



ANNUAL REPORT

2015-16

TINNA TRADE LIMITED



NOTICE

NOTICE is hereby given that the Eighth Annual General Meeting of the Shareholders of the Tinna Trade Limited will be held on Thursday, 29th September, 2016 at the Registered Office of the Company at No.6, Sultanpur, Mandi Road, Mehrauli, New Delhi-110030 at 11.00 A.M. to transact the following business.

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2016 together with the report of Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Kapil Sekhri (DIN-00090771), who retires by rotation and being eligible, offers himself for re-appointment.
3. To Consider and if thought fit, to pass with or without modification the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s V. R. Bansal & Associates, Chartered Accountants (Firm Registration No. 016534N), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2018 on such remuneration plus service tax, out-of pocket, travelling etc. as may be determined by the Board of Directors."

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 161 read with schedule IV or any other provisions as may be applicable of the Companies Act, 2013 and Companies (Appointment and qualification of Directors) Rules, as amended from time to time, Mr. Adhiraj Sarin (DIN:00140989), a non-executive additional Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and

TINNA TRADE LIMITED

(Formerly Known as Tinna Trade Pvt. Ltd.)

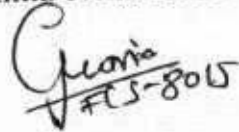
Tinna House, No.-6, Sultanpur, (Mandi Road) Mehrauli, New Delhi-110030

Tel. No. : +91 11 4951 8530 (70 Lines) Fax : +91 11 2680 4883

E-mail : tti.del@tinna.in CIN : U51391DL2009PLC186397

who is eligible for appointment, be and is hereby appointed as an Non Executive Independent Director of the Company for the period of five years commencing from September 29, 2016 at the sitting fees of Rs. 40,000 per board meeting.

By orders of Board of Directors
Tinna Trade Limited


FCS-8015

(Monika Gupta)
Company Secretary

Membership No.-FCS-8015
Regd. Off: No.6, Sultanpur, Mandi
Road, Mehrauli, New Delhi-110030

Place: New Delhi
Date: 05.09.2016

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED AND IN ORDER TO BE EFFECTIVE, SHOULD BE RETURNED DULY COMPLETED TO THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.
2. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FORMING PART OF THIS NOTICE IS ANNEXED HEREWITH.
3. IN THE CASE OF CORPORATE MEMBER, IT IS REQUESTED TO SEND A CERTIFIED COPY OF THE BOARD RESOLUTION AUTHORISING THE REPRESENTATIVE TO ATTEND AND VOTE ON ITS BEHALF AT THE MEETING.
4. MEMBERS ARE REQUESTED TO INFORM IMMEDIATELY ANY CHANGE IN THEIR ADDRESS TO THE COMPANY.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Adhiraj Sarin was appointed on the Board as an Additional Director w.e.f. 09th August, 2016.

However, pursuant to provisions of section 161 of the Companies Act, 2013 he holds office up to date of ensuing Annual General Meeting.

In terms of section 160 of the Companies Act, 2013, Company has received a notice in writing from a member of the company proposing his candidature for the office of Non-Executive Independent Director of the company alongwith deposit of the requisite amount.

Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint as Independent Director on its Board. As per the said Section 149, an independent director can hold office for a term up to 5 (five) consecutive years on the Board of a company and he shall not be included in the total number of directors for retirement by rotation.

Mr. Adhiraj Sarin has given a declaration to the Board that he meets the criteria of independence as provided under Section 149 (6) of the Act. In the opinion of the Board, the above he fulfills the conditions specified in the Act and the Rules made thereunder for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Adhiraj Sarin as Independent director is now being placed before the Members in Annual General Meeting for their approval

The terms and conditions of appointment of Adhiraj Sarin shall be open for inspection by the Members at the Registered Office of the Company on all working days, except Sundays, during business hours upto the date of the Meeting.

The brief profile of the Adhiraj Sarin to be appointed as Independent Director is given below:

Mr. Sarin has joined Hindustan Lever as Management Trainee in 1974 in a Campus recruitment at IIT Kanpur. He moved from Purchase/ Commodity Buying to Sales of Food, Detergents, and Chemicals. He Headed the Chemicals and Fertilizer business. He was appointed as Managing Director of Hind Lever Chemicals, which was bought by Tata Chemicals. He was Managing Director of Bombay Dyeing Textiles and Specialty Engineering Company Tube Investments of India.

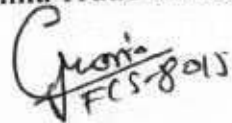
He was holding the position of Managing Director at Bunge India, for seven years, which involved a turnaround, brand and Supply Chain initiatives and a large acquisition. Bunge is a global agri-commodity company headquartered in USA.

He was holding position of CEO of Louis Dreyfus Commodities India for two years. Louis Dreyfus is also a global agri-commodity company headquartered in Geneva.

Mr. Adhiraj Sarin is interested in the Resolution with regard to his appointment. Other than Mr. Adhiraj Sarin, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution.

The Board commends the Ordinary Resolution for approval by the Members.

By orders of Board of Directors
Tinna Trade Limited

A handwritten signature in black ink, appearing to read 'Monika' with 'FCS-8015' written below it.

(Monika Gupta)
Company Secretary

Membership No.-FCS-8015
Regd. Off: No.6, Sultanpur, Mandi
Road, Mehrauli, New Delhi-110030

Place: New Delhi
Date: 05.09.2016



DIRECTORS' REPORT

Dear Shareholders,

Yours Directors have pleasure in presenting the Eighth Annual Report on the business and operations of the Company and the Audited Statement of Accounts for the financial year ended 31st March, 2016.

FINANCIAL RESULTS:

The Financial Results of the company for the year ended 31st March, 2016 are being highlighted as under:

(Amount in Rs. Lacs)

Particulars	2015-16	2014-15
Total Revenue	42864.19	25476.64
Less: Expenses	42445.40	25400.99
Profit/(loss) before Tax	418.79	75.65
Less: Provision for Tax	156.65	49.74
Profit/(Loss) after Tax	262.14	25.91
Balance b/f from previous year	1138.28	1112.59
Adjustment related to transitional provision as per schedule II as per Companies Act, 2013	-	(0.22)
Balance Carried forward to Balance Sheet	1400.42	1138.28

RESULT OF OPERATIONS:

During the year under review, the revenue of the company is Rs. 42864.19 Lacs as against Rs. 25476.64 Lacs in the previous FY. Net profit before tax stood Rs. 418.79 Lacs against that of last year of Rs. 75.65 lacs during the preceding FY.

DIVIDEND:

With a view to conserve the resources of the company for future activities, the Directors of the company do not recommend any dividend for the F.Y. 2015-2016.

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RESERVES

The Board of Directors does not recommend transferring any amount to General Reserves.

SCHEME OF ARRANGEMENT

Board of directors of the company approved the scheme of arrangement (Demerger) between 'Tinna Rubber & Infrastructure Limited'(Holding company) and 'Tinna Trade Limited'. Hon'ble High Court of Delhi vide order dated 27th July, 2016 has directed, inter alia, that the separate meetings of secured and unsecured creditors of the company for the purpose of considering and if thought fit, approving with or without modification(s), the scheme of arrangement. The meetings were held accordingly on 3rd September, 2016 and the scheme has been approved by the secured and unsecured creditors. After the approval of scheme of arrangement by the Hon'ble High court of Delhi, the equity shareholders of Tinna Rubber & Infrastructure Limited will be issued equity shares of Tinna Trade Limited in the ratio of 1:1. Equity shares of Tinna Trade Limited will be listed on the stock exchanges.

CHANGE IN THE NATURE OF BUSINESS

There has been no material change in the nature of business of the company.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The company has one subsidiary B.G.K. Infrastructure Developers Private Limited, holding 50.90% of the total equity shares. During the year under review company has made further investment in the equity shares of B.G.K. Infrastructure Developers Private Limited. The Company has purchased 6,32,340 equity shares of Face Value Rs 10/- each of M/s BGK Infrastructure Developers Private Limited at the premium of Rs. 3.65 each for a total consideration of Rs. 86,31,441/-. The company is holding 70,19,590 (50.90%) equity shares of M/s BGK Infrastructure Developers Private Limited as on 31st March, 2016.

Performance and financial position of the subsidiary company pursuant to section 129 (3) of the Companies Act, 2013 is annexed herewith as Annexure-I in form AOC-1.

The company does not have any Joint Venture or associate company as on 31st March, 2015.

DEPOSITS:

The company has not accepted any deposits from public and no amount of principal or interest on deposits from public was outstanding as on date of balance sheet. No disclosure or reporting is required related to the public deposits under Chapter V of the Companies Act, 2013 as there is no transaction during the year under report.

STATUTORY AUDITORS:

At the Annual General Meeting held on 27th September, 2014, M/s V. R. Bansal & Associates, Chartered Accountants(Firm Registration No.016534N) were appointed as statutory auditors of the company to hold the office till the conclusion Annual general

Meeting to be held in the year 2018. In terms of the first proviso to section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s V.R. Bansal & Associates, Chartered Accountants, as statutory auditors of the company is placed for ratification by the shareholders. The Company has received a certificate from the auditors to the effect that their re-appointment, if made, would be within prescribed limits under Section 139 of the Companies Act, 2013. The Board recommends their re-appointment.

AUDITORS' REPORT:

Auditor's Report on the Final Accounts of the Company is attached herewith. Auditors Report does not contain any reservation, qualification or adverse remark.

SECRETARIAL AUDIT

M/s Ajay Baroota & Associates, Practicing Company secretary (Certificate of Practice (CP) No.-3945), was appointed to conduct the secretarial audit of the company for the financial year 2015-16 as required under section 204 of the Companies Act, 2013 and rules thereunder. The Secretarial Audit Report for the FY 2015-16 forms part of Annual Report and is annexed herewith as Annexure-II.

There is no qualification, reservation or adverse remark in the report and the same is self-explanatory.

SHARE CAPITAL

A) Issue of equity shares with differential rights

The company has not issued any equity shares with differential rights during the year under report.

B) Issue of sweat equity shares

The company has not issued any sweat equity shares during the year under report.

C) Issue of employee stock options

The company has not issued any shares under employee stock options during the year under report.

D) Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees

The company has not made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees during the year under report.

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in Form No. MGT - 9 is annexed herewith as Annexure-III.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management, employees and their remuneration.

INTERNAL CONTROL SYSTEMS

The Company has in place adequate systems of internal control. It has procedures covering financial, operating and management functions. These controls have been designed to provide a reasonable assurance with regard to maintaining proper accounting control, monitoring of operations, protecting assets from losses due to unauthorized and improper use, due compliances with regulations and for ensuring reliability of financial reporting

RISK MANAGEMENT

The Company has devised and implemented a mechanism for risk management and has developed a Risk Management Policy.

DISCLOSURE ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE DEALING:

(i) CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Provisions as regard to Conservation of Energy & Technology absorption are not applicable to the company.

(ii) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Details of foreign Exchange earnings and outgo:

	2015-2016	2014-2015
Foreign Exchange earnings (INR)	:4,07,64,933	1,67,440,710
Foreign Exchange Outgo (INR)	: 2,12,58,536	1,21,77,962

COMMITTEES

1. Corporate Social Responsibility (CSR)

The Corporate Social Responsibility (CSR) committee of the company comprises of following directors as members:

- | | |
|----------------------------|----------------------|
| 1. Mr. Gaurav Sekhri | Managing Director |
| 2. Mr. Ashish Madan | Independent Director |
| 3. Mr. Subhas Chandra Jain | Independent Director |

The committee members formulated & approved the CSR policy and has recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

The Annual Report on CSR activities is enclosed as per prescribed format as Annexure IV and forms part of this report.

The total amount to be spent on CSR activities during the Financial year was Rs. 19,06,725/-. The company could spent Rs. 5,67,517/- on the Netra Jaanch Shivar during the financial year and is exploring new opportunities to spend the remaining amount of Rs. 13,39,208/- in the next year. The company is under negotiation & will be partnering non-profit organization for the next year to spend the remaining amount.

2. AUDIT COMMITTEE

The audit committee of the company comprises of following directors as members:

- | | |
|----------------------------|-----------------------------|
| 1. Mr. Gaurav Sekhri | Managing Director/ Chairman |
| 2. Mr. Ashish Madan | Independent Director |
| 3. Mr. Subhas Chandra Jain | Independent Director |

The committee has met 4 times during the financial year. The committee reviews the internal control systems and report of internal auditors and various compliances & regulations.

3. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and remuneration committee of the company comprises of the following directors as members:

- | | |
|----------------------------|----------------------|
| 1. Mr. Vivek Kohli | Independent Director |
| 2. Mr. Ashish Madan | Independent Director |
| 3. Mr. Subhas Chandra Jain | Independent Director |

4. INTERNAL COMPLAINTS COMMITTEE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new Act 'The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013'. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has established a Vigil Mechanism that enables the Directors and Employees to report genuine concerns. The Vigil Mechanism provides for (a) adequate safeguards against victimization of persons who use the Vigil Mechanism; and (b) direct access to the Chairperson of the Audit Committee of the Board of Directors of the Company in appropriate or exceptional cases.

DIRECTORS & KEY MANAGERIAL PERSONNEL

A) Changes in Directors and Key Managerial Personnel

i) Appointment

The company has not appointed any director during the year under review.

ii) Retirement by Rotation

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 Mr. Kapil Sekhri (DIN-00090771) will retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers themselves for re-appointment. The Board recommends their re-appointment.

B) Declaration by Independent Directors

The independent directors have submitted the declaration of Independence, as required pursuant to section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as provided in sub section (6).

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

The Board met 6 (Six) Times during the financial year. The intervening gap between the two meetings was within the period prescribed by the Companies Act, 2013

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The company has complied with the provisions of Section 186 of companies Act, 2013 in relation to Loan, Investment & Guarantee given by the company during the financial year. Loans, guarantees and investments covered under section 186 of the Companies Act, 2013 form part of the notes to the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188:

The company has not entered into any material transaction under Section 188 of the Companies Act, 2013. The company's major related party transactions are with Holding, subsidiary and associates. None of the transactions with any related parties were in conflict with the company's interest. Disclosure of the related parties' transactions is made in the Form AOC-2 as Annexure-V

All related party transactions are negotiated on an arms- length basis and are intended to further the company's interests.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had 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;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES:

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is annexed as Annexure VI

ACKNOWLEDGEMENT:

The Directors place on record their gratitude to the Shareholders, Commodity Exchanges, Government Authorities, and other regulatory Authorities. The Directors also place on record their sincere appreciation to the employees for their continuing support and unstinting efforts. We look forward to their continued support in the future.

~~Tinna Trade Limited~~ ~~Member of the Board of Directors~~


Director

(Gaurav Sekhri)
Managing Director
DIN-00090676


Director

(Kapil Sekhri)
Director
DIN-00090771

Place: New Delhi
Dated: 05.09.2016

Annexure-1

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

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

Sl. No.	Particulars	Details
1	Name of the subsidiary	B.G.K. Infrastructure Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 st March, 2016
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
4	Share capital	13,79,18,900/-
5	Reserves & surplus	70,70,840/-
6	Total assets	30,65,51,578/-
7	Total Liabilities	30,65,51,578/-
8	Investments	NIL
9	Turnover	6,42,37,353/-
10	Profit before taxation	(2,01,39,486)/-
11	Provision for taxation	NIL
12	Profit after taxation	(2,01,39,486)/-
13	Proposed Dividend	NIL
14	% of shareholding	50.90%

Tinna Trade Limited

Director

Tinna Trade Limited

Director

Part "B": Associates and Joint Ventures

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

Name of associates/Joint Ventures	NONE
Latest audited Balance Sheet Date	
Shares of Associate/Joint Ventures held by the company on the year end	
Number of shares	
Amount of Investment in Associates/Joint Venture	
Extend of Holding%	
Description of how there is significant influence	
Reason why the associate/joint venture is not consolidated	
Share capital	
Reserves & surplus	
Total assets	
Total Liabilities	
Investments	
Turnover	
Profit/(Loss) before taxation	
Provision for taxation	
Profit after taxation	
Net worth attributable to shareholding as per latest audited Balance Sheet	
Profit/Loss for the year	
Considered in Consolidation	
Not Considered in Consolidation	

Tinna Trade Limited

Director

Tinna Trade Limited

Director

1. Names of associates or joint ventures which are yet to commence operations.-
NONE

2. Names of associates or joint ventures which have been liquidated or sold during
the year.-NONE

Tinna Trade Limited

Director

Tinna Trade Limited

Director

AJAY BAROOTA & ASSOCIATES

COMPANY SECRETARIES

Amnenuel - II

204, NIDHI PLAZA, PLOT NO. 8, L.S.C., NEAR SHAKTI NAGAR UNDER BRIDGE, DELHI-110052
PHONE : 011-23653555 MOBILE : 9868450041, 9810355223 E-MAIL : baroota@rediffmail.com, baroota_csp@yahoo.co.in

Ajay Baroota
M.Com.,LLB., FCS

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2016

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

To,
The Members,
Tinna Trade Limited (formerly Tinna Trade Private Limited)
No. 6, Sultanpur (Mandi Road)
Mehrauli,
New Delhi-110030

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

Based on my verification of the 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 and as per the explanations given to me & representations made by the management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2016 (Audit period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me & maintained by Tinna Trade Limited ("the Company") for the financial year ended on 31st March, 2016 according to the applicable provisions of:

- (i) The Companies Act, 1956 & the Companies Act, 2013 (the Act) and the rules made thereunder, as applicable
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; (not applicable to the Company during the Audit period)



- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (not applicable to the Company during the Audit period)
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (not applicable to the Company during the Audit period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (not applicable to the Company during the Audit period)
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; (not applicable to the Company during the Audit period)
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (not applicable to the Company during the Audit period)
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (not applicable to the Company during the Audit period)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable to the Company during the Audit period)
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (not applicable to the Company during the Audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable to the Company during the Audit period)and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (not applicable to the Company during the Audit period)



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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, with respect to board and general meetings.
- ii The Listing Agreements entered into by the Company with Stock Exchange(s), read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement Regulations, 2015, if applicable (not applicable to the Company during the Audit period)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above however, certain e forms required to be filed under Companies Act, 2013 were filed with additional fee. Further, the Company was having a carried forward amount of Rs. 10,32,560/- as unspent amount towards Corporate Social Responsibility for the financial year 2014-15. The Company has transferred an amount of Rs. 8,74,166/- towards Corporate Social Responsibility during the financial year 2015-16. Out of the total accumulated amount of RS. Rs.19,06,725/-, the Company could spend an amount of Rs. 5,67,517/- during the financial year under review and Rs. 13,39,208/- is still unspent.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.

Adequate notice is generally given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at Board Meetings and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

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

I further report that during the audit period the Company had following event which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, guidelines etc.:



- The Company has been converted from private limited company to public limited company in compliance of the provisions of the Act/Rules during the period under review
- Scheme of Arrangement under Section 391-394 of the Companies Act, 1956 has been entered into between Tinna Rubber And Infrastructure Limited and Tinna Trade Limited & their respective shareholders and creditors. The Scheme is under process,

**For Ajay Baroota & Associates
Company Secretaries**



**Ajay Baroota
Proprietor
FCS 3495 : CP 3945**

**Place: New Delhi
Date :01.09.2016**



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

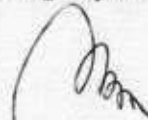
ANNEXURE A

To,
The Members,
Tinna Trade Private Limited
Tinna House, No. 6, Sultanpur (Mandi Road)
Mehrauli, New Delhi-110030

Our report of even date is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliances of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate & other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. 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.

For Ajay Baroota & Associates
Company Secretaries



Ajay Baroota
Proprietor
FCS 3495 : CP 3945

Place: New Delhi
Date :01.09.2016



FORM NO. MGT 9

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

EXTRACT OF ANNUAL RETURN

for the financial year ended on 31/03/2016

I REGISTRATION & OTHER DETAILS:

i	CIN	U51391DL2009PLC186397
ii	Registration Date	05.01.2009
iii	Name of the Company	TINNA TRADE LIMITED
iv	Category of the Company	Public Company
v	Address of the Registered office & contact details	
	Address :	NO.6, Sultanpur, Mandi Road, Mehrauli, New Delhi
	Town / City :	Delhi
	State :	Delhi - 110030
	Country Name :	India
	Telephone (with STD Code) :	011-26800416
	Fax Number :	011-26804883
	Email Address :	monika.gupta@tinna.in
	Website, if any:	NO
vi	Whether listed company	NO
vii	Name and Address of Registrar & Transfer Agents (RTA):-	
	Name of RTA:	NA
	Address :	0
	Town / City :	0
	State :	0
	Pin Code:	0
	Telephone :	0
	Fax Number :	0
	Email Address :	0

II. PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Wholesale Trade Services of agricultural commodities	99611114	100
2		0	0
3		0	0

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

No. of Companies for which information is being filled

2

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
1	Tinna Rubber & Infrastructure Limited	LS1909DL1987PLC027186	HOLDING	100	2(46)
2	B.G.K. Infrastructure Developers Pvt Ltd	U70102DL2007PTC171915	SUBSIDIARY	50.9	2(87)

Tinna Trade Limited

Director

Tinna Trade Limited

Director

Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
2. Non-Institutions														
a) Bodies Corp.														
i) Indian	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
ii) Overseas	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
b) Individuals														
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
c) Others (specify)	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
Sub-total (B)(2):-														
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0%
Grand Total (A+B+C)	0	5000000	5000000	5000000	0	5000000	100%	0	5000000	5000000	100%	0	100%	0%

Tinna Trade Limited

Director

Tinna Trade Limited

Director

ii Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% 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	
1	Tinna Rubber & Infrastructure	5000000	100%	0%	5000000	100%	0%	0%
2		0	0%	0%	0	0%	0%	0%
3		0	0%	0%	0	0%	0%	0%
	TOTAL	5000000	100%	0%	5000000	100%	0%	0%

N.A.

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

Sl. No. I - Mr.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	0	0%	0	0%
Changes During the Year				
Increase				
Date	Reason for Increase			
0	Allotment	0	0	0%
0	Bonus	0	0	0%
0	Sweat	0	0	0%
0	Other	0	0	0%
Decrease				
Date	Reason for Decrease			
0	Transfer	0	0	0%
0	Other	0	0	0%
At the End of the year		0	0	0%

Tinna Trade Limited

Director

Tinna Trade Limited

Director

Sl. No. II - Mr. _____	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	0	0%	0	0%
Changes During the Year				
Increase				
Date		Reason for Increase		
0		Allotment	0	0%
0		Bonus	0	0%
0		Sweat	0	0%
0		Other	0	0%
Decrease				
Date		Reason for Decrease		
0		Transfer	0	0%
0		Other	0	0%
At the End of the year	0		0	0%

N.A.

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

Sl. No.: I For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	0	0%	0	0%
Changes During the Year				
Increase				
Date		Reason for Increase		
0		Allotment	0	0%
0		Bonus	0	0%
0		Sweat	0	0%
0		Other	0	0%

Tinna Trade Limited

 Director

Tinna Trade Limited

 Director

Decrease		Reason for Decrease		
Date				
0	Transfer		0%	0
0	Other		0%	0
At the End of the year (or on the date of separation, if separated)			0%	0

Sl. No.: 2 For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year				
Changes During the Year				
Increase				
Date	Reason for Increase			
0	Allotment		0	0%
0	Bonus		0	0%
0	Sweat		0	0%
0	Other		0	0%
Decrease				
Date	Reason for Decrease			
0	Transfer		0	0%
0	Other		0	0%
At the End of the year (or on the date of separation, if separated)				

Shareholding of Directors and Key Managerial Personnel:

N.A.

S. No.: 1 Mr.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year				
Changes During the Year				
Tinna Trade Limited		0	0%	0
Tinna Trade Limited		0	0%	0

Tinna Trade Limited

Tinna Trade Limited

Director

Director

Increase		Reason for Increase			
Date					
0		Allotment		0%	0
0		Bonus		0%	0
0		Sweat		0%	0
0		Other		0%	0
Decrease		Reason for Decrease			
Date					
0		Transfer		0%	0
0		Other		0%	0
At the End of the year				0%	0

S. No.: 2 Mr. _____		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year					
Changes During the Year					
Increase					
Date					
0		Allotment	0%	0	0%
0		Bonus	0%	0	0%
0		Sweat	0%	0	0%
0		Other	0%	0	0%
Decrease					
Date					
0		Transfer	0%	0	0%
0		Other	0%	0	0%
At the End of the year					

Tinna Trade Limited

 Director

Tinna Trade Limited

 Director

V INDEBTEDNESS

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

Indebtedness at the beginning of the financial year	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

Tinna Trade Limited

Director

Tinna Trade Limited

Director

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Mr. Gaurav Sekhri	B	C	D	
1	Gross salary	7925740	0	0	0	7925740
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7925740	0	0	0	7925740
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0	0
2	Stock Option	0	0	0	0	0
3	Sweat Equity	0	0	0	0	0
4	Commission	0	0	0	0	0
	- as % of profit	0	0	0	0	0
	- others, specify	0	0	0	0	0
5	Others, please specify	0	0	0	0	0
	Total (A)	7925740	0	0	0	7925740
	Ceiling as per the Act	0	0	0	0	0

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Subhas Chandra Jain	B	C	D	
1	Independent Directors					
	Fee for attending board committee meetings	100000	0	0	0	100000
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (1)	100000	0	0	0	100000
2	Other Non-Executive					
	Fee for attending board committee meetings	0	0	0	0	0
	Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)	100000	0	0	0	100000
	Total Managerial Remuneration	8415000	0	0	0	8415000
	Overall Ceiling as per the Act	0	0	0	0	0

Tinna Trade Limited

Director

Tinna Trade Limited

Director

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross salary	0	632016	0	632016
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	632016	0	632016
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961.	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission				
	- as % of profit	0	0	0	0
	- others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total	0	632016	0	632016

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Tinna Trade Limited

Director

Tinna Trade Limited

Director

ANNUAL REPORT ON CSR FY 2015- 2016

1. A brief outline of the company's CSR policy

Agriculture is the primary occupation of the larger part of Indian population. 65-70 % of Indian population is dependent on agriculture for their living. Rural population is in majority here and accounts for about 12 % of world population. Agricultural exports as a percentage of agricultural GDP have increased from 9.1 % in 2008-2009 to 14.1% in 2013-14. During the same period, agricultural imports as a percentage of GDP also increased from 4 % to 5.5%.

Bihar, the state located in the eastern part of India, is endowed with the best of natural resources for agriculture. It is privileged of having abundant rainwater, sunshine and labor. On the contrary, it is food deficit and houses the largest number of undernourished and poor people (>40%) in the country due to exceptionally low agricultural productivity. The paradox is that the state receives bountiful rainfall ranging between 1000-1500 mm but only half of the area is irrigated, leading to low agricultural productivity and high risk. The annual growth of agriculture and allied sector was about 2.2 percent during 2000-01/2009-10, while the overall economy was growing more than 8 per cent.

In a state like Bihar, a farmer faces many issues like: literacy, banking, insurance, sustainable farming practices, marketing, storage and warehousing, alternate source of income, size of land , health related issues because of continuously working in fields etc.

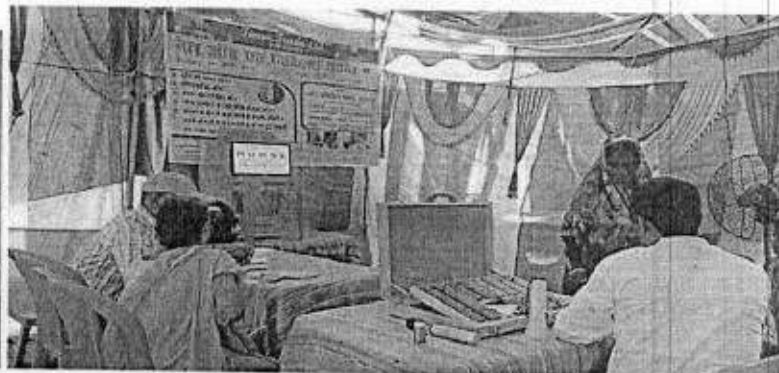
While some of the problems mentioned above need a policy change , there are some problems which can be addressed at the community level. Tinn Trade Limited , having recognized these problems has decided to address issues like education, banking, sustainable farming practices and other health related issues faced by farmers of Bihar. TTL has been working directly with the farmers of Samastipur, Purnea, Araria and Madhepura, Bihar by way of organizing medical camps. Netra Jaanch Shivirs (Eye Consultation Camps) in villages of Bihar for benefit of villagers/farmers. Objective of the Medical camp is to arrange Health & Eye Check-up/Screening in rural Bihar through a qualified team of medical practioneers. These Medical camps intends to provide

- Free Eye Check-up for children/Adults/Senior Citizens of Bihar
- Create awareness about different eye diseases like Diabetic Retinopathy, Cataract, Glaucoma & Refractive Error
- Educate about prevention of Occupational Eye hazards
- Free Spectacle as suggested by the doctor

During these camps, TTL made special tie-ups with HDFC Bank, to provide zero account facility to these farmers. Benefits of banking were discussed with the people and more and more farmers were encouraged to open bank accounts.

Various camps were organized over a span of 3 months in villages of Samastipur, Purnea, Araria and Madhepura. TTL reached more than 2000 farmers in 5 villages and was able to provide direct benefit to them.

S.No	District	Village	Number of Farmers Benefitted
1	Araria	Raniganj	402
2	Samastipur	Loharkha	500
3	Purnea	Bhawanipur	497
4	Samastipur	Patsara	361
5	Samastipur	Madanpur	473



2. COMPOSITION OF THE CSR COMMITTEE

The Board of Directors have constituted the Corporate Social Responsibility Committee of the Board (CSR Committee). The composition is as follows.

Member Name	Designation
Mr. Subhash Chandra Jain	Independent Director
Mr. Ashish Madan	Independent Director
Mr. Gaurav Sekhri	Managing Director

3. AVERAGE NET PROFIT FOR LAST 3 YEARS INR 4,37,08,300/-

4. PRESCRIBED CSR EXPENDITURE (2% of the average net profit of last three years) INR 8,74,166/-

5. DETAILS OF CSR SPENDING DONE DURING THE LAST FINANCIAL YEAR

- Amount unspent during FY 2014-15 and carried forward: INR 10,32,560/-
- Total amount to be spent for the financial year 2015-16: INR 8,74,166/-
- Total amount to be spent during financial year 2015-16: INR 19,06,725/-
- Amount unspent (if any) : INR 13,39,208/-
- Manner in which the amount spent during the financial year as detailed below

1	2	3	4	5	6	7	8
S. No.	CSR project or activity identified	Sector in which the project is covered	Projects or Programs a) Local area or other b) Specific state and district where the project / program is undertaken	Amount/Budget Project/program wise	Amount spent on the projects/programs a) Direct Expenditure b) Overheads	Cumulative expenditure upto the reporting period	Amount spent direct or through Implementing Agency
1	NETRA JAANCH SHIVIR	HEALTH	5 Medical Camps were organized in 5 villages of Bihar <ul style="list-style-type: none"> • Raniganj • Loharkha • Bhawanipur • Patsara • Madanpur 	INR 19,06,725/-	Direct Expenditure : INR 5,23,774/- Overheads : INR 43,743/-	INR 5,67,517/-	NA

This year the CSR programs were deployed by the company directly, however for the next year the company will be strategically partnering with credible and professional non-profit organizations.

6. **REASON FOR NOT SPENDING:** The organization was able to spend INR 5,67,517 out of the total CSR budget of INR 19,06,725 for the FY 15-16. The remaining amount of INR 13,39,208 would be carried forward to the CSR budget of FY 16-17. The company is exploring new opportunities for the betterment of the society.

7. **RESPONSIBILITY STATEMENT**

For the purpose of the CSR Programs of the organization, the company undertook its programs in Health sector, the company has undertaken its CSR Programs as per the company's CSR Policy and in alignment with the Schedule VII u/s 135 of The Companies Act, 2013.

For Tinna Trade Limited



(Gaurav Sekhri)
Managing Director
DIN-00090676

Annexure - V

FORM NO. AOC -2

(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.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NONE
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

(A) Fratelli Wines Private Limited		
SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Fratelli Wines Private Limited
b)	Nature of contracts/arrangements/transaction	Purchase of Wine for the purpose of Business Promotion
c)	Duration of the contracts/arrangements/transaction	Not defined
d)	Salient terms of the contracts or arrangements	The transaction is of

Tinna Trade Limited

Director

Tinna Trade Limited

Director

	or transaction including the value, if any	regular nature and purchased for the purpose of business promotion time and again.
e)	Date of approval by the Board	Board took note of the transaction in the Board meeting held on 29 th May, 2015.
f)	Amount paid as advances, if any	

(B)BGK Infrastructure Developers Private Limited		
SL No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	BGK Infrastructure Developers Private Limited
b)	Nature of contracts/arrangements/transaction	Warehousing agreement
c)	Duration of the contracts/arrangements/transaction	Warehousing Agreements has been entered into by the company with BGK Infrastructure Developers Private Limited to take their warehouses at various location for the storage of goods.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	The transaction is of regular nature and at market rate.
e)	Date of approval by the Board	Board approval taken in the board meeting held on 25 th November, 2014.
f)	Amount paid as advances, if any	N.A.

Tinna Trade Limited

Director

Tinna Trade Limited

Director

Annexure - VI

Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name	Designation/ Nature of Duties	Remuneration Received [Rs.]	Qualific ation	Experience in years	Age in years	Date of commencement of employment	Last employment held
1.	Mr. Gaurav Sekhri	Managing Director	79,25,740	BBA	20	43	14.11.2009	N.A.

Tinna Trade Limited

Director

Tinna Trade Limited

Director



V.R. BANSAL & ASSOCIATES

Chartered Accountants

D-94, 9th Floor, Himalaya House, 23, K. G. Marg,
New Delhi-110001 • Tel.: 23316181, 23316191

Mob.: 9810052850, 9810186101 • Website : www.cavrb.com

INDEPENDENT AUDITOR'S REPORT

To
The Members of
M/s. TINNA TRADE LIMITED
Tinna House
No. 6, Sultanpur (Mandi Road)
Mehrauli, Delhi-110030

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of TINNA TRADE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31st, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone 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 issued by the Institute of Chartered Accountants of India, as specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

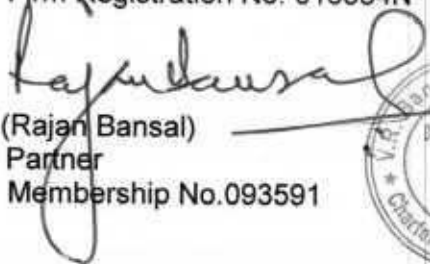
1. As required by the Companies (Auditor's report) Order, 2016("the Order") issued by the Central Government of India in terms of sub-section(11) of section 143 of the Act, we give in the Annexure 'A', a statement on matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) 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 Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act;



- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 'B' ; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (1) The Company has disclosed the impact of pending litigations on its financial position in its financial statements;
 - (2) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
 - (3) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

Place: Delhi
Dated: 27-05-2016

For V.R.Bansal & Associates
Chartered Accountants
Firm Registration No. 016534N


(Rajan Bansal)
Partner
Membership No.093591



Annexure-A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2016, we report that:

1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a phased periodical programme of physical verification of all fixed assets, which in our opinion is reasonable having regard to the size of the Company and the nature of its business. No material discrepancies have been noticed on such verification.
- (c) The Company has no Immovable Property as per the book records, therefore clause 1(c) is not applicable to the Company.
2. As per explanations given to us, inventories have been physically verified by the management at reasonable intervals. The inventories lying with outside parties have been confirmed by them as at year end. In our opinion, the frequency of the verification is reasonable. The discrepancies noticed on physical verification of inventories as compared to book records were not material and have been properly dealt with in the books of accounts.
3. The Company had granted unsecured loans to one party aggregating to Rs.132700000/- during the period covered in the register maintained under section 189 of the Companies Act, 2013. The said party have an outstanding balance of Rs. NIL as at the end of the year.
 - (a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the bodies corporate listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the interest of the Company.
 - (b) In the case of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of the principal and interest as stipulated.
 - (c) There is no overdue amount for more than ninety days as at the end of the year.
4. In our opinion and as per information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and securities granted.
5. According to information and explanations given to us, the company has not accepted any deposits as per the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.
6. In our opinion, Cost records as specified by the Central Government under section 148(1) of the Companies Act, 2013 are not required to be maintained by the Company.
7. (a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Service tax, Duty



of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. There are no arrears of outstanding statutory dues as at 31st March, 2016, concerned for a period of more than six months from the date they become payable;

- (b) According to the information and explanation given to us, there are no disputed amounts payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise and value added tax except the following :

Nature of Statute	Nature of Dues	Amount (in Rs.)	Period to which amount relates	Forum where dispute is pending
Income Tax Act, 1961	Disallowances and additions to taxable income	Rs.1,10,71,004/-	AY 2010-11	Dispute Resolution Panel- New Delhi

8. Based on the information and explanations given to us by the management, the Company has not defaulted in the repayment of loans or borrowing to a Financial Institution, Bank, Government or dues to debenture holders wherever applicable.
9. According to the information and explanations given to us and based on our examination of the records of the Company, the Company did not raise any money by way of initial public offer or further public offer and has not taken any term loan; therefore clause (9) is not applicable to the Company.
10. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud/ material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
11. In our opinion and according to the information and explanation given to us, the 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 Companies Act, 2013.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of this clause 3(12) of the order are not applicable to the Company and hence not commented upon.
13. As per the information given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
14. According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(14) are not applicable to the company and, not commented upon.

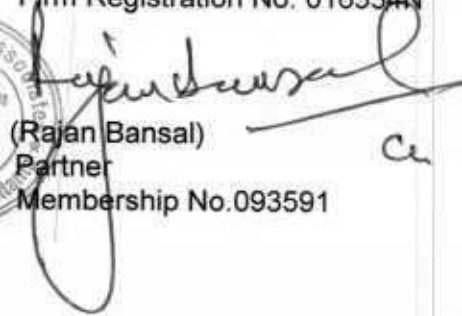


15. In our opinion and according to the information and explanation given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place: Delhi
Dated: 27-05-2016



For V.R.Bansal & Associates
Chartered Accountants
Firm Registration No. 016534N


(Rajan Bansal)
Partner
Membership No.093591

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Annexure - B to the Auditors' Report

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 controls over financial reporting of TINNA TRADE LIMITED ("the Company") as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 Companies Act, 2013.

Auditors' 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 Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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.

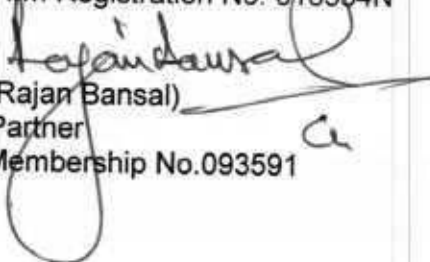
Opinion

In our opinion, 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 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Delhi
Dated: 27-05-2016



For V.R. Bansal & Associates
Chartered Accountants
Firm Registration No. 016534N


(Rajan Bansal)
Partner
Membership No. 093591

TINNA TRADE LIMITED
(Formerly known as TINNA TRADE PRIVATE LIMITED)
BALANCE SHEET AS AT MARCH 31, 2016

(Amount in Rs.)

	Notes	As at March-31- 2016	As at March-31- 2015
I EQUITY AND LIABILITIES			
1 Shareholders' funds			
Share capital	3	5,00,00,000	5,00,00,000
Reserves and surplus	4	14,00,42,221	11,38,28,392
		<u>19,00,42,221</u>	<u>16,38,28,392</u>
2 Non-current liabilities			
Long-term provisions	5	37,83,700	47,01,006
		<u>37,83,700</u>	<u>47,01,006</u>
3 Current liabilities			
Short-term borrowings	6	42,52,46,633	61,19,22,170
Trade payables:	7		
Total outstanding dues of Micro & Small Enterprises			
Total outstanding dues of creditors other than Micro & Small Enterprises		31,86,86,911	46,32,29,806
Other current liabilities	8	5,48,14,040	4,72,71,245
Short-term provisions	9	1,31,74,469	64,670
		<u>81,19,22,053</u>	<u>1,12,24,87,891</u>
TOTAL		<u><u>1,00,57,47,974</u></u>	<u><u>1,29,10,17,289</u></u>
II ASSETS			
1 Non-current assets			
Fixed assets	10		
Tangible assets		20,88,601	26,37,646
Intangible assets		1,88,393	2,35,491
Non Current Investments	11	9,63,94,432	8,77,62,991
Deferred tax assets	12	42,55,903	52,20,314
Long-term loans and advances	13	27,09,103	16,24,103
Other non-current assets	14	24,85,538	17,68,745
		<u>10,81,21,970</u>	<u>9,92,49,290</u>
2 Current assets			
Inventories	15	48,24,85,880	96,27,60,001
Trade receivables	16	33,67,30,404	6,75,45,459
Cash and bank balances	17	5,32,72,251	10,34,13,763
Short-term loans and advances	18	1,13,74,435	4,93,10,162
Other current assets	19	1,37,63,034	87,38,614
		<u>89,76,26,004</u>	<u>1,19,17,67,999</u>
TOTAL		<u><u>1,00,57,47,974</u></u>	<u><u>1,29,10,17,289</u></u>
Summary of significant accounting policies	1		
Contingent liabilities and commitments	28		
Other notes on accounts	29		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For V.R BANSAL & ASSOCIATES

Chartered Accountants
ICAI Registration No. 016534N

RAJAN BANSAL

(Partner)
M.No- 93591

Place: Delhi

Date : 27-05-2016



For and on behalf of the Board of Directors

GAURAV SEKHRI

(Director)
DIN: 00090676

MONIKA GUPTA

(Company Secretary)
Membership No. FCS-8015

KAPIL SEKHRI

(Director)
DIN:00090771



TINNA TRADE LIMITED
(Formerly known as TINNA TRADE PRIVATE LIMITED)
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

(Amount in Rs.)

	Notes	Year ended March-31-2016	Year ended March-31-2015
I INCOME			
Revenue from operations (net)	20	4,25,96,05,055	2,52,87,54,196
Other income	21	2,68,13,945	1,89,09,833
		<u>4,28,64,19,001</u>	<u>2,54,76,64,029</u>
II EXPENSES			
Purchase of Traded Goods	22	3,44,40,84,882	2,98,86,01,877
Changes in inventories of stock in trade	23	48,06,64,980	(72,03,72,777)
Employee benefits expenses	24	3,15,66,269	3,09,57,844
Finance costs	25	3,43,84,225	4,06,81,892
Depreciation and amortisation expenses	26	11,57,603	13,12,337
Other expenses	27	25,26,82,090	19,89,18,177
		<u>4,24,45,40,050</u>	<u>2,54,00,99,350</u>
III Profit before tax (I-II)		<u>4,18,78,950</u>	<u>75,64,679</u>
IV Tax expenses			
Current tax		1,34,00,000	33,50,000
Income tax for previous years (including MAT reversal amounting Rs.8,07,519/-)		13,00,710	(67,940)
Deferred tax		9,64,411	16,91,977
Total tax expenses		<u>1,56,65,121</u>	<u>49,74,037</u>
V Profit for the year		<u>2,62,13,829</u>	<u>25,90,642</u>
VI Earnings per equity shares (nominal value of share Rs. 10/- each)			
Basic		5.24	0.52
Diluted		5.24	0.52
Summary of significant accounting policies	1		
Contingent liabilities and commitments	28		
Other notes on accounts	29		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For V.R BANSAL & ASSOCIATES

Chartered Accountants
ICAI Registration No. 016534N

Rajan Bansal
RAJAN BANSAL
(Partner)
M.No- 93591



Place: Delhi
Date : 27-05-2016

For and on behalf of the Board of Directors

Gaurav Sekhri
GAURAV SEKHRI
(Director)
DIN: 00090676

Kapil Sekhri
KAPIL SEKHRI
(Director)
DIN:00090771

Monika Gupta
MONIKA GUPTA
(Company Secretary)
Membership No. FCS-8015



TINNA TRADE LIMITED
(Formerly known as **TINNA VITERRA TRADE PRIVATE LIMITED**)

CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2016

Description	Year ended March 31, 2016 (Rs.)	Year ended March 31, 2015 (Rs.)
A. Cash flow from operating activities		
Net profit before tax	4,18,78,950	75,64,679
Adjustments for:		
Depreciation	11,57,603	13,12,337
Assets written off	11,941	
Interest received	(56,10,132)	(33,86,808)
Interest on Income Tax and TDS	6,29,473	
Interest and Financial charges	2,01,78,767	2,74,25,106
Operating profit before working capital changes	<u>5,82,46,602</u>	<u>3,29,15,314</u>
Adjustments for:		
Increase / (Decrease) in Trade Payables	(14,45,42,895)	35,00,91,357
Increase / (Decrease) in Other Current Liabilities and Provisions	98,33,197	(92,54,442)
(Increase) / Decrease in Long Term Loan and Advances	(10,85,000)	10,72,165
(Increase) / Decrease in Short Term Loan and Advances	86,73,586	(46,15,530)
(Increase) / Decrease in Other Non-Current Assets	(7,16,794)	(1,00,745)
(Increase) / Decrease in Inventories	48,02,74,121	(72,30,02,007)
(Increase) / Decrease in Trade Receivables	(26,91,84,945)	14,63,24,792
(Increase) / Decrease in Other Current Assets	(22,68,678)	16,33,659
Cash generated from operations	<u>13,92,29,193</u>	<u>(20,49,35,436)</u>
Less : Direct Taxes(net of refund)	9,29,769	(3,30,000)
Net cash from/(used) operating activities	<u>13,82,99,424</u>	<u>(20,52,65,436)</u>
B. Cash flow from investing activities		
Purchase of Fixed Assets	(5,73,400)	(17,36,796)
Purchase of Investments	(86,31,441)	(8,77,62,991)
Fixed deposits made during the year (having maturity of more than three months)	(1,60,00,000)	-
Increase / (Decrease) in Loans and Advances given to others	2,53,91,106	
Interest received	54,24,717	29,84,520
Net cash from/(used) in investing activities	<u>56,10,982</u>	<u>(8,65,15,267)</u>
C. Cash flow from financing activities		
Proceeds/(Repayments) from short term borrowings(net)	(18,66,75,537)	28,04,50,006
Interest charges	(2,33,76,381)	(2,39,99,148)
Net cash from/(used) in financing activities	<u>(21,00,51,918)</u>	<u>25,64,50,858</u>
D. Net increase in cash and cash equivalents (A+B+C)	<u>(6,61,41,512)</u>	<u>(3,53,29,845)</u>
Cash and Cash equivalents (Opening Balance)	10,34,13,763	13,87,43,609
Cash and Cash equivalents (Closing Balance)	3,72,72,251	10,34,13,763

Notes:-

- The cash flow statement has been prepared under the indirect method set out in "Accounting Standard (AS) 3 Cash Flow Statements" (specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies(Accounts) 2 Additions to Fixed Assets include movements of capital work-in-progress during the year.
- Figures for the previous year have been regrouped/reclassified wherever necessary.
- Components of cash and bank balances:

Cash and Cash Equivalents

Balances with Banks in current accounts	43,68,861	6,91,13,074
Cash on hand	3,77,021	4,46,138
Fixed deposits held as margin money against the borrowings, having a maturity period of less than three months	<u>3,25,26,369</u>	<u>3,38,54,551</u>
	<u>3,72,72,251</u>	<u>10,34,13,763</u>

Other Bank Balances

Fixed deposits held as margin money against the borrowings, having a maturity period of more than three months*

1,60,00,000	
<u>5,32,72,251</u>	<u>10,34,13,763</u>

As per our Report of even date
For V.R. Bansal & Associates
Chartered Accountants
Firm Registration No. 016564N

RAJAN BANSAL
(Partner)
M.No- 93591

Place: Delhi
Date : 27-05-2016



For and on behalf of Board of Directors of

GANRAV SEKHRI
(Director)
DIN: 00090676

KAPIL SEKHRI
(Director)
DIN: 00090771

MONIKA GUPTA
(Company Secretary)
Membership No. FCS-8015

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2016**

1 1 CORPORATE INFORMATION:

Tinna Trade Limited ("the company") was incorporated on 5th January, 2009 as Maple Newgen Trade Private Limited. In July 2009, M/s. Viterra Inc of Canada acquired a 60% stake and the company was renamed as Tinna Viterra Trade Private Limited. Subsequently in 2013 Viterra Inc was acquired by M/s. Glencore PLC., this led to Viterra Inc exiting the Joint Venture and their 60% shareholding was acquired by Tinna Rubber & Infrastructure Limited in May 2013, the name of the Company was changed from Tinna Viterra Private Limited to Tinna Trade Private Limited. A fresh certificate of incorporation consequent to change in name of the Company from Tinna Viterra Trade Private Limited to Tinna Trade Private Limited was issued by the Registrar of the Companies, N.C.T. of Delhi and Haryana on 6th June, 2013. In the Current year on 08/12/2015 the Company has converted into a Public Limited Company. The Company is primarily engaged in the trading of Agro commodities i.e. wheat, yellow peas, chana, kasper peas, lentils including oil seeds and oilmeals etc. The Company is also engaged in the business of cargo handling services. The Company is a wholly owned subsidiary of Tinna Rubber and Infrastructure Limited, India with effect from 09/05/2014.

2 2 SIGNIFICANT ACCOUNTING POLICIES:

2.01 BASIS OF PREPARATION

The financial statements of the Company have been prepared and presented in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply with all material respects with the accounting standards specified under section 133 of the Companies Act, 2013; read together with paragraph 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

2.02 USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles in India requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Changes in estimates are reflected in the financial statements in the period in which changes are made and if material, their effects are disclosed in notes to accounts.

2.03 TANGIBLE FIXED ASSETS

- a) Tangible assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, taxes, duties, freight and other incidental expenses related to acquisition and installation of the concerned assets are further adjusted by the amount of CENVAT credit and VAT credit availed wherever applicable and subsidy directly attributable to the cost of fixed asset. Interest and other borrowing costs during construction period to finance qualifying fixed assets is capitalised if capitalisation criteria are met.
- b) The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Similarly, when significant parts of plant and equipment are required to be replaced at intervals or when a major inspection/overhauling is required to be performed, such cost of replacement or inspection is capitalised (if the recognition criteria is satisfied) in the carrying amount of plant and equipment as a replacement cost or cost of major inspection/overhauling, as the case may be and depreciated separately based on their specific useful life.
- c) Subsequent expenditure related to an item of tangible asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day to day repair and maintenance expenditure are charged to the statement of profit and loss for the period during which such expenses are incurred.
- d) Fixed assets retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately in the Balance Sheet.
- e) Gains or losses arising from disposal of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is disposed off.



2.04 INTANGIBLE ASSETS

a) Acquired intangible assets

Intangible assets including software licenses of enduring nature and contractual rights acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use and net of any trade discounts and rebates.

b) Subsequent expenditure on an intangible asset after its purchase/completion is recognised as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

c) Gains or losses arising from disposal of an intangible asset 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 disposed off.

2.05 DEPRECIATION AND AMORTIZATION

a) Depreciation of Tangible Assets :

Depreciation on fixed assets is provided on prorata basis written down value method using the useful lives of assets and in the manner prescribed in Schedule II of the Companies Act, 2013.

b) Amortization of Intangible Assets :

Intangible assets are amortized on a straight line basis over their estimated useful life of five years.

2.06 INVENTORIES

a) Inventories are valued at lower of cost [on specific identification method basis in respect of purchase of imported stock in trade and FIFO basis in respect of purchase of domestic stock in trade] or net realisable value.

b) Packing material are valued at cost.

2.07 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non current investments. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Non Current investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is debited or credited to the statement of profit and loss.

2.08 FOREIGN CURRENCY TRANSACTIONS

a) Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

b) Conversion

Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

c) Exchange differences

Exchange differences arising on conversion/settlement of short-term foreign currency monetary items and on foreign currency liabilities relating to fixed assets acquisition are recognised as income or expense in the year in which they arise.

d) Bank guarantee and letter of credit

Bank Guarantee And Letter of Credits are recognized at the point of negotiation with Banks and converted at the rates prevailing on the date of Negotiation. However, Outstanding at the period end are recognized at the rate prevailing as on that date and total sum is considered as contingent liability.

e) Forward Contracts

Premium/Discount arising at the inception of forward exchange contracts which are not intended for trading or speculation purposes are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date.



2.09 RETIREMENT BENEFITS

a) Provident Fund

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to provident fund are made in accordance with the relevant scheme and are charged to the statement of profit and loss for the year when the contributions are due. The Company has no obligation, other than the contribution payable to the provident fund.

b) Gratuity

The Company's gratuity scheme is a defined benefit plan. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plan, is based on the market yields on government securities as at the balance sheet date. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

c) Leave Encashment

Accrual for leave encashment benefit is based on actuarial valuation as on the balance sheet date in pursuance of the company's leave rules.

2.10 REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

a) Sale of Goods

Revenue from sale of goods is recognised when all the significant risks and rewards of ownership of the goods have been passed to the buyer and no significant uncertainty exists regarding the amount of consideration that will be derived from the sale of goods.

Sales are recorded net of returns and trade discount.

b) Commission income

Revenue in respect of commission received on direct sales to the customers is recognised in terms of underlying agreements on confirmation by the parties on fulfilment of the terms of the agreements with their customers.

c) Cargo handling operations

Income from cargo handling operations is recognised on completion of the contracted activity.

d) Export incentives

Export incentives under various schemes notified by the government have been recognised on the basis of their entitlement rates in accordance with the Foreign Trade Policy 2015-20 (FTP 2015-20). Benefits in respect of Advance Licenses are recognised when there is reasonable assurance that the Company will comply with the condition attached to them and incentive will be received.

e) Claims

Claims are recognised when there exists reasonable certainty with regard to the amounts to be realised and the ultimate collection thereof.

f) Commodities future contracts

Profit/Loss on contracts for commodity futures settled during the year are recognised in the statement of Profit and Loss. Commodity future contracts outstanding at year-end are marked to market at fair value. Any losses arising on that account are recognised in the Statement of Profit and Loss for the year.

g) Interest

Interest income is recognized on a time proportion basis, except on doubtful or sticky loans and advances which is accounted on receipt basis.

2.11 Government Grants and Subsidies

Grants and subsidies from the government are recognised when there is reasonable assurance that

- the Company will comply with all the necessary conditions attached to them; and
- the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognised as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to a specific Fixed Asset, the same is shown as a deduction from the gross value of the asset concerned in arriving at its book value and accordingly the depreciation is provided on the reduced book value.



2.12 PRIOR PERIOD ITEMS/EXTRAORDINARY ITEMS

Prior Period expenses/incomes, are shown as prior period items in the profit and loss account as per the provision of Accounting Standard-5 "Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies" notified under the Companies (Accounting Standards) Rules, 2006 (as amended). Items of income or expenses that arise from events or transactions that are distinct from ordinary activities of the enterprise and are not expected to recur frequently or regularly are treated as extraordinary items.

2.13 SEGMENT REPORTING

Business segments

Based on similarity of activities, risks and reward structure, organisation structure and internal reporting systems, the Company has structured its operation into Agro commodities trading.

Secondary segment: Geographical Segment

Secondary segmental reporting is performed on the geographical locations of customers i.e. within India and Overseas.

2.14 TAXES ON INCOME

Direct taxes

- a) Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 and Income Computation and Disclosure Standards enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognized directly in equity is recognized in equity and not in the statement of profit and loss.
- b) Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date.

Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

The carrying amount of deferred tax assets are reviewed at each reporting date. The company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

- c) Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as Current Tax. The Company recognizes MAT Credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the Guidance Note on accounting for Credit Available in respect of Minimum Alternative Tax under the Income Tax Acts, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

d) Indirect taxes

Service Tax has been accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing/utilizing the credits.

2.15 IMPAIRMENT OF ASSETS

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or 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 a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.



2.16 LEASES

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

2.17 BORROWING COSTS

Borrowing cost includes interest and ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

2.18 EARNING PER SHARE

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

2.19 PROVISIONS AND CONTINGENT LIABILITIES

Provisions

A provision is recognized when the company has a present obligation as a result of 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 obligation. Provisions (excluding employee benefits) are not discounted to their present value and are determined based on the best estimates required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

2.20 OPERATING CYCLE

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

2.21 CASH FLOW STATEMENT

Cash flows are reported using the indirect method, whereby profit/(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.22 CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less and are subject to insignificant risk of charges in value.



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

3 SHARE CAPITAL	As at March-31-2016		As at March-31-2015	
	Number of shares	(Amount in Rs.)	Number of shares	(Amount in Rs.)
a) Authorised				
Equity shares of Rs. 10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Issued, subscribed and fully paid-up				
Equity shares of Rs. 10/- each	50,00,000	5,00,00,000	50,00,000	5,00,00,000
b) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year :				
Outstanding at the beginning of the year	50,00,000	5,00,00,000	50,00,000	5,00,00,000
Additions during the year	-	-	-	-
Outstanding at the end of the year	50,00,000	5,00,00,000	50,00,000	5,00,00,000

c) Terms/rights attached to equity shares :

(i) The Company has one class of equity shares having face value of Rs.10/- each. Each shareholder is entitled to one vote per share.

(ii) Dividend, if proposed by the Directors to Shareholders is subject approval by the members in Annual General Meeting (AGM).

(iii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Shares held by the Holding Company

	<u>MAR-31-2016</u>	<u>March-31-2015</u>
Tinna Rubber and Infrastructure Limited	50,00,000	50,00,000

e) Details of shareholders holding more than 5% shares in the Company

	MAR-31-2016		March-31-2015	
	No. of Shares	% holding	No. of Shares	% holding
Tinna Rubber and Infrastructure Limited *	50,00,000	100	50,00,000	100
* (One share each is held by Mr. Bhupender Sekhri, Mr. Gaurav Sekhri, Mr. Sanjeev kr Garg, Mr. Anil Kr Grover, Mr. Rajeev Nalwa & Mr. Ravinder Chhabra as nominee of Tinna Rubber and Infrastructure Limited)				

f) Aggregate number of shares issued as fully paid up pursuant to contract without payment being received in cash or by way of bonus shares or the numbers of shares bought back during the period of five years immediately preceding the date as at which the Balance Sheet is prepared :

Equity Shares	MAR-31-2016		March-31-2015	
	No. of Shares	(Rs.)	No. of Shares	(Rs.)
i) Fully paid up pursuant to contract(s) without payment being received in cash	NIL	NIL	NIL	NIL
ii) Fully paid by way of bonus shares	NIL	NIL	NIL	NIL
iii) Shares bought back	NIL	NIL	NIL	NIL

4 RESERVES AND SURPLUS

Surplus as per Statement of Profit and Loss

As per last balance sheet	11,38,28,392	11,12,59,313
Add: Net profit as per statement of profit and loss	2,62,13,829	25,90,643
Less: Adjustment related to transitional provision as per Schedule II as per the Companies Act, 2013		21,564
	<u>14,00,42,221</u>	<u>11,38,28,392</u>



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs.)

	As at March-31- 2016	As at March-31- 2015
5 LONG-TERM PROVISIONS		
Provision for employee benefits-{refer note no 29(4)}		
Gratuity	16,98,508	24,24,808
Leave encashment	20,85,192	22,76,198
	37,83,700	47,01,006
6 SHORT-TERM BORROWINGS		
Secured-Loans repayable on demand		
Working capital limits from banks		
Cash credit (Refer point a below)	14,83,61,662	16,07,30,765
Buyer's credit (Refer point a below)	27,68,84,971	31,18,75,779
Warehousing Finance from banks (Refer point b below)	-	13,93,15,626
	42,52,46,633	61,19,22,170

a) Working capital limit are from ICICI Bank Ltd and Syndicate Bank and are secured as under:-

- i) Working capital limit from ICICI Bank Limited and Syndicate Bank Limited are secured by means of first charge ranking pari passu by way of hypothecation of the Company's entire stock of raw materials and finished goods, consumable stores and spares and such other moveables including book debts, bills whether documentary or clean, outstanding monies, receivables, both present and future, in a form and manner satisfactory to the Bank.
- ii) The Working Capital limits are further secured by equitable mortgage of land and building situated at 11-B Gaushala Road, Satbari, New Delhi in the name of Bee Gee Ess Farms and Properties Private Limited on pari passu basis along with ICICI Bank Limited and on personal guarantees of Directors Shri Gaurav Sekhri and Kapil Sekhri and corporate guarantees of Tinna Rubber and Infrastructure Limited and Bee Gee Ess Farms and Properties Private Limited.
- iii) Aggregate amount of working capital limits secured by way of personal guarantees of Directors.

42,52,46,633

47,26,06,544

b) Warehousing Finance are from State bank of India and ICICI Bank Limited and are secured as under :-

- i) The Company has availed fund based Warehousing Finance facility from State Bank of India. of Rs. 15.00 crores(previous year Rs. 15.00 crores) against all present and future stocks, raw materials, goods, book debts and vehicles and all other movable assets of the Borrower(s) including receivables documents of title to goods, outstanding monies, bills, invoices document, contracts, insurance policies, guarantees, engagements, securities, investments and rights and the present machinery, warehouse receipts issued by bank approved collateral manager. The limit is further secured by way of personal guarantee of directors Mr. Gaurav Sekhri and Mr. Kapil Sekhri.
- ii) The Company has availed fund based Warehousing Finance facility from ICICI Bank Limited of Rs. 10.00 crores(previous year Rs. 10.00 crores) secured by pledge of agricultural commodities deposited by the pledger at the designated warehouse/godowns as approval by ICICI, in favour of ICICI. The limit is further secured by way of personal guarantees of directors Mr. Gaurav Sekhri and Mr. Kapil Sekhri, and by way of an undertaking for purchase of the said Agro Commodities by Tinna Rubber And Infrastructure Limited (Holding Company).
- iii) Aggregate amount of working capital limits secured by way of personal guarantees of Directors.

- 13,93,15,626

c) There is no default in the repayment of loans as on date of balance sheet.



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

- a) Provisions are recognized for Leave encashment, Gratuity and Income Tax . The Provisions are recognized on the basis of past events and probable settlements of the present obligations as a result of the past events, in accordance with Accounting Standard- 29 issued by the Institute of Chartered Accountants of India.

The movement of provision are as under:

At the beginning of the year

Leave encashment(Long term Rs.2276198/-)	23,11,201	7,97,729
Gratuity(Long term Rs.2424808/-)	24,54,475	11,54,326
Income Tax	33,50,000	3,97,471

Arising during the year

Leave encashment	2,93,683	15,19,936
Gratuity	-	13,00,149
Income Tax (including interest of Rs.629473/-)	1,40,29,473	33,50,000

Utilised during the year

Leave encashment	4,83,379	6,464
Gratuity	78,047	-
Income Tax	37,86,578	3,29,531

Unused amount reversed

Leave encashment	-	-
Gratuity	6,39,468	-
Income Tax	4,93,191	67,940

At the end of the year

Leave encashment(Long term Rs.2085192/-)	21,21,505	23,11,201
Gratuity(Long term Rs.1698508/-)	17,36,960	24,54,475
Income Tax (including interest of Rs.629473/-)	1,30,99,704	33,50,000



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

10 FIXED ASSETS

Particulars	Gross block					Accumulated depreciation			Net block	
	As at 01.04.2015	Additions during the year	Sales/ adjustments	As at 31.03.2016	As at 01.04.2015	For the year	Set-off from retained earnings/ Reversal	As at 31.03.2016	As at 31.03.2016	As at 31.03.2015
Tangible assets										
Plant and Equipments	10,58,746	1,87,315	-	12,46,061	8,65,443	1,60,088	-	10,25,531	2,20,530	1,93,303
Computers	5,01,803	-	-	5,01,803	1,22,218	99,653	-	2,21,871	2,79,932	3,79,585
Furniture and Fixtures	45,08,036	65,382	-	45,73,418	29,03,592	5,30,486	-	34,34,078	11,39,340	16,04,444
Vehicles	9,86,838	3,20,703	16,142	12,91,399	5,26,523	3,20,278	4,201	8,42,600	4,48,799	4,60,315
Office equipments										
TOTAL	70,55,423	5,73,400	16,142	76,12,681	44,17,776	11,10,505	4,201	55,24,080	20,88,601	26,37,647
Intangible assets										
Computer softwares	3,44,540	-	-	3,44,540	1,09,049	47,098	-	1,56,147	1,88,393	2,35,491
TOTAL	73,99,963	5,73,400	16,142	79,57,221	45,26,825	11,57,603	4,201	56,80,227	22,76,994	28,73,138
Previous Year	56,63,167	17,36,796	-	73,99,963	31,82,569	13,12,337	31,920	45,26,826	28,73,137	24,80,599

Notes:

Depreciation has been provided on Written Down Value Method (WDV) on rates and manner as per schedule II of the Companies Act, 2013.



TINNA TRADE LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	As at March-31- 2016	(Amount in Rs.) As at March- 31-2015
11 Non-current investments		
Non trade, Long Term (valued at cost unless otherwise stated)		
a) Investment in Equity instruments:		
Unquoted equity instruments in Subsidiary Companies		
B.G.K. Infrastructure Developers Private Limited 7019590/-(50.90%)* (Previous Year 6387250/- (50.40%)) equity shares of Rs. 10/- each fully paid up {refer note no 29(7(b))}	<u>9,63,94,432</u>	<u>8,77,62,991</u>
	9,63,94,432	8,77,62,991
NOTES:		
1. Aggregate value of unquoted Investments	9,63,94,432	8,77,62,991
2. 34,11,691/- Equity Shares (17,10,760/- shares held in the form of NDU and 17,00,931/- in the form of Pledge) held in B.G.K Infrastructure Private Limited have been agreed to be pledged and encumbered under Non Disposal Undertaking and Power of Attorney(NDU/POA) with ICICI Bank Limited for credit facilities availed by the Company. The documents for pledge and NDU/POA of agreed shares are under execution with the bank.		
12 DEFERRED TAX ASSETS		
Deferred tax asset		
On account of difference in rates and method of depreciation of fixed assets	4,96,962	3,49,175
Provision for employee benefits	12,98,436	15,46,223
On account of expenditure charged to the statement of profit and loss but allowed for tax purposes on payment basis	<u>24,60,504</u>	<u>33,14,558</u>
Deferred tax asset	42,55,903	52,09,957
Deferred tax Asset		
At the end of year	42,55,903	52,09,957
For the year	(9,64,411)	(16,91,977)
Less: Adjustment related to transitional provision as per Schedule II as per the Companies Act,2013	-	10,357
Deferred tax resulting from timing differences between book profit and taxable income is accounted for using the current tax rate.		
13 LONG-TERM LOANS AND ADVANCES		
Unsecured, considered good		
Security deposits*	<u>27,09,103</u>	<u>16,24,103</u>
	27,09,103	16,24,103
*Security deposits includes deposits with Vishakhapatnam port Trust, deposits with brokers and other miscellaneous departments.		
14 OTHER NON-CURRENT ASSETS		
Fixed deposits with banks include deposits held under lien with Government authorities	24,85,539	17,68,745
* With original maturities period more than 12 months)	<u>24,85,539</u>	<u>17,68,745</u>






TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

	(Amount in Rs.)	
	<u>As at March-31-2016</u>	<u>As at March-31-2015</u>
15 INVENTORIES		
Stock-in-trade (Including GIT Rs.30,85,32,152/-)(P.Y. Rs.38,21,91,100/-)	47,78,40,316	95,85,05,296
Packing materials	46,45,564	42,54,705
	<u>48,24,85,880</u>	<u>96,27,60,001</u>
a) Inventories are valued at lower of cost [on specific identification method in respect of purchase of imported stock in trade and on FIFO basis in respect of purchase of domestic stock in trade] or net realizable value.		
b) Packing materials valued at cost.		
16 TRADE RECEIVABLES		
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	26,62,463	16,00,548
Unsecured considered doubtful	51,81,495	51,81,495
	<u>78,43,958</u>	<u>67,82,043</u>
Less: Provision for doubtful receivables	51,81,495	51,81,495
	<u>26,62,463</u>	<u>16,00,548</u>
Other trade receivables		
Unsecured, considered good *	33,40,67,941	6,59,44,911
	<u>33,67,30,404</u>	<u>6,75,45,459</u>
* Other Trade Receivables includes Current Year NIL (Previous Year Rs.1,11,87,030/-) due from TP Buildtech Private Limited(a Company in which a director is a member and a shareholder).		
17 CASH AND BANK BALANCES		
Cash and cash equivalents		
Balances with banks		
Current accounts	40,13,880	6,74,14,359
EEFC accounts (USD\$ 5351.51), Previous year (USD\$ 27140.00)	3,54,981	16,98,715
Cash on hand	3,77,021	4,46,138
Fixed deposits held as margin money against the borrowings, having a maturity period of less than three months	3,25,26,369	3,38,54,551
	<u>3,72,72,251</u>	<u>10,34,13,763</u>
Other Bank Balances		
Fixed deposits held as margin money against the borrowings, having a maturity period of more than three months*	1,60,00,000	-
	<u>1,60,00,000</u>	<u>-</u>
	<u>5,32,72,251</u>	<u>10,34,13,763</u>
*Having maturity period of less than twelve months.		
18 SHORT-TERM LOANS AND ADVANCES		
Unsecured, considered good		
Advances against material and services	21,42,986	59,91,277
Loan and advances to related parties (Refer Point a)	2,23,377	2,68,507
Inter corporate deposit (ICD)	-	2,53,91,106
Prepaid expenses	23,84,617	19,14,954
Deposit towards forward contracts and future trading option	36,403	29,04,539
Security deposits (Refer point b below)	22,66,371	24,91,320
Balances with Statutory/ Government authorities		
Service tax	5,80,712	3,25,276
VAT	16,69,277	14,97,665
Vikas Cess	-	1,87,500
Balances with port authorities	3,68,919	23,51,456
Advance Tax (Net of Income tax of Rs.1,34,00,000/- (Previous year Rs.33,50,000/-))	-	38,71,035
Others	17,01,773	21,15,527
	<u>1,13,74,435</u>	<u>4,93,10,163</u>



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER, 2015

(Amount in Rs.)

	As at March-31- 2016	As at March-31- 2015
a) Loans and advances due from related parties include as under :		
Tinna Rubber and Infrastructure Private Limited (Holding Company)	-	2,68,507
Fratelli Wines Private Limited (Associate Company)	2,23,377	-
b) Security deposits include deposit with material suppliers and statutory departments.		
19 OTHER CURRENT ASSETS		
Unsecured, considered good		
Refund Due from Government departments	26,54,538	84,209
Interest accrued on deposits	13,89,482	12,04,067
Duty Drawback Receivable	-	4,22,732
Licenses in hand	10,10,761	12,96,529
Insurance Claim Receivable {Refer Note No.29(8)}	87,08,254	57,31,077
	1,37,63,035	87,38,614



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs.)

	<u>Year ended March- 31-2016</u>	<u>Year ended March-31-2015</u>
20 REVENUE FROM OPERATIONS		
Sale of traded goods	4,22,55,97,101	2,48,00,85,375
Sale of Services	3,34,19,873	2,39,06,603
Other operating revenues	5,88,081	2,47,62,218
	<u>4,25,96,05,055</u>	<u>2,52,87,54,196</u>
Notes:		
(i) Sale of traded goods comprises		
Yellow Peas	2,33,90,69,343	1,28,89,80,319
Kaspa-Dun Peas	4,39,39,176	7,28,68,960
Soya DOC	-	11,37,02,011
Lentils	12,63,16,661	12,92,49,050
Chana	36,03,88,134	12,34,88,810
Green peas	5,42,19,537	55,51,660
Wheat	18,37,14,931	11,27,69,195
Maize	32,35,09,601	21,07,53,795
Crude Degummed Soyabean Oil (CDSBO)	56,11,89,350	16,58,71,725
De Oiled Rice Bran (DORB)	-	1,32,86,595
Mustard Seed	-	6,53,21,734
Bajra	4,24,20,129	1,24,81,923
R S Doc	-	5,83,27,722
Toor	3,60,86,930	2,68,67,489
Sunflower Meal	15,29,77,570	3,94,54,799
Aquaioc Hw4	-	2,02,87,071
Others	17,65,739	2,08,22,518
	<u>4,22,55,97,101</u>	<u>2,48,00,85,376</u>
(ii) Sale of services		
Commission income	3,27,30,026	2,38,66,890
Cargo Handling and agency income	6,89,847	39,713
	<u>3,34,19,873</u>	<u>2,39,06,603</u>
(iii) Other operating revenues		
Duty draw back received	-	13,41,520
Advance license under FPS Scheme	-	11,63,744
Contract settlement income (net)	5,88,081	2,15,46,853
Sale of old jute gunny bags	-	7,10,101
	<u>5,88,081</u>	<u>2,47,62,218</u>
21 OTHER INCOME		
Interest income		
From banks	38,48,046	33,86,808
From others	46,94,958	60,61,471
Insurance Claim	87,08,254	26,17,271
Miscellaneous income	95,62,687	68,44,283
	<u>2,68,13,945</u>	<u>1,89,09,833</u>
22 PURCHASE OF TRADED GOODS		
Traded goods		
Yellow Peas	1,39,55,90,721	1,53,09,00,949
Kaspa-Dun Peas	2,54,07,924	7,30,07,794
Soya DOC	-	10,30,56,686
Lentils	11,64,77,931	7,76,83,405
Chana	34,58,19,755	7,16,52,580
Green peas	5,29,68,240	1,41,33,390
Wheat	16,96,27,170	10,80,00,897
Maize	30,32,94,586	20,43,11,537
Crude Degummed Soyabean Oil (CDSBO)	54,59,87,615	16,67,05,822
De Oiled Rice Bran (DORB)	-	1,05,66,274
Mustard Seed	-	4,90,89,179
Bajra	3,69,42,049	1,41,16,787
R S Doc	-	6,09,63,666
Toor	1,29,42,160	4,41,54,658
Sunflower Meal	12,96,53,956	4,40,80,178
Aquaioc Hw4	-	1,99,07,852
Others	17,61,841	1,00,94,467
Trade goods in transit		
Yellow Peas	21,16,82,811	37,33,91,926
Sunflower Meal	9,19,42,976	87,99,174
Kaspa-Dun Peas	28,40,136	-
	<u>3,44,29,39,871</u>	<u>2,98,46,17,221</u>
	11,45,011	39,84,656
	<u>3,44,40,84,882</u>	<u>2,98,86,01,877</u>

Add: Rebate, Discount, Shortage



TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs.)

	<u>Year ended March- 31-2016</u>	<u>Year ended March- 31-2015</u>
23 CHANGES IN INVENTORIES OF STOCK-IN-TRADE		
Opening stock	95,85,05,296	23,81,32,519
Less: Closing stock	47,78,40,316	95,85,05,296
(Increase)/decrease in stock-in-trade	<u>48,06,64,980</u>	<u>(72,03,72,777)</u>
Stock in traded (traded goods)		
Details of inventory at the end of the year		
Yellow Peas	14,69,79,195	51,69,94,724
Kaspa-Dun Peas	-	1,48,93,059
Lentils	-	16,102
Chana	68,622	13,82,898
Green peas	-	1,01,61,392
Sunflower Meal	2,43,26,576	1,12,99,462
Toor	-	1,95,28,884
Bajra	-	20,37,675
Trade goods in transit		
Yellow Peas	21,16,82,811	37,33,91,926
Sunflower Meal	9,19,42,976	87,99,174
Kaspa-Dun Peas	28,40,136	-
	<u>47,78,40,316</u>	<u>95,85,05,296</u>
Details of inventory at the beginning of the year		
Yellow Peas	51,69,94,724	12,00,00,311
Kaspa-Dun Peas	1,48,93,059	1,15,56,586
Lentils	16,102	1,36,68,644
Chana	13,82,898	4,23,58,514
Green peas	1,01,61,392	14,58,254
Sunflower Meal	1,12,99,462	-
Toor	1,95,28,884	-
Bajra	20,37,675	-
Trade goods in transit		
Yellow Peas	37,33,91,926	3,58,68,378
Sunflower Meal	87,99,174	-
Kaspa-Dun Peas	-	60,64,572
Lentils	-	71,57,261
	<u>95,85,05,296</u>	<u>23,81,32,519</u>
24 EMPLOYEE BENEFITS EXPENSES		
Salaries and wages	2,92,58,377	2,65,35,652
Contribution to Provident fund and ESI	7,94,909	1,99,266
Gratuity and leave encashment Expenses	2,93,683	28,20,085
Staff Recruitment Expenses	1,18,021	6,99,779
Staff welfare expenses	11,01,279	7,03,062
	<u>3,15,66,269</u>	<u>3,09,57,844</u>
Employee Benefits Expenses includes managerial remuneration as detailed below :		
Salary and bonus	78,75,740	83,40,000
Contribution towards PF	4,64,260	-
Diwali Bonus	50,000	50,000
Insurance Premium	23,331	29,294
25 FINANCE COSTS		
Interest expense	2,01,86,071	2,78,57,955
Interest on Income Tax and TDS	6,29,473	-
Bank charges	1,00,63,861	89,15,939
Other borrowing costs	35,04,820	39,07,998
	<u>3,43,84,225</u>	<u>4,06,81,892</u>



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TINNA TRADE LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs.)

	Year ended March-31-2016	Year ended March-31-2015
26 DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation on tangible assets	11,10,505	12,43,429
Amortisation of intangible assets	47,098	68,908
	11,57,603	13,12,337
27 OTHER EXPENSES		
Electricity and water	4,38,977	2,88,410
Rent and warehousing charges	2,14,59,539	1,65,60,291
Repairs and maintenance- others	9,05,708	9,79,021
Insurance	49,78,395	37,15,158
Communication expenses	17,96,086	16,56,688
Travelling and conveyance	65,08,448	68,97,501
Freight and forwarding	4,15,42,903	3,52,16,240
Brokerage and commission	1,60,07,266	1,16,94,880
Business promotion expenses	31,58,443	20,80,081
Legal and professional charges	41,56,758	29,25,532
Payment to auditors *	4,75,931	3,59,819
Loss on forward contracts/foreign exchange (net)	2,56,46,973	45,39,803
Clearing and forwarding expenses	70,08,289	40,50,253
Stock handling and supervision charges	7,98,48,860	7,14,04,625
Demurrage Charges	1,42,70,336	26,26,509
Loss from commodity future trading	12,25,852	1,71,43,828
Corporate Social Responsibility (refer note no 29(9))	8,74,166	10,32,560
Statutory Charges	4,33,456	46,024
Packing material consumed	2,00,08,541	1,36,74,345
Miscellaneous expenses	19,37,163	20,26,609
	25,26,82,090	19,89,18,177
* Payments to auditors		
Statutory audit fee (inclusive of Service Tax Rs. 37,080)	4,58,000	3,37,080
Reimbursement of out of pocket expenses	17,931	22,739
	4,75,931	3,59,819



TINNA TRADE LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

	As at March-31- 2016	As at March-31- 2015
28 CONTINGENT LIABILITIES AND COMMITMENTS		
A Contingent liabilities (to the extent not provided for):		
a) Foreign letter of credits opened with Bank (Previous Year \$5709.40)	-	3,57,356
b) Bank guarantees with Syndicate Bank	6,00,000	6,00,000
c) Disputed tax liability on account of income tax (refer point (i))	1,10,71,004	-

Notes:

- i) The Commissioner of Income Tax vide order dated 27th March 2015 has passed an order u/s 263 of the Income Tax Act 1961 for the assessment year 2010-11 (Previous year 2009-10) directing the Assessing Officer (AO) to frame fresh order considering the order of Transfer Pricing Officer (TPO) under section 92 CA(3) of the Income tax Act 1961 dated 29th Jan 2014. As per the Order of the TPO, an adjustment of Rs. 58,116,938/- was proposed. The AO has passed a Draft Order on 23rd November 2015, making addition of Rs.5,81,16,939/- and assessing income at Rs.3,25,71,357/- against declared loss of Rs.2,55,45,582/- by the assessee. Thus there is a disputed income tax liability of Rs.1,10,71,004/-. The Company has filed objections to the draft order before the Dispute Resolution Panel on 15th January 2016, the order of which is awaited.

	As at March-31- 2016	As at March-31- 2015
B Commitments:		
Estimated amount of commodity contracts remaining to be executed and not provided for		
Buy contracts	-	49,56,850
Sell contracts	-	50,95,600

29 OTHERS NOTES ON ACCOUNTS

- The Company has been converted from Private Limited Company to Public Limited Company vide Certificate of Incorporation Consequent upon Conversion to Public Limited Company dated 08/12/2015 and consequently, the name of the Company has been changed to Tinna Trade Limited with effect from the said date.
- The company has submitted application to Bombay Stock Exchange on 15th January, 2016 under Regulation 37(1) of SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015 for the Composite Scheme of Arrangement between Tinna Rubber And Infrastructure Limited (TRIL) and Tinna Trade Limited (TTL) (formerly known as Tinna Trade Private Limited). Presently TTL is wholly owned (100%) subsidiary of TRIL. After approval of the Scheme of Arrangement, Agro Commodity Trading and Investments (Agro Commodity & Warehousing) undertakings shall be transferred to TTL and shareholders of TRIL will be issued equity shares of TTL in the ratio of 1:1. The Bombay Stock Exchange has given no objection to the Scheme of Arrangement of the Company vide letter no. DCS/AMAL/AC/398/2016-17 dated 24th May, 2016. The Company is in process to file first motion application to the Hon'ble High Court of Delhi for directions to convene the meetings of the members and creditors.
- The Company has adopted component accounting as required under Schedule II of Companies Act, 2013 and AS 10 (R), from 1st April, 2015. The Company has identified and determined cost of each component/part of the asset separately, if the component/part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. However, no such component has been identified which is significant to the respective asset and has a useful life different from that of the remaining asset.

Hence, there is no impact on Statement of Profit and Loss and on retained earnings due to such change in policy.

4 Employee benefits

The disclosures pursuant to Accounting Standard-15, Employee Benefits "specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2014 are given below:

Defined Contribution Plan

Contribution to Defined Contribution Plan, recognised during the year are as under:-

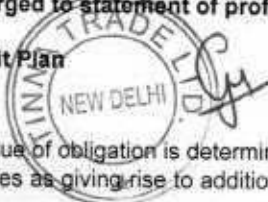
	As at March-31- 2016	As at March-31- 2015
Employer's Contribution towards Provident Fund (PF) (includes Administration Charges)	2,48,552	55,325
Employer's Contribution towards Family Pension Scheme (FPS)	4,75,553	88,022
Employer's Contribution towards Employee State Insurance (ESI)	70,804	55,919
Expenses charged to statement of profit and loss	7,94,909	1,99,266

Defined Benefit Plan

(A) Gratuity

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of services as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	As at March-31- 2016	As at March-31- 2015
a. Reconciliation of opening and closing balances of Defined Benefit obligation	Amt(Rs.)	Amt(Rs.)



Defined Benefit obligation at beginning of the year		24,54,475	11,54,326		
Current Service cost		4,55,865	6,67,418		
Interest cost		1,96,896	92,346		
Actuarial (gain)/ loss		(13,70,276)	5,40,385		
Benefits paid		-	-		
Defined benefits obligation at year end		<u>17,36,960</u>	<u>24,54,475</u>		
b. Reconciliation of fair value of assets and obligations					
Fair value of plan assets		-	-		
Present value of obligations		17,36,960	24,54,475		
Amount recognized in the balance sheet- asset/(liability)		<u>(17,36,960)</u>	<u>(24,54,475)</u>		
Current portion		38,452	29,667		
Non-current portion		16,98,508	24,24,808		
c. Expenses recognized in profit and loss statement					
Current service cost		4,55,865	6,67,418		
Interest cost		1,96,896	92,346		
Expected return on plan assets		-	-		
Actuarial (Gain)/Loss		(13,70,276)	5,40,385		
Net cost		<u>(7,17,515)</u>	<u>13,00,149</u>		
d. Actuarial Assumption					
Mortality Table (LIC)		IALM 2006-08	IALM 2006-08		
Demographic assumptions		Ultimate	Ultimate		
Discount Rate (per annum)		60 years	60 years		
Expected rate of return on plan assets (per annum)		8%	8%		
Rate of escalation in salary (per annum)		0%	0%		
Withdrawal rate (per annum)		10%	10%		
		2%	2%		
e. Amounts for current and previous period					
	2015-16	2014-15	2013-14	2012-13	2011-12
Present value of obligation	17,36,960	24,54,475	11,54,326	20,68,031	12,80,951
Fair value of plan assets	-	-	-	-	-
Surplus/(Deficit)	<u>(17,36,960)</u>	<u>(24,54,475)</u>	<u>(11,54,326)</u>	<u>(20,68,031)</u>	<u>(12,80,951)</u>

Notes:-

a) The estimates of rate of escalation in salary's considered in actuarial valuation and other factors such as inflation seniority, promotion and other relevant factors including supply and demand in the employment market have been taken into account. The above information is certified by the actuary.

b) The gratuity plan is unfunded

(B) Leave Encashment (Non-funded)

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of services as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

	As at March-31-2016	As at March-31-2015
	Amt(Rs.)	Amt(Rs.)
a. Reconciliation of opening and closing balances of Defined Benefit obligation		
Defined Benefit obligation at beginning of the year	23,11,201	7,97,729
Current Service cost	6,01,689	7,44,972
Interest cost	1,84,896	63,818
Actuarial (gain)/ loss	(4,92,902)	7,11,146
Benefits paid	(4,83,379)	(6,464)
Defined benefits obligation at year end	<u>21,21,505</u>	<u>23,11,201</u>
b. Reconciliation of fair value of assets and obligations		
Fair value of plan assets	-	-
Present value of obligations	21,21,505	23,11,201
Amount recognized in the balance sheet- asset/(liability)	<u>(21,21,505)</u>	<u>(23,11,201)</u>
Current portion	36,313	35,003
Non-current portion	20,85,192	22,76,198
c. Expenses recognized in profit & loss account		
Current service cost	6,01,689	7,44,972
Interest cost	1,84,896	63,818
Expected return on plan assets	-	-
Actuarial (Gain)/Loss	(4,92,902)	7,11,146
Net cost	<u>2,93,683</u>	<u>15,19,936</u>



d. Actuarial Assumption

Mortality Table (LIC)

	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate
Discount Rate (per annum)	8%	8%
Expected rate of return on plan assets (per annum)	0%	0%
Rate of escalation in salary (per annum)	10%	10%
Withdrawal rate (per annum)	2%	2%

e. Amounts for current and previous period	2015-16	2014-15	2013-14	2012-13	2011-12
Present value of obligation	21,21,505	23,11,201	7,97,729	17,95,317	12,08,584
Fair value of plan assets	-	-	-	-	-
Surplus/(Deficit)	(21,21,505)	(23,11,201)	(7,97,729)	(17,95,317)	(12,08,584)

Notes:-

- a. The estimates of rate of escalation in salary's considered in actuarial valuation and other factors such as inflation seniority, promotion and other relevant factors including supply and demand in the employment market have been taken into account. The above information is certified by the actuary.

5 Segment Information

The Segment reporting of the Company has been prepared in accordance with Accounting Standard-17, "Segment Reporting" (specified under section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Accounts) Rules, 2014).

i) Primary-Business Segment

The company is operating in a single segment of Agro commodities trading. Hence there are no reportable primary segments.

ii) Secondary-Geographical Segment**Segment Revenue(including other income)**

	As at March-31- 2016	As at March-31- 2015
Domestic Market	4,24,41,26,396	2,38,26,28,865
Overseas Market	4,22,92,605	16,75,11,484
	4,28,64,19,001	2,54,76,64,029

Segment Assets

Domestic Market	99,46,04,520	1,28,30,24,695
Overseas Market	1,11,43,454	79,92,594
	1,00,57,47,974	1,29,10,17,289

Segment Liabilities

Domestic Market	49,40,21,890	36,31,58,339
Overseas Market	32,16,83,863	76,40,30,558
	81,57,05,753	1,12,71,88,897

Capital Expenditure

Within India	5,73,400	17,36,796
Outside India	-	-
	5,73,400	17,36,796

6 Related Party Disclosure

The related parties as per the terms of Accounting Standard (AS-18), "Related Party Disclosures", (specified under section 133 of the Companies Act, 2013, read with Rule of Companies (Accounts) Rules, 2014) are disclosed below:-

A Names of related parties and description of relationship**(i) Related parties where control exists:**

- Tinna Rubber and Infrastructure Limited (Holding Company from 09-05-2013)
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)

(ii) Enterprises in which KMP and relatives KMP exercise significant influence.

- Bee-Pee Farms & Properties Private Limited
Fratelli Wines Private Limited
Kriti Estates Private Limited
TP Buildtech Private Limited
Gee Ess Pee Land Developers Private Limited
S S Horticulture Private Limited

(iii) Key Management Personnel

- Mr. Gaurav Sekhri(Whole Time Director)
Mr. Kapil Sekhri
Monika Gupta (Company Secretary)

(iv) Relative of Key Management Personnel

- Mr. Bhupinder Sekhri



Mrs. Sobha Sekhri
Mrs. Pooja Sekhri
Mrs. Aarti Sekhri

B Transaction during the year	As at March-31-2016	As at March-31-2015
i) Interest Paid:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
Gee Ess Pee Land Developers Private Limited	-	1,44,030
ii) Rent Paid:		
Related parties where control exists:		
Tinna Rubber and Infrastructure Limited (Holding Company)	-	10,85,400
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	38,71,114	4,39,293
iii) Reimbursement/Advance against reimbursement received:		
Related parties where control exists:		
Tinna Rubber and Infrastructure Limited (Holding Company)	9,00,568	42,320
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	9,894	26,221
Enterprises in which KMP and relatives of KMP exercise significant influence.		
TP Buildtech Private Limited	2,12,574	-
iv) Loan taken from:		
Related parties where control exists:		
Gee Ess Pee Land Developers Private Limited	-	2,25,00,000
Key Management Personnel		
Mr. Gaurav Sekhri	1,00,00,000	-
v) Loan Repaid:		
Related parties where control exists:		
Gee Ess Pee Land Developers Private Limited	-	2,25,00,000
Key Management Personnel		
Mr. Gaurav Sekhri	1,00,00,000	-
vi) Loan given to:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
Kriti Estates Private Limited	13,27,00,000	27,55,00,000
vii) Loan Repayment Received:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
Kriti Estates Private Limited	15,77,00,000	25,41,48,000
viii) Interest Received:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
TP Buildtech Private Limited	10,93,968	-
Kriti Estates Private Limited	17,62,086	44,87,896
ix) Reimbursement of expenses:		
Related parties where control exists		
Tinna Rubber and Infrastructure Limited (Holding Company)	10,79,518	6,75,660
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	1,81,95,031	31,09,169
Enterprises in which KMP and relatives of KMP exercise significant influence.		
Gee Ess Pee Land Developers Private Limited	-	15,000
Fratelli Wines Private Limited	1,79,097	6,39,065
x) Purchase of Shares:		
Related parties where control exists		
Tinna Rubber and Infrastructure Limited (Holding Company)	-	6,18,59,070
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	86,31,441	2,53,26,892
xi) Remuneration:		
Key Management Personnel		
Mr. Gaurav Sekhri*	79,25,740	83,90,000
Monika Gupta (Company Secretary)	6,32,016	5,57,000
* The remuneration payable to Mr. Gaurav Sekhri is as per limits specified in Schedule V of the Companies Act, 2013 and was duly approved by shareholders at the Extra Ordinary General Meeting of Tinna Trade Limited held at the registered office of the Company on 7th Day of August, 2014.		
xii) Sales of Goods:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
TP Buildtech Private Limited (including Foreign exchange fluctuation(net))	-	2,03,87,030
xiii) Fixed Assets Purchase:		
Enterprises in which KMP and relatives of KMP exercise significant influence.		
S S Horticulture Private Limited	-	10,00,000
xiv) Services Received:		
Related parties where control exists:		
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	-	10,00,000
Handling and C&F charges (Net of Service tax)	1,26,70,666	91,63,967
xv) Services Provided:		
Related parties where control exists:		
B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)	-	-
Service Agency Income	7,59,685	-



xvi) Corporate Guarantee taken:

Related parties where control exists:

Tinna Rubber and Infrastructure Limited (Holding Company)

13,26,65,800

17,10,00,000

As at March-31-
2016

As at March-31-
2015

(C) Balance at the year end

(i) Amount Receivable:

Related parties where control exists

Tinna Rubber and Infrastructure Limited (Holding Company)

-

2,68,507

Enterprises in which KMP and relatives of KMP exercise significant influence.

TP Buildtech Private Limited

-

1,11,87,030

Kriti Estates Private Limited

-

2,53,91,106

Fratelli Wines Private Limited

2,23,377

-

(ii) Amount Payable:

Related parties where control exists

B.G.K. Infrastructure Developers Private Limited (Subsidiary Company)

27,60,834

7,65,377

Key Management personnel

Monika Gupta (Company Secretary)

-

13,873

7 Operating Lease

The Company has entered into cancellable lease transactions mainly for office and godown premises for the period 11 months. Normally there are renewal and escalation clauses in these contracts. Total lease rent recognised by the Company during the year is Rs. 2,32,92,729/- (previous year Rs. 1,90,36,611/-).

8 Insurance Claim Receivable

There was a loss incurred during the year on account of water damaged yellow peas under Bill of lading no 03 and 10 both dated 10.5.2015 (A/C Vessel MV Ultra Saskatoon), the survey in respect of which was carried out at Kolkata port on 2.8.2015(1 st leg), 10.08.2015 and 11.8.15 (2nd leg) 25.8.2015 and 26.8.2015 (3rd leg). As per the survey report, the estimated loss incurred upto 31st March, 2016 amounting to Rs. 87,08,254/- has been debited to Insurance Claim Receivable Account which has been worked out after taking salvage value in account. Settlement of the Insurance Claim is under process and necessary entries would be passed on final settlement of Insurance claim.

9 Corporate Social Responsibility

As per the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, every company, which either has a net worth of Rs 500 crore or a turnover of Rs 1,000 crore or net profit of Rs 5 crore, during any financial year (i.e. any of the three preceding financial years) needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility activities. Therefore in accordance with the said provisions, the Company has made the provision of Rs.8,74,166/- towards Corporate Social Responsibility to be spent on the prescribed activities under the Corporate Social Responsibility guidelines. The total unspent amount as on 31st March, 2016 is Rs.13,32,325/-

10 Disclosure required under Section 186(4) of the Companies Act, 2013

a) Particulars of Loan Given:

Sl. No.	Name of Entity	Loan Given	Outstanding Balance (Including interest)	Purpose
1	Kriti Estates Private Limited (Rate of Interest 13.5% p.a)	13,27,00,000	Nil	General Corporate Purpose

b) Particulars of Investment made:

Sl. No.	Name of Investee	Investment made during the period	Outstanding Balance of investments as on 31.03.2016
1	B.G.K. Infrastructure Developers Private Limited 7019690/- (50.90%) (Previous Year 6387250/- (50.40%)) equity shares of Rs. 10/-	Rs. 86,31,441.00	Rs. 9,63,94,431.50

11 Earning Per Share

a) Calculation of weighted average number of Equity Shares of Rs.10 each

Equity shares outstanding at the beginning of the year

50,00,000

50,00,000

Equity shares outstanding at the end of the year

50,00,000

50,00,000

Weighted average no. of equity shares outstanding during the year.

50,00,000

50,00,000

b) Net profit after tax available for equity shareholders

2,62,13,829

25,90,643

c) Basic and diluted earning per share

5.24

0.52

12 a) In the opinion of the Board, any of the assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.



- b) Balance of Trade Payable, other current liabilities, long and short term advances, other non-current and current assets and trade receivable are subject to reconciliation and confirmations.

13 Unexpired foreign currency exposure and foreign exchange forward contracts

- a) Derivative instruments outstanding as at 31st March 2016 are as under:

	3	4
No. of Contracts		
Notional amount of forward contracts in foreign currency (USD)	26,16,900	24,75,000
Rupee equivalent	17,35,86,566	15,64,86,063

- b) Unhedged foreign currency exposures as at 31st March, 2016 are as under:

Import Trade Payables		
Foreign currency (USD)	64,56,769	72,19,007
Local Currency	42,82,96,204	45,18,43,447
Import Other Payables		
Foreign currency (USD)	1,21,573	-
Local Currency	80,64,300	-
Buyer Credit		
Foreign currency (USD)	15,54,610	49,82,773
Local Currency	10,31,21,779	31,18,75,778
Interest Payable		
Foreign currency (USD)	1,706	4,974
Local Currency	1,13,165	3,11,333
Export Trade Receivables		
Foreign currency (USD)	1,06,577	1,00,556
Local Currency	70,69,562	62,93,880
Other Receivables/ Advances		
Foreign currency (USD)	56,064	12,380
Local Currency	37,18,911	7,74,874
Bank Accounts (EEFC)		
Foreign currency (USD)	5,352	27,140
Local Currency	3,54,981	16,98,715

14 Earnings in foreign currency

Particulars		
Export sales	-	13,85,68,222
Commission	3,27,30,026	2,38,66,890
Contract settlement (Net of Expenses)	-	7,30,745
Reimbursement of Expenses (Libero)	35,01,422	28,53,359
Others (Dispatch Earn & Handling)	45,33,485	14,21,495
	<u>4,07,64,933</u>	<u>16,74,40,710</u>

15 Expenditure in foreign currency

Foreign travelling	27,43,669	14,31,259
Interest expense	22,29,524	28,85,485
Contract settlement (Net of Income)	33,74,765	-
Others (Rebate, Shortage & Demurrage)	1,28,10,578	78,61,218
	<u>2,12,58,536</u>	<u>1,21,77,962</u>

16 CIF Value of imports

Traded goods	2,44,19,78,230	1,92,61,75,446
	<u>2,44,19,78,230</u>	<u>1,92,61,75,446</u>

- 17 Figures of the previous year have been regrouped /reclassified /rearranged wherever necessary, to make them comparable with current year figures.

Notes 1 to 29 forms integral part of the Financial Statements

"As per our report of even date"

For V. R. BANSAL & ASSOCIATES

Chartered Accountants
Firm Registration No.016534N

RAJAN BANSAL
(Partner)
M. No. 93591



Place : New Delhi
Dated : 27-05-2016

For and on behalf of the Board of Directors

GAURAV SEKHRI
(Director)
DIN 00090676



KAPIL SEKHRI
(Director)
DIN 00090771

MONIKA GUPTA
(Company Secretary)
Membership No. FCS-8015