SVC INDUSTRIES LIMITED

(Formerly known as SVC SUPERCHEM LTD)

Regd. Off.: 301, A-1, Shubham Centre, Near Holy Family Church, 491, Cardinal Gracious Road, Andheri (East), Mumbai 400 099
Tel.: +91-(22)-2832 4296 / 2821 5078 • E-mail svcindustriesltd@gmail.com • Website: www.svcindustriesltd.com
CIN: L15100MH1989PLC053232

08th September, 2020

To,
BSE Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Scrip Code: 524488.

Subject: Submission of Annual Report for the Financial Year 2019-20.
Ref: Regulation 34 (1) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

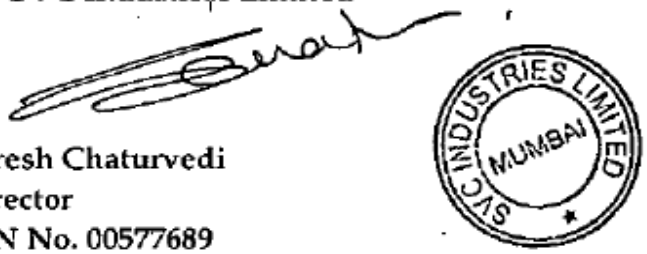
Dear Sir/ Madam,

Pursuant to the above mentioned regulation we are hereby enclosing Annual Report for the Financial Year 2019-20 together with the Notice of 29th Annual General Meeting of the Company to be held on Monday, September 28, 2020 at 11:30 am through Video Conferencing / other audio visual means ("VC/OAVM") facility.

This is for your information and records.

Thanking you,

Yours faithfully
For SVC Industries Limited



Suresh Chaturvedi
Director
DIN No. 00577689



SVC INDUSTRIES LIMITED

ANNUAL REPORT 2019-2020

SVC INDUSTRIES LIMITED

Corporate Information

BOARD OF DIRECTORS :

Mr. Suresh V. Chaturvedi, Promoter Director
(DIN-00577689)

Mr. I.G. Mehrotra, Non – Executive & Independent Director
(DIN – 00579544)

Ms. Abha Ravi, Non-Executive & Independent Director
(DIN- 07127554)

BOARD COMMITTEES :

AUDIT COMMITTEE:

Mr. I.G. Mehrotra - Chairman
Ms. Abha Ravi - Member
Mr. Suresh V. Chaturvedi - Member

STAKEHOLDERS RELATIONSHIP COMMITTEE:

Mr. Suresh V. Chaturvedi - Chairman
Ms. Abha Ravi - Member
Mr. I.G. Mehrotra - Member

NOMINATION AND REMUNERATION COMMITTEE:

Mr. I.G. Mehrotra - Chairman
Ms. Abha Ravi - Member
Mr. Suresh V. Chaturvedi - Member

CHIEF FINANCIAL OFFICER:

Mr. Sanjay Agarwal

COMPANY SECRETARY:

Mohd. Faiyaz Mansuri (up to 14.07.2019)
Prathamesh Sonsurkar (23.09.2020 to 21.01.2020)

STATUTORY AUDITORS :

M/s. Chaturvedi SK & Fellows
Chartered Accountants
402, Dev Plaza, S.V. Road, Andheri West,
Mumbai - 400 058

REGISTERED OFFICE:

301, 3rd Floor, Shubham Centre-1, 3rd Floor,
491, Cardinal Gracious Road,
Andheri (East), Mumbai - 400 099.

SITE :

Chhata Barsana Road, Chhata,
Dist. - Mathura,
Uttar Pradesh - 281 401.

REGISTRAR AND TRANSFER AGENT :

Sharex Dynamic India Pvt. Ltd.
Branch Off: C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai-400083.
Phone:(022) 28515606, 28515644
Email:sharexindia@vsnl.com
Website: www.sharexindia.com

LISTING OF EQUITY SHARES :

BSE Limited,
Phiroze Jeejeebhoy Tower,
Mumbai - 400 021.

BSE STOCK CODE - 524488

INVESTOR EMAIL ID :
svcindustriesltd@gmail.com

CORPORATE IDENTITY NUMBER :
L15100MH1989PLC053232

SECRETARIAL AUDITOR
Ranjeet Kumar Sharma & Associates

WEBSITE :
www.svcindustriesltd.com

NOTICE

NOTICE is hereby given that the 29th Annual General Meeting of the Members of **SVC Industries Limited** will be held on Monday 28th September, 2020 at 11:30a.m. through Video Conference (VC) and Other Audio Visual Means (OAVM) for which purpose the Registered office of the Company at 301, Shubham Centre-1, 491, Cardinal Gracias Road, Andheri (East), Mumbai – 400 099 shall be deemed as the venue for the meeting and the proceedings of the AGM shall be deemed to be made there at to transact the following business: -

ORDINARY BUSINESS: -

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended 31st March, 2020 and the reports of the Board of Directors' and Statutory Auditors' thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended on 31st March, 2020 and the report of Auditors thereon.

2. To appoint a Director in place of Mr. Suresh V. Chaturvedi (DIN 00577689), who retires by rotation and being eligible, offers him self for reappointment.

SPECIAL BUSINESS: -

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

   "**RESOLVED THAT** pursuant to the provision of section 149, 152 read with schedule "IV and" any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Ms. Abha Ravi (holding DIN 07127554), Director of the Company who was appointed as an Independent Director at the Board Meeting held on 25th July, 2020 and in respect of whom the Company has received recommendation from the Nomination and Remuneration Committee and as approved by the Board of Directors at its Board Meeting proposing her candidature for the office of Director be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 years consecutive years on the Board of the Company up to 24th July, 2025."

By Order of the Board of Directors
For **SVC Industries Limited**

Suresh V. Chaturvedi
Director

Place: Mumbai
Date: 28th August, 2020

NOTES:

1. In view of massive outbreak of COVID-19 pandemic, social distancing norms and restrictions on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively (collectively referred to as 'MCA Circulars') issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ('SEBI Circular') permitted the holding of the Annual General Meeting ('AGM') through VC / OAVM, without the physical presence of the Members. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circular, the AGM of the Company is being held through VC / OAVM which does not require physical presence of members at a common venue. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

2. An Explanatory Statement, pursuant to Section 102(1) of the Act, relating to special business set out under Item Nos. 3, of the accompanying Notice are annexed hereto. A statement providing additional details of the Director along with brief profile who are seeking appointment/ re-appointment as set out at Item No. 2 of the Notice is annexed herewith as per Regulation 36 of the Listing Regulations, as amended and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

4. The register of members and share transfer books will remain closed from 22nd September, 2020 to 28th September, 2020 (both days inclusive) for the purpose of ascertaining the Shareholders attending the AGM.

5. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut off date of 21st September, 2020.

6. The Company's Statutory Auditors, M/s. Chaturvedi SK & Fellow were appointed as Statutory Auditors of the Company for a period of five (5) consecutive years at the AGM of the Members held on 1st July, 2017. Pursuant to the amendment made by the Companies (Amendment) Act, 2017, effective from May 7, 2018, it is no longer necessary to seek the ratification of the shareholders for continuance of the above appointment. Hence, the Company is not seeking the ratification of the shareholders for the appointment of the Statutory Auditors.

7. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

8. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA. Members holding shares in demat mode should file their nomination with their Depository Participants ('DPs') for availing this facility.

9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

10. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

11. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can only be transferred in demat form with effect from April 1, 2019, except in case of request for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holding to demat form. Members can contact the Company or RTA for assistance in this regard.

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Company's RTA - M/s Sharex Dynamic India Private Limited, Share Transfer Agent Limited having address at C-101, 247, Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, in case the shares are held in physical form.

13. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode.

14. PROCEDURE FOR INSPECTION OF DOCUMENTS:

a) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

b) All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to svcindustriesltd@gmail.com.

c) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Wednesday, 23rd September, 2020 through email on svcindustriesltd@gmail.com. The same will be replied by the Company suitably.

15. In compliance with the aforesaid MCA Circulars and SEBI Circular, the Notice calling AGM along with Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of the AGM and the Annual Report 2019-20 will also be available on the Company's website at www.svcindustriesltd.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

16. Members are requested to send all communications relating to shares and unclaimed dividends, change of address, bank details, email address etc. to the RTA at the following address:

Sharex Dynamic India Private Limited,
Share Transfer Agent Limited
C-101, 247, Park, L.B.S. Marg,
Vikhroli (West), Mumbai – 400 083

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective Dps.

17. Members may please note that SEBI has made PAN as the sole identification number for all participants transacting in the securities market, irrespective of the amount of such transactions. Members may please note that SEBI has also made it mandatory for submission of PAN in the following cases, viz. (i) Deletion of name of the deceased shareholder(s) (ii) Transmission of shares to the legal heir(s) and (iii) Transposition of shares. Members are requested to Register their PAN with their DPs, in case of shares held in demat form and RTA/ Company, in case of shares held in physical form, as directed by SEBI.

18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM.

20. Instructions for E-voting and joining the AGM are as follows:

The remote e-voting period begins on Friday, 25th September, 2020 at 09:00 A.M. and ends on Sunday, 27th September, 2020 at 05.00 P.M. The remote e-voting module shall be disabled for voting thereafter.

i. Members may also note that the Notice of the 29th Annual General Meeting and the Annual Report for 2019-20 will also be available on the Company's website www.svcindustriesltd.comfor their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering

for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: svcindustriesltd@gmail.com

ii. Instructions for Shareholders/Members to attend the Annual General Meeting through Insta Meet (VC/OAVM) are as under:

a) Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

b) Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time.

c) Shareholders/ Members will be provided with Insta Meet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

d) Open the internet browser and launch the URL for Insta Meet <<https://instameet.linkintime.co.in>> and register with your following details:

   a. DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16-digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company.
   b. PAN: Enter your 10-digit Permanent Account Number (PAN)
   c. Mobile No.
   d. Email ID

e) Click "Go to Meeting"

Note:
Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Share holders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting. Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - Tel : (022-49186175)

21. Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:

a) Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at (svcindustriesltd@gmail.com) from 22.09.2020, 9:00 am to 24.09.2020, 6:00 pm.

b) The first 15 Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

c) Shareholders/ Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at svcindustriesltd@gmail.com. The same will be replied by the company suitably.

Note:
Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting. Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

22. Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

(I) On the Shareholders VC page, click on the link for e-Voting "Cast your vote".

(ii) Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on '**Submit**'.

(iii) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

(iv) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.

   a. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

(v) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.

(vi) Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting. In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - Tel: (022-49186175)

23. Ranjeet Kumar & Associates, a practising Company Secretary (Certificate of Practice 13241) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

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

25. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.svcindustriesltd.com.

26. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.

27. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their E-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their Email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at www.svcindustriesltd.com. Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

By Order of the Board of Directors
For **SVC Industries Limited**

Suresh V. Chaturvedi
Director
Date: 28th August, 2020

EXPLANATORY STATEMENT

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, set out the material facts relating to the business mentioned in the accompanying notice dated 14th August, 2020

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

Re-appointment by Rotation of Mr. Suresh V. Chaturvedi (Item No. 2)

Name of the Director	Mr. Suresh V. Chaturvedi
Qualification	B.Com
Date of Appointment	29th August, 1989
Profile and expertise	Mr.Suresh V. Chaturvedi aged about 62 years is a non-executive director. He has over 40 years of rich experience in setting up of projects in sectors of Power Generation, PTA, TPE Sugar and Pharmaceuticals and Dairy
Directorship held in other companies	Chaturvedi Engineering and Trading Pvt. Ltd SVC Growth Fund Private Limited Krishna Advisors Private Limited
Committee position held in other companies	Nil
Shareholding (No. of equity shares)	41,92,000

Appointment of Ms. Abha Ravi as Independent Director (Item No. 3)

Abha Ravi is a Non-Executive Director of the Company. She was appointed as the Additional Director at the Board meeting w.e.f 25th March, 2015. The appointment was approved by the shareholders at the 24th Annual General Meeting held on 28th September, 2015.

She has completed Diploma in Occupational Therapy with Master's in Arts specializing in Political Science. She has worked as Senior Occupational Therapist in Irwing Hosiptal and Deen Dayal Upadhayaya Hospital.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors has recommended appointment of Ms. Abha Ravi as Independent Director for a second term of 5 (five) consecutive years on the Board of the Company. The Board bases on the performance evaluation of Independent Directors as per the recommendations of the Nomination and Remuneration Committee, considers that given this background and experience and contributions made by him during his tenure, the continued association of Ms. Abha Ravi would be beneficial to the Company and it is desirable to continue to avail her services as Independent Director. Accordingly, it is proposed to appoint Ms. Abha Ravi as Independent Directors of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the Board of the Company.

Section 149 of the Companies Act, 2013 and the provisions of the securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") *inter alia* prescribe that an independent Director of the Company shall meet the criteria of independence as provided in Section 149 (6) of the Companies Act, 2013.

Section 149(10) of the Act provides that an independent director shall hold office for a term of up to five consecutive years on the Board and shall be eligible for re-appointment on passing a special resolution by the company and disclosure of such appointment in its Board's report. Section 149(11) provides that an independent director may hold office for up to two consecutive terms. Ms. Abha Ravi is not disqualified from being appointed as Director in terms of Section 164 of the Act and have given her consent to act as Directors.

The Company has also received declarations from Ms. Abha Ravi that she meet with thecriteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Listing Regulations. In the opinion of the Board, Ms. Abha Ravi fulfil the conditions for appointment as Independent Director as specified in the Companies Act, 2013 and the Listing Regulations.

Details of Directors whose appointment as Independent Directors is proposed at Item No. 3 is provided pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of appointment of Ms. Abha Ravi setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

Ms. Abha Ravi is interested in the resolutions set out respectively at item No. 3 to Notice with regard to her appointment. The relatives of Ms. Abha Ravi may be deemed to be interested in the respective resolutions to the extent of her shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Special Resolutions set out at Item No. 3of the Notice for approval by the members.

DIRECTORS' REPORT

TO THE MEMBERS

Your Directors present the 29th Annual Report together with the Audited Statement of Accounts of the Company for the financial year ended 31st March, 2020.

FINANCIAL RESULTS:

(Rs. in Lakh)

Particulars	2019-20	2018-19
Revenue from Operations	13.50	4.50
Other Income	32.20	187.94
Total Income	45.70	192.44
Expenditure	(336.66)	(600.14)
Loss due to Assets Discarded	00	(3407.58)
Profit / Loss Before Tax	(290.96)	(3815.28)
Other Comprehensive Income	00	Nil
Total Comprehensive Income (Net of Tax)	(290.96)	(3815.28)

The Ministry of Corporate Affairs ('MCA') has notified the mandatory adoption of Indian Accounting Standards (Ind-AS) by all companies other than Insurance Companies, Banking companies and Non-Banking Finance companies.

DIVIDEND:

Your Directors have not recommended any dividend on equity shares for the year as there is no profit in the year.

STATE OF COMPANY'S AFFAIRS:

The Strategic Investor of the Company has received a proposal for setting up of Mega Food Park as provided under the Mega Food Park Scheme Guidelines issued by Ministry of Food Processing Industries, Government of India. Strategic Investor of the Company has received "Final" approval on dated 28.01.2019 of the competent Authority for establishment of Mega Food Park at Village Bhadawal, Chhatta, Chatta-Barsana Road, District Mathura, Uttar Pradesh. The primary object these guidelines is to provide modern infrastructure facilities for the food processing along the value chain from the farm to the market. It will include creation of the processing infrastructure near the farm, transportation, logistic and centralized processing centers. This scheme aims to facilitate the establishment of a strong food processing industry backed by an efficient supply chain, which include collection centers, primary processing centers and cold chain infrastructure. The food processing units, under the scheme, would be located at a Central Processing Centre with need based common infrastructure required for processing, packaging, environmental protection systems, quality control labs, etc. The Food Park to be completed within 30 months from the date of final approval by MOFPI (Ministry of Food Processing Industry)

The Company has lease 57.42 acres of land for 76 years to Nandvan Mega Food Park Private Ltd. (SPV) its associate for food park. The Company shall get Rs. 57.42 crores in advance for the value of assets lease out as per Lease Agreement. The Company shall sell the infrastructure built or constructed on the above leased land in due course of time & period.

Due to delay on the part of State Government Authorities and Mathura Vrindavan Development Authority (MVDA) in granting requisite permission for the Food Park, the Ministry of Food Processing, Government of India has withdrawn its earlier permission for setting up of the Food Park on Company's land. The SPV has filed fresh application for licence for setting up the Food Park. In view of delay in implementation of this project due to regulatory reasons and also due to unforeseen Covid-19 pandemic, the SPV and the company have agreed to keep land lease agreement between them in abeyance until further clarity on the matter.

DETAILS OF SIGNIFICATION AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATIONS IN FUTURE:

In the year under review no material order has been passed by above said authorities impacting the going concerned status.

INTERNAL FINANCIAL CONTROL (IFC):

Your Company has a Management Assurance and Audit Department, which provides comprehensive audit coverage of functional areas and operations of the Company to examine the adequacy of and compliance with policies, procedures, statutory and regulatory requirements. Significant audit observations and follow up actions thereon are reported to the Audit Committee.

The Audit Committee reviews and evaluates adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. Management Assurance and Audit is an independent and objective assurance and consulting activity designed to add value and improve the Company's operations. Management Assurance and Audit function is accountable to the Board of Directors through the Chairman of the Audit Committee. Management Assurance and audit also assist the management in identifying operational opportunities for revenue leakage, cost savings and revenue enhancements; ensures working within the regulatory and statutory framework and facilitate early detection and prevention of frauds.

The Company has internal control system commensurate with the size, scale and complexity of its operation. The Company has appointed Mr. S.K. Khandelwal, Chartered Accountants as the Internal Auditor at a remuneration of Rs. 66,000/- p.a. in compliance with section 138 of the Companies Act, 2013. The scope of audit and the outcome of the audit are reviewed by Audit Committee at regular interval.

FIXED DEPOSITS:

We have not accepted any fixed deposit and as such no amount of principal or interest was outstanding as on the date of balance sheet.

STATURORY AUDITORS:

M/s. Chaturvedi SK & Fellow, Chartered Accountants were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 1st July, 2017, for a term of five consecutive years i.e. upto the date of Annual General Meeting in 2021-22.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.

AUDITOR'S REPORT:

The observations by the Auditors in their report are self-explanatory and, in the opinion of the Board, do not require any further explanation.

SHARE CAPITAL:

At present we have only one class of shares i.e. equity shares of Rs. 10 each. Our authorized share capital is Rs. 170 Crores divided into 17 Crores equity shares of Rs. 10 each. The issued, subscribed and paid-up capital of the Company is Rs. 161.86 Crores as on March 31, 2020.

EXTRACT OF THE ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 is available on website www.svcindustriesltd@gmail.com.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION:

Your Company shall take sufficient care in the technical design of your Food Park to optimize the energy consumption to the maximum. However, the Company makes all efforts towards conservation of energy, protection of environment & ensuring safety.

FOREIGN EXCHANGE EARNINGS & OUTGO:

The Company has not utilized any foreign exchange and has not earned any foreign exchange during the financial year ended 31st March, 2020.

CORPORATE SOCIAL RESPONSIBILTIY :

The Provision with respect to Corporate Social Responsibility is not attracted to the Company as the Company is yet to commence the production.

CHANGE IN DIRECTORS AND KMP

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Suresh Chaturvedi (DIN 00577689), Director of the company retires by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. Details about Mr. Suresh Chaturvedi (DIN 00577689)is given in the Notice of the ensuring Annual General Meeting sent to the shareholders along with the Annual Report.

During the year, Mr. G.S. Dahotre, Dr. P.P. Shastri and Mr. Jaffar Imam resigned as the Director of the Company w.e.f. 05.11.2019, 13.01.2020 and 17.02.2020. Mohd Faiyaz Mansuri was appointed as the Company Secretary at the Board held on 18th April, 2019 and he also resigned from the Company w.e.f 14th July, 2019. Thereafter Mr. Prathamesh Sonsurkar was appointed as the Company Secretary at the Board Meeting held on 23.09.2019 and he also resigned as the Company Secretary w.e.f. 21.01.2020. As on date Company has Mr. Suresh Chaturvedi, Mr. I.G. Mehrotra and Ms. Abha Ravi as Directors of the Company.

DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY:

A declaration by an Independent Directors have been received stating that they meet the criteria of independence as provided in sub-section (6) of section 149 of the Companies Act, 2013. An independent director shall hold office for a maximum of two term of five consecutive years on the Board of a Company. The resolutions for appointment of the Independent Directors i.e. Ms. Abha Ravi is incorporated in the Notice to the Annual General Meeting for the approval of the shareholders.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:
During the year under review 6 Board Meetings and 4 Audit Committee Meetings were conveyed and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

MEETING OF INDEPENDENT DIRECTOR:
During the year 2019-20, a separate meeting of the Independent Directors was held on 23rd Sept., 2019 without the presence of the non-Independent Directors, in accordance with the provisions of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015.

AUDIT COMMITTEE:
The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

STAKEHOLDER RELATIONSHIP COMMITTEE:
Your Company believes that its members are amongst its most important stakeholder. The Stakeholder Relationship Committee of the Company consists of Mr. Suresh V. Chaturvedi as Chairman, Ms. Abha Ravi and Mr. I.G. Mehrotra. During the year under review, the Stakeholders Relationship Committee met for 13 times.

NOMINATION AND REMUNERATION COMMITTEE:
The Board has, on the recommendation of the Nomination and Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personal and their remuneration. The Nomination and Remuneration Committee consist of Mr. I.G. Mehrotra, Ms. Abha Ravi and Mr. Suresh V. Chaturvedi. This Committee has been constituted as per terms or provision of the Companies Act and under regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015. During the year under review the Committee met three times.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:
The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blower can raise concerns relating to Reportable Matters (as defined in the policy) such as breach of Code of Conduct, fraud, bribery, corruption, employee misconduct, illegality, health and& safety, environmental issues and was tage / misappropriation of bank funds/assets, etc. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides for adequate safe guards against victimization of Whistle Blower, who can avail such mechanism and has direct access to the Chairman of the Audit Committee, in exceptional cases.

The functioning of the Vigil Mechanismis reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board. The details of the Whistle Blower Policy are available on the website of the Company i.e. www.svcindustriesltd.com

CONTRACT / ARRANGEMENT WITH RELATED PARTIES:
All related party transactions that were entered during the financial year were in ordinary course of the business of the company and were on arm's length basis. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have potential conflict with the interest of the Company. The policy on materiality of Related Party Transactions is uploaded on the website of the company.

RISK MANAGEMENT:
Your Company has an elaborate Risk Management Framework, which is designed to enable risks to be identified, assessed and mitigated appropriately. The Board is entrusted with the responsibility to assist in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risks that the organization faces such as financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place, capable of addressing those risks.

INTERNAL FINANCIAL CONTROLS:
The Company has in place adequate internal financial controls, with reference to financial statement. It has established an integrated framework for managing risks and internal controls. The internal financial controls have been documented and embedded in the business processes. Such controls have been assessed during the year under review and were operating effectively.

MANAGERIAL REMUNERATION:
In order to control expenses as advised by the shareholders in the earlier Annual General Meeting, the Company appointed Mr. Sanjay Agarwal, Chief Financial Officer of the Company as the Manager under the Companies Act, 2013 in compliance with the Companies Act, 2013.

There is no employee covered pursuant to section 197 read with rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence no particulars are given.

SECRETARIAL AUDIT REPORT:
Pursuant to provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Ranjeet Kumar Sharma & Associates, a practicing Company Secretaries in practice to undertake the Secretarial Audit of the Company. The report of the Secretarial Audit is annexed herewith as **"Annexure B"**.

SECRETARIAL COMPLINACE REPORT:
While the Annual Secretarial Audit shall cover a broad check on compliance with all laws applicable to the entity, listed entities shall additionally, on an annual basis, require a check by the Company Secretary in Practice on compliance of all applicable the SEBI Regulations and circulars / guidelines issued there under, consequent to which, the Company Secretary in Practice shall submit a report to the listed entity in the manner specified in the SEBI Circular No. CIR / CFD / CMD1 / 27/2019 dated February 08,

2019. Your Company has appointed Ranjeet Kumar Sharma & Associates, a practicing Company Secretaries in practice to give Secretarial Compliance Report of the Company. The report of the Secretarial Audit is annexed herewith as **"Annexure C**".

MANAGEMENT, DISCUSSION AND ANALYSIS:
Separate section on Management, discussion and analysis forming part of the Directors' report is annexure as **Annexure "D"**.

FRAUD REPORTING:
During the year under review the Company has not reported fraud of any nature to the Audit Committee or Board.

DIRECTORS' RESPONSIBILITY STATEMENT:
As required u/s 134 (5) of the Companies Act, 2013, the Directors confirm that;

i. In the preparation of the annual accounts for the year ended 31st March 2020, the applicable accounting standards have been followed along with explanation relating to material departures;
ii. They have selected such accounting policies and applied them consistently except for the non-provision of interest on all secured loans as mentioned in Note No. 29 forming part of the Balance Sheet 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 as on 31st March 2020;
III. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
IV. The Directors have prepared the annual accounts for the financial year ended 31st March, 2020 on a going concern basis.
V. They have laid down 'internal financial controls' to be followed by the Company and that such internal financial control are adequate and were operating effectively.
VI. 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.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

CORPORATE GOVERNANCE:
The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance, in terms of Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. A separate report on Corporate Governance is being incorporated as a part of the Annual Report along with a certificate from the Auditors of the Company regarding Compliance of the conditions of Corporate Governance which is annexed to the Directors' Report.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT:
As directed by the Securities and Exchange Board of India (Depositories and participants) Regulations,1996, Reconciliation of Share Capital is being carried out at the specified periodicity by the practicing Company Secretary. The findings of the Reconciliation of Share Capital Audit are regularly taken at the Board Meeting, besides submitting it to the BSE Limited.

CODE OF CONDUCT:
The Board has adopted, the Code of Ethics and Business for the Non-Executive Directors as also for the employees and other members of Senior Management. The said code has been communicated to all the Directors and Members of the Senior Management. Board members and senior management personnel have affirmed compliance with the Code for the financial year 2019-20.

CEO / CFO CERTIFICATION:
As there is no CEO in the Company, CFO of the Company have certified to the Board of Directors, inter alia, the accuracy of financial statements and adequacy of internal controls for the financial reporting as required under Regulation 17(8) of the Listing Regulations for the year ended 31stMarch, 2020.

INSIDER TRADING:
The Company has adopted a Code of Conduct for Prevention of Insider Trading in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulations, 2015and Companies Act, 2013 with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares beyond threshold limits. Further, it prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

The disclosures obtained under the code are submitted to the BSE Limited, from time to time. The Company regularly follows the system of Share Trading Window mechanism as per the Insider Regulation.

DEMATERIALISATION OF SHARES:
As part of its efforts to provide better investor services, your Company has admitted its equity in the Depository System of the National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) since 07.03.2000 and 23.03.2000 respectively and has offered investors the facility to hold the shares in electronic form and enter into script less trades. Your Company has always paid utmost attention to improve investor's relationship. As on 31st March, 2020 approximately 87.79 % of the total shares of the Company has already been dematerialized.

ACKNOWLEDGEMENT:

Your Directors would like to place on record their sincere thanks for the co-operation and support received from various agencies of the Central and State Governments, all Shareholders and Creditors.

Your Directors also take this opportunity to place on record their appreciation of the dedication and sense of commitment shown by the officers and employees of the Company at all levels.

For and on behalf of the Board

Suresh V. Chaturvedi
Director

Place: Mumbai.
Date:28thAugust, 2020

ANNEXURE –"B"
Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To
The Members,
SVC Industries Limited,
301, Shubham Centre,
491 Cardinal Gracias Road,
Andheri (East),
Mumbai – 400 099.

I have conducted the Audit secretarial of the compliance of applicable statutory provisions and the adherence to good corporate practices by SVC Industries 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 Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

a) Default in payment of interest and redemption of Non-Convertible Debentures on due date continues during the audit period also.

b) Default in repayment of secured loan to the Banks and Financial Institutions are continues during the period also.

c) Company Secretary Mr. Prathamesh Sonsur karwas Company Secretary and Compliance Officer of the Company from 23.09.2020 to 21.01.2020. Company has initiated the process for appointing a suitable replacement.

d) Shareholding patter from the quarter ended 31.03.2020 not yet submitted and Company has received Notice from BSE Limited regarding non appointment of CS and Delay in submitting the share capital audit report for the quarter ended 31.03.2020. The Company has written letter requesting for additional time for complying with the requirement.

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings - provisions of Overseas Direct Investment and External Commercial Borrowings are not applicable.

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

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - Not applicable as the Company has not issued any shares during the year under review;

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 / Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (effective 28th October 2014) - Not applicable as the Company has not issued any shares/options to directors/employees under the said guidelines / regulations during the year under review;

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities which were listed during the year under review;

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - Not applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the year under review;

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 – Not applicable as the Company has not delisted / propose to delist its equity shares from any Stock Exchange during the year under review; and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not applicable as the Company has not bought back or propose to buy-back any of its securities during the year under review.

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

(I) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and made effective 1st July, 2015).

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

For **Ranjeetkumar Sharma & Associates**
Company Secretaries

Ranjeet Sharma
Proprietor
Place: Mumbai C.P. No.: 13241
Date: 28th August, 2020

ANNEXURE –"C"

SECRETARIAL COMPLIANCE REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2020

[Pursuant toSEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial compliance report of SVC Industries Limited for the year ended 31/03/2020

i, Ranjeet Sharma have examined:

a) all the documents and records made available to us and explanation provided by SVCIndustries Limited ("the listed entity"),
b) the filings/ submissions made by the listed entity to the stock exchanges,
c) website of the listed entity,
d) any other document/ filing, as may be relevant, which has been relied upon to make this certification for the year ended 31st March, 2020 ("Review Period") in respect of compliance with the provisions of :

a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, includes:-

a. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)Regulations, 2015;

b. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

c. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)Regulations, 2011;

d. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008;

g. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;

h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

I. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

Based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except for the following:

Sr.	Compliance Requirement	Deviation	Observation
1	Reconciliation of share capital Audit Report for the quarter ended 31.03.2020	Delay in submission to BSE Limited	Submitted on 28.08.2020
2	Compliance Officer (Regulation 6(1) of LODR	Company does not have the compliance officer.	Company has initiated processing for recruiting a compliance office.
3	Corporate Governance Report (Regulations 27 (2) of LODR	Delay in submission	The report was submitted on 23.05.2020
4	Compliance Certificate (Regulation 74 (5) of SEBI Depository and Participants) Regulations 2015	Delay in submission	The report was submitted on 23.07.2020

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

For **Ranjeetkumar Sharma & Associates**
Company Secretaries

Ranjeet Sharma
Proprietor
Place: Mumbai C.P. No.: 13241
Date: 28th August, 2020

ANNEXURE –"D"

REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

OPPORTUNITY AND THREAT

Company's Plant under construction has been under shut down since September, 2000 and with the passage of time and in the absence of any operation since then, the corrosion is taking place in the Plant due to climatic and cyclonic conditions in the area. During the year, provision of Ind AS became applicable to the Company and thus the Company has decided to adopt for fair valuation of Property Plant &Equipment as at 01.04.2016. On the basis of valuation from reputed valuer the plant and equipment under construction of the Company were fair valued and a loss of Rs. 688.07 crore was provided on transition to Ind AS .

Further during the year the Company has approached various agencies for advice to utilise the plant under construction for alternative uses however Technical Advisor has given health assessment report of the plant and has categorially stated that if the Company tries to repair the equipment after some inspections, it will not be possible to guarantee overall safety & reliability of high pressure equipment for hazardous plant operation. He stated that it is not considered safe to operate the equipment in Company's plants & offsite facilities at this stage and concluded that Company's plant and equipment under construction are not considered fit for operation and hence should be discarded. Accordingly company has discarded / disposed off the plant.

Further, the Strategic Investor of the Company has received a proposal for setting up of Mega Food Park as provided under the Mega Food Park Scheme Guidelines issued by Ministry of Food Processing Industries, Government of India. Strategic Investor of the Company has received "Final" approval on dated 28.01.2019 of the competent Authority for establishment of Mega Food Park at Village Bhadawal, Chhatta, Chatta-Barsana Road, District Mathura, Uttar Pradesh.

Due to delay on the part of State Government Authorities and Mathura Vrindavan Development Authority (MVDA) in granting requisite permission for the Food Park, the Ministry of Food Processing, Government of India has withdrawn its earlier permission for setting up of the Food Park on Company's land. The SPV has filed fresh application for licence for setting up the Food Park. In view of delay in implementation of this project due to regulatory reasons and also due to unforeseen Covid-19 pandemic, the SPV and the company have agreed to keep land lease agreement between them in abeyance until clarity in the matter.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established an appropriate system of internal control to ensure that there exist a proper control over all the transactions and that all its assets are properly safeguarded and not exposed to risk arising out of unauthorized use or disposal.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Relation with the employees remained cordial in general throughout the year. As on 31st March, 2020 employee strength has been reduced to bare minimum requirement in view of non-operation of the plant.

For and on behalf of the Board

Suresh V. Chaturvedi
Director

Place: Mumbai.
Date:28th August,2020

REPORT ON CORPORATE GOVERNANCE

The Company has complied fully with all the mandatory requirements of Corporate Governance in all material aspects pursuant to Regulation 34 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance for the financial year ended 31st March, 2019is given below: -

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company firmly believes in transparency in its dealings and lays emphasis on integrity and regulatory compliance, which aims to maximize employee and shareholder value. The salient features of the philosophy on Company's Corporate Governance hinges upon transparency and ethical practices in professional working environment conducive to optimal performance with focus on achieving shareholder's long-term value growth through Service, Values & Commitment. As shareholders across the globe evince keen interest in the practice and performance of Companies, Corporate Governance has emerged on the centre stage. The Company is committed to good governance practices that create long term sustainable shareholder value.

2. BOARD OF DIRECTORS

a) Composition: [as on 31st March, 2020]
The strength of the Board is three Directors. The Board comprises of Non-Executive and Independent Directors as under:

(i) 2 Non-Executive Independent Directors,

(ii) 1 Promoter Non-Executive Director.

The Non-Executive Directors bring independent judgments in the Board's deliberations and decisions.

d) Attendance of each Director at the Board Meeting, AGM and other Directorships/Memberships of Committees:

During the period under report, 6 Board Meetings were held on 18.04.2019, 15.05.2019, 07.08.2019, 23.09.2020,11.11.2019 and 14.02.2020

Name of Directors	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM	Other Directorship	Membership/ Chairmanship of Committees of Board.
Mr. Suresh V. Chaturvedi	Promoter Director, Non-Executive	6 / 6	Present	3	Chairman of Stakeholders Relationship Committee, Member of Nomination and Remuneration Committee and Member of Audit Committee
Mr. G. S. Dahotre	Independent Non-Executive	2 / 4	Present	Nil	
Mr. Jaffar Imam	Independent Non-Executive	5 / 6	Present	Nil	
Mr. I. G. Mehrotra	Independent Non-Executive	6 / 6	Present	1	Chairman of Audit Committee, Member of Nomination and Remuneration Committee and Member of Audit Committee
Dr. P.P. Shastri	Independent Non-Executive	5 / 5	Present	1	
Ms. Abha Ravi	Independent Non-Executive	2 / 6	Present	Nil	Nil

* Mr. G.S. Dahote resiged on 05.11.2019, Dr. P.P. Shastri resigned on 13.01.2020 and Mr. Jaffar Imam resigned on 17.02.2020

As at 31st March, 2020, in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company's Board of Directors comprisesof 3 directors headed by Mr. Suresh V. Chaturvedi, Non-executive Director, acting as Chairman, out of which 2 are independent directors. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies and where any Independent Director is serving as whole time director in any listed company, such director is not serving as Independent Director in more than three listed companies. The Company issued letter of appointment to all the Independent Directors as per Schedule IV to the Companies Act, 2013 and the terms and conditions of their appointment have been disclosed on the website of the Company (www.svcIndustriesltd.com).

3. AUDIT COMMITTEE:

The Company has a qualified and independent Audit Committee comprising of three Non-Executive Independent Directors. The Terms of Reference of the Committee are in consonance with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee comprises of three members, these are Mr. I.G. Mehrotra as Chairman, Ms. Abha Ravi and Mr. Suresh V. Chaturvedi as Members.

The role of the committee shall, inter-alia, includes the following:

I. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

ii. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

iv. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013

b) Changes, if any, in accounting policies and practices and reasons for the same

c) Major accounting entries involving estimates based on the exercise of judgment by management

d) Significant adjustments made in the financial statements arising out of audit findings

e) Compliance with listing and other legal requirements relating to financial statements.

f) Disclosure of any related party transactions

g) Modified opinion in the draft audit report

v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

vii. Review and monitor the auditor's independence and performance, and effectiveness of audit process;

viii. Approval or any subsequent modification of transactions of the company with related parties;

ix. Scrutiny of inter-corporate loans and investments;

x. Valuation of undertakings or assets of the company, wherever it is necessary;

xi. Evaluation of internal financial controls and risk management systems;

xii. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

xiv. Discussion with internal auditors of any significant findings and follow up there on;

xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

xvi. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

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

xviii. To review the functioning of the Whistle Blower mechanism;

xix. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate.

xx. Carrying out any other function as it is mentioned in the reference of the Audit Committee.

During the period under report, 4 meetings of the Audit Committee were held on 15.05.2019, 07.08.2019, 11.11.2019 and 14.02.2020.Audit Committee was re-constituted after the Resignation of Mr. G.S. Dahotre (05.11.2019) by inducting Mr. Jaffar Imam at the Board Meeting held on 11.11.2019, After Resignation of Dr. P.P. Shastri (13.01.2020), the Audit Committee was re-constituted by inducting of Ms. Abha Ravi at the Board Meeting held on 14.02.2020. After Resignation of Mr. Jaffar Imam the Audit Committee was re-constituted by induction of Mr. Suresh V. Chaturvedi at the Board Meeting held on 25.07.2020. The Committee consist of Mr. I.G. Mehrotra, Ms. Abha Ravi and Mr. Suresh V. Chaturvedi. The attendance of each member of the Committee at the meeting is as under:-

Name of Directors	Status	No. of meetings attended
Mr. G. S. Dahotre	Independent, Non -Executive	1 / 2
Mr. I.G. Mehrotra	Independent, Non -Executive	4 / 4
Dr. P.P. Shastri	Independent, Non -Executive	3 / 3
Mr. Jaffar Imam	Independent, Non -Executive	2 / 2
Ms. Abha Ravi	Independent, Non -Executive	1 / 1

4. STAKEHOLDER RELATIONSHIP COMMITTEE

In accordance with the requirement of Regulation 20 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015the Company has constituted Stakeholder Relationship Committee of the Board of Directors to specifically look into the redressal of grievances of the investors. The Committee deals with grievances relating to transfer of shares, non – receipt of Balances Sheet or dividend, complaint letters received from Stock Exchanges, SEBI etc. The Board of Directors has delegated power of approving transfer and transmission of share, issuing duplicate share certificate and name deletion to a Stakeholder Relationship Committee.

Stakeholder Relationship Committee was re-constituted after the Resignation of Mr. G.S. Dahote (05.11.2019) by inducting Ms.Abha Ravi at the Board Meeting held on 14.02.2020. After Resignation of Mr. Jaffar Imam (17.02.2020), the Stakeholder Relationship Committee was re-constituted by inducting Mr. I.G. Mehrotra at the Board Meeting held on 25.07.2020. Stakeholder Relationship Committee comprises of three members, i.e. Mr. Suresh Chaturvedi, Chairman, Mr. I.G. Mehrotra and Ms. Abha Ravi.

During the year ended 31st March, 2020, the Stakeholders Relationship Committee held its meeting for 13 times. The details of the members and their attendance are as follows:-

Name of Directors	No. of meetings attended
Mr. Suresh V. Chaturvedi	13
Mr. G. S. Dahotre	8
Mr. Jaffar Imam	13
Dr. P.P. Shastri	1

During the year no complaint was received from stakeholders and investors. The Company has acted upon all valid request for share transfer received during 2019-20 and no such share transfer is pending.

5. NOMINATION AND REMUNERATION COMMITTEE

After resignation of Mr. G.S Dahotre (05.11.2019) Ms. Abha Ravi was induced as the member of Nomination and Remuneration Committee at the Board Meeting held on 14.02.2020. After resignation of Mr. Jaffar Imam Mr. Suresh V. Chaturvedi was inducted as the Member of Nomination and Remuneration Committee. The Nomination and Remuneration Committee of the Company consists of Mr. I.G. MehrotraChairman, Ms. Abha Ravi, Member and Mr. Suresh V. Chaturvedi, Members. The meeting of Nomination and Remuneration Committee was held on 18.04.2019 and 23.09.2020.

Date of Meeting	Purpose
18.04.2019	To Recommend the appointment of Ms. Krttika Shah as Company Secretary to the Company
23.09.2019	To Recommend the appointment of Ms. Prathamesh Sonsurkar as Company Secretary to the Company

The role of the committee shall, inter-alia, includes the following:

a. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

b. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;

c. Devising a policy on Board of Directors

d. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.

6. CODE OF CONDUCT

The Company has in place a comprehensive Code of Conduct (the Code) applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. - Customer Value, Ownership Mind-set, Respect, Integrity, One Team and Excellence. A copy of the Code has been put on the Company's website (www.Industriesltd.com). The Code has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually.A declaration signed by the Company's CFO is published in this Report.

7. GENERAL BODY MEETINGS

Details of last three Annual General Meetings of the Company as follows:

Financial Year	Date	Time	Venue
2016-2017	01.07.2017	11.30 a.m	Indian Merchant Chambers (IMC), IMC Bldg., Churchgate, Mumbai – 400 020
2017-2018	08.09.2018	11:30 a.m.	
2018-2019	23.09.2019	11.30 a.m	

8. REMUNERATIONOF DIRECTORS

a) The details of sitting fees paid to Non-Executive Directors during the financial year ended 31st March, 2020 (excluding reimbursement of travel and other expenses) are given below:

Name of Directors	Sitting fees
Shri Suresh V. Chaturvedi	25,000
Shri Jaffar Imam	20,000
Shri G.S. Dahotre	5,000
Shri I.G Mehrotra	25,000
Dr. P.P. Shastri	20,000
Ms. Abha Ravi	5,000
TOTAL	1,00,000

9. DISCLOSURES

(a) During the year, there were no transactions of material nature with the Directors or the Management or relatives of the Directors of the Company, except as shown in note no. 33 regarding related party disclosures.
(b) The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and all other requirement under any other Acts and Regulations.
(a) The equity shares of Company are listed at BSE Limited and the Company has complied with all the applicable requirements of capital markets and no penalties or strictures have been imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during last three years.

9. MEANS OF COMMUNICATION

a) Financial Results:The quarterly, half-yearly and annual financial results of the Company are widely published in the leading newspapers such as Business Standard (English edition) and Pudhari(Marathi edition). The financial results are also filed with BSE Limited immediately after they are approved by the Board for dissemination. The financial results are posted on the website of the Company at www.svcindustriesltd.com immediately after sharing with BSE Limited.
b) Annual Reports: Annual Reports were emailed/posted to members and other entitled to receive them.
c) BSE Corporate compliance listing Centre: The shareholding pattern, Corporate Governance Report, Reconciliation of Share Capital Audit Report, financial Results and listing compliances are filed electronically on the listing Centre.

10. GENERAL SHAREHOLDERS' INFORMATION:

- **Annual General Meeting:**
- Date and time — 28th Sep, 2020 at 11.30 p.m. through video conference (VC) and other audio visual means (OAVM)
- **Book Closure dates**: 22.09.2020 (Tuesday) to 28.09.2020 (both days inclusive)
- **Equity Shares listed on Stock Ex:** BSE Limited ,Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021.
- **Registrar & Transfer Agent** M/s Sharex Dynamic (India) Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai - 400083
- **Stock Code:** **524488**

- **Market Price Data:**

Upper and lower price of Company's Equity Shares at Bombay Stock Exchange Limited.

Month(s)	Share Price		Month (s)	Share Price	
	High	Low		High	Low
April., 2019	0.76	0.76	Oct., 2019	1.80	1.24
May., 2019	0.86	0.76	Nov., 2019	1.28	0.88
June., 2019	1.59	0.90	Dec., 2019	1.00	0.80
July, 2019	2.21	1.62	Jan., 2020	1.10	0.68
Aug., 2019	1.94	1.52	Feb., 2020	1.38	0.96
Sept, 2019	2.14	1.45	March, 2020	1.44	1.28

Shareholding Pattern as on 31st March, 2020

Category	No. of Shares held	% of Shareholding
Promoters	6,93,04,637	42.49
Mutual Funds & UTI	39,600	00.03
Financial Institutions/ Banks/Insurance Co.	15,200	00.01
Corporate Bodies	1,40,71,682	08.63
Indian Public	7,83,38,834	48.03
NRIs / OCBs	12,60,654	00.77
Others	64,745	00.04
Total	16,30,95,352	100.00

Distribution of Shareholdings as on 31st March, 2020

Share/Debenture holding of Nominal Value Rs.	**Share/Debenture holders** Number	% to the total	**Shares / Debentures** No. of shares	% to Total
UPTO 1000	12774	15.66	1006337	00.62
1001 to 2000	25175	30.88	4872943	02.99
20001 to 5000	31377	38.49	12131902	07.44
5001 to 10000	6289	07.72	5332390	03.27
10001 to 50000	4469	05.48	11233840	06.89
50001 to 100000	729	00.89	5800990	03.56
100001 to 1000000	642	00.79	17043199	10.45
1000001 to Above	74	00.09	105673751	64.79
Total	81529	100	163095352	100

- **Share Transfer System**

Transfers of shares in physical form are lodged with the Company or Transfer Agents. Statements of transfer prepared by Registrar and transfer agent are reviewed by the Shareholders Relationship Committee and if in order, the transfers are approved once in fortnight. The shares duly transferred are sent to the transferee, which completes the transaction.

- **Dematerialization of Shares and liquidity**

The Company has signed Agreements with both the Depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited and the Shares of the company are available for de-materialization and are being traded in de-materialized form by shareholders w.e.f. 7.3.2000 and 23.3.2000. Shareholders of the Company are advised to avail the facility of electronic shares through dematerialization of physical script by opening an account with any of the recognized Depository Participants.

- **Investor's Correspondence**

(I) For transfer/ dematerialization of Shares — M/s. Sharex Dynamic (India) Pvt Ltd
C-101, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai- 400083.
(East), Mumbai – 400 072.
Tele: 28515606/28515644
Email: sharexindia@vsnl.com

Note: Shareholders holding shares in electronic mode should address all correspondence to their respective Depository Participants.

(ii) Any query on Annual Report — Secretarial Department
SVC Industries Ltd.
301, 3rd Floor, Shubham Centre-1,
491, Cardinal Gracias Road,Andheri
(East), Mumbai – 400 099
Email: svcindustriesltd@gmail.com
Phone: 022-28324296

CEO/ CFO Certification

To,
The Board of Directors,
SVC Industries Limited

The Chief Finance Officer of your Company certify to the Board of Directors that:

(a) We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violate of the company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) I have indicated to the auditors and the Audit committee

i. significant changes in internal control over financial reporting during the year;

ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

FOR SVC Industries Limited

Mr. Sanjay Agarwal
Chief Finance Officer

Place: Mumbai.
Date: 28th August, 2020

UNDER REGULATION 34 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
SVC Industries Limited

This is to confirm that the Company has adopted a Code of Conduct for its employees and Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I, Sanjay Agarwal, CFO of SVC Industries Limited hereby declare that all the members of the Board of Directors and the senior management personnel have affirmed compliance with the Code of Conduct of the Company.

FOR **SVC Industries Limited**

Mr. Sanjay Agarwal
Chief Finance Officer

Place: Mumbai.
Date: 28th August, 2020

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
SVC Industries Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SVC Industries Limited having CIN L15100MH1989PLC053232 and having registered office at 301, 3rd Floor, Shubham Centre-1, 491, Cardinal Gracias Road, Andheri (East), Mumbai 4-00 099 (hereinafter referred to as 'the Company'), produced before me / us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C - Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr.	Name of Director	DIN	Date of Appointment/ Reappointment
1	Suresh V. Chaturvedi	00577689	29/08/1989
2	I. G. Mehrotra	00579544	06/11/2000
3	Abha Ravi	07127554	24/03/2015

The date of appointment is as per the MCA portal.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Ranjeet Kumar Sharma & Associates
Company Secretary

Ranjeet Sharma
Proprietor
C.P. No.: 13241

Place: Mumbai
Date: 28 August, 2020

Independent Auditor's Certificate On Compliance With The Conditions Of Corporate Governance As Per Provisions Of Chapter IV Of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015

To the Members
SVC Industries Limited

1. The Corporate Governance Report prepared by SVC Industries Limited ("the Company"), contains details as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2020. This certificate is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Our responsibility is to provide a reasonable assurance in the form of an opinion whether the Company has complied with the condition of Corporate Governance, as stipulated in the Listing Regulation.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.

8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2020, referred to in paragraph 1 above.

Other matters and restriction on use

10. This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

11. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SVC INDUSTRIES LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion
We have audited the accompanying standalone financial statements of **SVC INDUSTRIES LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (the "standalone financial statements").

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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies

(Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matters

The key audit matters	How the matter was addressed in our audit
A. Evaluation of uncertain financial liabilities	
As described in Note No. 14.1 to 14.6, Note No. 24 and Note No. 29, the Company has outstanding financial liabilities having book value of Rs. 5610.20 lakhs as on 31.03.2020 towards Non-convertible debentures and loan from state financial institutions. Recovery petition filed by the lenders are pending before the Debt Recovery Tribunal (DRT). The amount claimed in these petitions are much higher than the book value of the liabilities. The Management has approached these lenders for one-time settlement of these financial liabilities and is hopeful to close the matter by mutual agreement in due course. Meanwhile as the Company is in the process of negotiation by way of one-time settlement with the lenders, a reliable estimate cannot be made of the amount likely to be paid in satisfaction of these financial liabilities.	Our audit procedure on evaluation of uncertain financial liabilities included • Obtained understanding of key uncertain financial liabilities and their status before various judicial authorities; • Read and analysed key correspondences between lenders and the Company regarding the uncertain financial liabilities; • Discussed with appropriate senior management and valuated management's underlying key assumptions in estimating the uncertain financial liabilities; and • Assessed management's estimate of the possible out comeof the negotiation by way of one-time settlement with lenders;

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis and Board's Report including Annexures to Board's Report (the "reports"), but does not include the standalone financial statements and our auditor's report thereon. The reports are expected to be made available to us after the date of this auditor's report.

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

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

When we read the reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other 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 Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue -

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

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

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

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

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

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 14.1 to 14.6, 24, 29 and 31 to the standalone financial statements;
ii. There are no foreseeable losses on any long-term contract including derivative contract as required under applicable law or accounting standards;
iii. According to records of the company, there are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Act and rules made there under.

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

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")
We have audited the internal financial controls over financial reporting of SVC Industries Limited (the "Company") as at March 31, 2020 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" (the "Guidance Note"). 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.

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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

Opinion
In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
   (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies except as mentioned in Note No. 25 of notes forming part of the standalone financial statements, were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
   (c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company for 236.83 acres and in the name of some of the present and earlier directors for 24.14 acres.

2. According to the information given to us, physical verification of inventory was conducted by the management during the year at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on physical verification of inventories.

3. The Company has granted loans to parties covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations provided to us, the terms and conditions of the grant of such loans are prima facie not prejudicial to the Company's interest.

4. According to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans and making investments, as applicable. The Company has not provided any guarantees and securities.

5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public. The provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed thereunder are not applicable.

6. Maintenance of cost records under Section 148(1) of the Act as prescribed by the Central Government is not applicable to the Company as the Company is yet to start commercial production.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Value Added Tax, Service-tax, Goods and Service tax and other material statutory dues applicable to the Company with the appropriate authorities.

   (b) The disputed statutory dues aggregating to Rs. 22.71 lakhs that have not been deposited on account of disputed matters pending before appropriate authorities. Out of the above, a sum of Rs. 2.63 lakh has been deposited under protest. The details of disputed statutory dues are as under:

Nature of dues	Period	Amount Rs.in lakhs	Forum where the dispute is pending
UP Value Added Tax	2007-08	0.82	Appellate Tribunal, Agra
UP Value Added Tax	2008-09	1.81	Appellate Tribunal, Agra
Provident Fund / Demurrage	1995-2003	20.08	Allahabad High Court
		22.71	

8. Due to non-commencement of commercial operations for more than a decade causing non-servicing of its debts, the Company has defaulted on the dues of State Bank of India (NCD of Rs. 15.00 Crore), Canara Bank (NCD of Rs. 14.72 Crore) & PICUP (Loan of Rs. 26.38 Crore) for aggregate amount of Rs. 56.10 Crore. Company is in negotiations for settlement of their dues.

9. According to the information and explanation provided to us, Company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.

10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us, the Company has not paid managerial remuneration during the year. Accordingly, paragraph 3(xi) of the Order is not applicable.

12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

13. According to the information and explanations given to us and based on our examination of records of the Company, transactions with related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. According to the information and explanations given to us and based on our examination of records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, Paragraph 3(xv) of the Order is not applicable.

16. According to the information and explanations given to us, the Company is not required to register under Section 45-IA of the Reserve Bank of India Act 1934.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

SVC INDUSTRIES LIMITED

STANDALONE BALANCE SHEET AS AT 31st MARCH, 2020

(Rs. in Lakh)

	Note No.	As at 31st March, 2020	As at 31st March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	34,990.46	35,285.10
Investment Property	4	8,520.80	8,525.86
Financial Assets			
Other Financial Assets	5	224.15	310.78
Investments in associate	6	1.30	1.30
Other non-current assets	7	1,769.23	1,771.02
Total Non-Current Assets		45,505.94	45,894.06
Current Assets			
Inventories	8	0.11	0.40
Financial Assets			
Cash and Cash equivalents	9	0.98	7.41
Trade Receivable	10	28.88	4.50
Other current assets	11	0.22	0.49
Total Current Assets		30.19	12.80
Total Assets		45,536.13	45,906.86
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	16,186.37	16,186.37
Other Equity	13	11,993.88	12,284.84
Total Equity		28,180.25	28,471.21
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	17,234.85	17,309.42
Other financial liabilities	15	32.95	27.51
Provisions	16	10.14	13.50
Total Non Current Liabilities		17,277.94	17,350.43
Current Liabilities			
Financial Liabilities	17	40.28	7.26
Trade Payables	18	31.07	60.11
Other financial liabilities	19	6.59	17.85
Other non-financial liabilities		77.94	85.22
Total Current liabilities			
Total Equity and Liabilities		45,536.13	45,906.86

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2020

(Rs. in Lakh)

	Note No.	For the Current Year ended 31/03/2020	For the Previous Year ended 31/03/2019
INCOME :			
Revenue from operations			
Lease Rental income		13.50	4.50
Other income	20	32.20	187.94
Total revenue		**45.70**	**192.44**
EXPENDITURE:			
Employee benefits expense	21	65.23	77.11
Depreciation	3	195.31	379.31
Other expenses			
Administration and other charges	22	76.12	143.72
Total Expenses		**336.66**	**600.14**
Profit / (Loss) before exceptional items and tax		**(290.96)**	**(407.70)**
Exceptional Items:			
Loss due to assets discarded (refer note no 3)		**-**	**(3,407.58)**
Profit/(loss) before tax		**(290.96)**	**(3,815.28)**
Less: Taxation		-	-
Profit / (Loss) for the year		**(290.96)**	**(3,815.28)**
Other Comprehensive Income			
Items that will not be classified into profit or loss		-	-
Other Comprehensive income for the year		**-**	**-**
Total comprehensive income for the year		**(290.96)**	**(3,815.28)**
Earnings / (Loss) per Share (Rs.)	23		
-Basic		(0.18)	(2.36)
-Diluted		(0.18)	(2.36)

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Standalone Cash Flow Statement for the year ended 31st March 2020

(Rs. in Lakh)

		2019-20	2019-20	2018-19	2018-19
A.	**Cash flow from operating activities**				
	Net profit before tax		**(290.96)**		**(3,815.28)**
	Adjustments for non cash expenses :-				
	Loss due to assets discarded	-		3,407.58	
	Profit on sale of assets	(32.20)		(181.45)	
	Interest received	-		(2.96)	
	Depreciation	195.31	163.11	379.31	3,602.48
	Operating profit before working capital changes		(127.85)		(212.80)
	Changes in Assets & Liabilities				
	Changes in Financial Assets	62.25		(283.89)	
	Changes in Financial Liabilities	9.42		(373.79)	
	Changes in Non Financial Assets	2.35		369.34	
	Changes in Non Financial Liabilities	(14.62)	59.40	13.53	(274.81)
	Net Cash used in operating activities		**(68.45)**		**(487.61)**
B.	**Cash flow from investing activities**				
	Purchase of fixed assets (including capital work in progress)		-		(0.27)
	Sale of fixed assets		136.59		2,248.33
	Investment in associate		-		(1.30)
	Interest received		-		2.96
	Net Cash from investing activities		**136.59**		**2,249.72**
C.	**Cash flow from financing activities**				
	Unsecured Loans received / (repayment)		32.88		(44.98)
	Secured Loans (Strategic Investor) received / (repayment)		(107.45)		(1,716.04)
	Net cash used in financing activities		**(74.57)**		**(1,761.02)**
	Net Increase / (Decrease) in Cash and Cash Equivalents		(6.43)		1.09
	Opening Balance of Cash and Cash Equivalents		7.41		6.32
	Closing Balance of Cash and Cash Equivalents		**0.98**		**7.41**

[Figures in bracket represent cash out flow]

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Standalone Statement Of Change In Equity For The Year Ended March 31, 2020

Equity share capital

(Rs. In Lakh)

Equity shares of Rs. 10 each issued, subscribed and fully paid	Number of shares	Amount
As at 31st March 2018	**163,095,392**	**16,186.37**
Changes in share capital during the year	-	-
As at 31st March 2019	**163,095,392**	**16,186.37**
Changes in share capital during the year	-	-
As at 31st March 2020	**163,095,392**	**16,186.37**

Equity share capital

(Rs. In Lakh)

Balance as at April 01, 2018	Change in equity share capital	Balance as at March 31, 2019	Change in equity share capital	Balance as at March 31, 2020
16,186.37	**-**	**16,186.37**	**-**	**16,186.37**

Other Equity

(Rs. In Lakh)

	Attributable to equity shareholders of the company						
	Capital Reserve	Security Premium	General Reserve	IND-AS transition reserve	Retained Earning	Other Comprehensive Income	Total
As at 31st March 2018	**60.00**	**16,490.01**	**42.43**	**503.97**	**16.57**	**(1,012.85)**	**16,100.13**
Loss for the year	-	-	-	-	(3,815.28)	-	(3,815.28)
Other comprehensive Loss	-	-	-	-	-	-	-
As at 31st March 2019	**60.00**	**16,490.01**	**42.43**	**503.97**	**(3,798.71)**	**(1,012.85)**	**12,284.84**
Loss for the year	-	-	-	-	(290.96)	-	(290.96)
Other comprehensive Loss	-	-	-	-	-	-	-
As at 31st March 2020	**60.00**	**16,490.01**	**42.43**	**503.97**	**(4,089.67)**	**(1,012.85)**	**11,993.88**

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Notes forming part of the Standalone financial statement for the year ended March 31, 2020

Note No. 1 - Corporate Information

SVC Industries Limited the Company' was incorporated in India on August 29, 1989. It had set up a PTA plant at village Chhata in district Mathura in the State of UP. The plant, after successful trial run, was put under shut down since September 2000 due to various reasons beyond control of the Company. Company abandoned its PTA project in 2018 and is utilizing its infrastructure for some new industry as advised by international consultants EY. The company with other partners has set up a new special purpose vehicle (SPV) in the name of Nandavan Mega Food Park Private Limited for setting up a Mega Food Park. The Company holds 26% stake in this new SPV . The Company in FY 2018-2019 has granted 76 years long term lease for 57.42 acres of its land to this new SPV in compliance with the Government Scheme to start Mega Food Park business under approval from Ministry of Food Processing Industry(MOFPI) of Government of India.

Note No. 2 - SIGNIFICANT ACCOUNTING POLICIES:

2.1 **Basis of Preparation and presentation of Standalone Financial Statement :**

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified, under historical costs convention (except for cetain financial instruments which have been measured at fair value) and the relevant provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and relevant amendment rules issued thereafter. Company's Financial Statements are presented in Indian Rupees, which is also its functional currency and all values are rounded to lakh, except wherever otherwise indicated.

2.2 **Use of Estimates**

The preparation of financial statements in conformity with Ind AS requires that the management of the company make estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include useful lives of property, plant and equipment, intangible assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans and fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

2.3 **Property, Plant and Equipments:**

Property, Plant and Equipments are stated at cost net of input tax credits less accumulated depreciation and impairment losses, if any. All expenditure pertaining to project under construction and other preoperative expenses and losses including trial run expenses and interest cost (net of income accrued) incurred during the construction period, unless otherwise stated, are capitalized till the commencement of commercial production / till the date assets are put to use.

2.4 **Investment property**

Properties held to earn rentals and/or capital appreciation are classified as investment property and are measured and reported at fair value .

Depreciation is recognised using straight line method so as to write off the cost of the investment property less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined. Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future benefits embodied in the investment property. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of property is recognised in the Statement of Profit and Loss in the same period.

2.5 Depreciation and Amortizations:

Depreciation on Fixed Assets has been provided on Straight Line method by considering revised useful life as specified in Part 'C' of Schedule II to the Companies Act 2013.

2.6 Impairment of Non-financial Assets - Property, Plant and Equipment :

An asset is impaired when the carrying cost of the asset exceeds its recoverable value. An Impairment Loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The Impairment Loss recognized in earlier accounting periods is reversed if there has been a change in the estimate of recoverable amount as specified in Ind AS 36 on 'Impairment of Assets'.The carrying amount of assets is reviewed periodically at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.7 Financial Instruments:

i. Financial Assets

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

b. Subsequent Measurement

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

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

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

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

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

b. Investment in Subsidiary/Associates
The company has accounted for its investment in subsidiary/associates at its cost less impairment loss, if any.

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

The company applies simplified approach for trade recievables. Simplified approach recognizes impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

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

II. Financial Liabilities

a. Initial recognition and measurement
All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

b. Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

c. Derecognition of Financial Instruments

Financial asset is derecognised on expiry of the contractual right to the cash flows from financial asset or transfer of the financial asset where the transfer qualifies for derecognition under IND AS 109. A financial liability (or part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires or completes its life.

2.8 **Income-Tax :**

No provision for the deferred tax liability/ asset arising out of time difference has been made, since the deferred tax liability/ asset arise from transactions which affect neither accounting profit nor taxable profit/ loss.

2.9 **Revenue Recognition**

i) Income from lease transactions is accounted on accrual basis, pro-rata for the period, at the rates implicit in the transaction.

ii) Interest income on investments and loans is accrued on a time basis by reference to the principal outstanding.

iii) Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably.

2.10 **Foreign Exchange Transaction:**

i) Transactions in foreign currencies are recorded at the exchange rates prevailing at the time of the transactions.

ii) Foreign Currency transactions remaining unsettled at the end of the year are re-stated in rupee value at the year end rates.

iii) Changes in liability arising out of such re-statement pertaining to acquisition of fixed assets is treated as an adjustment to the carrying cost of such fixed assets.

2.11 **Inventories:**
Inventories are valued on first-in-first-out basis, at cost.

2.12 **GST Credit:**

GST credit is accounted by recording the capital assets/raw material, stores and spares acquired during the year net of Input Tax Credit. GST credit is adjusted against sale of scrap. Unutilized portion of GST credit is transferred to Input Tax Credit of GST.

2.13 **Employee Benefits :**

i) **Defined Contribution Plans:**

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution scheme and the contributions are charged to the the respective accounts of the year when the contributions to the respective funds are due. There are no other short term obligations other than the contribution payable against the funds.

ii) **Defined Benefit Plans**

Provision for Gratuity and Leave Encashment payable on retirement to the employees are made on the basis of actual period of their service and at prescribed rates irrespective of their ineligibility due to short tenure of their service. Company has not made provision or Investment as per IND AS-19 due to closure of plant activity but has made provisions as state above.

2.14 **Borrowing Costs**:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets in terms of IND AS-23 on “Borrowing cost”. A qualifying asset is one that necessarily takes a substantial period of time to get ready for intended use.

2.15 **Related Party Transaction:**

Related party transaction as identified by the management within the meaning of IND AS-24 regarding "Related Party Disclosure" are provided as per Note No. 33.

2.16 **Lease Transactions :**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

2.17 **Provisions, Contingent liabilities & Contingent Assets :**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be a outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statement.

2.18 **Segment Reporting**

Based on "Management Approach" as defined by Ind AS 108, The Chief Operating Decision Maker (CODM) evaluates the "Operating Segments". Operating segments are reported in a manner consistent with the internal reporting provided to the CODM. The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.

2.19 **Recent accounting pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

SVC Industries Limited

Note No. 3 Property Plant and equipment

Particulars									Net Block	
	As at 01.04.2019	Additions due to transfer/ restatement 2019-20	Deductions/ Adjustments/ Transfer 2019-20	As at 31.03.2020	Cumulative Depreciation 31.03.2019	Depreciation charged during the year	Deletion / Transfer	Cumulative Depreciation 31.03.2020	As at 31.03.2020	As at 31.03.2019
a) Property Plant and equipment										
Land	29,719.29	-	-	29,719.29	-	-	-	-	29,719.29	29,719.29
Plant And Machinery	1,513.06	-	104.40	1,408.66	1,131.21	4.21	-	1,135.42	273.24	381.85
Buildings	5,477.33	-	-	5,477.33	294.35	185.78	-	480.13	4,997.19	5,182.97
Furniture & Fixtures	70.49	-	-	70.49	70.16	0.11	-	70.27	0.22	0.33
Office Equipments	53.52	-	-	53.52	53.41	0.04	-	53.45	0.07	0.11
Vehicles	1.19	-	-	1.19	0.77	0.05	-	0.82	0.37	0.42
Computers	20.01	-	-	20.01	19.88	0.05	-	19.93	0.08	0.13
Total Property Plant and equipment	**36,854.89**	**-**	**104.40**	**36,750.49**	**1,569.78**	**190.24**	**-**	**1,760.02**	**34,990.46**	**35,285.10**
Previous Year	51,039.35	2,101.80	16,282.26	36,854.89	1,374.88	374.25	179.35	1,569.78	35,285.10	49,664.47

3.1 During the previous year the Company has re-classified 57.42 acres of land of book value of Rs. 8,379.07 lakh and buildings of gross book value of Rs. 151.85 lakh from fixed assets to investment property. This is in line with lease agreement between the Company and its Associate Company Nandvan Mega Food Park Private Limited, according to which investment properties are leased to the assocaiate company for a period of 76 years.

3.2 In line with its change in business model, the Company had discarded at the end of the previous year its effluent treatment plant amouting to Rs. 2645.21 lakh (net of depreciation) and fire fighting plant of Rs. 762.38 lakh (net of depreciation). Loss due to this discarding of assets had been charged to Profit & Loss A/c as exceptional items during the previous year.

3.3 During the previous year the Company has re-classified water reservior, pump house and other similar assets having a gross value of Rs. 2101.53 lakh from plant & machinery to buildings by considering the nature of the assets and has charged depreciation accordingly.

Note No. 4 Investment Property

Particulars	As at 01.04.2019	Additions due to transfer/ restatement 2019-20	Deductions/ Adjustments/ Transfer 2019-20	As at 31.03.2020	Cumulative Depreciation 31.03.2019	Depreciation charged during the year	Deletion / Transfer	Cumulative Depreciation 31.03.2020	Net Block As at 31.03.2020	Net Block As at 31.03.2019
a) Investment Property										
Land	8,379.07	-	-	8,379.07	-	-		-	8,379.07	8,379.07
Buildings	151.85	-	-	151.85	5.06	5.06	-	10.12	141.73	146.79
Total Investment Property	**8,530.92**	**-**	**-**	**8,530.92**	**5.06**	**5.06**	**-**	**10.12**	**8,520.80**	**8,525.86**
Previous Year	-	8,530.92	-	8,530.92	-	5.06	-	5.06	8,525.86	-

a) Disclosure pursuant to IND-AS 40 " Investment Property"

4.1 Company has granted a 76 years lease of its investment properties to its associate company Nandvan Mega Food Park Pvt Limited for Mega Food Park. The lease rent is payable from third year onwards with 5% increment periodically. Token lease rent of Rs 18 lakh for 1st year commencing from January, 2019 and Rs 35 lakh for the 2nd year is receivable.

4.2 Amount recognized in the statement of Profit and Loss for investment property:

(Rs. In Lakh)

	2019-20	2018-19
Rental Income derived from investment property	13.50	4.50
Direct operating expenses arising from investment property that generated rental income	3.29	3.87

4.3 Fair value of the Investment Property in land of Rs. 8379.07 lakh (PY Rs. 8379.07) and in building of Rs. 151.85 lakh (PY Rs. 151.85) as at March 31, 2020 is as per the fair value determined by an independent valuer. Valuation is based on government rates, market research, market trend and comparable values as considered appropriate by the said valuer.

Note No.5

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Other Financial Assets		
Unsecured Considered Good		
Loans & Advances at amortised cost		
Loans & Advances to Related party	216.42	303.74
Loans & Advances to Employees	0.14	0.45
Security Deposits	7.59	6.59
Total	**224.15**	**310.78**

Note No.6

INVESTMENT (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
At amortized cost		
Investment in Associate Company		
Nandvan Mega Food Park Private Limited	1.30	1.30
13,000 No. of equity shares of Rs. 10 each		
(26% of total capital of associate company)		
Total	**1.30**	**1.30**

Note No.7

INVESTMENT (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Other Non- Current Assets		
Unsecured Considered Good		
Goods & Service Tax (GST) credit	1,764.76	1,769.06
Capital Advance	4.47	1.96
Total	**1,769.23**	**1,771.02**

Note No.8

INVENTORIES (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Consumables (HSD)	0.11	0.40
Total	**0.11**	**0.40**

Note No.9

CASH AND CASH EQUIVALENTS (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Balances with banks		
Current accounts	0.89	7.29
Cash on hand	0.09	0.12
Total	**0.98**	**7.41**

Note No.10

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
TRADE RECEIVABLE (Unsecured onsidered Good)		
Rent Receivable	18.00	4.50
Receivable Others	10.88	-
Total	**28.88**	**4.50**

Note No.11

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER CURRENT ASSETS (Unsecured onsidered Good)		
TDS Rent Receivable	0.22	0.49
Total	**0.22**	**0.49**

Note No.12

(Rs. in lakh)

	As at 31/03/2020		As at 31/03/2019
	No. of Shares	Amount	Amount
EQUITY SHARE CAPITAL			
AUTHORISED			
Equity Shares of Rs.10 each	17,00,00,000	17,000.00	17,000.00
Total		**17,000.00**	**17,000.00**
ISSUED, SUBSCRIBED AND FULLY PAID-UP			
Equity Shares of Rs.10 each	16,30,95,352	16,309.54	16,309.54
Less: Call in arrear (Others)		(123.17)	(123.17)
Total		**16,186.37**	**16,186.37**

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

	As at 31/03/2020		As at 31/03/2019
Equity Shares			
At the beginning of the period	16,30,95,352	16,309.54	16,309.54
issued during the period			
Outstanding at the end of the period	16,30,95,352	16,309.54	16,309.54

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

	As at 31/03/2020		As at 31/03/2019	
Name of share holders	**% of Holding**	**Number of Shares**	**% of Holding**	**Number of Shares**
SVC Growth Fund Pvt. Ltd.	7.59%	1,23,77,553	7.59%	1,23,77,553
Krishna Advisors Pvt. Ltd.	5.82%	94,95,500	5.82%	94,95,500
Advait Chaturvedi	5.27%	85,95,800	5.27%	85,95,800
Ambuj Chaturvedi	5.27%	85,95,800	5.27%	85,95,800

c) The holders of the equity shares are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

d) Call in arrear is due on 2,73,713 equity shares which are partly paid and held by others (See Note No. 28).

Note No.13

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER EQUITY		
Securities Premium Account		
Opening Balance	16,742.97	16,742.97
Addition during the year	-	-
	16,742.97	**16,742.97**
Less: Calls in arrears (Others)	**252.96**	**252.96**
Closing Balance	**16,490.01**	**16,490.01**
General Reserve	42.43	42.43
Capital Reserve	60.00	60.00
Ind AS Transition Reserve	503.97	503.97
Profit & Loss Account- Retained Earnings		
Opening Balance	(3,798.71)	16.57
Loss for the year	(290.96)	(3,815.28)
Closing Balance	**(4,089.67)**	**(3,798.71)**
Other comprehensive Income		
Opening Balance	(1,012.85)	-
Fair valuation of assets(net)	-	(1,012.85)
Closing Balance	(1,012.85)	(1,012.85)
Total	**11,993.88**	**12,284.84**

Note No.14

(Rs. in lakh)

BORROWINGS		
SECURED - AT AMORTIZED COST		
Non-Convertable Debentures	2,972.21	2,972.21
Loan from state financial instituions	2,637.99	2,637.99
Loan acquired by strategic investor (Refer Note below)	10,536.99	10,644.44
	16,147.19	**16,254.64**
UNSECURED LOANS		
Loans from related parties	1,087.66	1,049.89
Loans from others	-	4.89
	1,087.66	**1,054.78**
Total	**17,234.85**	**17,309.42**

Note

14.1 The Company has entered into an agreement with a Strategic Investor to take-over the loans from its all existing lenders directly or indirectly through other agencies and has agreed to pay as per revised Strategic Investment Agreement. The modification of charge in favour of Strategic Investor for the loans acquired by the Strategic Investor has been done. During the financial year ended March 31, 2018, the Company had obtained substantial relief from Strategic Investor from the originally agreed terms. This reduction in liability (relief) is subject to right to recompense in case of failure of the Company to repay the dues within mutually agreed time frame as per the revised agreement.

14.2 Non Convertible Debanture of the value of Rs. 2972.21 Lakh which were redeemable at par in one or more instalments on various dates between february, 1999 and october, 2007 and overdue for payment and are secured by (i) first charge by way of English mortgage ranking pari-pasu of the immovable properties situated at specified plot of land at village Palas, District Roha, in the state of Maharashtra, and (ii) extension of first charge ranking pari-pasu on movable properties situated at village Chhata, District Mathura in the state of Uttar Pradesh. These debentures are further secured by first charge on all the movable asssets of the Company both present and future (excluding current assets and specific assets charged to others) situated at aforesaid locations and ranking on a pari-pasu basis with others. The debentures are further secured by personal guarantee of a Promoter Director.

14.3 Loans from financial institutions amounting to Rs. 2637.99 lakh (Previous year- Rs. 2637.99 lakh) along with loans acquired/settled/repaid by Strategic Investor are secured by way of Equitable Mortgage on immovable properties situated at Chhata, District Mathura in the State of Uttar Pradesh and are further secured by way of hypothecation of movable properties of the Company both present and future (other than current assets and specific assets charged to others) ranking on a pari-pasu basis and are further secured by personal guarantee of a Promoter Director .

14.4 Above loans from financial institution are inclusive of advance of Rs. 407.90 lakh given by the said institution to an Equipment Vendor for the supply of specific plants at Company's site to be leased on commissioning to the Company. The above outstanding is included in the Term Loan in view of a CDR proposal to that effect followed by in-principle confirmation from the said Financial Institution to that restructuring scheme.

14.5 Part of the assets being security against the above Notes from 14.1 to 14.3 has been disposed off as scrap by company in terms of approval of board and shareholders for removal of hazardous and obselete chemicals filled equipment and for freeing up the land for setting up new business activities. Company has kept land and other assets as security with above lenders and current market value of land has significantly increased than the value required as security for the above loan.

Recovery petitions filed by above lenders are already pending with DRT. Management has also approached them for one-time settlement. Management is hopeful to close the matter by mutual agreement in due course. Secured Loan from Strategic Investor includes dues of banks and Financial Institution which were acquired and repaid by the Strategic Investor. These dues are secured by way of hypothecation/ charge on the immovable properties of the company excluding assets specifically charged to others and are further secured by personal guarantee of a Promoter Director.

14.6 A Promoter Director of the Company, his family members, have pledged 20.88 lakh shares owned by them to Banks and Financial Institutions as collateral security.

Note No.15

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER FINANCIAL LIABILITIES		
Creditors for Capital Assets	32.95	27.51
Total	**32.95**	**27.51**

Note No.16

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
PROVISIONS		
Provision for Gratuity	8.64	11.26
Provision for Leave Encashment	1.50	2.24
Total	**10.14**	**13.50**

Note No.17

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
TRADE PAYABLES		
For goods and services payable to others	40.28	7.26
Total	**40.28**	**7.26**

17.1 There are no dues to Micro, Small and Medium Enterprises which are outstanding as at the balance sheet date and there were no delays as per the provisions of the Micro, Small and Medium Enterprises Development Act, in payment of dues to such enterprises. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information availbale with the Company and has been relied upon by the statutory auditors.

Note No.18

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER FINANCIAL LIABILITIES		
Other Payables		
Due to Employees	22.50	12.48
Advances Others	8.57	47.63
Total	**31.07**	**60.11**

Note No.19

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER NON FINANCIAL LIABILITIES		
Staturory Liabilities	6.59	17.85
Total	**6.59**	**17.85**

Note No.20

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER INCOME		
Net Interest	-	2.96
Sale of old and used goods / sundry balances written back	-	3.53
Profit on sale of assets	32.20	181.45
Total	**32.20**	**187.94**

Note No.21

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
EMPLOYEE BENEFITS EXPENSE		
Salary & Allowances	64.49	74.06
Staff welfare expenses	0.74	3.05
Total	**65.23**	**77.11**

Note No.22

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Administration And Other Charges		
Rent, Rates & Taxes	6.36	7.80
Repairs & Maintenance	17.06	30.49
Power & Fuel	5.09	3.68
Insurance	0.57	4.50
Postage & Telephone	0.64	3.15
Printing & Stationery	0.95	3.08
Travel & Conveyance Expenses	19.46	27.90
Professional Charges	7.19	32.68
Audit Fees	5.00	5.00
Miscellaneous Expenses	13.80	25.44
Total	**76.12**	**143.72**

Note No.23

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Earnings per Share:		
Profit / (Loss) for the year	(290.96)	(3,815.28)
Weighted average number of ordinary shares for basic & diluted EPS	16,18,63,646	16,18,63,646
Basic & diluted earnings per share (in Rs.)	(0.18)	(2.36)

24 PICUP being one of the Secured Creditors has issued notice for taking possession of assets of the Company. Company has obtained stay order from honourable Allahabad High Court against the PICUP's notice of possession. Honourable Allahabad High court vide its order dated 10/04/2019 has asked to file supplementary counter affidavit and rejoinder affidavit to the respondent (PICUP) and petitioner (SVC Industries Limited) respectively. Company is also in negotiation with PICUP for settlement of its dues.

25 The Company with a few other partners has incorporated a new special purpose vehicle (SPV) in the name of M/s. Nandvan Mega Food Park Private Limited for setting up Mega Food Park on its existing land. The company holds 26% stake in this new SPV.

Due to delay on the part of State Government Authorities and Mathura Vrindavan Development Authority (MVDA) in granting requisite permission for the Food Park, the Ministry of Food Processing, Government of India has withdrawn its earlier permission for setting up of the Food Park on Company's land. The SPV has filed fresh application for licence for setting up the Food Park. In view of delay in implementation of this project due to regulatory reasons and also due to unforeseen Covid-19 pandemic, the SPV and the company have agreed to keep land lease agreement between them in abeyance until clarity in the matter.

26 During the quarter and for the year ended March 31, 2020, the Company has disposed off plant scrap of Rs. 13.16 lakh (Rs. 374.64 lakh) and Rs. 136.57 lakh (Rs. 2,248.33 lakh) respectively, resulting in profit on sale of scraped plant of Rs. 6.82 lakh (Rs. 1.51 lakh) and Rs. 32.17 lakh (Rs. 181.45 lakh) respectively.

27 Post March 31, 2020, the Company has executed an agreement with a leading FMCG Conglomerate to provide an area of 50,000 sqft of its warehouse space on rent. The Company has got further extention to provide on rent an area of 25,000 sqft.

28. Calls in arrears include unpaid Allotment Money related to Debentures which have been converted into Equity Shares as per the terms of their issue. The Company, in exercise of its lien on such shares, has not issued the share certificates to the defaulting Debenture holders. The Company's lien on such shares will extend to the forfeiture of such shares if considered necessary by the Company Board in due course of time.

29 In respect of financial liabilities of the company towards outstanding debentures and secured loans from state financial institution, the Company is in negotiations for settlement of their dues. A reliable estimate cannot be made of the amount likely to be paid in satisfaction of above obligations. Following the provision of Ind AS 37 no provision has been made for additional amounts on account of interest and other charges which may be payable to the lenders.

	As at 31/03/2020	As at 31/03/2019
30. Payment to Auditor		
Statutory Audit Fee	3.50	3.50
Limited Review Fee	1.50	1.50
Total	5.00	5.00

31. **Contingent Liabilities not provided for in the Accounts are as follows :**

a) Claims against the Company not acknowledged as debt, as certified by the management, including matter under litigation as on 31st March, 2020- Rs. 848.47 lakh (P.Y.Rs.848.47 lakh).

b) During the financial year 2015-16 company had received a letter dated 11.01.2016 from Central Bank for their fee including interest of Rs. 506.09 lakh for acting as Debenture trustee. Company has not provided for this demand as the matter is pending before Debt Recovery Tribunal (DRT).

c) Commercial Tax authorities have levied penalty for the years 2007-08 and 2008-09 of Rs. 1.63 lakh and Rs. 3.61 lakh respectively regarding use of concession form on procurement of HSD taken / used. Company has preferred appeal before the appellate authority for the stay and waiver of the penalty. The appeal has been decided partially in favour of company by giving 50% relief. Now, company has filed appeal before Tribunal for waiver of balance amount of Penalty. Company has however deposited the disputed amount under protest pending its appeal before the Tribunal. The final hearing has taken place and the order is awaited.

32 Income Tax Assessment / intimation U/S 143 (1) of the company have been completed up to Assessment Year 2016-17. There is no disputed demand outstanding and payable as on date of Balance sheet.

33 **Related Parties Disclosure in respect of Related Parties pursuant to Ind AS 24 are given below:**

A) List of related party with whom transactions have taken place and relationship :-

Associate Company
i) Nandvan Mega Food Park Private Limited

Entities over which control is exercised

i) Akhill Marketing Private Limited

ii) Krishna Advisors Private Limited

iii) Anaya Global Suppliers Private Limited (Formerly known as Krishna Suppliers Pvt Ltd)

iv) SVC Growth Fund Private Limited

Key Management Personnel

Non Wholetime Director

Sh. Suresh V. Chaturvedi - Promoter Director

Sh. I G Mehrotra-Director

Sh. GS Dahotre-Director (Upto 05.11.2019)

Sh. PP Shastri- Director (Upto 13.01.2020)

Sh. Jaffer Imam- Director (Upto 17.02.2020)

Ms Abha Ravi- Director

B) Transaction during the Accounting year with related parties

Nature of Transaction	Entities over which control is exercised	Associate Company	Key Management Personnel	Total
Borrowings taken / (repaid)				
Akhill Marketing Private Limited	37.78 (P.Y. -48.88)	-	-	37.78 (P.Y. -48.88)
SVC Growth Fund Private Limited	NIL (P.Y. -1.00)	-	-	NIL (P.Y. -1.00)
Loans and Advances given				
Nandvan Food Park Private Limited	-	-87.31 (P.Y. 279.83)		-87.31 (P.Y. 279.83)
Trade Receivable				
Nandvan Food Park Private Limited	-	13.50 (P.Y. 4.50)		13.50 (P.Y. 4.50)
Investments				
Nandvan Food Park Private Limited	-	NIL (P.Y 1.30)		NIL (P.Y 1.30)
Income - Rental				
Nandvan Food Park Private Limited	-	13.50 (P.Y. 4.50)		13.50 (P.Y. 4.50)
Expenditure				
Sitting Fees	-		1.00 (P.Y. 1.65)	1.00 (P.Y. 1.65)
Balance as at 31st March, 2020				
Liabilities				
Borrowings				
Akhil Marketing Private Limited	593.63 (P.Y. 555.85)			593.63 (P.Y. 555.85)
Krishna Advisors Private Limited	5.24 (P.Y. 5.24)			5.24 (P.Y. 5.24)
Anaya Global Suppliers Private Limited	0.32 (P.Y. 0.32)			0.32 (P.Y. 0.32)
SVC Growth Fund Private Limited	488.47 (P.Y. 488.47)			488.47 (P.Y. 488.47)
Assets				
Investments- Nandvan Mega Foods Pvt. Ltd.	-	1.30 (P.Y 1.30)	-	1.30 (P.Y 1.30)
Loans- Nandvan Mega Foods Pvt. Ltd.	-	216.42 (P.Y. 303.74)	-	216.42 (P.Y. 303.74)
Trade Receivable- Nandvan Mega Foods Pvt. Ltd.	-	18.00 (P.Y. 4.50)	-	18.00 (P.Y. 4.50)

a) No amount in respect of related parties has been written off / written back during the accouting period.

b) Related party relationships have been identified by the management based on Ind AS 24 and relied upon by the auditors.

34 Previous year figures have been regrouped, reworked, rearranged and reclassified wherever necessary. Figures in brackets indicate the corresponding figures for the previous year.

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SVC INDUSTRIES LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **SVC INDUSTRIES LIMITED** ("the Parent") and its associate, (the Parent and its associate together referred as the "Group"), which comprise the Consolidated Balance Sheet as at March 31, 2020, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of report of the other auditor on the financial statements of its associate referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2020, and their consolidated loss, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters	How the matter was addressed in our audit
A. Evaluation of uncertain financial liabilities	
As described in Note No. 14.1 to 14.6, Note No. 24 and Note No. 29, the Company has outstanding financial liabilities having book value of Rs. 5610.20 lakhs as on 31.03.2020 towards Non-convertible debentures and loan from state financial institutions. Recovery petition filed by the lenders are pending before the Debt Recovery Tribunal (DRT). The amount claimed in these petitions are much higher than the book value of the liabilities. The Management has approached these lenders for one-time settlement of these financial liabilities and is hopeful to close the matter by mutual agreement in due course. Meanwhile as the Company is in the process of negotiation by way of one-time settlement with the lenders, a reliable estimate cannot be made of the amount likely to be paid in satisfaction of these financial liabilities.	Our audit procedure on evaluation of uncertain financial liabilities included • Obtained understanding of key uncertain financial liabilities and their status before various judicial authorities; • Read and analysed key correspondences between lenders and the Company regarding the uncertain financial liabilities; • Discussed with appropriate senior management and valuated management's underlying key assumptions in estimating the uncertain financial liabilities; and • Assessed management's estimate of the possible out comeof the negotiation by way of one-time settlement with lenders;

Information Other than the Financial Statements and Auditor's Report Thereon

The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis and Board's Report including Annexures to Board's Report (the "reports") but does not include the consolidated financial statements and our auditor's report thereon. The reports is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, compare with the financial statement of the associate audited by the other auditor, to the extent it relates to this entity and, in doing so, place reliance on the work of the other auditor and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the associate, is traced from their financial statement audited by the other auditor.

When we read the reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance of the Parent and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We did not audit the financial statements of the associate whose financial statements which reflects Group's share of net loss of Rs. 1.30 lakh, as considered in the consolidated financial statements. The financial statement has been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this associate, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the report of the other auditor on the separate financial statement of its associate entity referred to in the Other Matters section above 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 of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, returns and the report of the other auditor.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

e) On the basis of the written representations received from the directors of the Parent and taken on record by the Board of Directors of the Company and the report of the statutory auditor of its subsidiary company incorporated in India, none of the directors of the Group company is disqualified as on March 31, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in “Annexure A” which is based on the auditor's reports of the Parent and its subsidiary company. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

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

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

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

i. The Company has disclosed the impact of pending litigations on its financial position in its consolidated financial statements – Refer Note 14.1 to 14.6, 24, 29 and 31 to the consolidated financial statements;

ii. There are no foreseeable losses on any long-term contract including derivative contract as required under applicable law or accounting standards;

iii. According to records of the company, there are no amounts that are due to be transferred to the Investor Education and Protection Fund in accordance with the relevant provisions of the Act and rules made there under.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

ANNEXURE “A” TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of SVC Industries Limited (the “Parent”) and its associate company as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent and its associate company, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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) (the “Guidance Note”). 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its associate company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor of the associate company, in terms of their report referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its associate company.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor referred to in the Other Matters paragraph below, the Parent and its associate company, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to one of the associate company, is based solely on the corresponding report of the auditor of such company.

Our opinion is not modified in respect of the above matter.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
Firm Registration No. 112627W

Srikant Chaturvedi
Partner
Membership No. 070019
UDIN: 20070019AAAAAP2527

Place: Mumbai
Date: 25/07/2020

SVC INDUSTRIES LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH, 2020

(Rs. in Lakh)

	Note No.	As at 31st March, 2020	As at 31st March, 2019
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	3	34,990.46	35,285.10
Investment Property	4	8,520.80	8,525.86
Financial Assets			
Other Financial Assets	5	224.15	310.78
Investments in Associate	6	-	1.30
Other non-current assets	7	1,769.23	1,771.02
Total Non-Current Assets		45,504.64	45,894.06
Current Assets			
Inventories	8	0.11	0.40
Financial Assets			
Cash and Cash equivalents	9	0.98	7.41
Trade Receivable	10	26.07	4.34
Other current assets	11	0.22	0.49
Total Current Assets		27.38	12.64
Total Assets		45,532.02	45,906.70
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	12	16,186.37	16,186.37
Other Equity	13	11,989.77	12,284.68
Total Equity		28,176.14	28,471.05
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	14	17,234.85	17,309.42
Other financial liabilities	15	32.95	27.51
Provisions	16	10.14	13.50
Total Non current liabilities		17,277.94	17,350.43
Current Liabilities			
Financial Liabilities			
Trade Payables	17	40.28	7.26
Other financial liabilities	18	31.07	60.11
Other non-financial liabilities	19	6.59	17.85
Total current liabilities		77.94	85.22
Total Equity and Liabilities		45,532.02	45,906.70

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH, 2020

(Rs. in Lakh)

	Note No.	For the Current Year ended 31/03/2020	For the Previous Year ended 31/03/2019
INCOME :			
Revenue from operations			
Lease Rental income		10.85	4.34
Other income	20	32.20	187.94
Total revenue		**43.05**	**192.28**
EXPENDITURE:			
Employee benefits expense	21	65.23	77:11
Depreciation	3	195.31	379.31
Other expenses			
Administration and other charges	22	76.12	143.72
Total Expenses		**336.66**	**600.14**
Profit / (Loss) before Share of Profit / (Loss) of Associate, exceptional item and tax		**(293.61)**	**(407.86)**
Share of Profit / (Loss) of Associate		**1.30**	**-**
Profit / (Loss) before exceptional items and tax		**(294.91)**	**(407.86)**
Exceptional Items:			
Loss due to assets discarded (refer note no 3)		**-**	**(3,407.58)**
Profit/(loss) before tax		**(294.91)**	**(3,815.44)**
Less: Taxation			
Profit / (Loss) for the year		**(294.91)**	**(3,815.44)**
Other Comprehensive Income			
Items that will not be classified into profit or loss		**-**	**-**
Other Comprehensive income for the year		**-**	**-**
Total comprehensive income for the year		**(294.91)**	**(3,815.44)**
Earnings / (Loss) per Share (Rs.)	23		
-Basic		(0.18)	(2.36)
-Diluted		(0.18)	(2.36)

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Consolidated Cash Flow Statement for the year ended 31st March 2020

(Rs. in Lakh)

		2019-20	2019-20	2018-19	2018-19
A.	**Cash flow from operating activities**				
	Net profit before tax		**(294.91)**		**(3,815.44)**
	Adjustments for non cash expenses :-				
	Loss due to assets discarded	-		3,407.58	
	Loss in share of associate	1.30		-	
	Profit on sale of assets	(32.20)		(181.45)	
	Interest received	-		(2.96)	
	Depreciation	195.31	164.41	379.31	3,602.48
	Operating profit before working capital changes		(130.50)		(212.96)
	Changes in Assets & Liabilities				
	Changes in Financial Assets	64.90		(283.73)	
	Changes in Financial Liabilities	9.42		(373.79)	
	Changes in Non Financial Assets	2.35		369.34	
	Changes in Non Financial Liabilities	(14.62)	62.05	13.53	(274.65)
	Net Cash used in operating activities		**(68.45)**		**(487.61)**
B.	**Cash flow from investing activities**				
	Purchase of fixed assets (including capital work in progress)		-		(0.27)
	Sale of fixed assets		136.59		2,248.33
	Investment in associate		-		(1.30)
	Interest received		-		2.96
	Net Cash from investing activities		**136.59**		**2,249.72**
C.	**Cash flow from financing activities**				
	Unsecured Loans received / (repayment)		32.88		(44.98)
	Secured Loans (Strategic Investor) received / (repayment)		(107.45)		(1,716.04)
	Net cash used in financing activities		**(74.57)**		**(1,761.02)**
	Net Increase / (Decrease) in Cash and Cash Equivalents		(6.43)		1.09
	Opening Balance of Cash and Cash Equivalents		7.41		6.32
	Closing Balance of Cash and Cash Equivalents		**0.98**		**7.41**

[Figures in bracket represent cash out flow]

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Consolidated Statement Of Change In Equity For The Year Ended March 31, 2020

Equity share capital

(Rs. In Lakh)

Equity shares of Rs. 10 each issued, subscribed and fully paid	Number of shares	Amount
As at 31st March 2018	**163,095,392**	**16,186.37**
Changes in share capital during the year	-	-
As at 31st March 2019	**163,095,392**	**16,186.37**
Changes in share capital during the year	-	-
As at 31st March 2020	**163,095,392**	**16,186.37**

Equity share capital

(Rs. In Lakh)

Balance as at April 01, 2018	Change in equity share capital	Balance as at March 31, 2019	Change in equity share capital	Balance as at March 31, 2020
16,186.37	**-**	**16,186.37**	**-**	**16,186.37**

Other Equity

(Rs. In Lakh)

	Attributable to equity shareholders of the company						
	Capital Reserve	Security Premium	General Reserve	IND-AS transition reserve	Retained Earning	Other Comprehensive Income	Total
As at 31st March 2018	**60.00**	**16,490.01**	**42.43**	**503.97**	**16.57**	**(1,012.85)**	**16,100.13**
Loss for the year	-	-	-	-	(3,815.28)	-	(3,815.28)
Other comprehensive Loss	-	-	-	-	-	-	-
As at 31st March 2019	**60.00**	**16,490.01**	**42.43**	**503.97**	**(3,798.87)**	**(1,012.85)**	**12,284.68**
Loss for the year	-	-	-	-	(294.91)	-	(294.91)
Other comprehensive Loss	-	-	-	-	-	-	-
As at 31st March 2020	**60.00**	**16,490.01**	**42.43**	**503.97**	**(4,093.78)**	**(1,012.85)**	**11,989.77**

The accompanying notes form an integral part of the standalone financial statements

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer

SVC INDUSTRIES LIMITED

Notes forming part of the Consolidated financial statement for the year ended March 31, 2020

Note No. 1 - Corporate Information

SVC Industries Limited 'the Company' was incorporated in India on August 29, 1989. It had set up a PTA plant at village Chhata in district Mathura in the State of UP. The plant, after successful trial run, was put under shut down since September 2000 due to various reasons beyond control of the Company. Company abandoned its PTA project in 2018 and is utilizing its infrastructure for some new industry as advised by international consultants EY. The company with other partners has set up a new special purpose vehicle (SPV) in the name of Nandavan Mega Food Park Private Limited for setting up a Mega Food Park. The Company holds 26% stake in this new SPV . The Company in FY 2018-2019 has granted 76 years long term lease for 57.42 acres of its land to this new SPV in compliance with the Government Scheme to start Mega Food Park business under approval from Ministry of Food Processing Industry(MOFPI) of Government of India.

Note No. 2 - SIGNIFICANT ACCOUNTING POLICIES:

2.1 **Basis of Preparation and presentation of Consolidated Financial Statement :**

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified, under historical costs convention (except for cetain financial instruments which have been measured at fair value) and the relevant provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 and relevant amendment rules issued thereafter. Company's Financial Statements are presented in Indian Rupees, which is also its functional currency and all values are rounded to lakh, except wherever otherwise indicated.

Company's Financial Statements are presented in Indian Rupees, which is also its functional currency and all values are rounded to lakh, except wherever otherwise indicated.

2.2 **Use of Estimates**

The preparation of financial statements in conformity with Ind AS requires that the management of the company make estimates and assumptions that affect the reported amounts of income and expenses of the period, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates include useful lives of property, plant and equipment, intangible assets, allowance for doubtful debts/advances, future obligations in respect of retirement benefit plans and fair value measurement etc. Difference, if any, between the actual results and estimates is recognised in the period in which the results are known.

2.3 **Principles of Consolidation**

i) The audited financial statement of associate have been prepared in accordance with Ind AS.

ii) The Consolidated Financial Statements have been prepared using uniform accouting policies for like transactions and other events in similar circumstances.

iii) Investment in Associate have been accounted under the Equity Method as per Ind AS28 - Investment in Associates and Joint Ventures.

iv) The Company accounts its share of post-acqisition changes in net assets of associates after eliminating unrealised profits and losses resulting from transaction between the company and its associate.

2.4 **Property, Plant and Equipments:**

Property, Plant and Equipments are stated at cost net of input tax credits less accumulated depreciation and impairment losses, if any. All expenditure pertaining to project under construction and other preoperative expenses and losses including trial run expenses and interest cost (net of income accrued) incurred during the construction period, unless otherwise stated, are capitalized till the commencement of commercial production / till the date assets are put to use.

2.5 **Investment property**

Properties held to earn rentals and/or capital appreciation are classified as investment property and are measured and reported at fair value .

Depreciation is recognised using straight line method so as to write off the cost of the investment property less their residual values over their useful lives specified in Schedule II to the Companies Act, 2013, or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined. Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future benefits embodied in the investment property. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of property is recognised in the Statement of Profit and Loss in the same period.

2.6 **Depreciation and Amortizations:**

Depreciation on Fixed Assets has been provided on Straight Line method by considering revised useful life as specified in Part 'C' of Schedule II to the Companies Act 2013.

2.7 **Impairment of Non-financial Assets - Property, Plant and Equipment:**

An asset is impaired when the carrying cost of the asset exceeds its recoverable value. An Impairment Loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. The Impairment Loss recognized in earlier accounting periods is reversed if there has been a change in the estimate of recoverable amount as specified in Ind AS 36 on 'Impairment of Assets'.

The carrying amount of assets is reviewed periodically at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.8 **Financial Instruments:**

I. Financial Assets

a. Initial Recognition and Measurement

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

b. Subsequent Measurement

i) Financial assets carried at amortized cost

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

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

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

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

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

c. Investment in Subsidiary/Associates

The company has accounted for its investment in subsidiary/associates at its cost less impairment loss, if any.

d. Impairment of Financial Assets

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

The company applies simplified approach for trade recievables. Simplified approach recognizes impairment loss allowance based on lifetime expected credit loss at each reporting date, right from its initial recognition.

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

II. Financial Liabilitiesa.

a. Initial recognition and measurement

All financial liabilities are recognized at fair value and in case of loans, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

b. Subsequent measurement

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

c. Derecognition of Financial Instruments

Financial asset is derecognised on expiry of the contractual right to the cash flows from financial asset or transfer of the financial asset where the transfer qualifies for derecognition under IND AS 109. A financial liability (or part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires or completes its life.

2.9 **Income-Tax :**

No provision for the deferred tax liability/ asset arising out of time difference has been made, since the deferred tax liability/ asset arise from transactions which affect neither accounting profit nor taxable profit/ loss.

2.10 **Revenue Recognition**

i) Income from lease transactions is accounted on accrual basis, pro-rata for the period, at the rates implicit in the transaction.

ii)Interest income on investments and loans is accrued on a time basis by reference to the principal outstanding.

iii) Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably.

2.11 **Foreign Exchange Transaction:**

i) Transactions in foreign currencies are recorded at the exchange rates prevailing at the time of the transactions.

ii) Foreign Currency transactions remaining unsettled at the end of the year are re-stated in rupee value at the year end rates.

iii) Changes in liability arising out of such re-statement pertaining to acquisition of fixed assets is treated as an adjustment to the carrying cost of such fixed assets.

2.12 **Inventories:**

Inventories are valued on first-in-first-out basis, at cost.

2.13 **GST Credit:**

GST credit is accounted by recording the capital assets/raw material, stores and spares acquired during the year net of Input Tax Credit. GST credit is adjusted against sale of scrap. Unutilized portion of GST credit is transferred to Input Tax Credit of GST.

2.14 **Employee Benefits :**

I) **Defined Contribution Plans:**

Retirement benefit in the form of Provident Fund and Pension Fund are defined contribution scheme and the contributions are charged-

to the the respective accounts of the year when the contributions to the respective funds are due. There are no other short term obligations other than the contribution payable against the funds.

ii) **Defined Benefit Plans**

Provision for Gratuity and Leave Encashment payable on retirement to the employees are made on the basis of actual period of their service and at prescribed rates irrespective of their ineligibility due to short tenure of their service. Company has not made provision or Investment as per IND AS-19 due to closure of plant activity but has made provisions as state above.

2.15 **Borrowing Costs**:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets in terms of IND AS-23 on "Borrowing cost". A qualifying asset is one that necessarily takes a substantial period of time to get ready for intended use.

2.16 **Related Party Transaction:**

Related party transaction as identified by the management within the meaning of IND AS-24 regarding "Related Party Disclosure" are provided as per Note No. 33.

2.17 **Lease Transactions :**

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

2.18 **Provisions, Contingent liabilities & Contingent Assets :**

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be a outflow of resources. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statement.

2.19 **Segment Reporting**

Based on "Management Approach" as defined by Ind AS 108, The Chief Operating Decision Maker (CODM) evaluates the "Operating Segments". Operating segments are reported in a manner consistent with the internal reporting provided to the CODM. The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment.

2.20 **Information on associate**

Name of the company	Proportion of Interest as on 31.03.2020
Nandvan Mega Food Park Private Limited	26%

2.21 **Recent accounting pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

Note No. 3 Property, Plant and equipment **(Rs. in Lakh)**

Particulars									Net Block	
	As at 01.04.2019	Additions due to transfer/ restatement 2019-20	Deductions/ Adjustments/ Transfer 2019-20	As at 31.03.2020	Cumulative Depreciation 31.03.2019	Depreciation charged during the year	Deletion / Transfer	Cumulative Depreciation 31.03.2020	As at 31.03.2020	As at 31.03.2019
a) Property Plant and equipment										
Land	29,719.29	-	-	29,719.29	-	-	-	-	29,719.29	29,719.29
Plant And Machinery	1,513.06	-	104.40	1,408.66	1,131.21	4.21	-	1,135.42	273.24	381.85
Buildings	5,477.33	-	-	5,477.33	294.35	185.78	-	480.13	4,997.19	5,182.97
Furniture & Fixtures	70.49	-	-	70.49	70.16	0.11	-	70.27	0.22	0.33
Office Equipments	53.52	-	-	53.52	53.41	0.04	-	53.45	0.07	0.11
Vehicles	1.19	-	-	1.19	0.77	0.05	-	0.82	0.37	0.42
Computers	20.01	-	-	20.01	19.88	0.05	-	19.93	0.08	0.13
Total Property Plant and equipment	**36,854.89**	**-**	**104.40**	**36,750.49**	**1,569.78**	**190.24**	**-**	**1,760.02**	**34,990.46**	**35,285.10**
Previous Year	51,039.35	2,101.80	16,282.26	36,854.89	1,374.88	374.25	179.35	1,569.78	35,285.10	49,664.47

3.1 During the previous year the Company has re-classified 57.42 acres of land of book value of Rs. 8,379.07 lakh and buildings of gross book value of Rs. 151.85 lakh from fixed assets to investment property. This is in line with lease agreement between the Company and its Associate Company Nandvan Mega Food Park Private Limited, according to which investment properties are leased to the associate company for a period of 76 years.

3.2 In line with its change in business model, the Company had discarded at the end of the previous year its effluent treatment plant-amouting to Rs. 2645.21 lakh (net of depreciation) and fire fighting plant of Rs. 762.38 lakh (net of depreciation). Loss due to this discarding of assets had been charged to Profit & Loss A/c as exceptional items during the previous year.

3.3 During the previous year the Company has re-classified water reservior, pump house and other similar assets having a gross value of Rs. 2101.53 lakh from plant & machinery to buildings by considering the nature of the assets and has charged depreciation accordingly.

Note No. 4 Investment Property

Particulars									Net Block	
	As at 01.04.2019	Additions due to transfer/ restatement 2019-20	Deductions/ Adjustments/ Transfer 2019-20	As at 31.03.2020	Cumulative Depreciation 31.03.2019	Depreciation charged during the year	Deletion / Transfer	Cumulative Depreciation 31.03.2020	As at 31.03.2020	As at 31.03.2019
a) Investment Property										
Land	8,379.07	-	-	8,379.07	-	-		-	8,379.07	8,379.07
Buildings	151.85	-	-	151.85	5.06	5.06	-	10.12	141.73	146.79
Total Investment Property	**8,530.92**	**-**	**-**	**8,530.92**	**5.06**	**5.06**	**-**	**10.12**	**8,520.80**	**8,525.86**
Previous Year	-	8,530.92	-	8,530.92	-	5.06	-	5.06	8,525.86	-

a) Disclosure pursuant to IND-AS 40 " Investment Property"

4.1 Company has granted a 76 years lease of its investment properties to its associate company Nandvan Mega Food Park Pvt Limited for a Mega Food Park. The lease rent is payable from third year onwards with 5% increment periodically. Token lease rent of Rs 18 lakh for 1st year commencing from January, 2019 and Rs 35 lakh for the 2nd year is receivable.

4.2 Amount recognized in the statement of Profit and Loss for investment property:

(Rs. In Lakh)

	2019-20	208-19
Rental Income derived from investment property	10.85	4.34
Direct operating expenses arising from investment property that generated rental income	3.29	3.87

4.3 Fair value of the Investment Property in land of Rs. 8379.07 lakh (PY Rs. 8379.07) and in building of Rs. 151.85 lakh (PY Rs. 151.85) as at March 31, 2020 is as per the fair value determined by an independent valuer. Valuation is based on government rates, market research, market trend and comparable values as considered appropriate by the said valuer.

Note No.5

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Other Financial Assets		
Unsecured Considered Good		
Loans & Advances at amortised cost		
Loans & Advances to Related party	216.42	303.74
Loans & Advances to Employees	0.14	0.45
Security Deposits	7.59	6.59
Total	**224.15**	**310.78**

Note No.6

INVESTMENT (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
At amortized cost		
Investment in Associate Company Nandvan Mega Food Park Private Limited 13,000 No. of equity shares of Rs. 10 each (26% of total capital of associate company)	-	1.30
Total	**-**	**1.30**

Note No.7

INVESTMENT (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Other Non- Current Assets		
Unsecured Considered Good		
Goods & Service Tax (GST) credit	1,764.76	1,769.06
Capital Advance	4.47	1.96
Total	**1,769.23**	**1,771.02**

Note No.8

INVENTORIES (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Consumables (HSD)	0.11	0.40
Total	**0.11**	**0.40**

Note No.9

CASH AND CASH EQUIVALENTS (Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
Balances with banks		
Current accounts	0.89	7.29
Cash on hand	0.09	0.12
Total	**0.98**	**7.41**

Note No.10

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
TRADE RECEIVABLE (Unsecured onsidered Good)		
Rent Receivable	15.19	4.34
Receivable Others	10.88	-
Total	**26.07**	**4.34**

Note No.11

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER CURRENT ASSETS (Unsecured onsidered Good)		
TDS Rent Receivable	0.22	0.49
Total	**0.22**	**0.49**

Note No.12

(Rs. in lakh)

	As at 31/03/2020		As at 31/03/2019
	No. of Shares	Amount	Amount
EQUITY SHARE CAPITAL AUTHORISED			
Equity Shares of Rs.10 each	17,00,00,000	17,000.00	17,000.00
Total		**17,000.00**	**17,000.00**
ISSUED, SUBSCRIBED AND FULLY PAID-UP			
Equity Shares of Rs.10 each	16,30,95,352	16,309.54	16,309.54
Less: Call in arrear (Others)		(123.17)	(123.17)
Total		**16,186.37**	**16,186.37**

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

	As at 31/03/2020		As at 31/03/2019
Equity Shares			
At the beginning of the period	16,30,95,352	16,309.54	16,309.54
issued during the period			
Outstanding at the end of the period	16,30,95,352	16,309.54	16,309.54

b) **Details of shareholders holding more than 5% shares in the company**

	As at 31/03/2020		As at 31/03/2019	
Name of share holders	**% of Holding**	**Number of Shares**	**% of Holding**	**Number of Shares**
SVC Growth Fund Pvt. Ltd.	7.59%	1,23,77,553	7.59%	1,23,77,553
Krishna Advisors Pvt. Ltd.	5.82%	94,95,500	5.82%	94,95,500
Advait Chaturvedi	5.27%	85,95,800	5.27%	85,95,800
Ambuj Chaturvedi	5.27%	85,95,800	5.27%	85,95,800

c) The holders of the equity shares are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

d) Call in arrear is due on 2,73,713 equity shares which are partly paid and held by others (See Note No. 28).

Note No.13

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER EQUITY		
Securities Premium Account		
Opening Balance	16,742.97	16,742.97
Addition during the year	-	-
	16,742.97	**16,742.97**
Less: Calls in arrears (Others)	**252.96**	**252.96**
Closing Balance	**16,490.01**	**16,490.01**
General Reserve	42.43	42.43
Capital Reserve	60.00	60.00
Ind AS Transition Reserve	503.97	503.97
Profit & Loss Account- Retained Earnings		
Opening Balance	(3,798.87)	16.57
Loss for the year	(294.91)	(3,815.44)
Closing Balance	**(4,093.78)**	**(3,798.87)**
Other comprehensive Income		
Opening Balance	(1,012.85)	-
Fair valuation of assets(net)	-	(1,012.85)
Closing Balance	(1,012.85)	(1,012.85)
Total	**11,989.77**	**12,284.68**

Note No.14

(Rs. in lakh)

BORROWINGS		
SECURED - AT AMORTIZED COST		
Non-Convertable Debentures	2,972.21	2,972.21
Loan from state financial instituions	2,637.99	2,637.99
Loan acquired by strategic investor (Refer Note below)	10,536.99	10,644.44
	16,147.19	**16,254.64**
UNSECURED LOANS		
Loans from related parties	1,087.66	1,049.89
Loans from others	-	4.89
	1,087.66	**1,054.78**
Total	**17,234.85**	**17,309.42**

Note

14.1 The Company has entered into an agreement with a Strategic Investor to take-over the loans from its all existing lenders directly or indirectly through other agencies and has agreed to pay as per revised Strategic Investment Agreement. The modification of charge in favour of Strategic Investor for the loans acquired by the Strategic Investor has been done. During the financial year ended March 31, 2018, the Company had obtained substantial relief from Strategic Investor from the originally agreed terms. This reduction in liability (relief) is subject to right to recompense in case of failure of the Company to repay the dues within mutually agreed time frame as per the revised agreement.

14.2 Non Convertible Debanture of the value of Rs. 2972.21 Lakh which were redeemable at par in one or more instalments on various dates between february, 1999 and october, 2007 and overdue for payment and are secured by (i) first charge by way of English mortgage ranking pari-pasu of the immovable properties situated at specified plot of land at village Palas, District Roha, in the

state of Maharashtra, and (ii) extension of first charge ranking pari-pasu on movable properties situated at village Chhata, District Mathura in the state of Uttar Pradesh. These debentures are further secured by first charge on all the movable asssets of the Company both present and future (excluding current assets and specific assets charged to others) situated at aforesaid locations and ranking on a pari-pasu basis with others. The debentures are further secured by personal guarantee of a Promoter Director.

14.3 Loans from financial institutions amounting to Rs. 2637.99 lakh (Previous year- Rs. 2637.99 lakh) along with loans acquired/settled/repaid by Strategic Investor are secured by way of Equitable Mortgage on immovable properties situated at Chhata, District Mathura in the State of Uttar Pradesh and are further secured by way of hypothecation of movable properties of the Company both present and future (other than current assets and specific assets charged to others) ranking on a pari-pasu basis and are further secured by personal guarantee of a Promoter Director .

14.4 Above loans from financial institution are inclusive of advance of Rs. 407.90 lakh given by the said institution to an Equipment Vendor for the supply of specific plants at Company's site to be leased on commissioning to the Company. The above outstanding is included in the Term Loan in view of a CDR proposal to that effect followed by in-principle confirmation from the said Financial Institution to that restructuring scheme.

14.5 Part of the assets being security against the above Notes from 14.1 to 14.3 has been disposed off as scrap by company in terms of approval of board and shareholders for removal of hazardous and obselete chemicals filled equipment and for freeing up the land for setting up new business activities. Company has kept land and other assets as security with above lenders and current market value of land has significantly increased than the value required as security for the above loan.

Recovery petitions filed by above lenders are already pending with DRT. Management has also approached them for one-time settlement. Management is hopeful to close the matter by mutual agreement in due course. Secured Loan from Strategic Investor includes dues of banks and Financial Institution which were acquired and repaid by the Strategic Investor. These dues are secured by way of hypothecation/ charge on the immovable properties of the company excluding assets specifically charged to others and are further secured by personal guarantee of a Promoter Director.

14.6 A Promoter Director of the Company, his family members, have pledged 20.88 lakh shares owned by them to Banks and Financial Institutions as collateral security.

Note No.15

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER FINANCIAL LIABILITIES		
Creditors for Capital Assets	32.95	27.51
Total	**32.95**	**27.51**

Note No.16

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
PROVISIONS		
Provision for Gratuity	8.64	11.26
Provision for Leave Encashment	1.50	2.24
Total	**10.14**	**13.50**

Note No.17

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
TRADE PAYABLES		
For goods and services payable to others	40.28	7.26
Total	**40.28**	**7.26**

17.1 There are no dues to Micro, Small and Medium Enterprises which are outstanding as at the balance sheet date and there were no delays as per the provisions of the Micro, Small and Medium Enterprises Development Act, in payment of dues to such enterprises. The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information availbale with the Company and has been relied upon by the statutory auditors.

Note No.18

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER FINANCIAL LIABILITIES		
Other Payables		
Due to Employees	22.50	12.48
Advances Others	8.57	47.63
Total	**31.07**	**60.11**

Note No.19

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER NON FINANCIAL LIABILITIES		
Staturory Liabilities	6.59	17.85
Total	**6.59**	**17.85**

Note No.20

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
OTHER INCOME		
Net Interest	-	2.96
Sale of old and used goods / sundry balances written back	-	3.53
Profit on sale of assets	32.20	181.45
Total	**32.20**	**187.94**

Note No.21

(Rs. in lakh)

	As at 31/03/2020	As at 31/03/2019
EMPLOYEE BENEFITS EXPENSE		
Salary & Allowances	64.49	74.06
Staff welfare expenses	0.74	3.05
Total	**65.23**	**77.11**

Note No.22

	As at 31/03/2020	(Rs. in lakh) As at 31/03/2019
Administration And Other Charges		
Rent, Rates & Taxes	6.36	7.80
Repairs & Maintenance	17.06	30.49
Power & Fuel	5.09	3.68
Insurance	0.57	4.50
Postage & Telephone	0.64	3.15
Printing & Stationery	0.95	3.08
Travel & Conveyance Expenses	19.46	27.90
Professional Charges	7.19	32.68
Audit Fees	5.00	5.00
Miscellaneous Expenses	13.80	25.44
Total	**76.12**	**143.72**

Note No.23

	As at 31/03/2020	(Rs. in lakh) As at 31/03/2019
Earnings per Share:		
Profit / (Loss) for the year	(294.91)	(3,815.44)
Weighted average number of ordinary shares for basic & diluted EPS	16,18,63,646	16,18,63,646
Basic & diluted earnings per share (in Rs.)	(0.18)	(2.36)

24 PICUP being one of the Secured Creditors has issued notice for taking possession of assets of the Company. Company has obtained stay order from honourable Allahabad High Court against the PICUP's notice of possession. Honourable Allahabad High court vide its order dated 10/04/2019 has asked to file supplementary counter affidavit and rejoinder affidavit to the respondent (PICUP) and petitioner (SVC Industries Limited) respectively. Company is also in negotiation with PICUP for settlement of its dues.

25 The Company with a few other partners has incorporated a new special purpose vehicle (SPV) in the name of M/s. Nandvan Mega Food Park Private Limited for setting up Mega Food Park on its existing land. The company holds 26% stake in this new SPV.

Due to delay on the part of State Government Authorities and Mathura Vrindavan Development Authority (MVDA) in granting requisite permission for the Food Park, the Ministry of Food Processing, Government of India has withdrawn its earlier permission for setting up of the Food Park on Company's land. The SPV has filed fresh application for licence for setting up the Food Park. In view of delay in implementation of this project due to regulatory reasons and also due to unforeseen Covid-19 pandemic, the SPV and the company have agreed to keep land lease agreement between them in abeyance until clarity in the matter.

26 During the quarter and for the year ended March 31, 2020, the Company has disposed off plant scrap of Rs. 13.16 lakh (Rs. 374.64 lakh) and Rs. 136.57 lakh (Rs. 2,248.33 lakh) respectively, resulting in profit on sale of scraped plant of Rs. 6.82 lakh (Rs. 1.51 lakh) and Rs. 32.17 lakh (Rs. 181.45 lakh) respectively.

27 Post March 31, 2020, the Company has executed an agreement with a leading FMCG Conglomerate to provide an area of 50,000 sqft of its warehouse space on rent. The Company has got further extention to provide on rent an area of 25,000 sqft.

28 Calls in arrears include unpaid Allotment Money related to Debentures which have been converted into Equity Shares as per the terms of their issue. The Company, in exercise of its lien on such shares, has not issued the share certificates to the defaulting Debenture holders. The Company's lien on such shares will extend to the forfeiture of such shares if considered necessary by the Company Board in due course of time.

29 In respect of financial liabilities of the company towards outstanding debentures and secured loans from state financial institution, the Company is in negotiations for settlement of their dues. A reliable estimate cannot be made of the amount likely to be paid in satisfaction of above obligations. Following the provision of Ind AS 37 no provision has been made for additional amounts on account of interest and other charges which may be payable to the lenders.

	As at 31/03/2020	As at 31/03/2019
30. Payment to Auditor		
Statutory Audit Fee	3.50	3.50
Limited Review Fee	1.50	1.50
Total	5.00	5.00

31 **Contingent Liabilities not provided for in the Accounts are as follows :**

a) Claims against the Company not acknowledged as debt, as certified by the management, including matter under litigation as on 31st March, 2020- Rs. 848.47 lakh (P.Y.Rs. 848.47 lakh).

b) During the financial year 2015-16 company had received a letter dated 11.01.2016 from Central Bank for their fee including interest of Rs. 506.09 lakh for acting as Debenture trustee. Company has not provided for this demand as the matter is pending before Debt Recovery Tribunal (DRT).

c) Commercial Tax authorities have levied penalty for the years 2007-08 and 2008-09 of Rs. 1.63 lakh and Rs. 3.61 lakh respectively regarding use of concession form on procurement of HSD taken / used. Company has preferred appeal before the appellate authority for the stay and waiver of the penalty. The appeal has been decided partially in favour of company by giving 50% relief. Now, company has filed appeal before Tribunal for waiver of balance amount of Penalty. Company has however deposited the disputed amount under protest pending its appeal before the Tribunal. The final hearing has taken place and the order is awaited.

32 **Related Parties Disclosure in respect of Related Parties pursuant to Ind AS 24 are given below:**

A) List of related party with whom transactions have taken place and relationship :-

Associate Company

i) Nandvan Mega Food Park Private Limited

Entities over which control is exercised

i) Akhill Marketing Private Limited
ii) Krishna Advisors Private Limited
iii) Anaya Global Suppliers Private Limited (Formerly known as Krishna Suppliers Pvt Ltd)
iv) SVC Growth Fund Private Limited

Key Management Personnel

Non Wholetime Director

Sh. Suresh V. Chaturvedi - Promoter Director

Sh. I G Mehrotra-Director

Sh. GS Dahotre-Director (Upto 05.11.2019)

Sh. Jaffer Imam- Director (Upto 17.02.2020)

Sh. PP Shastri- Director (Upto 13.01.2020)

Ms Abha Ravi- Director

B) Transaction during the Accounting year with related parties

Nature of Transaction	Entities over which control is exercised	Associate Company	Key Management Personnel	Total
Borrowings taken / (repaid)				
Akhill Marketing Private Limited	37.78 (P.Y. -48.88)	-	-	37.78 (P.Y. -48.88)
SVC Growth Fund Private Limited	NIL (P.Y. -1.00)	-	-	NIL (P.Y. -1.00)
Loans and Advances given				
Nandvan Food Park Private Limited	-	-87.31 (P.Y. 279.83)		-87.31 (P.Y. 279.83)
Trade Receivable				
Nandvan Food Park Private Limited	-	10.85 (P.Y. 4.34)		10.85 (P.Y. 4.34)
Investments				
Nandvan Food Park Private Limited	-	NIL (P.Y 1.30)		NIL (P.Y 1.30)
Income - Rental				
Nandvan Food Park Private Limited	-	10.85 (P.Y. 4.34)		10.85 (P.Y. 4.34)
Expenditure				
Sitting Fees	-		1.00 (P.Y. 1.65)	1.00 (P.Y. 1.65)
Balance as at 31st March, 2020				
Liabilities				
Borrowings				
Akhil Marketing Private Limited	593.63 (P.Y. 555.85)			593.63 (P.Y. 555.85)
Krishna Advisors Private Limited	5.24 (P.Y. 5.24)			5.24 (P.Y. 5.24)
Anaya Global Suppliers Private Limited	0.32 (P.Y. 0.32)			0.32 (P.Y. 0.32)
SVC Growth Fund Private Limited	488.47 (P.Y. 488.47)			488.47 (P.Y. 488.47)
Assets				
Investments- Nandvan Mega Foods Pvt. Ltd.	-	1.30 (P.Y 1.30)	-	1.30 (P.Y 1.30)
Loans- Nandvan Mega Foods Pvt. Ltd.	-	216.42 (P.Y. 303.74)	-	216.42 (P.Y. 303.74)
Trade Receivable- Nandvan Mega Foods Pvt. Ltd.	-	15.19 (P.Y. 4.34)	-	15.19 (P.Y. 4.34)

a) No amount in respect of related parties has been written off / written back during the accouting period.

b) Related party relationships have been identified by the management based on Ind AS 24 and relied upon by the auditors.

34 Previous year figures have been regrouped, reworked, rearranged and reclassified wherever necessary. Figures in brackets indicate the corresponding figures for the previous year.

In terms of our report of even date attached.

For CHATURVEDI SK & FELLOWS
Chartered Accountants
ICAI FRN: 112627W

SRIKANT CHATURVEDI
Partner
ICAI M.No. 070019

Place : Mumbai
Date : 25th July, 2020

For and on behalf of the board

SURESH V. CHATURVEDI (DIN: 00577689) : Promoter Director
I. G. MEHROTRA (DIN: 00579544) : Director
ABHA RAVI (DIN: 07127554) : Director

SANJAY AGARWAL
Chief Financial Officer



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