold land) has been provided based on useful life of the assets in accordance with Schedule II to the Companies Act, 2013, on Straight Line Method.



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

**(c) Leases**

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

**(d) Finance Cost**

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**(e) Inventories**

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

Cost of raw materials, chemicals, stores and spares, packing materials, trading and other products are determined on FIFO Basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

**(f) Impairment of non-financial assets - property, plant and equipment and intangible assets**

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.



**(g) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**(h) Employee Benefits Expense**

**Short Term Employee Benefits**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

**Post-Employment Benefits**

**Defined Contribution Plans**

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

**Defined Benefit Plans**

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

**(i) Tax Expenses**

The tax expense for the period comprises current and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

**- Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted at the Balance sheet date.



**- Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

**(j) Foreign currencies transactions and translation**

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in Statement of Profit and Loss except to the extent of exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings that are directly attributable to the acquisition or construction of qualifying assets which are capitalized as cost of assets.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

**(k) Revenue recognition**

Revenue from sale of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated cost can be estimated reliably, there is no continuing effective control or managerial involvement with the goods, and the amount of revenue can be measured reliably.

Revenue from operations is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

**Interest income**

Interest income from a financial asset is recognised using effective interest rate method.

**(l) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, call deposits and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.



**(m) Earnings per share**

Basic EPS is computed using the weighted average number of equity shares outstanding during the period. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the results would be anti-dilutive.

**(n) Current vs non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**(o) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

The Managing Director assesses the financial performance and position of the Company, and makes strategic decisions. Managing Director is identified as being the chief operating decision maker for the Company.

**(p) Financial instruments**

**(i) Financial Assets**

**A. Initial recognition and measurement**

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.



**B. Subsequent measurement**

**a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C. Equity Investment**

All equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss.

**D. Impairment of Financial Assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(ii) Financial Liabilities**

**A. Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost.

Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.



**B. Subsequent measurement**

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

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(iii) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

**(iv) Offsetting**

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

**1C. Critical Accounting Judgements and Key Sources of Estimation Uncertainty**

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

**a) Depreciation and useful lives of property plant and equipment**

Property, plant and equipment are depreciated over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is revised if there are significant changes from previous estimates.

**b) Recoverability of trade receivable**

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

**c) Provisions**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.



**d) Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a group of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

**1D. Standards issued but not effective**

On March 28, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contract with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2018.

**a) Issue of Ind AS 115 - Revenue from Contracts with Customers**

Ind AS 115 will supersede the current revenue recognition guidance including Ind AS 18 Revenue, Ind AS 11 Construction Contracts and the related interpretations. Ind AS 115 provides a single model of accounting for revenue arising from contracts with customers based on the identification and satisfaction of performance obligations.

**b) Amendment to Existing issued Ind AS**

The MCA has also carried out amendments following accounting standards. These are;

i. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates

ii. Ind AS 40 - Investment Property

iii. Ind AS 12 - Income Taxes

iv. Ind AS 28 - Investments in Associates and Joint Ventures and

v. Ind AS 112 - Disclosure of Interests in Other Entities

Application of above standards are either not applicable to company or if some are applicable those are not expected to have any significant impact on the Company's financial statements.

**1E. First Time Adoption of IND AS**

**I. First time adoption of Ind AS**

The Company has adopted Ind AS with effect from 1st April 2017 with comparatives being restated. Accordingly the impact of transition has been provided in the Opening Reserves as at 1st April 2016. The figures for the previous period have been restated, regrouped and reclassified wherever required to comply with the requirement of Ind AS and Schedule III.

**II. Exemptions from retrospective application**

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions :



# Infra Industries Limited

## Notes to the Financial Statements for the year ended 31 March 2018

### a) Deemed Cost for Property, Plant and Equipment (PPE)

Ind AS 101 permits a first time adopter to continue with the carrying value for all its PPE as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

Accordingly, the company has elected to measure all of its PPE at their previous GAAP carrying values.

The remaining voluntary exemptions as per Ind AS 101 - First time adoption either do not apply or are not relevant to the Company.



**Infra Industries Limited**  
**Balance Sheet as at 31st March, 2018**

	Note	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
Property, Plant and Equipment	2	3 80 04 750	3 94 40 102	5 22 38 958
		<u>3 80 04 750</u>	<u>3 94 40 102</u>	<u>5 22 38 958</u>
Deferred Tax Asset (Net)	3	1 39 010	2 20 281	3 24 299
Other Non Current Assets	4	<u>10 61 719</u>	<u>10 57 783</u>	<u>74 87 546</u>
<b>Total Non-Current Assets</b>		<b>3 92 05 479</b>	<b>4 07 18 166</b>	<b>6 00 50 803</b>
<b>Current assets</b>				
Inventories	5	1 49 75 911	1 24 00 235	40 47 895
Financial Assets				
Trade Receivables	6	1 46 03 319	4 41 38 939	2 30 29 937
Cash & Bank Balances	7	5 13 548	1 48 709	25 78 297
Current Tax Asset (net)	8	5 79 578	5 79 578	6 301
Other Current Assets	9	<u>33 11 907</u>	<u>23 35 408</u>	<u>69 09 196</u>
<b>Total Current Assets</b>		<b>3 39 84 263</b>	<b>5 96 02 869</b>	<b>3 65 71 626</b>
<b>Total Assets</b>		<b><u>7 31 89 742</u></b>	<b><u>10 03 21 035</u></b>	<b><u>9 66 22 429</u></b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity Share Capital	10	5 98 75 000	5 98 75 000	5 98 75 000
Other Equity	11	<u>(7 94 16 873)</u>	<u>(6 92 10 847)</u>	<u>(8 71 14 526)</u>
<b>Total Equity</b>		<b>(1 95 41 873)</b>	<b>(93 35 847)</b>	<b>(2 72 39 526)</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Financial Liabilities				
Borrowings	12	9 71 307	3 50 28 012	4 00 54 416
Provisions	13	<u>41 40 335</u>	<u>26 48 667</u>	<u>40 05 474</u>
<b>Total Non-Current Liabilities</b>		<b>51 11 642</b>	<b>3 76 74 679</b>	<b>4 40 59 890</b>
<b>Current liabilities</b>				
Financial Liabilities				
Borrowings	14	5 41 20 383	1 24 00 209	3 03 20 266
Trade Payables	15	1 78 33 890	4 20 82 383	2 51 71 006
Others	16	22 79 542	68 70 570	81 48 046
Other Current Liabilities	17	1 33 36 548	1 05 05 507	1 60 44 199
Provisions	18	<u>49 610</u>	<u>1 13 524</u>	<u>1 18 548</u>
<b>Total Current Liabilities</b>		<b>8 76 19 873</b>	<b>7 19 82 203</b>	<b>7 98 02 065</b>
<b>Total Liabilities</b>		<b>9 27 31 615</b>	<b>10 96 56 882</b>	<b>12 38 61 955</b>
<b>Total Equity &amp; Liabilities</b>		<b><u>7 31 89 742</u></b>	<b><u>10 03 21 035</u></b>	<b><u>9 66 22 429</u></b>
Significant accounting policies	1			
Notes on financial statements	2-39			
As per our Report of even date				

For and on behalf of the Board

For Pathak H.D. & Associates  
Chartered Accountants  
Firm Registration No. 107783W

Mukesh B.Ambani  
Managing Director  
DIN : 00005012

Kavita Pawar  
Director  
DIN : 02717275

Ashutosh Jethlia  
Partner  
Membership No.  
Date : 30th May, 2018  
Place: Mumbai

Sagar Parab  
Chief Financial Officer  
PAN : AHWPP6338A



**Infra Industries Limited**  
**Statement of Profit and Loss for the year ended 31st March, 2018**

	Note	2017-18	2016-17
<b>INCOME</b>			
Revenue from Operations	19	3 26 63 618	5 33 23 257
Other Income	20	1 03 27 281	18 98 728
<b>Total Income</b>		<b>4 29 90 899</b>	<b>5 52 21 985</b>
<b>EXPENDITURE</b>			
Cost of Materials Consumed	21	1 52 29 435	1 57 11 698
Purchases of Stock-in-Trade		-	2 66 56 650
Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade	22	( 24 71 506)	( 85 16 539)
Excise Duty		11 09 151	29 44 108
Employee Benefits Expense	23	1 15 05 219	1 40 65 056
Finance Cost	24	68 15 964	1 04 80 249
Depreciation and Amortisation Expense	2	27 55 357	32 64 504
Other Expenses	25	1 75 40 228	2 39 18 520
<b>Total Expenses</b>		<b>5 24 83 849</b>	<b>8 85 24 246</b>
<b>Profit before Exceptional Item &amp; Tax</b>		<b>( 94 92 950)</b>	<b>(3 33 02 261)</b>
Exceptional Item		-	5 02 01 330
<b>Profit Before Tax</b>		<b>( 94 92 950)</b>	<b>1 68 99 069</b>
Tax expenses	26	( 81 271)	( 1 04 018)
<b>Profit after Tax</b>		<b>( 95 74 222)</b>	<b>1 67 95 051</b>
<b>Other Comprehensive Income</b>			
<b>Items that will not be reclassified to Profit or Loss</b>			
Remeasurement of post employment benefit obligations		( 6 31 804)	11 08 628
Income tax relating to item that will not be reclassified to Profit or Loss		-	-
<b>Total Comprehensive Income</b>		<b>(1 02 06 026)</b>	<b>1 79 03 679</b>
<b>Earnings per equity share of face value of Rs.10 each</b>			
Basic and Diluted	28	( 1.71)	2.99
Significant accounting policies	1		
Notes on financial statements	2-39		
As per our Report of even date		For and on behalf of the Board	

For Pathak H.D. & Associates  
Chartered Accountants

Firm Registration No. 107783W

Ashutosh Jethlia  
Partner  
Membership No. 136007  
Date : 30th May, 2018  
Place: Mumbai

Mukesh B.Ambani  
Managing Director  
DIN : 00005012

Kavita Pawar  
Director  
DIN : 02717275

Sagar Parab  
Chief Financial Officer  
PAN : AHWPP6339A



# Infra Industries Limited

## Statement of Changes in Equity for the year ended 31st March, 2018

### A. Equity Share Capital

Balance at the beginning of the reporting period i.e. 1st April, 2016	Changes in equity share capital during the year 2016-17	Balance at the end of the reporting period i.e. 31st March, 2017	Changes in equity share capital during the year 2017-18	Balance at the end of the reporting period i.e. 31st March, 2018
5 98 75 000	-	5 98 75 000	-	5 98 75 000

### B. Other Equity

	Reserves & Surplus Retained Earnings	Other Comprehensive Income	Total
As at 1st April, 2016	(8 71 14 526)	-	(8 71 14 526)
Total Comprehensive income for the year	1 67 95 051	11 08 628	1 79 03 679
Balance at the end of reporting period 31st March, 2017	(7 03 19 475)	11 08 628	(6 92 10 847)
Balance at the beginning of reporting period 01st April, 2017	(7 03 19 475)	11 08 628	(6 92 10 847)
Total Comprehensive income for the year	(95 74 222)	(6 31 804)	(1 02 06 026)
Balance at the end of reporting period 31st March, 2018	(7 98 93 697)	4 76 824	(7 94 16 873)

As per our Report of even date

For and on behalf of the Board

For Pathak H.D. & Associates  
Chartered Accountants  
Firm Registration No. 107783W

Mukesh B. Ambani  
Managing Director  
DIN : 00005012

Kavita Pawar  
Director  
DIN : 02717275

Ashutosh Jethlia  
Partner  
Membership No. 136007  
Date : 30th May, 2018  
Place: Mumbai

Sagar Parab  
Chief Financial Officer  
PAN : AHWPP6339A



**Infra Industries Limited**  
**Cash Flow Statement for the year ended 31st March, 2018**

	2017-18	2016-17
<b>A: CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit before tax as per Statement of Profit and Loss	( 94 92 950)	1 68 99 069
Adjusted for:		
Depreciation and amortisation expense	27 55 357	32 64 504
Finance Cost	68 15 964	1 04 80 249
Sundry Balance Written Back	( 57 50 968)	( 6 89 270)
Exceptional Item (Gross)	-	(5 07 12 330)
Actuarial Gain/(Loss) on Post Employment Benefit Obligations	( 6 31 804)	11 08 627
Sundry Balance Written Off	1 40 084	2 32 059
Loss on Sale of Assets	16 230	3 04 069
Interest income	( 2 908)	-
	<u>33 41 957</u>	<u>(3 60 12 092)</u>
<b>Operating profit before working capital changes</b>	<b>( 61 50 993)</b>	<b>(1 91 13 023)</b>
Adjusted for:		
(Increase)/Decrease in Trade Receivables	2 93 95 536	(2 13 41 060)
(Increase)/Decrease in Inventories	( 25 75 676)	( 83 52 340)
(Increase)/Decrease in Other Current Assets	( 9 76 499)	45 73 788
(Increase)/Decrease in Other Non-Current Assets	( 3 936)	64 29 763
Increase/(Decrease) in Trade Payables	(1 85 07 535)	1 76 10 657
Increase/(Decrease) in Short Term Provision	( 63 914)	( 5 024)
Increase/(Decrease) in Long Term Provision	14 91 668	( 13 56 807)
Increase/(Decrease) in Other Current Liabilities	28 31 041	† (55 38 692)
	<u>1 15 90 686</u>	<u>( 79 79 715)</u>
<b>Cash generated from operations</b>	<b>54 39 693</b>	<b>(2 70 92 738)</b>
Taxes paid (net)	-	( 5 93 423)
<b>Net cash used in operating activities</b>	<b>54 39 693</b>	<b>(2 76 86 161)</b>
<b>B: CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Asset	( 15 86 236)	( 57 499)
Proceeds from disposal of Fixed Asset	2 50 000	6 00 00 000
Interest income	2 906	-
<b>Net cash flow from investing activities</b>	<b>( 13 33 330)</b>	<b>5 99 42 501</b>
<b>C: CASH FLOW FROM FINANCING ACTIVITIES</b>		
Movement in Short Term Borrowings	4 17 20 174	(1 79 20 057)
Repayments of Long Term Borrowings	(4 48 51 269)	-
Proceeds from Long Term Borrowings	62 05 536	( 62 95 751)
Finance Cost	( 68 15 964)	(1 04 70 120)
<b>Net cash flow from financing activities</b>	<b>( 37 41 523)</b>	<b>(3 46 85 928)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>3 64 839</b>	<b>( 24 29 588)</b>
<b>Opening balance of cash and cash equivalents</b>	<b>1 48 709</b>	<b>25 78 297</b>
<b>Closing Balance of Cash &amp; Cash Equivalents (Refer Note 7)</b>	<b>5 13 548</b>	<b>1 48 709</b>

As per our Report of even date

For and on behalf of the Board

For Pathak H.D. & Associates  
Chartered Accountants  
Firm Registration No. 107783W

Mukesh B. Ambani  
Managing Director  
DIN : 00005012

Kavita Pawar  
Director  
DIN : 02717275

Ashutosh Jethlia  
Partner  
Membership No. 136007  
Date : 30th May, 2018  
Place: Mumbai

Sagar Parab  
Chief Financial Officer  
PAN : AHWPP6339A



# **1A. General information**

Infra Industries Limited (the Company) is a public company domiciled in India and incorporated in 1989 under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange. The Company have its registered office in Mumbai and manufacturing facility at Aarav, Maharashtra.

The Company is engaged in processing and manufactured of plastic products and in the trading of various plastic products.

# **1B. Significant Accounting policies**

## **(a) Basis of preparation**

(i) The financial statements have been prepared in compliance with Indian Accounting Standards (Ind AS) including the rules notified under the relevant provisions of the Companies Act, 2013. The financial statements up to year ended 31 March 2017 were prepared in accordance with the accounting standards notified under Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act. These financial statements are the first financial statements of the Company under Ind AS. The date of transition to Ind AS is 1 April, 2016. Refer note 38 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position and its net profit.

(ii) The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1. Defined benefit plans - plan assets measured at fair value

## **(b) Property, plant and equipment/ Capital Work In Progress**

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Projects under commissioning and other Capital Work-in-Progress are carried at costs, comprising direct cost, related incidental expenses and interest on borrowings.

Other Indirect expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre - operative expenses and disclosed under Capital Work - in - Progress.

Gains or losses arising from derecognition of a property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on fixed assets (other than leasehold land) has been provided based on useful life of the assets in accordance with Schedule II to the Companies Act, 2013, on Straight Line Method.



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

**(c) Leases**

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

**(d) Finance Cost**

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

**(e) Inventories**

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

Cost of raw materials, chemicals, stores and spares, packing materials, trading and other products are determined on FIFO Basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

**(f) Impairment of non-financial assets - property, plant and equipment and intangible assets**

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets or group of assets, called cash generating units (CGU) may be impaired. If any such indication exists the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.



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

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The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.



**(g) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

**(h) Employee Benefits Expense**

**Short Term Employee Benefits**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

**Post-Employment Benefits**

**Defined Contribution Plans**

The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

**Defined Benefit Plans**

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

**(i) Tax Expenses**

The tax expense for the period comprises current and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the other comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

**- Current tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted at the Balance sheet date.



**(m) Earnings per share**

Basic EPS is computed using the weighted average number of equity shares outstanding during the period. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period except where the results would be anti-dilutive.

**(n) Current vs non-current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**(o) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

The Managing Director assesses the financial performance and position of the Company, and makes strategic decisions. Managing Director is identified as being the chief operating decision maker for the Company.

**(p) Financial instruments**

**(i) Financial Assets**

**A. Initial recognition and measurement**

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.



**B. Subsequent measurement**

**a) Financial assets carried at amortised cost (AC)**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**b) Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c) Financial assets at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

**C. Equity Investment**

All equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss.

**D. Impairment of Financial Assets**

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

**(ii) Financial Liabilities**

**A. Initial recognition and measurement**

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost.



Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

#### **B. Subsequent measurement**

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

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

#### **(iii) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### **(iv) Offsetting**

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **1C. Critical Accounting Judgements and Key Sources of Estimation Uncertainty**

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

#### **a) Depreciation and useful lives of property plant and equipment**

Property, plant and equipment are depreciated over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation for future periods is revised if there are significant changes from previous estimates.

#### **b) Recoverability of trade receivable**

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

#### **c) Provisions**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject



to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

**d) Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

**1D. Standards issued but not effective**

On March 28, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contract with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2018.

**a) Issue of Ind AS 115 - Revenue from Contracts with Customers**

Ind AS 115 will supersede the current revenue recognition guidance including Ind AS 18 Revenue, Ind AS 11 Construction Contracts and the related interpretations. Ind AS 115 provides a single model of accounting for revenue arising from contracts with customers based on the identification and satisfaction of performance obligations.

**b) Amendment to Existing issued Ind AS**

The MCA has also carried out amendments following accounting standards. These are;

- i. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
- ii. Ind AS 40 - Investment Property
- iii. Ind AS 12 - Income Taxes
- iv. Ind AS 28 - Investments in Associates and Joint Ventures and
- v. Ind AS 112 - Disclosure of Interests in Other Entities

Application of above standards are either not applicable to company or if some are applicable those are not expected to have any significant impact on the Company's financial statements.

**1E. First Time Adoption of IND AS**

**I. First time adoption of Ind AS**

The Company has adopted Ind AS with effect from 1st April 2017 with comparatives being restated. Accordingly the impact of transition has been provided in the Opening Reserves as at 1st April 2016. The figures for the previous period have been restated, regrouped and reclassified wherever required to comply with the requirement of Ind AS and Schedule III.



**II. Exemptions from retrospective application**

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions :

**a) Deemed Cost for Property, Plant and Equipment (PPE)**

Ind AS 101 permits a first time adopter to continue with the carrying value for all its PPE as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

Accordingly, the company has elected to measure all of its PPE at their previous GAAP carrying values.

The remaining voluntary exemptions as per Ind AS 101 - First time adoption either do not apply or are not relevant to the Company.



**Infra Industries Limited**  
Notes on financial statements for the year ended 31st March, 2018

**2. Property, Plant and Equipment**

Description	Gross block			Depreciation/ amortisation			Net Block	
	As at 1st April, 2016*	Additions	Deductions/ Adjustments	As at 31st March, 2017	For the year 2016-2017	Deductions/ Adjustments	As at 31st March, 2017	As at 1st April, 2016
<b>Tangible assets</b>								
Own assets:								
Freehold Land	1 23 23 000	-	52 95 000	70 28 000	-	-	70 28 000	1 23 23 000
Buildings	2 01 29 573	-	71 68 650	1 29 60 923	4 83 652	28 71 799	93 08 573	1 40 89 076
Plant & Machinery	5 56 84 272	-	-	5 56 84 272	23 84 548	-	2 20 74 160	2 44 58 708
Furnitures & Fixtures	12 62 985	-	-	12 62 985	37 884	-	2 19 193	2 57 077
Vehicles	32 76 113	-	-	32 76 113	2 41 059	-	6 94 257	9 35 316
Office Equipments	13 95 026	27 999	-	14 23 025	87 861	-	1 15 919	1 75 781
Computers	28 44 984	29 500	-	28 74 484	29 500	-	-	-
<b>Total</b>	<b>9 69 15 953</b>	<b>57 499</b>	<b>1 24 63 650</b>	<b>8 45 09 802</b>	<b>32 64 504</b>	<b>28 71 799</b>	<b>3 94 40 102</b>	<b>5 22 38 958</b>

Description	Gross block			Depreciation/ amortisation			Net Block	
	As at 31st March 2017	Additions	Deductions/ Adjustments	As at 31st March 2018	For the year 2017-2018	Deductions/ Adjustments	As at 31st March 2018	As at 31st March, 2017
<b>Tangible assets</b>								
Own assets:								
Freehold Land	70 28 000	-	-	70 28 000	-	-	70 28 000	70 28 000
Buildings	1 29 60 923	-	-	1 29 60 923	3 74 336	-	89 34 237	93 08 573
Plant & Machinery	5 56 84 272	2 25 059	-	5 59 09 331	19 07 568	-	2 02 02 533	2 20 74 160
Furnitures & Fixtures	12 62 985	48 800	-	13 11 785	14 722	-	2 53 271	2 19 193
Vehicles	32 76 113	12 48 000	7 92 149	37 31 964	1 13 876	5 25 918	21 69 814	6 94 257
Office Equipments	14 23 025	36 920	-	14 59 945	3 41 957	-	14 59 945	1 15 919
Computers	28 74 484	27 457	-	29 01 941	2 898	-	28 77 382	-
<b>Total</b>	<b>8 45 09 802</b>	<b>15 86 236</b>	<b>7 92 149</b>	<b>8 53 03 889</b>	<b>27 55 357</b>	<b>5 25 918</b>	<b>3 80 04 750</b>	<b>3 94 40 102</b>

\* Deemed Cost as at 01st April 2016.

2.1. For Details of assets given as Security, Refer Note 12 and 14



# Infra Industries Limited

Notes on financial statements for the year ended 31st March, 2018

## 3. Deferred Tax Asset

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred Tax Asset (Net)	1 39 010	2 20 281	3 24 299
<b>Total</b>	<b>1 39 010</b>	<b>2 20 281</b>	<b>3 24 299</b>

The above mentioned Deferred Tax Asset is pertaining to Expected Credit Loss as per Ind As 109. As a matter of prudence, the Company has not recognised Deferred Tax Asset on account of Carry Forward Losses in Accounts.

5.1.2.4. Details of assets having deferred tax asset as follows:

5.1.2.4.1. Details of assets having deferred tax asset as follows:

Description	March 2018		March 2017		March 2016		March 2015		March 2014		March 2013		March 2012		March 2011		March 2010		March 2009		March 2008		March 2007		March 2006		March 2005		March 2004		March 2003		March 2002		March 2001		March 2000		March 1999		March 1998		March 1997		March 1996		March 1995		March 1994		March 1993		March 1992		March 1991		March 1990		March 1989		March 1988		March 1987		March 1986		March 1985		March 1984		March 1983		March 1982		March 1981		March 1980		March 1979		March 1978		March 1977		March 1976		March 1975		March 1974		March 1973		March 1972		March 1971		March 1970		March 1969		March 1968		March 1967		March 1966		March 1965		March 1964		March 1963		March 1962		March 1961		March 1960		March 1959		March 1958		March 1957		March 1956		March 1955		March 1954		March 1953		March 1952		March 1951		March 1950		March 1949		March 1948		March 1947		March 1946		March 1945		March 1944		March 1943		March 1942		March 1941		March 1940		March 1939		March 1938		March 1937		March 1936		March 1935		March 1934		March 1933		March 1932		March 1931		March 1930		March 1929		March 1928		March 1927		March 1926		March 1925		March 1924		March 1923		March 1922		March 1921		March 1920		March 1919		March 1918		March 1917		March 1916		March 1915		March 1914		March 1913		March 1912		March 1911		March 1910		March 1909		March 1908		March 1907		March 1906		March 1905		March 1904		March 1903		March 1902		March 1901		March 1900		March 1899		March 1898		March 1897		March 1896		March 1895		March 1894		March 1893		March 1892		March 1891		March 1890		March 1889		March 1888		March 1887		March 1886		March 1885		March 1884		March 1883		March 1882		March 1881		March 1880		March 1879		March 1878		March 1877		March 1876		March 1875		March 1874		March 1873		March 1872		March 1871		March 1870		March 1869		March 1868		March 1867		March 1866		March 1865		March 1864		March 1863		March 1862		March 1861		March 1860		March 1859		March 1858		March 1857		March 1856		March 1855		March 1854		March 1853		March 1852		March 1851		March 1850		March 1849		March 1848		March 1847		March 1846		March 1845		March 1844		March 1843		March 1842		March 1841		March 1840		March 1839		March 1838		March 1837		March 1836		March 1835		March 1834		March 1833		March 1832		March 1831		March 1830		March 1829		March 1828		March 1827		March 1826		March 1825		March 1824		March 1823		March 1822		March 1821		March 1820		March 1819		March 1818		March 1817		March 1816		March 1815		March 1814		March 1813		March 1812		March 1811		March 1810		March 1809		March 1808		March 1807		March 1806		March 1805		March 1804		March 1803		March 1802		March 1801		March 1800		March 1799		March 1798		March 1797		March 1796		March 1795		March 1794		March 1793		March 1792		March 1791		March 1790		March 1789		March 1788		March 1787		March 1786		March 1785		March 1784		March 1783		March 1782		March 1781		March 1780		March 1779		March 1778		March 1777		March 1776		March 1775		March 1774		March 1773		March 1772		March 1771		March 1770		March 1769		March 1768		March 1767		March 1766		March 1765		March 1764		March 1763		March 1762		March 1761		March 1760		March 1759		March 1758		March 1757		March 1756		March 1755		March 1754		March 1753		March 1752		March 1751		March 1750		March 1749		March 1748		March 1747		March 1746		March 1745		March 1744		March 1743		March 1742		March 1741		March 1740		March 1739		March 1738		March 1737		March 1736		March 1735		March 1734		March 1733		March 1732		March 1731		March 1730		March 1729		March 1728		March 1727		March 1726		March 1725		March 1724		March 1723		March 1722		March 1721		March 1720		March 1719		March 1718		March 1717		March 1716		March 1715		March 1714		March 1713		March 1712		March 1711		March 1710		March 1709		March 1708		March 1707		March 1706		March 1705		March 1704		March 1703		March 1702		March 1701		March 1700		March 1699		March 1698		March 1697		March 1696		March 1695		March 1694		March 1693		March 1692		March 1691		March 1690		March 1689		March 1688		March 1687		March 1686		March 1685		March 1684		March 1683		March 1682		March 1681		March 1680		March 1679		March 1678		March 1677		March 1676		March 1675		March 1674		March 1673		March 1672		March 1671		March 1670		March 1669		March 1668		March 1667		March 1666		March 1665		March 1664		March 1663		March 1662		March 1661		March 1660		March 1659		March 1658		March 1657		March 1656		March 1655		March 1654		March 1653		March 1652		March 1651		March 1650		March 1649		March 1648		March 1647		March 1646		March 1645		March 1644		March 1643		March 1642		March 1641		March 1640		March 1639		March 1638		March 1637		March 1636		March 1635		March 1634		March 1633		March 1632		March 1631		March 1630		March 1629		March 1628		March 1627		March 1626		March 1625		March 1624		March 1623		March 1622		March 1621		March 1620		March 1619		March 1618		March 1617		March 1616		March 1615		March 1614		March 1613		March 1612		March 1611		March 1610		March 1609		March 1608		March 1607		March 1606		March 1605		March 1604		March 1603		March 1602		March 1601		March 1600		March 1599		March 1598		March 1597		March 1596		March 1595		March 1594		March 1593		March 1592		March 1591		March 1590		March 1589		March 1588		March 1587		March 1586		March 1585		March 1584		March 1583		March 1582		March 1581		March 1580		March 1579		March 1578		March 1577		March 1576		March 1575		March 1574		March 1573		March 1572		March 1571		March 1570		March 1569		March 1568		March 1567		March 1566		March 1565		March 1564		March 1563		March 1562		March 1561		March 1560		March 1559		March 1558		March 1557		March 1556		March 1555		March 1554		March 1553		March 1552		March 1551		March 1550		March 1549		March 1548		March 1547		March 1546		March 1545		March 1544		March 1543		March 1542		March 1541		March 1540		March 1539		March 1538		March 1537		March 1536		March 1535		March 1534		March 1533		March 1532		March 1531		March 1530		March 1529		March 1528		March 1527		March 1526		March 1525		March 1524		March 1523		March 1522		March 1521		March 1520		March 1519		March 1518		March 1517		March 1516		March 1515		March 1514		March 1513		March 1512		March 1511		March 1510		March 1509		March 1508		March 1507		March 1506		March 1505		March 1504		March 1503		March 1502		March 1501		March 1500		March 1499		March 1498		March 1497		March 1496		March 1495		March 1494		March 1493		March 1492		March 1491		March 1490		March 1489		March 1488		March 1487		March 1486		March 1485		March 1484		March 1483		March 1482		March 1481		March 1480		March 1479		March 1478		March 1477		March 1476		March 1475		March 1474		March 1473		March 1472		March 1471		March 1470		March 1469		March 1468		March 1467		March 1466		March 1465		March 1464		March 1463		March 1462		March 1461		March 1460		March 1459		March 1458		March 1457		March 1456		March 1455		March 1454		March 1453		March 1452		March 1451		March 1450		March 1449		March 1448		March 1447		March 1446		March 1445		March 1444		March 1443		March 1442		March 1441		March 1440		March 1439		March 1438		March 1437		March 1436		March 1435		March 1434		March 1433		March 1432		March 1431		March 1430		March 1429		March 1428		March 1427		March 1426		March 1425		March 1424		March 1423		March 1422		March 1421		March 1420		March 1419		March 1418		March 1417		March 1416		March 1415		March 1414		March 1413		March 1412		March 1411		March 1410		March 1409		March 1408		March 1407		March 1406		March 1405		March 1404		March 1403		March 1402		March 1401		March 1400		March 1399		March 1398		March 1397		March 1396		March 1395		March 1394		March 1393		March 1392		March 1391		March 1390		March 1389		March 1388		March 1387		March 1386		March 1385		March 1384		March 1383		March 1382		March 1381		March 1380		March 1379		March 1378		March 1377		March 1376		March 1375		March 1374		March 1373		March 1372		March 1371		March 1370		March 1369		March 1368		March 1367		March 1366		March 1365		March 1364		March 1363		March 1362		March 1361		March 1360		March 1359		March 1358		March 1357		March 1356		March 1355		March 1354		March 1353		March 1352		March 1351		March 1350		March 1349		March 1348		March 1347		March 1346		March 1345		March 1344		March 1343		March 1342		March 1341		March 1340		March 1339		March 1338		March 1337		March 1336		March 1335		March 1334		March 1333		March 1332		March 1331		March 1330		March 1329		March 1328		March 1327		March 1326		March 1325		March 1324		March 1323		March 1322		March 1321		March 1320		March 1319		March 1318		March 1317		March 1316		March 1315		March 1314		March 1313		March 1312		March 1311		March 1310		March 1309		March 1308		March 1307		March 1306		March 1305		March 1304		March 1303		March 1302		March 1301		March 1300		March 1299		March 1298		March 1297		March 1296		March 1295		March 1294		March 1293		March 1292		March 1291		March 1290		March 1289		March 1288		March 1287		March 1286		March 1285		March 1284		March 1283		March 1282		March 1281		March 1280		March 1279		March 1278		March 1277		March 1276		March 1275		March 1274		March 1273		March 1272		March 1271		March 1270		March 1269		March 1268		March 1267		March 1266		March 1265		March 1264		March 1263		March 1262		March 1261		March 1260		March 1259		March 1258		March 1257		March 1256		March 1255		March 1254		March 1253		March 1252		March 1251		March 1250		March 1249		March 1248		March 1247		March 1246		March 1245		March 1244		March 1243		March 1242		March 1241		March 1240		March 1239		March 1238		March 1237		March 1236		March 1235		March 1234		March 1233		March 1232		March 1231		March 1230		March 1229		March 1228		March 1227		March 1226		March 1225		March 1224		March 1223		March 1222		March 1221		March 1220		March 1219		March 1218		March 1217		March 1216		March 1215		March 1214		March 1213		March 1212		March 1211		March 1210		March 1209		March 1208		March 1207		March 1206		March 1205		March 1204		March 1203		March 1202		March 1201		March 1200		March 1199		March 1198		March 1197		March 1196		March 1195		March 1194		March 1193		March 1192		March 1191		March 1190		March 1189		March 1188		March 1187		March 1186		March 1185		March 1184		March 1183		March 1182		March 1181		March 1180		March 1179		March 1178		March 1177		March 1176		March 1175		March 1174		March 1173		March 1172		March 1171		March 1170		March 1169		March 1168		March 1167		March 1166		March 1165		March 1164		March 1163		March 1162		March 1161		March 1160		March 1159		March 1158		March 1157		March 1156		March 1155		March 1154		March 1153		March 1152		March 1151		March 1150		March 1149		March 1148		March 1147		March 1146		March 1145		March 1144		March 1143		March 1142		March 1141		March 1140		March 1139		March 1138		March 1137		March 1136		March 11	
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# Infra Industries Limited

Notes on financial statements for the year ended 31st March, 2018

4. Other Non Current Assets (unsecured and considered good)	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Security Deposits	10 61 719	10 57 783	17 88 572
Deposits with Related Parties	-	-	56 98 974
<b>Total</b>	<b>10 61 719</b>	<b>10 57 783</b>	<b>74 87 546</b>



# **Infra Industries Limited**

## **Notes on financial statements for the year ended 31st March, 2018**

### **5. Inventories**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Raw Materials	3 16 179	9 07 757	11 27 766
Work In Progress	50 90 181	73 11 207	12 17 401
Finished Goods	78 55 825	31 63 293	7 23 669
Stock-In-Trade	7 79 620	7 79 620	7 96 511
Stores & Spares	5 07 281	75 188	1 34 325
Others (Fuel)	4 26 825	1 63 170	48 223
<b>Total</b>	<b>1 49 75 911</b>	<b>1 24 00 235</b>	<b>40 47 895</b>

5.1 For details of Inventory given as security against borrowings Refer Note 12 & 14

5.2 Includes inventories of Rs. 1 17 150 ( Previous Year Rs. 9 55 637) carried at fair value less than cost to sale.



**Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

**6. Trade Receivables**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Unsecured, Considered Good	1 46 03 319	4 41 38 939	2 30 29 937
Doubtful	5 04 575	7 12 884	10 49 511
	<u>1 51 07 894</u>	<u>4 48 51 823</u>	<u>2 40 79 448</u>
Less: Provision for Bad & Doubtful Debts	5 04 575	7 12 884	10 49 511
<b>Total</b>	<u><u>1 46 03 319</u></u>	<u><u>4 41 38 939</u></u>	<u><u>2 30 29 937</u></u>



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **7. Cash and Bank Balances**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Cash and cash equivalents</b>			
Cash on hand	4 62 368	19 415	24 12 429
Balance with bank (In Current Account)	51 180	1 29 294	1 65 868
<b>TOTAL</b>	<b>5 13 548</b>	<b>1 48 709</b>	<b>25 78 297</b>

5.1 For details of inventory given as security against borrowings Refer Note 12 & 14

5.2 Includes inventories of Rs. 1 17 180 (Previous Year Rs. 2 56 437) carried at fair value less than cost to sell.



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **8. Current Tax Asset (Net)**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance Tax (Net of Provision)	<u>5 79 578</u>	<u>5 79 578</u>	<u>6 301</u>
<b>Total</b>	<b><u>5 79 578</u></b>	<b><u>5 79 578</u></b>	<b><u>6 301</u></b>



# **Infra Industries Limited**

## **Notes on financial statements for the year ended 31st March, 2018**

9. Other Current Assets (unsecured and considered good)	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Indirect Tax Receivable <sup>(i)</sup>	8 72 982	6 90 903	3 09 266
Advance to Suppliers	21 00 000	13 14 012	58 31 738
Others <sup>(ii)</sup>	3 38 925	3 30 493	7 68 192
<b>Total</b>	<b>33 11 907</b>	<b>23 35 408</b>	<b>69 09 196</b>

(i) Balance with service tax/ sales tax authorities, etc.

(ii) Others include Prepaid Expenses.



**Infra Industries Limited**  
**Notes on financial statements for the year ended 31st March, 2018**

**10. Share capital**

		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Authorised:</b>				
70 00 000 ( 31-Mar-17, 70 00 000, Apr-16, 70 00 000)	1- Equity shares of Rs. 10 each	7 00 00 000	7 00 00 000	7 00 00 000
3 00 000 ( 31-Mar-17, 3 00 000, Apr-16, 3 00 000)	1- Cumulative Redeemable Preference Shares of Rs. 100 each	3 00 00 000	3 00 00 000	3 00 00 000
<b>Total</b>		<b>10 00 00 000</b>	<b>10 00 00 000</b>	<b>10 00 00 000</b>
<b>Issued, subscribed and paid up :</b>				
59 83 100 ( 31-Mar-17, 59 83 100, 1-Apr-16, 59 83 100)	Equity shares of Rs.10 each	5 98 31 000	5 98 31 000	5 98 31 000
	Add: Shares Forfeited	44 000	44 000	44 000
<b>Total</b>		<b>5 98 75 000</b>	<b>5 98 75 000</b>	<b>5 98 75 000</b>

**(ii) The details of Shareholders holding more than 5% shares :**

Name of the Shareholders	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares	% held	No. of Shares	% held	No. of Shares	% held
Mukesh B Ambani	13 23 990	22.13	13 23 990	22.13	13 23 990	22.13
Springfield Investments Ltd	12 00 000	20.06	12 00 000	20.06	12 00 000	20.06

**(iii) Reconciliation of opening and closing number of shares**

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of shares		No. of shares		No. of shares	
Equity shares outstanding at the beginning of the year	Number	59 83 100	59 83 100		59 83 100	
	Amount	5 98 31 000	5 98 31 000		5 98 31 000	
Add: Equity shares issued during the year	Number	-	-		-	
	Amount	-	-		-	
Equity shares outstanding at the end of the year	Number	59 83 100	59 83 100		59 83 100	
	Amount	5 98 31 000	5 98 31 000		5 98 31 000	

(iv) The company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.



**Infra Industries Limited**  
**Notes on financial statements for the year ended 31st March, 2018**

**11. Other Equity**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Retained Earnings</b>			
As per last Balance Sheet	(7 03 19 475)	(8 71 14 526)	-
Add: Profit/ (loss) for the year	<u>(95 74 222)</u>	<u>1 67 95 051</u>	-
	(7 98 93 697)	(7 03 19 475)	(8 71 14 526)
<b>Other Comprehensive Income</b>			
As per last Balance Sheet	11 08 628	-	-
Add: Movement in OCI (Net) during the year	<u>(6 31 804)</u>	<u>11 08 628</u>	-
	4 76 824	11 08 628	-
<b>Total</b>	<u>(7 94 16 873)</u>	<u>(6 92 10 847)</u>	<u>(8 71 14 526)</u>



**Infra Industries Limited**

Notes on financial statements for the year ended 31st March, 2018

**12. Long Term Borrowings**

	As at 31st March, 2018	Non-Current Portion As at 31st March, 2017	As at 1st April, 2016	As at 31st March, 2018	Current Portion As at 31st March, 2017	As at 1st April, 2016
<b>Secured Loan</b>						
Vehicle Loan	9 71 307	-	-	-	-	-
Term Loan from Bank	-	-	26 22 064	-	-	20 00 004
	<b>9 71 307</b>		<b>26 22 064</b>			<b>20 00 004</b>
<b>Unsecured Loan</b>						
Sales Tax Deferral	-	-	-	21 53 093	34 59 737	34 59 737
Term Loan from NBFC	-	3 50 26 012	3 74 31 752	-	25 62 997	18 30 340
		<b>3 50 26 012</b>	<b>3 74 31 752</b>	<b>21 53 093</b>	<b>60 22 734</b>	<b>52 90 077</b>
Amount Disclosed as "Current Maturities of Long Debts" (Refer Note 15)				(21 53 093)	(60 22 734)	(72 90 081)
<b>Total</b>	<b>9 71 307</b>	<b>3 50 26 012</b>	<b>4 00 54 416</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Nature of Security and Repayment Terms**

**As at 31st March 2018**

**12.1. Vehicle Loan**

Vehicle Loan is secured by hypothecation of the vehicle purchased

**As at 31st March 2017**

**12.2. Term Loan from NBFC**

Term Loan from NBFC are secured against immovable properties of Directors and Personal Guarantee of Director.

**12.3. Repayment Schedule**

	2017-2018	2018-2019	2019-2020	2020-2021	(Amount in Rs.) Beyond 5 Years
Term Loan from NBFC	25 62 997	29 27 686	33 71 570	38 82 753	2 48 44 003

**As at 01st April 2016**

**12.4. Term Loan from NBFC**

Term Loan from NBFC are secured against immovable properties of Directors and Personal Guarantee of Director.

12.5. Term loan from Banks are secured against primary charge of Mould/Equipments purchase out of term loan finance and secured by way of collateral security by registered mortgage of land and building at Arav Village (Khopoli) and hypothecation residual value of plant and machineries of the Company.

**12.6. Repayment Schedule**

	2016-2017	2017-2018	2018-2019	2019-2020	(Amount in Rs.) Beyond 5 Years
Term Loan from NBFC	20 00 004	25 62 997	29 27 686	33 71 570	2 87 26 756
Term Loan from Bank	20 00 004	20 00 004	6 22 660	-	-



**Notes on financial statements for the year ended 31st March, 2018**

As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
---------------------------	---------------------------	--------------------------

Provision for Gratuity (Refer Note 23)	35 79 641	24 79 507	38 36 314
Provision for Leave Encashment	5 60 694	1 69 160	1 69 160
<b>Total</b>	<b>41 40 335</b>	<b>26 48 667</b>	<b>40 05 474</b>



# Infra Industries Limited

## Notes on financial statements for the year ended 31st March, 2018

### 14. Short Term Borrowings

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>Secured Loan</b>			
Working Capital Loan From Bank	1 79 72 490	1 24 00 209	3 03 20 266
	<u>1 79 72 490</u>	<u>1 24 00 209</u>	<u>3 03 20 266</u>
<b>Unsecured Loan</b>			
Related Party (Refer note 32)	3 61 47 893	-	-
	<u>3 61 47 893</u>	<u>-</u>	<u>-</u>
	<u>5 41 20 383</u>	<u>1 24 00 209</u>	<u>3 03 20 266</u>

### Nature of Security

#### 14.1 Working Capital Loan from Bank

Working Capital loan from Bank is secured against Mortgage of Plot No. 4 & Plot No. 5 situated off State Highway from Pen to Khopoli at Village Karambali, Taluka Pen District Raigad and hypothecation of all Fixed Assets (present and future), all current assets (present and future) including stock and book debts of the Company.

#### 14.2 Unsecured Loan from Related Party

In earlier period, company took a loan from NBFC which was secured by personal property of Director and personal guarantee of Director. During the year, the said loan having outstanding balance of Rs. 3 57 39 000 was repaid by Director out of sale proceeds of the secured property and has been credited as loan repayable on demand to the Director.



**Infra Industries Limited**
**Notes on financial statements for the year ended 31st March, 2018**
**15. Trade Payables**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Micro and Small Enterprises			
Others	1 78 33 890	4 20 92 393	2 51 71 006
	1 78 33 890	4 20 92 393	2 51 71 006
<b>Total</b>	<b>1 78 33 890</b>	<b>4 20 92 393</b>	<b>2 51 71 006</b>

15.1 Based on the available information with company, there are no amounts outstanding to Micro, Small and Medium Enterprises as at 31st March, 2018 for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

	Particulars	31st March, 2018	31st March, 2017	1st April, 2016
1	The principal amount remaining unpaid to supplier as at the end of accounting year	-	-	-
2	The interest due thereon remaining unpaid to supplier as at the end of accounting year.	-	-	-
3	The amount of interest paid in terms of section 16, along with the amounts of the payment made to the supplier beyond the appointed day during the year.	-	-	-
4	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act.	-	-	-
5	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year.	-	-	-
6	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure.	-	-	-



**Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
<b>16. Other Financial liabilities</b>			
Current Maturities of Long Term Debts (Refer Note 12)	21 53 093	60 22 734	72 90 081
Interest Accrued but not Due	-	8 47 836	8 57 965
Book Overdraft	1 26 449	-	-
<b>Total</b>	<b><u>22 79 542</u></b>	<b><u>68 70 570</u></b>	<b><u>81 48 046</u></b>



## Notes on financial statements for the year ended 31st March, 2018

(i) Includes statutory liabilities.

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**Infra Industries Limited****Notes on financial statements for the year ended 31st March, 2018****18. Provisions - Current**

	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provision for Gratuity (Refer Note 23)	44 067	1 09 473	1 14 497
Provision for Leave Encashment	5 543	4 051	4 051
<b>Total</b>	<b>49 610</b>	<b>1 13 524</b>	<b>1 18 548</b>



# Infra Industries Limited

Notes on financial statements for the year ended 31st March, 2018

## 19. Revenue from Operations

	2017-18	2016-17
Sale of products	3 26 63 618	5 33 23 257
<b>Total</b>	<b>3 26 63 618</b>	<b>5 33 23 257</b>



**Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

**20. Other Income**

**Interest Income**

Interest on Fixed Deposits

2 906

2 906

**Other Non-Operating Income**

Miscellaneous Income

45 73 407

12 09 458

Sundry Balances Written Back

57 50 968

6 89 270

1 03 24 375

18 98 728

**Total**

1 03 27 281

18 98 728



**Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

**21. Cost of Materials Consumed**

	2017-18	2016-17
Opening Stock	9 07 757	10 98 755
Add: Purchases	<u>1 46 37 857</u>	<u>1 55 20 700</u>
	1 55 45 614	1 66 19 455
Less : Closing Stock	3 16 179	9 07 757
<b>Total</b>	<u><b>1 52 29 435</b></u>	<u><b>1 57 11 698</b></u>



**Notes on financial statements for the year ended 31st March, 2018**

2017-18	2016-17
---------	---------

<b>Inventories (at close) <sup>22,1</sup></b>		
Stock-in-trade	<b>1 37 25 626</b>	1 12 54 120
<b>Inventories (at commencement)</b>		
Stock-in-trade	<b>1 12 54 120</b>	27 37 581
<b>Total</b>	<b>( 24 71 506)</b>	<b>( 85 16 539)</b>

**22.1** Includes Rs. 6 531 (previous year Rs. 1 96 792 ) towards the write down of inventories.



**Infra Industries Limited**
**Notes on financial statements for the year ended 31st March, 2018**
**23. Employee Benefits Expense**

	2017-18	2016-17
Salaries and wages	92 80 059	1 28 56 999
Contribution to provident and other funds	11 95 949	7 15 912
Staff welfare expenses	10 29 211	4 92 145
<b>Total</b>	<b>1 15 05 219</b>	<b>1 40 65 056</b>

**23.1 As per Ind AS 19 "Employee benefits", the disclosures as defined are given below :  
Defined contribution plan**

Contribution to defined contribution plan, recognised are charged off for the year are as under:

	2017-18	2016-17
Employer's contribution to Provident Fund	3 59 039	3 57 956

**Defined benefit plan**
**I. Reconciliation of opening and closing balances of defined benefit obligation**

	2017-18	2016-17
Defined benefit obligation at beginning of the year	25 88 980	39 50 811
Current service cost	1 45 083	2 92 990
Past Service Cost	84 638	-
Interest cost	1 73 203	2 64 492
Actuarial (gain)/ loss	6 31 804	( 11 08 628)
Benefits paid	-	( 8 10 685)
Defined benefit obligation at year end	36 23 708	25 88 980

**II. Reconciliation of fair value of assets and obligations**

	2017-18	2016-17
Fair value of plan assets	-	-
Present value of obligation	36 23 708	25 88 980
Amount recognised in Balance Sheet	36 23 708	25 88 980

**III. Expenses recognised during the year**

	2017-18	2016-17
Current service cost	1 45 083	2 92 990
Interest cost on benefit obligation	1 73 203	2 64 492
Past Service Cost	84 638	-
Actuarial (gain)/ loss recognised in the year	-	-
Net benefit expense/ (income)	4 02 924	5 57 482
<b>In Other Comprehensive Income</b>		
Actuarial (Gain) / Loss	6 31 804	( 11 08 628)
Return on plan Assets	-	-
<b>Net (Income)/ Expense For the period Recognised in OCI</b>	<b>6 31 804</b>	<b>( 11 08 628)</b>



**Infra Industries Limited**  
**Notes on financial statements for the year ended 31st March, 2018**

**IV. Actuarial assumptions**

	<b>Gratuity (Unfunded)</b>	
	<b>2017-18</b>	<b>2016-17</b>
	<b>31/03/2018</b>	<b>31/03/2017</b>
	<b>(Ultimate)</b>	<b>(Ultimate)</b>
Mortality Table	7.63%	6.69%
Discount rate (per annum)	10.00%	6.00%
Rate of escalation in salary (per annum)		

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

V. The expected contributions for Defined Benefit Plan for next financial year will be in line with Financial Year 2017-18

**VI. Sensitivity Analysis**

Significant Actuarial Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of Sensitivity analysis is given below

Particulars	As at 31st March, 2018		As at 31st March, 2017	
	Decrease	Increase	Decrease	Increase
Change in rate of discounting ( delta effect of +/- 1.00%)	39 60 057	33 31 932	28 28 052	23 80 834
Change in rate of salary increase( delta effect of +/- 1.00%)	33 36 650	39 47 640	24 12 420	27 89 816

These plans typically expose the Group to actuarial risks such as: interest risk, longevity risk and salary risk.

**Interest risk**

A decrease in the bond interest rate will increase the plan liability.

**Longevity risk**

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary risk**

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.



**Infra Industries Limited**  
**Notes on financial statements for the year ended 31st March, 2018**

**24. Finance costs**

	2017-18	2016-17
Interest on Term Loan	34 28 936	57 34 852
Interest on Working Capital	21 90 183	28 91 489
Interest on Others	11 95 845	13 48 141
Other Borrowing Cost	-	5 05 768
<b>TOTAL</b>	<b>68 15 964</b>	<b>1 04 80 249</b>

The expected contributions for Defined Benefit Plan for next financial year will be in line with Financial Year 2017-18.

VI. Sensitivity Analysis  
 Significant Assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The results of the sensitivity analysis is given below.

	As at 31st March, 2018	As at 31st March, 2017
Change in rate of discounting (rate effect of +1.00%)	32 36 830	32 45 489
Change in rate of salary increase (rate effect of +1.00%)	32 36 830	32 45 489

These plans primarily expose the Group to actuarial risks such as: interest rate, longevity risk and salary risk.  
 A decrease in the bond interest rate will increase the plan liability.  
 The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

	2017-18	2016-17
Current service cost	15 11 100	17 61 102
Interest cost on benefit obligation	20 76 52	28 91 489
Past Service Cost	25 23 23	25 23 23

	2017-18	2016-17
Actual (gain) / loss	44 634	2 25 250
Net benefit expense (income)	4 02 824	5 67 483
Other Comprehensive Income	6 31 354	11 61 828
Return on plan Assets	6 31 354	11 61 828
<b>Net (income) / Expense for the period Recognized in P&amp;L</b>	<b>10 34 178</b>	<b>17 29 311</b>



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **25. Other Expenses**

**2017-18**

**2016-17**

Stores Consumed	1 21 531	6 47 343
Power and Fuel	35 60 459	38 53 685
Repairs and Maintenance -Building	24 100	26 000
-Machinery	9 955	1 90 087
-Others	1 94 122	4 96 912
Labour Charges	1 51 100	-
Factory Expenses	9 17 473	6 67 698
Excise Duty	5 450	2 28 287
Rent, Rates and Taxes	9 23 369	20 12 183
Freight, Transport and Octroi	21 71 826	12 30 503
Insurance	2 67 462	5 90 280
Travelling and Conveyance Expenses	31 88 129	24 12 887
Telephone, Printing, Postage & Subscription	11 86 396	12 06 333
Miscellaneous Expenses	17 37 872	55 39 496
Loss on Sale/Discard of Assets	16 230	3 04 071
Payment to Auditors		
Audit Fees	3 75 000	5 00 000
Tax Audit Fees	1 00 000	1 00 000
Advertisement and Sales Promotion	10 04 878	17 86 351
Legal and Professional Fees	16 49 565	22 30 973
Sundry Balances Write Off	1 40 084	2 32 059
Provision for Expected Credit Loss	( 2 08 309)	( 3 36 627)
Prior Period Expenses	3 537	-

**Total**

**1 75 40 228**

**2 39 18 520**



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **26. Taxation Note**

**Year Ended 31st March, 2018** **Year Ended 31st March, 2017**

### **a) Income Tax recognised in Profit or Loss**

Current Tax		
Deferred Tax	( 81 271)	( 1 04 018)
<b>Total Income Tax Expense recognised in the current year relating to Continuing Operations.</b>	<b>( 81 271)</b>	<b>( 1 04 018)</b>

The Income Tax expenses for the year can be reconciled to the accounting profit as follows:

Particulars	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Profit before Tax from Continuing Operations	( 94 92 950)	1 67 95 051
Applicable Tax Rate	25.75%	30.90%
Computed Tax Expense	( 24 44 435)	51 89 671
Tax Effect of :		
Expenses not Allowed	3 67 647	1 67 233
Unabsorbed depn as per IT Act utilized /generated	-	( 53 56 904)
<b>Current Tax Provision (A)</b>	<b>-</b>	<b>-</b>
Incremental Deferred Tax Liability on account of PPE	-	-
Incremental Deferred Tax Asset on account of Financial Assets & Other items	( 81 271)	( 1 04 018)
<b>Deferred Tax Provision (B)</b>	<b>( 81 271)</b>	<b>( 1 04 018)</b>
<b>Tax Expenses recognised in Statement of Profit and Loss (A+B)</b>	<b>( 81 271)</b>	<b>( 1 04 018)</b>

The figures in the above table are based on the provision for Income Tax and Deferred Tax in Accounts.



**Infra Industries Limited**
**Notes on financial statements for the year ended 31st March, 2018**

- 27 Operating Segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Managing Director assesses the Financial Performance and Position of the Company and makes Strategic Decisions hence Managing Director is identified as the Chief Operating Decision Maker of the Company. The Company has identified two reportable segments viz. Plastic Products and Trading in various products. Segment have been identified and reported taking in to account nature of products and the differing risks and returns. The Accounting policies are adopted for segment are in line with the accounting policy of the company.

27.1 As per Indian Accounting Standard 108 'Operating Segment' (Ind-AS 108), the Company has reported 'Segment Information', as described below:

Sr. No	Particulars	Year Ended	
		31.03.2018	31.03.2017
1	<b>Segment Revenue</b> (Sale / Income from each segment should be disclosed under this head)		
a	Plastic Processing	3 26 63 618	2 64 97 447
b	Trading of Various Products	-	2 68 25 810
	<b>Total</b>	<b>3 26 63 618</b>	<b>5 33 23 257</b>
	Less : Inter Segment revenue	-	-
	<b>Net Income From Operations</b>	<b>3 26 63 618</b>	<b>5 33 23 257</b>
2	<b>Segment Results</b> Profit / (Loss) before tax and interest from each segment		
a	Plastic Processing	(1 30 04 268)	(2 48 89 388)
b	Trading of Various Products	-	1 69 160
	Less: Unallocated Corporate Expenses	-	-
	<b>Total</b>	<b>(1 30 04 268)</b>	<b>(2 47 20 228)</b>
	Less :Interest & Finance Exp.	68 15 964	1 04 80 249
	Add : Other Income	1 03 27 281	18 98 728
	Add : Exceptional Items	-	5 02 01 330
	<b>Total Profit Before Tax</b>	<b>( 94 92 952)</b>	<b>1 68 99 580</b>
	Less :Tax Expenses		
	Current Tax	-	-
	Deferred Tax	( 81 271)	( 1 04 529)
	<b>Total Profit After Tax before OCI</b>	<b>( 95 74 222)</b>	<b>1 67 95 051</b>
3	<b>Segment Assets</b>		
a	Plastic Processing	5 97 49 704	5 75 28 366
b	Trading of Various Products	1 34 40 038	4 27 92 669
	<b>Total</b>	<b>7 31 89 742</b>	<b>10 03 21 035</b>
4	<b>Segment Liabilities</b>		
a	Plastic Processing	9 17 80 615	7 45 18 324
b	Trading of Various Products	9 51 000	3 51 38 558
	<b>Total</b>	<b>9 27 31 615</b>	<b>10 96 56 882</b>
5	<b>Capital Expenditure</b>	15 66 236	57 499
6	<b>Depreciation</b>	27 55 357	32 64 504

- 27.2. Since all the operations of the company are conducted within India, as such there is no separate reportable geographical segment.



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **28 Earnings per share (EPS)**

	2017-18	2016-17
(i) Net profit/ (loss) after tax as per Statement of Profit and Loss attributable to Equity Shareholders	(1 02 06 026)	1 79 03 679
(ii) Weighted average number of equity shares used as denominator for calculating Basic EPS	59 83 100	59 83 100
(v) Basic/ Diluted Earnings per share of face value of Rs.10 each	(1.71)	2.99

Particulars	2017-18	2016-17
Profit before tax from Continuing Operations	(2 46 96 228)	(1 30 04 585)
Applicable Tax Rate	1 39 160	1 39 160
Computed Tax Expense	(2 46 96 228)	(1 30 04 585)
Tax Effect of:		
- Assets not Allowed	1 04 50 349	68 12 984
- Unallowed capital as per IT Act utilized / generated	18 66 738	1 03 27 281
- Expenses not Allowed	8 00 61 300	1 66 92 882
- Unallowed capital as per IT Act utilized / generated	1 66 92 882	1 66 92 882
Current Tax Provision (A)	(1 04 50 349)	(1 04 50 349)
Deferred Tax Liability on account of:		
- Increase in Deferred Tax Asset on account of:	2 72 20 396	2 72 20 396
- Increase in Deferred Tax Asset on account of:	1 34 40 038	1 34 40 038
- Other Items	1 34 40 038	1 34 40 038
Deferred Tax Provision (B)	1 34 40 038	1 34 40 038
Tax Expense recognised in Statement of Profit & Loss	(2 46 96 228)	(1 30 04 585)
Profit after tax from Continuing Operations	18 66 738	1 03 27 281
Capital Expenditure	27 88 251	27 88 251

37.2 Since all the operations of the company are conducted within India, there is no separate reportable geographical segment.



**Infra Industries Limited**  
**Notes on financial statements for the year ended 31st March, 2018**

**29. Financial Items**

Particulars	As at 31st March, 2018			As at 31st March, 2017			As at 1st April, 2016		
	Carrying Amount	Level of input used in Level 1	Level 2 Level 3	Carrying Amount	Level of input used in Level 1	Level 2 Level 3	Carrying Amount	Level of input used in Level 1	Level 2 Level 3
<b>Financial Assets</b>									
At Amortised Cost									
Trade Receivables	1 46 03 319	-	-	4 41 38 939	-	-	2 30 29 937	-	-
Cash and Bank Balances	5 13 548	-	-	1 48 709	-	-	25 78 297	-	-
<b>Financial Liabilities</b>									
At Amortised Cost									
Non-Current Borrowings	9 71 307	-	-	3 50 26 012	-	-	4 00 54 416	-	-
Current Borrowings	5 41 20 383	-	-	1 24 00 209	-	-	3 03 20 266	-	-
Trade Payables	1 78 33 890	-	-	4 20 92 393	-	-	2 51 71 006	-	-
Other Financial Liabilities	22 79 542	-	-	68 70 570	-	-	81 48 046	-	-

**29.1. Measurement of Fair Values**

IND AS-107, "Financial Instrument-Disclosure requires classification of the valuation method of financial instruments measured at fair value in the Balance Sheet using a three level fair value hierarchy (which reflects the significance of inputs used in the measurement). The hierarchy gives the highest priority to the unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 Measurements) and lowest priority to un-observable inputs (Level 3 inputs). The three levels of the fair value hierarchy under Ind-As 107 are described below-

Level 1 : Level 1 hierarchy includes financial instruments measured using quoted prices

Level 2 : The fair value of financial instruments not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument is included in this level. This is the case for unlisted equity securities included in level 3.

Level 3 : If one or more of the significant input is not based on observable market data, the instrument is included in this level. This is the case for unlisted equity securities included in level 3.

Following methods and assumptions are used to estimate the fair values:

- Fair value of cash and short-term deposits, trade and other short-term receivables, trade payables, other current liabilities and short-term borrowings carried at amortised cost is not materially different from its carrying cost largely due to short-term maturities of these financial assets and liabilities.
- Financial instruments with fixed and variable interest rate fall within level 2 of the fair value hierarchy and are evaluated by Company based on parameters such as interest rate, credit rating or assessed creditworthiness.
- Fair value of the borrowing items fall within level 2 of the fair value hierarchy and is calculated on the basis of discounted future cash flows.

Carrying Amount					
0-1 years	1-5 years	5-10 years	10-15 years	15-20 years	More than 20 years
1 46 03 319	-	-	-	-	-
5 13 548	-	-	-	-	-
9 71 307	-	-	-	-	-
5 41 20 383	-	-	-	-	-
1 78 33 890	-	-	-	-	-
22 79 542	-	-	-	-	-
4 41 38 939	-	-	-	-	-
1 48 709	-	-	-	-	-
3 50 26 012	-	-	-	-	-
1 24 00 209	-	-	-	-	-
4 20 92 393	-	-	-	-	-
68 70 570	-	-	-	-	-
4 00 54 416	-	-	-	-	-
3 03 20 266	-	-	-	-	-
2 51 71 006	-	-	-	-	-
81 48 046	-	-	-	-	-



# **Infra Industries Limited**

**Notes on financial statements for the year ended 31st March, 2018**

## **30. Financial Risk Management**

- i The Company has exposure to the following risks-  
Credit Risk  
Liquidity Risk  
Market Risk

### **ii Credit Risk**

Credit risk is the risk of Financial Loss to the Company if a customer or counterparty to a financial instrument fails to meet its Contractual Obligations and arises principally from the Company's receivables from customers.

The carrying amount of following Financial Assets represents the Maximum Credit Exposure.

#### **Trade and Other Receivables**

The Company has the policy of dealing only with Creditworthy counterparties. The Companies exposure are continuously monitored. The Company has used a practical expedient for computing the Expected Credit Loss Allowance for Trade Receivable based on a Provision Matrix.

#### **Impairment**

At March 31, 2018 the ageing of Trade Receivables not impaired were as follows-

Particulars	March 31, 2018	March 31, 2017	April 01, 2016
0-180 Days	23 04 438	2 03 95 308	2 15 74 817
More than 180 Days	1 22 98 881	2 37 43 631	14 55 120
<b>TOTAL</b>	<b>1 46 03 319</b>	<b>4 41 38 939</b>	<b>2 30 29 937</b>

Management believes that the Unimpaired amount that are due for more than 180 Days are still collectible in full based on historical payment behaviour and extensive analysis of customer credit risk.

The Movement in the Allowance for the Impairment in respect of Trade and Other Receivables during the year was as follows:-

Particulars	Carrying Amount
Balance as at April 01, 2016	10 49 511
Impairment Loss Recognised	(3 36 628)
Balance as at March 31, 2017	7 12 884
Impairment Loss Recognised	(2 08 309)
Balance as at March 31, 2018	5 04 575

#### **Cash & Cash Equivalents**

The Company held cash and cash equivalents of Rs. 5 13 548 at March 31, 2018 (March 31, 2017 Rs. 1 48 709 , April 1, 2016 Rs. 25 78 287). The cash and cash equivalents are held with Scheduled Banks.

### **iii Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Management monitors the forecasts of the Company's Liquidity Position (comprising of the undrawn borrowing facilities, if any) and cash and cash equivalents on the basis of expected cash flows.

#### **Exposure to Liquidity Risk**

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

March 31, 2018		Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Non-Current Borrowings	9 71 307	11 72 205	2 46 780	4 93 560	4 31 865	-
Current Borrowings	5 41 20 383	5 41 65 816	5 41 65 816	-	-	-
Trade Payables	1 78 33 890	1 78 33 890	1 78 33 890	-	-	-
Other Financial Liabilities	22 79 542	22 79 542	22 79 542	-	-	-
<b>Total non-derivative liabilities</b>	<b>7 52 05 122</b>	<b>7 54 51 453</b>	<b>7 45 26 028</b>	<b>4 93 560</b>	<b>4 31 865</b>	<b>-</b>
March 31, 2017		Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Non-Current Borrowings	3 50 26 012	6 33 25 097	76 54 752	1 53 09 504	1 53 09 504	2 50 51 337
Current Borrowings	1 24 00 209	1 24 00 209	1 24 00 209	-	-	-
Trade Payables	4 20 92 393	4 20 92 393	4 20 92 393	-	-	-
Other Financial Liabilities	68 70 570	68 70 570	68 70 570	-	-	-
<b>Total non-derivative liabilities</b>	<b>9 63 89 184</b>	<b>12 46 88 269</b>	<b>6 90 17 924</b>	<b>1 53 09 504</b>	<b>1 53 09 504</b>	<b>2 50 51 337</b>
April 01, 2016		Contractual cash flows				
	Carrying Amount	Total	0-1 year	1-3 years	3-5 years	More than 5 years
<b>Non-derivative financial liabilities</b>						
Non-Current Borrowings	4 00 54 416	7 36 02 513	1 02 77 416	1 53 09 504	1 53 09 504	3 27 06 089
Current Borrowings	3 03 20 266	3 03 20 266	3 03 20 266	-	-	-
Trade Payables	2 51 71 006	2 51 71 006	2 51 71 006	-	-	-
Other Financial Liabilities	81 48 046	81 48 046	81 48 046	-	-	-
<b>Total non-derivative liabilities</b>	<b>10 36 93 734</b>	<b>13 72 41 831</b>	<b>7 38 16 734</b>	<b>1 53 09 504</b>	<b>1 53 09 504</b>	<b>3 27 06 089</b>



#### iv Market Risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to interest rate risk. Thus, our exposure to market risk is a function of borrowing activities. The objective of market risk management is to avoid excessive exposure.

##### Interest Rate Risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

##### Exposure to Interest Rate Risk

Company's interest rate risk arises from borrowings. The interest rate profile of the Company's interest-bearing financial instruments as reported by the management of the Company is as follows:-

	March 31, 2018	March 31, 2017	April 1, 2016
<b>Fixed-rate instruments</b>			
Financial liabilities	3 92 72 293	4 10 48 746	4 27 21 829
<b>Variable-rate</b>			
Financial liabilities	1 79 72 490	1 24 00 209	3 49 42 934
<b>Total</b>	<b>5 72 44 783</b>	<b>5 34 48 955</b>	<b>7 76 64 763</b>

The Company does not account for any Fixed Rate Financial Liabilities at Fair Value through Profit or Loss. Therefore a change in the interest at the reporting date would not affect Profit or Loss.

##### Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below.

INR	Profit or loss	
	100 bp increase	100 bp decrease
<b>March 31, 2018</b>		
Variable-rate	(179,725)	179,725
<b>Cash flow sensitivity</b>	<b>(179,725)</b>	<b>179,725</b>
<b>March 31, 2017</b>		
Variable-rate	(124,002)	124,002
<b>Cash flow sensitivity</b>	<b>(124,002)</b>	<b>124,002</b>



**Notes on financial statements for the year ended 31st March, 2018**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital and the capital structure on the basis of total debt to equity and maturity profile of the overall debt to equity portfolio of the Company.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

	As at March 31, 2018	As at March 31, 2017	As at April 1 2016
Gross Debt	5 72 44 783	5 34 48 955	7 76 64 783
Less : Cash and cash equivalent	5 13 548	1 48 709	25 78 297
<b>Adjusted net debt</b>	<b>5 67 31 235</b>	<b>5 33 00 246</b>	<b>7 50 86 466</b>
Total equity	(1 95 41 873)	(93 35 847)	(2 72 39 526)
<b>Adjusted equity</b>	<b>(1 95 41 873)</b>	<b>(93 35 847)</b>	<b>(2 72 39 526)</b>
Adjusted net debt to adjusted equity ratio	(2.90)	(5.71)	(2.76)



**Related Party Transactions**

As per Ind AS 24, the disclosures of transactions with the related parties are given below :

**(i) List of related parties with whom transactions have taken place and relationships:**

Sr No	Name of the related party	Relationship
1	Ambani Sales Organization	} Enterprise over which KMP has Significant Influence
2	Mukesh B. Ambani	} Key Managerial Person
3	Pratik M. Ambani	} Relative of KMP
4	Varun M. Ambani	} Relative of KMP

**(ii) Transactions during the year with related parties (excluding reimbursements):**

Sr No	Nature of transactions	Enterprise over which KMP has Significant Influence	Key Managerial Person	Relative of KMP	Total
1	Loan Received	3 57 39 000	-	1 30 000	3 58 69 000
2	Interest Paid	4 54 326	-	-	4 54 326
3	Remuneration	-	6 57 600	5 19 169	11 76 769
4	Loan Repaid	-	7 80 000	2 52 000	10 32 000
		-	-	1 30 000	1 30 000
	<b>Balance as at 31st March, 2018</b>				
5	Borrowings	3 57 39 000	-	-	3 57 39 000
6	Interest Payable	4 08 893	-	-	4 08 893

Figures in Italics are pertaining to the Previous Year ending 31st March 2017

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. The Outstanding Balances assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. This balances are unsecured and their settlement occurs through banking channel.



## Infra Industries Limited

### Notes on financial statements for the year ended 31st March, 2018

#### 33 Details of Loan Given, Investments Made, Guarantees Given and Securities provided covered under Section 186(4) of Companies Act, 2013.

- i Loans given Nil (Previous year Nil)
- ii Investments made Nil ( Previous year Nil)
- iii Guarantees given and securities provided by the company in respect of loans Nil ( Previous year Nil)

#### 34 Contingent Liabilities

Claim not acknowledged as debt - Rs. 70,13,630/- (Previous year NIL)

- 35 The net worth of the Company has been fully eroded. Company continue to face liquidity issue due to limited working capital which resulted into lower operations and the losses. Company continues to explore various options to raise additional finance, improve operating efficiency at plant in order to meet its short term and long term obligations. Although there exist material uncertainty in accomplishing these, the Company has prepared the accompanying financial statements on going concern assumption.

- 36 Receivables of Rs.109.33 lacs are outstanding as at March31,2018 pertaining to Trading Division of the Company. The said balances are outstanding for a considerable period of time and based on discussion with customers management is confident of settling the outstanding balances in near future.

- 37 The Company has not appointed a whole time Company Secretary as required under rule 8A of Companies (Appointment and Remuneration of Management Personnel) Rules, 2014. Therefore, financials are not attested by the whole time Company Secretary.



# Infra Industries Limited

Notes on financial statements for the year ended 31st March, 2018

## 38. First Time IND AS Adoption Reconciliations

### I First Time Adoption of IND AS

These are the company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note 1 have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements for the year ended 31 March 2017 and in the presentation of an opening Ind AS balance sheet at 1 April 2016 (the Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amount reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP). An explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position and financial performance is set out in the following tables and notes.

### 38.1 Effect of Ind AS adoption on the balance sheet as at 31st March 2017 and 1st April, 2016

NOTE	As at 31st March, 2017			As at 1st April, 2016		
	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
<b>ASSETS</b>						
<b>Non-current assets</b>						
Property, Plant and Equipment	3 94 40 102	-	3 94 40 102	5 22 38 958	-	5 22 38 958
Deferred Tax Asset (Net)	D -	2 20 281	2 20 281	-	3 24 299	3 24 299
Other Non-current assets	A 16 37 361	( 5 79 578)	10 57 783	74 93 847	( 6 301)	74 87 546
<b>Total Non Current assets</b>	<b>4 10 77 463</b>	<b>( 3 59 297)</b>	<b>4 07 18 166</b>	<b>5 97 32 805</b>	<b>3 17 998</b>	<b>6 00 50 803</b>
<b>Current assets</b>						
Inventories	1 24 00 235	-	1 24 00 235	40 47 895	-	40 47 895
Financial Assets						
Trade receivables	B 4 48 51 822	( 7 12 883)	4 41 38 939	2 40 79 448	( 10 49 511)	2 30 29 937
Cash and cash equivalents	1 48 709	-	1 48 709	25 78 297	-	25 78 297
Current Tax Asset (net)	A -	5 79 578	5 79 578	-	6 301	6 301
Other Current Assets	23 35 408	-	23 35 408	69 09 196	-	69 09 196
<b>Total Current assets</b>	<b>5 97 36 174</b>	<b>( 1 33 305)</b>	<b>5 96 02 869</b>	<b>3 76 14 836</b>	<b>( 10 43 210)</b>	<b>3 65 71 626</b>
<b>Total Assets</b>	<b>10 08 13 637</b>	<b>( 4 92 602)</b>	<b>10 03 21 035</b>	<b>9 73 47 641</b>	<b>( 7 25 212)</b>	<b>9 66 22 429</b>
<b>EQUITY AND LIABILITIES</b>						
<b>Equity</b>						
Equity Share capital	5 98 75 000	-	5 98 75 000	5 98 75 000	-	5 98 75 000
Other Equity	B & D (6 87 18 245)	( 4 92 602)	(6 92 10 847)	(8 63 89 314)	( 7 25 212)	(8 71 14 526)
<b>Total equity</b>	<b>( 88 43 245)</b>	<b>( 4 92 602)</b>	<b>( 93 35 847)</b>	<b>( 2 65 14 314)</b>	<b>( 7 25 212)</b>	<b>( 2 72 39 526)</b>
<b>Liabilities</b>						
<b>Non-current liabilities</b>						
Financial Liabilities						
Borrowings	3 50 26 012	-	3 50 26 012	4 00 54 416	-	4 00 54 416
Provisions	26 48 667	-	26 48 667	40 05 474	-	40 05 474
<b>Total non-current liabilities</b>	<b>3 76 74 679</b>	<b>-</b>	<b>3 76 74 679</b>	<b>4 40 59 890</b>	<b>-</b>	<b>4 40 59 890</b>
<b>Current liabilities</b>						
Financial Liabilities						
Borrowings	1 24 00 209	-	1 24 00 209	3 03 20 266	-	3 03 20 266
Trade payables	4 20 92 393	-	4 20 92 393	2 51 71 006	-	2 51 71 006
Other Financial Liabilities	68 70 570	-	68 70 570	81 48 046	-	81 48 046
Other Liabilities	1 05 05 507	-	1 05 05 507	1 60 44 199	-	1 60 44 199
Provisions	1 13 524	-	1 13 524	1 18 548	-	1 18 548
<b>Total current liabilities</b>	<b>7 19 82 203</b>	<b>-</b>	<b>7 19 82 203</b>	<b>7 98 02 065</b>	<b>-</b>	<b>7 98 02 065</b>
<b>Total Liabilities</b>	<b>10 96 56 882</b>	<b>-</b>	<b>10 96 56 882</b>	<b>12 38 61 955</b>	<b>-</b>	<b>12 38 61 955</b>
<b>Total equity and liabilities</b>	<b>10 08 13 637</b>	<b>( 4 92 602)</b>	<b>10 03 21 035</b>	<b>9 73 47 641</b>	<b>( 7 25 212)</b>	<b>9 66 22 429</b>



# Infra Industries Limited

Notes on financial statements for the year ended 31st March, 2018

## 38.2 Effect of Ind AS adoption on the statement of profit and loss for the year ended March 31 2017

	NOTE	Year ended 31st March, 2017		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
<b>INCOME</b>				
Revenue from operations	A	5 03 79 149	29 44 108	5 33 23 257
Other Income		18 98 728	-	18 98 728
<b>Total Income</b>		<b>5 22 77 877</b>	<b>29 44 108</b>	<b>5 52 21 985</b>
<b>EXPENDITURE</b>				
Cost of Raw Material Consumed		1 57 11 698	-	1 57 11 698
Purchase of Stock-in-Trade		2 66 56 650	-	2 66 56 650
Changes in Inventories of Stock-in-Trade		( 85 16 539)	-	( 85 16 539)
Excise Duty	A	-	29 44 108	29 44 108
Employee Benefits Expense	C	1 29 56 429	11 08 627	1 40 65 056
Finance Cost		1 04 80 249	-	1 04 80 249
Depreciation and Amortisation Expense		32 64 504	-	32 64 504
Other Expenses	B	2 42 55 147	( 3 36 627)	2 39 18 520
<b>Total Expenses</b>		<b>8 48 08 138</b>	<b>37 16 108</b>	<b>8 85 24 246</b>
<b>Profit before Exceptional Item &amp; Tax</b>		<b>( 3 25 30 261)</b>	<b>( 7 72 000)</b>	<b>( 3 33 02 261)</b>
Exceptional Item		5 02 01 330	-	5 02 01 330
<b>Profit Before Tax</b>		<b>1 76 71 069</b>	<b>( 7 72 000)</b>	<b>1 68 99 069</b>
Tax Expenses	D	-	( 1 04 018)	( 1 04 018)
<b>Profit after Tax</b>		<b>1 76 71 069</b>	<b>( 6 67 982)</b>	<b>1 67 95 051</b>

## 38.3 Reconciliation of Profit & Other Equity between Ind AS and Previous GAAP

Sr No	Nature of adjustments	Notes	Net Profit	Other Equity	
			Year Ended 31 March, 2017	Year Ended 31 March, 2017	Year Ended 1st April, 2016
	<b>Net Profit / Other Equity as per Previous Indian GAAP</b>		<b>1 76 71 069</b>	<b>( 6 87 18 245)</b>	<b>( 8 63 89 314)</b>
1	Expected Credit Loss (provision/reversal on Trade Receivables)	B	3 36 627	( 3 88 584)	( 10 49 511)
2	Remeasurement of post employment benefit obligations	C	( 11 08 627)	-	-
3	Deferred Tax on above Ind-As Adjustments	D	( 1 04 018)	( 1 04 018)	3 24 299
	<b>Total</b>		<b>( 8 76 018)</b>	<b>( 4 92 602)</b>	<b>( 7 25 212)</b>
	<b>Net profit before OCI / Other Equity as per Ind AS</b>		<b>1 67 95 051</b>	<b>( 6 92 10 847)</b>	<b>( 8 71 14 526)</b>

## 38.4 Reconciliation of Statement of Cash Flow

There are no material adjustments to the statement of cash flow as reported under previous GAAP

Notes:

- A Reclassification**  
Reclassification based on Schedule III.
- B Trade Receivables**  
Under Indian GAAP, the company had recognised provision on Trade Receivables based on the expectation of the Company. Under IND AS, the company provides loss allowance on receivables based on the Expected Credit Loss (ECL) model which is measured following the "simplified approach" at an amount equal to the lifetime ECL at each reporting date.
- C Remeasurement of Defined Benefit Liabilities**  
Under Indian GAAP, the company recognised remeasurement of defined benefit plans under profit or loss. Under Ind AS, remeasurement of defined benefit plans are recognised in Other Comprehensive Income.
- D Deferred Tax**  
The impact of Transition Adjustments together with Ind-AS mandate of using balance sheet approach (against profit and loss approach in the previous GAAP) for computation of deferred taxes has resulted in charge to the Reserves, on the date of transition, with consequential impact to the Profit and Loss Account for the subsequent periods

## 39. Approval of Financial Statements

The Financial Statements were approved for issue by the Board of Directors on 30th May 2018.

As per our Report of even date

For and on behalf of the Board

For Pathak H.D. & Associates  
Chartered Accountants  
Firm Registration No. 107783W

Mukesh B.Ambani  
Managing Director  
DIN : 00005012

Kavita Pawar  
Director  
DIN : 02717275

Ashutosh Jethlia  
Partner  
Membership No. 136007  
Date : 30th May, 2018  
Place: Mumbai

Sagar Parab  
Chief Financial Officer  
PAN : AHWPP6339A



NEW MARINE LINES, MUMBAI-400020.

Registered Office: 401, Plover Rd, P.O. 134, Court Chambers, Vithaldas Thackersey Marg, New Mumbai, Maharashtra - 400022

To achieve this we solicit your co-operation in providing the following details to us:

Folio No. :

Pan No. :

E-mail ID :

Telephone No. :

**Name and Signatures :**

Thanking you,  
For, Infra Industries Limited

Director/ Authorised Signatory



**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 the Company: INFRA INDUSTRIES LIMITED

Registered Office: 4B1, Floor-4, Plot-15A, Court Chambers, Vitthaladas Thackarsey Marg, New Marine Lines, Mumbai - 400020

CIN: L25200MH1989PLC054503

Sr. No.	Particulars	Details
1	Name of the First Named Shareholder(In Block Letter)	
2	Name (s) of the Joint Holder(s) (If any)	
3	Postal Address	
4	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
5	Number of Share(s) held	

I hereby exercise my vote in respect of the Ordinary/Special resolution(s) enumerated below by recoding my assent or dissent to the said Resolution(s) in the following manner:

Sr. No	Item No (Description)	Type of Resolution	No of Shares held by me	I assent to the resolution (For)	I dissent to the resolution (Against)
	<b>ORDINARY BUSINESS</b>				
1	Receive, consider and adopt the audited Balance Sheet as at 31st March, 2018 and the profit & loss account for the year ended on that date along with the schedules thereon and the Reports of the Directors and Auditors thereon.	Ordinary			
2	Appoint a Director in place of Mr. Mukesh B Ambani (DIN: 00005012) who retires by rotation and is eligible for re-appointment.	Ordinary			
	<b>SPECIAL BUSINESS</b>				
3	Regularize the appointment of Mr. Ramkrishna Ghone (DIN: 00169976) as non Executive Independent Director.	Ordinary			

Place :

Date :

Signature of the Member

INFRA INDUSTRIES LIMITED  
CIN: L25200MH1989PLC054503

Regd. Office: 4B1, Floor-4, Plot-15A, Court Chambers, Vitthaladas Thackarsey Marg, New Marine Lines, Mumbai - 400020

Office of the Registrar at 4B1, Floor-4, Plot-15A, Court Chambers, Vitthaladas Thackarsey Marg, New Marine Lines, Mumbai - 400020



4B1, FLOOR-4, PLOT-15-A, COURT CHAMBERS, VITTHALDAS THACKARSAY MARG,  
NEW MARINE LINES, MUMBAI-400020.

**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 Member(s): .....

Registered Address: .....

E-Mail ID: .....

Folio No./ Client ID: ..... DP ID No.: .....

I / We, being the member(s) of \_\_\_\_\_ shares of Infra Industries Limited, hereby appoint

1 \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

2 \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

3 \_\_\_\_\_ of \_\_\_\_\_ having e-mail id \_\_\_\_\_ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, 28<sup>th</sup> September, 2018 at Malabar Hill Club Ltd, B. G. Kher Marg, Malabar Hill, Mumbai - 400 006. at 10.00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Item No (Description)	Type of Resolution	No of Shares held by me	I assent(✓) / dissent (×) to the resolution
1	Adopt Financial Statements and Reports thereon for the year ended 31st March, 2018. (Ordinary Business)	Ordinary		
2	Appoint a Director in place of Mr. Mukesh B Ambani (DIN: 00005012) who retires by rotation and is eligible for re-appointment. (Ordinary Business)	Ordinary		
3	Regularize the appointment of Mr. Ramkrishna Ghone (DIN: 00169976) as non Executive Independent Director. (Special Business)	Ordinary		

Signed this .....day of ..... 2018 Signature of shareholder.....

Signature of Proxy holder(s) .....

(first proxy holder) (second proxy holder) (third proxy holder)

Affix  
Revenue  
Stamp of  
Rs. 1

**NOTES:**1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at 4B1, Floor-4, Plot-15A, Court Chambers, Vitthaldas Thackarsey Marg, New Marine Lines, Mumbai - 400020 not less than 48 hours before the commencement of the Meeting.

2. Proxy need not to be a member of the Company.



**Infra Industries Limited**

4B1, FLOOR-4, PLOT-15-A, COURT CHAMBERS, VITTHALDAS THACKARSAY  
MARG, NEW MARINE LINES, MUMBAI-400020.

**ATTENDANCE SLIP**  
**29<sup>TH</sup> ANNUAL GENERAL MEETING ON 28<sup>TH</sup> SEPTEMBER, 2018.**

SR. No:

DP ID- Client ID/ Registered Folio No.	
Name and Address of sole Member	
Name of Joint Holder(s)	
No. of Shares held	

I certify that I am a Member/ Proxy for the Member of the Company. I hereby record my presence at the Annual General Meeting of the Company scheduled to be held on Friday, 28<sup>th</sup> September, 2018 at 10.00 A.M. at Malabar Hill Club Limited, B. G. Kher Marg, Malabar Hill, Mumbai- 400006.

Signature of Member/Joint Member/ Proxy

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**ELECTRONIC VOTING PARTICULARS**

EVS (Electronic Voting Sequence Number)	USER ID	(PASSWORD)
180901070		

Note: Please read the Complete instructions given under the Note (The Instructions for Shareholders voting electronically) to the Notice of Annual General Meeting.  
The voting time starts from September 25<sup>th</sup>, 2018 from 9.00 a.m and ends on September 27<sup>th</sup>, 2018 at 5.00 p.m. The Voting module shall be disabled by CDSL for voting thereafter

Note: Please bring the above attendance slip to the Meeting Hall.