



**23rd  
Annual Report  
2015-2016**

**RAVI KUMAR  
DISTILLERIES LIMITED**

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. R.V. Ravikumar	Managing Director
Mr. Badrinath S Gandhi	Executive Director
Mrs. S. Vijayalakshmi	Executive Director
Mr. K.S.M. Rao	Independent Director
Mr. Ashok R Shetty	Independent Director
Mr. Popatlal M. Kathariya	Independent Director

### COMPLIANCE OFFICER

Mr. Badrinath S Gandhi

### AUDITORS

M/s. Ramanand & Associates,  
6/C, Gr. Floor, Ostwal Park Building,  
No.4, Near Jesal Park Jain Temple,  
Bhayandar (East),  
District Thane – 401 105.

### BANKERS

State Bank of India

### REGISTERED OFFICE

S1 & S2, 2nd Floor, B-Block,  
“Ameen Manors”,  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034, India.  
Tel. No. 91-044-2833 2087  
Website: [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com)  
Email: [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)

### CORPORATE OFFICE

No.17, Kamaraj Salai,  
Puducherry – 605 011, India.  
Tel. No. 91 – 0413 – 2343278 & 2346386  
Fax No. 91 – 0413 – 2343278 & 2331032  
Website: [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com)  
Email: [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)

### REGISTRAR & SHARE TRANSFER AGENT

M/s. Karvy Computershare Pvt.Ltd.,  
Karvy Selenium Tower B, Plot 31-32,  
Gachibowli, Financial District,  
Nanakramguda, Hyderabad 500 032.  
Phone: 91 40 67162222  
Email: [einward.ris@karvy.com](mailto:einward.ris@karvy.com)

### FACTORY:

R.S. No. 89/4-A, Katterikuppam Village,  
Mannadipet Commune,  
Puducherry – 605 502.  
Tel.No. 91 – 0413 – 2674444, 2674888

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## DIRECTORS' REPORT

To  
**The Members**

Ravi Kumar Distilleries Limited.

Your Directors have pleasure in presenting the 23rd Annual Report together with the Audited Accounts of the Company for the year ended 31st March 2016.

<b>Financial Results:</b>	<b>(Rs. in lakhs)</b>	
<b>Particulars</b>	<b>2015-16</b>	<b>2014-15</b>
Total Revenue	5246.00	4582.00
Profit / (Loss) before Prior period, Exceptional and Extra-Ordinary items	(-)547.00	(-) 494.00
Prior Period items	0.00	29.00
Exceptional items	0.00	(-) 137.00
Tax Expenses	0.00	12.00
Profit / (Loss) for the Year	(-)547.00	-590.00
Balance Carried Forward to Balance sheet	(-)547.00	-590.00

### Performance of the Company during the year under review

Your Company is engaged in the business of manufacture and trade of Indian Made Foreign Liquor (IMFL) under own brand Capricorn, Jean Brothers, Black Berry, 2 Barrels, Green Magic, Chevalier as well as under tie-up arrangements with other Companies. IMFL comprises of Whisky, Brandy, Rum, Gin and Vodka. Your Company currently operates through own manufacturing unit located at R.S 89/4A, Katterikuppam Village, Mannadipet Commune, Pondicherry. The Unit is equipped with infrastructure facilities and technology, which encompasses all modern facilities for blending and bottling, can undertake manufacture of IMFL. The core competency of your Company is in house technical and formulation knowledge, skilled workforce and well equipped manufacturing facilities, which enable us to manufacture a wide range of IMFL products to diverse client requirements.

During the year, the total Income from operations was Rs.5246 lakhs compared to Rs.4582 lakhs in the previous year recording a loss of (Rs.547 lakhs). The net loss was (Rs. 547 lakhs) as against the loss (Rs. 590) lakhs in the previous year. Earning per share is (Rs. 2.28) against (Rs. 2.46) in the previous year on a weighted average basis as per Accounting Standard 20 issued by the Institute of Chartered Accountants of India.

However, the Company is taking possible steps to revive the business.

### Future Outlook:

During current year, your Company will try to increase the sales.

### Insurance:

All the properties of the Company including buildings, plant and machinery and stocks have been adequately insured.

### Reasons for Loss during the year:

The Loss of the company to the tune of Rs. 547.00 lacs attribute is to following main reasons for non growth of the company:

#### 1. Change In Excise Law

The increase of Excise Duty implemented three years back has severely affected the sales this year also. However the company is working on other avenues and areas for increasing the sales and the turnover has increased from Rs.4576.00 lacs to Rs.5232.00 lacs.

#### 2. Legal Cases Pertaining To The Company

The company's performance was also severely affected due to various issues and fraudulence committed by Mr. Anil Agrawal, Managing Director of M/s. Comfort Securities Limited, M/s. Comfort Intech Limited and his associates against the Company.

Your Company has filed complaints against Mr. Anil Agrawal, M/s. Comfort Securities Ltd., Merchant Bankers, M/s. Comfort Intech Ltd. and its other group companies with the following authorities.

1. A Civil Suit OS No. 103/2013 and I.A. No. 405/2013 before 2nd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad with prayers:
  - a. To rescind the agreements as being void and restore the parties back to the position prior to the MOU dated 05.09.2012.
  - b. To declare the notice for EGM of M/s. Liquors India Limited dated 05.02.2013 as null and void and illegal. The court has passed an order restraining Mr. Anil Agrawal from holding the EGM till further orders in the case of M/s.Liquors India Ltd.,
  - c. I.A. No. 1453 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alienate, encumber assets of M/s.Liquors India Ltd.
  - d. I.A. No. 1452 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alter the Board.
  - i. The Court has passed interim order in IA No.1452 & 1453, not to alienate, encumber assets of LIL and not to alter the Board.ii. Mr. Anil Agrawal filed appeal in High Court, Hyderabad and HC permitted to sub-lease with third parties.
  - iii. Aggrieved by this order, your company filed SLP with the Supreme Court of India against the above

order. The Supreme Court has permitted the sub lease for the purpose mentioned in the rules of A.P. Distilleries (Manufacturer of IMFL) rules, 2006. However the Supreme Court has directed that the company shall not create any sub lease for any other purpose, and neither Liquors India Limited nor sub leases can claim any right on the basis of the lease created under the rules. Further Supreme Court has directed the lower court to dispose of the suit by end of June 2016.

- e. I.A. No. 654 of 2016 in OS no. 103/2013 filed with IIInd Additional District Judge, Ranga Reddy District, L.B.Nagar, Hyderabad praying to appoint Official Receiver conferring powers on the receiver for the management, protection, collection of profits and improvement of M/s.Liquors India Limited. The Court has also ordered to appoint administrator and the Administrator is yet to be appointed.
2. Writ Petition No. 12713 of 2014 with the Hon'ble High Court, Andhra Pradesh praying License of Liquors India Limited issued by the Excise Department should be cancelled and sub-lease agreement also be cancelled. The order has been passed that all transactions including financial transactions between Mr. Anil Agrawal and Tilaknagar Industries Limited shall be booked and recorded faithfully pending further consideration of this W.P.M.P. No. 15944 of 2014 in W.P. No. 12713 of 2014. Mr. Anil Agrawal and Tilaknagar Industries Limited shall not create any charge or third party interest relating to the assets of Liquors India Limited.
3. Your company has filed a Complaint with the Commissioner of Police, Hyderabad against the fraud and cheating committed by Mr. Anil Agrawal. The Police has registered the FIR No.248/2013 dated 23.08.2013 against Mr. Anil Agrawal and others under Section 406-IPC, 420-IPC, 447-IPC, 385-IPC, 386-IPC, 467-IPC, 468-IPC, 469-IPC, 471-IPC, 120B-IPC, 34-IPC.
  - a) Mr. Anil Agrawal has filed C.P. No. 11292 of 2013 in the High Court of Hyderabad against FIR No. 248/2013 dated 23.08.2013 and High Court passed order to complete the investigation without arresting Mr. Anil Agrawal and others.

The complaint has been transferred to EOW, CID, Hyderabad for further investigation.
4. Your company has filed a Complaint with EOW, Mumbai for cheating and money laundering and to recover company's money of Rs. 33.73 crores. EOW has registered FIR No.34/14 dated 21.01.2014 under section 409, 420, 465, 467, 468, 471, 474, 120(B).
  - a. Mr. Anil Agrawal filed W.P. No. 2059 of 2014 in High Court of Mumbai and the Court has declared that the FIR registered by EOW is not maintainable since Nacharam Police Station has registered the FIR first.
    - i. Aggrieved by delay in investigation by the Hyderabad Police and order by the High Court, Mumbai, Your company has filed.
  - a. Two SLPs with the Supreme Court of India against High Court of Mumbai order and delay in investigation by Hyderabad Police. These SLPs have been taken by the Supreme Court and the matter is before the Supreme Court.
5. Your company has filed a Complaint with SEBI, Mumbai against BRLM M/s. Comfort Securities Ltd., (DP) promoted by Mr. Anil Agrawal for violations of SEBI Regulations and others.
6. Your company has filed a Recovery suits No. SL/1135, 1136, 1137 and 1138 of 2013 and SL/1259 and 141 of 2014 filed against M/s. Ranisati Dealer Pvt.Ltd., M/s. Vibhuti Multi Trade Pvt. Ltd., M/s. Gulistan Vnija Pvt. Ltd., M/s. Sukusama Trading and Investments Pvt. Ltd., M/s. Comfort Intech Ltd and M/s. Gaungour Suppliers Pvt. Ltd., in the High Court of Bombay. Matter pending before the court.
7. Your company has filed a Complaint with Enforcement Directorate, Mumbai to investigate the frauds committed by Mr. Anil Agrawal and his companies. Enforcement Directorate has initiated enquiries against Mr. Anil Agrawal, his companies and others under the provisions of prevention of Money Laundering Act 2002 on the basis of the FIR No. 34/14 dated 21.01.2014.
8. Your company has filed a Complaint with RBI and Ministry of Finance to appoint officer to investigate the affair of CIL and cancel the License to act as NBFC for violating the guidelines. RBI has cancelled the NBFC Licence of Comfort Intech Limited based on forgery and mis-representation by CIL in some other different matter for forging and fabricating RBI documents.
9. Your company has filed a Complaint with The Police Commissioner of Chennai against the fraud and cheating committed by Mr. Anil Agrawal. Mr. Anil Agrawal filed Writ Petition No. 32829 of 2013 with High Court of Chennai to direct the Police, Chennai not to proceed further with the investigation. The matter is pending before the Court.
10. Your company has filed a Petition Under section 111A r/w 111(4) of the Companies Act filed before the Company Law Board, Chennai in the matter of Liquor India Limited, Mr. Anil Agrawal and others. CLB is dissolved and the matter transferred to NCLT and is pending.





**3. Mr. Anil Agrawal has filed complaints against the company with the following authorities:**

1. The Company Law Board, Chennai under section 397, 398, 235(2) and 237(b) of the Companies Act, 1956. The Company has filed counter. CLB is dissolved and the matter transferred to NCLT and is pending.
2. Mr. Anil Agrawal filed a Counter Complaint with Hyderabad Police against Mr. R.V. Ravikumar. The Hyderabad Police have not considered the complaint since there was no substance. Aggrieved, Mr. Anil Agrawal filed W.P. No. 7956 of 2014 filed with Hon'ble High Court, Andhra Pradesh to register the complaint filed by him against Mr. R.V. Ravikumar with Hyderabad Police. The Police have submitted their report to the High Court, Hyderabad stating that there is no substance in the Complaint. The matter is pending before the court without further date.
3. Mr. Anil Agrawal has filed a Counter Complaint with Malad Police Station, Mumbai against the company and its Directors. Preliminary enquiry was conducted by the Malad Police and since there was no substance in the Complaint, Malad Police did not pursue further.
4. M/s. First Financial Services Limited, Chennai has filed O.S. No. 6602 of 2013 alleging mis-management of the company. The court has rejected the suit.
5. M/s. Tilaknagar Industries Limited – accused A7, A8 and A9 in the Hyderabad Police FIR, filed W.P. No. 4945 of 2014 with the Hon'ble High Court, Andhra Pradesh to stay all further proceedings of the FIR. The W.P. is pending for admission.

**Dividend:**

The Board of Directors does not recommend any Dividend for the year 2015-16 considering the finance situation of the company.

**Fixed deposits:**

During the year under review, the Company has not accepted any fixed deposits and there are no fixed deposits, which are pending repayment.

**Subsidiary Companies:**

Your Company does not have any subsidiary company during the year under review.

**Directors:**

Mrs. S. Vijayalakshmi, Executive Director retires by rotation at this AGM being eligible, offer herself for re-appointment. Pursuant to clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges, brief resume of Mrs. S. Vijayalakshmi have been provided in the notice convening the Annual General Meeting.

**Board Meeting**

Five meetings of the Board of Directors were held during the year. For further details, please refer report on Corporate Governance of this Annual Report.

**Declaration by Independent Director**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and Clause 49 of the Listing Agreement SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the non-executive directors and executive directors and a process of evaluation was followed by the Board for its own performance and that of its Committees and individual Directors.

The details of programs for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company.

**Directors' Responsibility statement:**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) shall state that—

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

**Nomination & remuneration Committee**

The Board constituted a Nomination and Remuneration Committee comprising of Mr. Ashok R Shetty, Mr. Popatlal M Kathariya and Mr. K.S.M. Rao refer Corporate Governance report for details.

**Corporate Governance:**

The Company has complied with the requirements of the Code of Corporate Governance as stipulated in clause 49 of the Listing Agreement SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the stock exchanges. A Report on Corporate Governance along with Certification by the Managing Director is attached to this Directors' Report.

A Certificate from the Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated by clause 49 of the listing agreement SEBI (Listing

Obligation and Disclosures Requirements) Regulations, 2015 is attached to this Directors' Report.

**Auditors:**

The statutory auditors of the Company M/s. Ramanand & Associates, Mumbai retire at the conclusion of the ensuing Annual General Meeting. The retiring auditors have furnished a certificate under Sec. 141 of the Companies Act, 2013 confirming their eligibility for reappointment. The Auditor Report for the financial year ended March 31, 2016 is annexed herewith and is part of the Annual Report.

**Extract of Annual Return**

An Extract of Annual Return of the Company Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 is given below;

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**As on the financial year ended on 31st March 2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
Management and Administration) Rules, 2014]

**I. I. REGISTRATION AND OTHER DETAILS:**

CIN	L51909TN1993PLC025981
Registration Date	11.10.1993
Name of the Company	RAVI KUMAR DISTILLERIES LIMITED
Category/Sub Category of the Company	Alcoholic Liquors
Address of the Registered Office and Contact Details	Ameen Manors", S1 & S2, Second Floor, 'B' Block, #138, Nungambakkam High Road, Nungambakkam, Chennai-600034, Tamil Nadu. Ph : 91-44-2833 2087
Whether Listed Company	Yes
Name, address and contact details of Registrar and Transfer Agent, if any	M/s. Karvy Computershare Pvt Ltd, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 32 Phone: 91-40-6716 2222, Email: einward.ris@karvy.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Name and Description of main Services	NIC Code of the Product/Service	% to Total Turnover
Indian Made Foreign Liquors	2200	99.73%



## RAVI KUMAR DISTILLERIES LIMITED.

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

#### i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2015)				No. of Shares held at the end of the year year (31.03.2016)				% of Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(A) Promoters</b>									
<b>(1) Indian</b>									
(a) Individual/HUF	5652044	-	5652044	23.55	5652044	-	5652044	23.55	-
(b) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-Total (A) (1)</b>	<b>5652044</b>	<b>-</b>	<b>5652044</b>	<b>23.55</b>	<b>5652044</b>	<b>-</b>	<b>5652044</b>	<b>23.55</b>	<b>-</b>
<b>(2) Foreign</b>	-	-	-	-	-	-	-	-	-
<b>(B) Public Shareholding</b>									
<b>(1) Institutions</b>	-	-	-	-	-	-	-	-	-
<b>(2) Non- Institutions</b>									
(a) Bodies Corporate									
i. Indian	11923654	-	11923654	49.68	11598138	-	11598138	48.33	-1.35
(b) individuals									
i. Individual shareholders holding nominal share capital up to Rs. 2 lakh	3987283	102	3987385	16.61	4685086	277	4685363	19.52	2.91
ii. Individual shareholders holding nominal share capital in excess of Rs 2 lakh	2288249	-	2288249	9.53	1908378	-	1908378	7.95	-1.58
(iii) NBFCs Registered with RBI	-	-	-	-	3750	-	3750	0.02	0.02
<b>(C) Any Other (specify)</b>									
Clearing Members	11792	-	11792	0.05	14689	-	14689	0.06	0.01
Non Resident Indians	136876	-	136876	0.57	137638	-	137638	0.57	0.00
<b>Sub-Total (B)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>18347854</b>	<b>102</b>	<b>18347956</b>	<b>76.45</b>	<b>18347679</b>	<b>277</b>	<b>18347956</b>	<b>76.45</b>	<b>0.00</b>
C Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>23999898</b>	<b>102</b>	<b>24000000</b>	<b>100</b>	<b>23999723</b>	<b>277</b>	<b>24000000</b>	<b>100</b>	

#### (ii) Shareholding of Promoters:

Sl. No.	Share Holders Name	Shareholding at the beginning of the year (01.04.2015)			Shareholding at the end of the year (31.03.2016)			% of Change during the Year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	R.V Ravikumar	5500175	22.92	-	5500175	22.92	-	-
2	R Amrithavalli	148997	0.62	0.61	148997	0.62	0.61	-
3	Siva Sankar V	2872	0.01	-	2872	0.01	-	-
	<b>Total</b>	<b>5652044</b>	<b>23.55</b>	<b>0.61</b>	<b>5652044</b>	<b>23.55</b>	<b>0.61</b>	<b>-</b>

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

Sl. No.	Particulars	2015-2016		2014-2015	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	5652044	23.55	5645044	23.52
2	Increase / Decrease in Promoters Share holding during the year	-	-	7000	0.03
3	At the End of the year	5652044	23.55	5652044	23.55

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

Sl. No.	For Each of the Top 10 Shareholders	2015-2016		2014-2015	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	11512051	47.97	11296995	47.07
2	Increase / Decrease in Share holding during the year	175142	0.73	215056	0.90
3	At the End of the year (or on the date of separation, if Separated during the year)	11336909	47.24	11512051	47.97

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Mr. RV Ravikumar	2015-2016		2014-2015	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	At the beginning of the year	5500175	22.92	5496675	22.90
2	Increase / Decrease in Promoters Share holding during the year	-	-	3500	0.01
3	At the End of the year	5500175	22.92	5500175	22.92





## RAVI KUMAR DISTILLERIES LIMITED.

### IV. INDEBTEDNESS:

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

S.No.	Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
		(A)	(B)	(C)	(D)=(A+B+C)
(A)	<b>Indebtedness at the beginning of the Financial Year</b>				
	(i) Principal Amount	--	--	--	--
	(ii) Interest due but not paid	--	--	--	--
	(iii) Interest accrued but not due	--	--	--	--
	<b>Total ( i+ii+iii )</b>	--	--	--	--
(B)	<b>Change in Indebtedness during the Financial Year</b>				
	Addition	--	--	--	--
	Reduction	--	--	--	--
	<b>Net Change</b>	--	--	--	--
(C)	<b>Indebtedness at the end of the Financial Year</b>				
	(i) Principal Amount	--	--	--	--
	(ii) Interest due but not paid	--	--	--	--
	(iii) Interest accrued but not due	--	--	--	--
	<b>Total ( i+ii+iii )</b>	--	--	--	--

### V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

Rs in Lakhs

S.No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Mr. R.V. Ravikumar	Mr. Badrinath S Gandhi	Mrs. S. Vijayalakshmi	
1	<b>Gross salary</b>				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1.00	9.00	Nil	10.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	<b>Total (A)</b>	<b>1.00</b>	<b>9.00</b>	<b>Nil</b>	<b>10.00</b>
	<b>Ceiling as per the Act</b>				

**B. Remuneration to other Directors :****Not Applicable****C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD****Not Applicable****VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

**Secretarial Auditor:**

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014 the Board appointed Mr. Roy Jacob, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is given below.

**Form No. MR-3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31st March 2016**

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

To,  
The Members,  
Ravi Kumar Distilleries Limited

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

Based on my verification of the 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, 2016 complied with the statutory provisions listed hereunder, except which are specifically mentioned therein 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 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
  - a) The company has not filed Form5INV pursuant to rule 3 of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012].
  - b) The Company has not complied with the provisions of section 203 in respect of appointment of Chief Financial Officer and Company Secretary.



- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings:

**Not applicable to the Company during the Audit period**

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and which are applicable to the company:-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009: **Not Applicable to the Company during the Audit Period**
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: **Not Applicable to the Company during the Audit Period.**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 : Not Applicable to the Company during the Audit Period
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: **Not Applicable to the Company during the Audit Period**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: **Not Applicable to the Company during the Audit Period**
- (vi) For the other applicable laws our audit is limited to
  - a) Factories Act, 1948.
  - b) Industrial Disputes Act, 1947
  - c) The payment of wages Act, 1936,
  - d) The minimum wages Act, 1948
  - e) Employees Provident Fund and Miscellaneous Provisions Act, 1952
  - f) Payment of Bonus Act, 1965
  - g) Payment of Gratuity Act, 1972
  - h) The Contract Labour (Regulations & Abolition) Act, 1970
  - i) The Puducherry Excsie Act, 1970 and the Rules made there under.

Statutory dues of Provident Fund and Employees State Insurance for the period from June 2015 and November 2015 respectively is pending for payment.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 except the following.

*Delayed in making the payment of Listing fees to the stock exchanges and Custodial fees to Depositories are unpaid.*

Based on our such examination and further based on the Representation of the Management of the Company, the Company has during the period under review complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except the non compliances given in respective paragraphs.

I further report that I rely on statutory auditors reports in relation to the financial statements and accuracy of financial figures for, sales tax, wealth tax, value added tax, related party transactions, provident fund etc. as disclosed under financial statements, accounting standards 18 & notes on account during our audit period.

I/we 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. 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 if any are captured and recorded as part of the minutes.

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

I further report that:

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our Audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for of opinion.
3. Where ever required, I have obtained the Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on the test basis.
5. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place : Mumbai  
Date : 9.08.2016

For Roy Jacob & Co  
Company Secretary  
(Roy Jacob)  
Proprietor  
ACS No.18815  
C P No.: 8220

### Employee Relations:

The relations between the employees and management continued to be cordial during the year.

### Particulars of Employees and related disclosures:

No employee of the company is drawing remuneration in excess of the limits set out in terms of the provisions of Section 197 (12) of the Act read with Rules 5(2) and 5(3) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### Particulars as required under section 134(3) (m) of the companies act, 2013 read with the companies (Accounts) Rules, 2014:

#### 1. Conservation of Energy, Technology Absorption:

The particulars regarding the disclosure of the conservation of energy, technology absorption, as required under section 134(3) (m) of the companies act, 2013 read with the companies (Accounts) Rules, 2014 are given below.

#### a) Energy Conservation Measures Taken:

The Company continues to accord high priority to conserve the energy. Details of some of the measures undertaken to optimize energy conservation are.

- i. Installation of circuit breakers, safely and easily operative and accessible are provided in each machinery / equipment resulting in reduction of idle run.
- ii. Trip system in bottling lines easily and safely operative, in case of lag / fault in any equipment / machinery across the line.
- iii. Recycling of wash water resulting in conservation of water and energy.
- iv. Gravity Liquor flow system in all process areas resulting in lesser consumption of energy.
- v. Installation of "Turbo Vent" for Natural ventilation system in roofs of all buildings.
- vi. Installation of Transparent Poly Coat Sheets in the roof resulting in availability of natural light.



## RAVI KUMAR DISTILLERIES LIMITED.

### b) Statement of total energy consumption and energy consumption per unit are given as under:

S.No.	Power and Fuel Consumption	2015-2016	2014-2015
1.	<b>Power including lighting</b>		
	Units Consumed	86,808	87,364
	Rate per Unit (in Rs.)	5.64	5.29
	Amount paid (in Rs.)	4,89,608.00	4,62,527.00
2.	<b>Own generation by Diesel Generator</b>		
	Diesel utilized Litres	2,608	1,586
	Unit per Litre of diesel oil generated	3.43	3.42
	Rate per Unit (in Rs.)	15.43	16.80

### 2. Foreign Exchange Inflow & Outgo:

#### a) Activities relating to Exports, Initiatives taken to increase Exports, Developments of new Export Market for products and Services and Export Plans:

The Company has not undertaken any export activities. The company is looking out for Export Opportunities.

#### b) Total Foreign Exchange used and earned:

Used : Nil      Earned : Nil

### Risk Management

During last year, your Directors have constituted a Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's risk management framework; and (b) Overseeing that all the risks that the organization faces such as strategic, financial, market, liquidity, 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. A Risk Management Policy was reviewed and approved by the Committee.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviors together form the Risk Management System (RMS) that governs how the company conducts the business of the Company and manages associated risks.

The Company has introduced several improvements to Risk Management, Internal Controls Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities.

### Particulars of loans, guarantees or investments under section 186:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statement.

### Related Party Transaction under sub-section (1) of section 188:

Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board is provided in the company's web site. Your Directors draw attention of the members to Note to the financial statement which sets out related party disclosures.

### Acknowledgments:

The Management is grateful to the Regulatory Authorities, Share holders, Company's Bankers, Financial Institutions, Insurance Companies, Investors, Clients, Business Associates for their continued support and co-operation.

The Directors also wish to place on record their appreciation for the co-operation, active involvement and dedication of the employees.

**For and on behalf of the Board of Directors**

Place: Chennai  
Date : 09.08.2016

**R.V. Ravikumar**  
Managing Director

### Registered Office:

S1 & S2, Second Floor, 'B' Block,  
"Ameen Manors"  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034.



## REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

The company is engaged in the business of manufacturing and trade of Indian Made Foreign Liquor (IMFL) under our own brand portfolio as well as under tie up arrangements with other companies. The IMFL comprises of whisky, Brandy, Rum, Gin & Vodka. We started our initial capacity of 7,20,000 cases per annum and a bond capacity 6300 cases of Excise Bonded warehouse. Presently our plant is having an installed capacity of 14,25,000 cases per annum and 26000 cases of Excise Bonded warehouse.

During the year, the total Income from operations was Rs. 5232.00 lakhs compared to Rs 4576 lakhs in the previous year recording a loss of Rs. 547 lakhs. The net loss was Rs. 547 lakhs as against the Loss of Rs. 590 lakhs in the previous year.

### Business Outlook

Indian alcohol market has been flourishing since 2001 and registered growth between 7-12% till 2011 when the growth finally declined due to heavy import taxes, state government taxes, excise duty and political instability in election season. The year 2013 was a great fall in Indian alcohol market when the spirits volume actually declined by 2-3% in India. Alcohol industry is a part of huge US\$ 12 billion beverage industry of India excluding milk and milk products.

Indian alcohol market is dominated by whisky which falls under spirit category. However, the wine market is expected to show highest growth in the forecast period. The Indian alcohol market is broadly segmented as spirits, beer and wine. Spirits are further sub-segmented into whisky, rum, brandy, vodka, gin and others.

Consumers are largely inclined towards quality alcohol due to increasing disposable income and better standard of living. Other drivers include greater inclination towards social drinking as well as women indulging into alcohol consumption. As India has huge youth population, the demand of alcohol would remain high in the coming years. The market saw a boom in Vodka sales in past decade as Vodka was positioned as the alcohol for women. Youth largely prefer beer and the salaried youth are inclined toward whisky and rum. In beer segment, more than 85% of the market is dominated by strong beer rather than mild.

There exists quite a few restraints in the market such as high taxes, stringent government regulations on manufacturing and selling liquor, and ban on advertisements among others. Alcohol consumption is also subjected to the overall economy's growth in terms of gross net income per capita and household expenditure. Thus, development in the economy would give a thrust to the alcohol market further but in a less pronounced manner.

One of the most notable trend is the demand of premium liquor among the consumers. The growth of premium segment would surpass the overall growth of alcohol market due to greater exposure towards foreign brands. India has seen a burst of high net worth individuals in past two decades and the list is ever increasing, which would fuel the growth of market in premium segment. In addition to travel retail theatres and duty free retailing would further boost the growth of premium alcohol in the market.

### Risk Factors:

Government regulations affects the Indian Liquor industry introducing structural rigidities. Apart from the high level taxes and levies regulations pertaining to licensing creation or expanding of brewing / distillery and bottling capacities, manufacturing process (grain based and molasses based), distribution and advertising impinge on the industry. Further liquor being a state subject, every state has different regulations (including those on distribution) and tax rate for the industry apart from restrictions as well as levies on the inter- state movement of liquor.

### Future Outlook:

During current year, your Company will try to increase the sales in our existing plant at Pondicherry.

### Internal control systems and their adequacy

The Managing Director / Whole Time Director certification provided in the report discusses the adequacy of our internal control systems and procedures.

### Human Resource Development

The most important asset of the company is its Human Resources.

### Cautionary statements

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectation may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.



## Corporate Governance Report

In accordance with Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Ravi Kumar Distilleries Limited is as follows:

At Ravi Kumar Distilleries Limited, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. At Ravi Kumar Distilleries Limited, we consider stakeholders as partners in our success, and we remain committed to maximizing stakeholder value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses.

### 1. Company's Philosophy on Code of Corporate Governance:

The Company's philosophy on Corporate Governance is to achieve business excellence and to meet the expectations of its customers, shareholders, employees, business associates, the society at large and in complying with the dictates of the regulatory frame work. The Company is committed to transparency in all its dealings and places high emphasis on business ethics. We believe that Corporate Governance is voluntary and self-discipline code which means not only ensuring compliance with regulatory requirements but also by being responsive to our stakeholders needs.

### 2. Ethics/Governance Policies

At RKDL, we strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. We adhere to ethical standards to ensure integrity, transparency, independence and accountability in dealing with all stakeholders. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code of Conduct
- Code of Conduct for Prohibition of Insider Trading
- Whistle Blower Policy
- Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions

### 3. 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.

### 4. Board of Directors:

The Board of Directors comprises of both executive and non-executive directors with professional experience in various fields. The present strength of the Board of Directors is six in number. Half of the Board consists of Independent Directors.

### 5. Board Meetings & Procedures

During the year, the Board met 5 times on 25.05.2015, 12.08.2015, 13.11.2015, 02.01.2015 and 13.02.2016.

The composition of Board of Directors, attendance at the Board Meetings during the financial year and attendance at the last Annual General Meeting, number of outside Directorship, Chairman/Membership of Committees is as under:

Name of Director	Category	No. of Board meetings attended	Last AGM attendance	No of Directorships	Membership/ Chairmanship of other Audit & Shareholders' Grievance Committees
Mr. R.V. Ravikumar	Managing Director	5	Yes	9	-
Mr. Badrinath S Gandhi	Executive Director	5	Yes	3	2/0
Mr. K.S.M. Rao	Independent Director	3	Yes	2	2/1
Mr. Ashok R Shetty	Independent Director	5	Yes	3	1/2
Mr. Popatlal M Kathariya	Independent Director	3	No	3	2/0
Mrs. S. Vijayalakshmi	Executive Director	2	No	1	-

**6. Appointment/Reappointment:**

1. Mrs. S. Vijayalakshmi (DIN 02091138) who retires by rotation and being eligible offers herself for re-appointment.

Name	Age	Qualification	Expertise	Other Directorship
Mrs. S. Vijayalakshmi	43 years	B.Sc., Chemistry	Blending of Liquor	--

**7. Audit Committee:****Terms of reference:**

The Audit Committee has been constituted pursuant to section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015. The Primary object of Audit Committee of the company is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosures and transparency, integrity and quality of financial reporting.

**Composition:**

The Audit Committee comprises of 4 members out of which 3 are Independent Directors. Mr. Ashok R Shetty is the Chairman of the Audit Committee. All the members of the Committee are financially literate. Mr Ashok R Shetty and Mr Popatlal M Kathariya are Chartered Accountants and Mr K S M Rao is a retired Banking professional and Mr Badrinath S Gandhi is an Engineer by profession but has varied experience in industrial management.

During the year, the Committee met 4 times on 25.05.2015, 12.08.2015, 13.11.2015 and 13.02.2015 and the gap between any 2 meetings was less than 4 months.

**Attendance at the Audit Committee Meeting:**

Name	Designation	Category	Attendance out of 4 meetings
Mr. Ashok R Shetty	Chairman	Independent	4
Mr. K.S.M. Rao	Member	Independent	3
Mr. Popatlal M Kathariya	Member	Independent	2
Mr. Badrinath S Gandhi	Member	Executive	4

**8. Stakeholders' Relationship Committee:**

Constitution and attendance:

The committee comprises of Mr. K.S.M. Rao, Mr. Ashok R Shetty and Mr. Badrinath S Gandhi.

During the year, the Committee met 2 times on 13.11.2015 and 02.01.2016.

**Attendance at the Shareholders' Grievance Committee Meeting:**

Name	Designation	Category	Attendance out of 2 meeting held
Mr. K.S.M. Rao	Chairman	Independent	1
Mr. Ashok R Shetty	Member	Independent	2
Mr. Badrinath S Gandhi	Member	Executive	2

- Mr. Badrinath S Gandhi has been designated as Compliance Officer.
- The investors may register their complaints at the email-id [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)
- During the year, the Company received 2 complaints on various matters. The Company has attended the same and complaints pending unresolved at the end of the financial year were NIL.

**Terms of reference:**

The Shareholders' Grievance Committee focuses on shareholders' grievances and strengthening of investor relations, specifically looking into redressal of grievances pertaining to:

- 1) Transfer and transmission of shares
- 2) Non-receipt of balance sheet
- 3) Non-receipt of declared dividend
- 4) Matters relating to demat / remat
- 5) Other related issues



**Prohibition of Insider Trading:**

With a view to regulate trading in securities by the directors and designated employees, the Company has adopted a Code of Conduct for Prohibition of Insider Trading.

**9. Risk Management Committee:**

The Risk Management Committee (RM Committee) was constituted two years ago by the Board adhering to the requirements of the Companies Act, 2013 and Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015. The Committee's prime responsibility is to implement and monitor the risk management plan and policy of the Company. The Committee's constitution meets with the requirements of Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015.

The committee comprises of Mr. K.S.M. Rao, Mr. Ashok R Shetty, Mr. R.V. Ravikumar and Mr. Badrinath S Gandhi.

**Role and Responsibilities of the Committee includes the following:**

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk Minimization
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes
- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed
- Performing such other functions as may be necessary or appropriate for the performance of its oversight function

**10. Nomination and Remuneration Committee:**

**Constitution and attendance:**

The Board constituted a Nomination and Remuneration Committee comprising of Mr. Ashok R Shetty, Mr. Popatlal M Kathariya and Mr. K.S.M. Rao.

**Attendance at the Remuneration / Compensation Committee Meeting:**

Name	Designation	Category	Attendance out of one meetings
Mr. Ashok R Shetty	Chairman	Independent	1
Mr. Popatlal M Kathariya	Member	Independent	1
Mr. K.S.M. Rao	Member	Independent	1

One meeting was held on 13.02.2016.

**Terms of reference:**

The terms of reference of the Remuneration Committee are as per the guidelines set out in the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the stock exchanges that include determination of the Company's policy on specific remuneration packages for Directors.

**Remuneration Policy:**

The remuneration of the Executive Directors is recommended by the Remuneration committee, based on criteria such as industry benchmarks, the Company's performance vis-à-vis the industry and responsibilities shouldered. The Company pays remuneration by way of salary and perquisites to its Executive Directors.

The Non-executive Directors are not paid any remuneration except sitting fees. Further the company has not entered into any pecuniary relationship or transactions with the Non-executive directors.

The details of the remuneration paid/payable to the Executive Director during the Financial Year 2015- 2016.

**Details of remuneration paid to the Directors.**

(Rs. in Lacs)

Directors	Salary (including Performance Incentive, if any and other allowance)	Perquisites	Contribution to P. F. superannuation and Gratuity	Sitting Fees	Total
Mr R.V. Ravikumar	1.00	-	-	-	1.00
Mrs S. Vijayalakshmi	-	-	-	-	-
Mr K.S.M. Rao	-	-	-	0.50	0.50
Mr Ashok R Shetty	-	-	-	0.80	0.80
Mr Badrinath S Gandhi	9.00	-	-	-	9.00
Mr Popatlal M Kathariya	-	-	-	0.45	0.45

**11. General Body Meetings:**

(i) Details of Annual General Meetings during the last three years

Financial Year	Day, Date & Time	Venue
2012-13	Friday, 27th September 2013, 2.30 p.m.	Bharathiya Vidya Bhavan, 8/12, East Mada Street, Mylapore, Chennai – 600 004.
2013-14	Monday, 29th September 2014, 11.30 a.m.	Bharathiya Vidya Bhavan, 8/12, East Mada Street, Mylapore, Chennai – 600 004.
2014-15	Monday, 28th September 2015, 12.00 Noon	Bharathiya Vidya Bhavan, 8/12, East Mada Street, Mylapore, Chennai – 600 004.

(ii) Special Resolution Passed in the last three Annual general meetings:

Year	Date	Special Resolution passed
2012-2013	27 September 2013	1
2013-2014	29 September 2014	-
2014-2015	28 September 2015	-

(iii) Special Resolution passed through Postal ballot last year: NIL

**12. Disclosures:**

- There were no transactions of material nature with its Promoters, Directors or the Management, or their relatives during the period that may have potential conflict with the interest of the company at large.
- Transactions with the related parties are disclosed in the notes on the accounts in the Annual Report as required by Accounting Standards under AS 18 issued by the Institute of Chartered Accountants of India.
- There were no non-compliances by the Company during the year. No penalties or strictures have been imposed on the Company by Stock Exchanges or SEBI or any other Statutory Authorities on any matters related to the capital markets, during the previous three financial years.
- The Board has adopted a Code of Conduct including for its Directors and Senior Management. This is available on the Company's web-site.
- The Managing Director has submitted before the Board a declaration of compliance with the Code of Conduct by the Directors during the financial year ended March 31, 2016.
- The Company follows the Accounting Standards issued by the Institute of Chartered Accountants of India and in the preparation of the financial statement; the Company has not adopted a treatment different from that prescribed by any Accounting Standard.
- Risk assessment and minimization procedures are periodically reviewed by the Risk Management Committee, Audit Committee and the Board of Directors of the Company.
- The Managing Director has submitted a certificate to the Board of Directors in Compliance of Clause 49 (V) of the Listing Agreement with the Stock Exchanges.
- The Company has complied with all mandatory requirements under Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock Exchanges. The adoption of non-mandatory requirements has been dealt with in this Report.
- The Company has adopted the Risk Management Policy of the Company and the same is available on the Company's website.





## RAVI KUMAR DISTILLERIES LIMITED.

- xi. The Company has adopted the Whistle Blower Policy and the same is available in the company's website.
- xii. The Company has adopted policy in handling Unpublished Price Sensitive Information and the same is available in the company's website.

### 13. Means of Communication:

Quarterly un-audited financial results are published in leading English/Vernacular newspapers. The half yearly report is not sent separately to the Shareholders. Annual Reports sent to the shareholders at their registered address with the company and also put up on Company's web site [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com).

The quarterly results, shareholding pattern and other mandatory information are available at the website of Bombay Stock Exchange ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange ([www.nseindia.com](http://www.nseindia.com)).

### 14. General Shareholders' Information:

#### Annual General Meeting

Date & Time : 26th September, 2016 at 12.00 Noon

Venue : M/s. Doveton Café, No.5, Purasawalkam High Road, Purasawalkam, Chennai – 600 007

#### Financial Calendar (Tentative)

Financial reporting for the quarter ending June 30, 2016 : 2nd week of August 2016

Financial reporting for the quarter ending September 30, 2016 : 2nd week of November 2016

Financial reporting for the quarter ending December 31, 2016 : 2nd week of February 2017

Financial reporting for the quarter ending March 31, 2017 : 4th week of May 2017

Annual General Meeting for the year ended March 31, 2017 : August-September, 2017

**Date of Book Closure** : 23rd September, 2016 to 26th September, 2016 (Both days inclusive)

**Listing on Stock Exchanges** : Bombay Stock Exchange Ltd (BSE)  
National Stock Exchange of India Ltd (NSE)

**Stock Code** : Bombay Stock Exchange Ltd, - 533294  
National Stock Exchange of India Ltd – RKDL

**Payment of Annual Listing fees** : Listing fees for the financial year 2016-2017 has been Paid to the Stock Exchanges BSE, NSE, and CDSL, NSDL

**Demat ISIN for NSDL & CDSL** : INE722J01012

#### Stock performance vs. BSE and NSE

#### Market Price Data during the year ended 31.03.2016

##### Bombay Stock Exchange:

Month	Open	High	Low	Close
Apr-2015	4.18	5.80	3.75	4.92
May-2015	5.03	5.75	4.01	5.05
June-2015	4.45	4.93	3.74	4.63
July-2015	4.67	8.86	4.05	6.15
Aug-2015	6.50	7.39	4.80	5.72
Sept-2015	5.83	6.14	4.14	5.15
Oct-2015	5.13	5.74	5.00	5.08
Nov-2015	5.08	11.49	5.06	8.28
Dec-2015	8.11	9.99	7.30	9.99
Jan-2016	10.15	16.89	9.79	10.81
Feb-2016	11.35	12.29	7.76	7.76
Mar-2016	7.60	10.00	7.60	7.86

##### National Stock Exchange

Month	Open	High	Low	Close
Apr-2015	4.20	6.35	3.90	5.00
May-2015	5.40	5.70	4.20	4.45
June-2015	4.95	4.95	3.65	4.45
July-2015	4.40	8.35	4.05	6.10
Aug-2015	6.10	7.50	5.00	5.75
Sept-2015	5.95	6.45	4.80	5.30
Oct-2015	4.60	5.80	4.60	5.25
Nov-2015	5.25	11.10	5.10	8.40
Dec-2015	8.40	9.95	7.60	9.95
Jan-2016	10.45	17.00	9.90	10.90
Feb-2016	11.40	12.10	7.85	7.85
Mar-2016	8.00	10.25	7.80	7.85

**Registrars & Transfer Agents :** M/s. Karvy Computershare Pvt.Ltd.,  
Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District,  
Nanakramguda, Hyderabad – 500 032.

**Contact person :** Ms. C. Shobha Anand

**Contact No. :** 040 - 6716 2222

**Email :** einward.ris@karvy.com

#### Share Transfer System

- Securities lodged for transfer at the Registrar's Office are normally processed with in 15 days from the date of lodgment, if the documents are clear in all respects. All requests for dematerialization of securities are processed and the confirmation is given to the depositories within 15 days. The Compliance Officer is empowered to approve transfer of shares and other investor related matters. Grievances received from investors and other miscellaneous correspondence on change of address, mandates, etc are processed by the Registrars with in 30 days
- Pursuant to Clause 47(c) of the Listing Agreement with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Pursuant to Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, certificates have also been received from a Company Secretary-in-Practice for timely dematerialization of the shares of the Company and for conducting a Secretarial Audit on a quarterly basis for reconciliation of the Share Capital of the Company.

#### Distribution of Shareholding as on 31-03-2016

No of equity shares held	No. of share holders	% of share holders	Total Shares	Total Amount	% of Amount
Upto1 - 5000	6880	77.45	1019921	10199210.00	4.25
5001 - 10000	963	10.84	8118680	8118680.00	3.38
10001 - 20000	500	5.63	8007200	8007200.00	3.34
20001 - 30000	172	1.94	453786	4537860.00	1.89
30001 - 40000	88	0.99	319277	3192770.00	1.33
40001 - 50000	81	0.91	390854	3908540.00	1.63
50001 -100000	102	1.15	748398	7483980.00	3.12
100001 and above	97	1.09	19455176	194551760.00	81.06
<b>Total</b>		<b>100</b>	<b>24000000</b>	<b>240000000.00</b>	<b>100.00</b>

#### Shareholding Pattern as on 31-03-2016

Sl. No.	Category	No. of Shares	Percentage of Holding
1	Promoters & Persons acting in Concert	56,52,044	23.55
2	Mutual funds / UTI / Banks / FIs	--	--
3	Private Corporate Bodies	1,15,98,138	48.33
4	NRIs / OCBs	1,37,638	0.57
5	Indian Public	66,12,180	27.55
6	Foreign Institutional Investors	--	--
	<b>Grand Total</b>	<b>2,40,00,000</b>	<b>100.00</b>

#### Dematerialization of shares

: NSDL – No. of Shares – 1,67,65,637 - 69.86 %  
CDSL – No. of Shares – 72,34,086 - 30.14 %  
Physical – No. of Shares – 277 - 0.00 %  
100% of the shares have been dematerialized by the members so far.

Outstanding GDRs/ADRs/Warrants or any convertible / instruments, conversion data and likely impact on equity

: N.A.

Plant location

: R.S. No. 89/4-A, Katterikuppam Village, Mannadipet Commune, Puducherry – 605 502. India

Address for correspondence

: No. 17, Kamaraj Salai, Puducherry – 605 011, India.



## **RAVI KUMAR DISTILLERIES LIMITED.**

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Contact person : Shri. R.V. Ravikumar, Managing Director

E-mail : cs@ravikumardistilleries.com

Members holding shares in Demat mode should address all their correspondence to their respective Depository Participant.

### **Non-mandatory requirements:**

#### **1 Chairman of the Board**

No separate office is maintained for the Non-Executive Chairman. Company does not reimburse expenses incurred by him in performance of his duties.

Mr. Popatlal M Kathariya, Mr. K.S.M. Rao and Mr. Ashok R Shetty are Independent Directors on the Board of the Company. All of them have requisite qualification and experience and in the opinion of the Company this would enable them to contribute effectively to the Company in their capacity as Independent Directors.

#### **2 Shareholder Right**

The Company has not sent half yearly financial performance including summary of the significant events to each of the shareholders, since the results were published in 2 news papers, one in Vernacular and one in English newspaper.

#### **3 Audit Qualifications**

During the year under review, there was no major audit qualification in the Company's financial statements. The Company continues to adopt best practices to ensure a regime of unqualified financial statements.

#### **4 Training of Board Members**

The Directors interact with the management in a very freely and open manner on information that may be required by them.

#### **5 Mechanism for evaluation of Non-Executive Board Members**

The evaluation process is yet to be formulated by the Board.

### **DECLARATION**

In accordance with Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 with the Stock exchanges, I hereby confirm that, all the Board Members and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct and Ethics during the financial year ended March 31, 2016.

**For and on behalf of the Board of Directors**

Place: Chennai  
Date : 09.08.2016

**R.V. Ravikumar**  
Managing Director

### **Registered Office:**

S1 & S2, Second Floor, 'B' Block,  
"Ameen Manors"  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034.

## CEO/CFO Certification

We hereby certify to the Board that:

- a) We have reviewed the financial statements and the cash flow statements for the year ended 31st March, 2016 and to the best of our 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 the 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 the Company's Code of Conduct.
- c) We accept the responsibility for establishing and maintaining internal controls for financial reporting and that, we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and 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 steps to rectify these deficiencies.
- d) We further certify that:
  - i) There have been no significant changes in internal control during the year;
  - ii) There have been no significant changes in accounting policies during the year,
  - iii) To the best of our knowledge, there have been no instances of fraud, involving management or an employee having a significant role in the Company's internal control systems.

For Ravi Kumar Distilleries Ltd

R V Ravi Kumar  
Managing Director

Place: Chennai  
Date : 09.08.2016

## Auditors' Certificate on Corporate Governance

TO THE MEMBERS OF  
RAVIKUMAR DISTILLERIES LIMITED

We have reviewed the relevant records of Ravi Kumar Distilleries Limited for the year ended 31 March 2016 relating to compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 entered into, by the Company, with the Stock Exchanges.

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

In our opinion and according to the information and explanations given to us, we have to state that, to the best of our knowledge, the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement and SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015.

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

For Ramanand & Associates  
Chartered Accountants  
Firm No. 117776W

CA Ramanand R. Gupta  
Partner  
Membership No.: 103975

Place: Chennai  
Date: 09.08.2016



## **INDEPENDENT AUDITOR'S REPORT**

To,  
The Members of **RAVI KUMAR DISTILLERIES LIMITED.**

### **1. Report on the Financial Statements**

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

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

The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility 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; design, implementation and maintenance of adequate internal financial controls, that are 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.

### **3. Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

### **Emphasis of Matters**

Without qualifying our opinion, we draw attention to the following :

- a. *Reference is invited to Note No. 17 regarding pending confirmations and reconciliations with sundry debtors and sundry creditors; and Note No. 14.1 regarding advances to suppliers which might require adjustments in the financial statements. Further, in case of 'Advances to Suppliers' amounting to Rs.29.00 cr is recoverable from respective companies and the Company has filed various cases before High Court and various authorities and the matter is subjudice. Since the matter is subjudice, no provision has been made for the same..*
- b. *Reference is invited to Note No. 13 regarding 'Investment in Liquor India Limited' and 'Advance received from 'Lemonade Shares & Securities Private Limited' (Refer Note No. 10.1) which is considered as disputed and no adjustment for sale thereof have been incorporated in the financial statements by the Company. The sale agreement entered into with 'Lemonade Shares & Securities Private Limited' for sale of entire undertaking has been challenged and civil suit has been filed before IIInd Additional District Judge, Ranga Reddy District, L B Nagar, Hyderabad, with prayers inter-alia to rescind the agreement as being void and restore the parties back to the position prior to MOU Dated 05-09-2012. Management does not anticipate any liability on this account. However, since the matter is pending before court, we are unable to comment whether, any adjustments are needed for the recoverability of investment thereof. Accordingly, impact on loss for the year and Investments thereof, if any, is unascertainable.*
- c. *The Company has not complied with the provisions of Section 203 of the Companies Act, 2013 in respect of appointment of Chief Financial Officer and Company Secretary.*



**6. Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2016, its loss and its cash flows for the year ended on that date.

**7. Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure "A" statement on the matters Specified in paragraphs 3 and 4 of the Order.

**8. As required by section 143(3) of the Act, we report that:**

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
- c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
- e. on the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B"; and
- g. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
  - (i) **The Company has various pending litigations as referred to in Note No. 40 and 41; which in our opinion would impact its financial position.**
  - (ii) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
  - (iii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

For Ramanand & Associates  
Chartered Accountants  
FRN: 117776W

**CA Ramanand Gupta**  
Partner  
Membership No: 103975

Place: Chennai  
Date : 26.05.2016



## **“Annexure A” to the Independent Auditors’ Report**

**Annexure referred to in paragraph 7 Our Report of even date to the members of Ravi Kumar Distilleries Limited on the accounts of the company for the year ended 31st March, 2016.**

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- i. a. The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
(b) As explained to us, fixed assets have been physically verified by the Management at reasonable intervals. We have been informed that no material discrepancies were noticed on such physical verification.
- ii. **In respect of its inventories :**
  - (a) As explained to us, inventories have been physically verified during the year by the Management at reasonable intervals. In our opinion, having regard to the nature and location of stocks, the frequency of verification is reasonable.
  - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - (c) In our opinion and on the basis of our examination of the records, the company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has granted unsecured loans to parties covered in the register maintained u/s 189 of the Companies Act, 2013. Maximum amount outstanding during the year ended 31st March 2016 was **Rs. 5028 Lacs** and the year ended balance was **Rs. 4275 Lacs.** (Previous Year Rs. 5028 Lacs).

*No interest has been charged on these loans on prudence basis. However, in our opinion non-charging of interest on loans & advances to parties covered in the register u/s 189 of the Cos. Act, 2013 is prejudicial to the interest of the company as company has to bear the interest cost.*

*According to information provided to us, there is no stipulation of time schedule for repayment of principal and no interest has been charged on these loans on prudence basis.*

*The Company has advanced Rs.2635 lacs to M/s.S.V.Distilleries Private Limited as short term advance. However operations not commenced by SVDPL till date. The management has reported that efforts are being made to recover the same. No provisions has been made for any impairment in the value of advances.*

*The Company has advanced Rs.1640 Lacs to M/s.Liquors India Limited. However, due to various issues in ‘ the agreement with ‘Lemonade Shares and Securities Private Limited’ towards sale of the entire undertaking. The agreement has been challenged and Civil Suit has been filed to cancel the sale transaction. and restore the parties back to the position prior to MOU dated 05/09/2012. The management has reported that efforts are being made to recover the same. No provisions has been made for any impairment in the value of advances.*

- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable
- (vi) According to the information and explanations given to us, the Central Government has prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 which are applicable for products of the company. We are prima facie of the opinion that, such records are not maintained by the company.
- vii. (a) *According to the records of the company, the company is not regular in depositing the undisputed statutory dues relating to the contributions under Provident Fund Act, Employees State Insurance Act and the remittance in respect of TDS, Income Tax wherever applicable to it with appropriate authorities.*
  - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees State Insurance Scheme, Income Tax, Service Tax, Excise Duty, Value Added Tax, Central Sales Tax, Cess and other material statutory dues in arrears as at 31st March, 2016 for the period of more than six months from the date they became payable, **except for Provident Fund dues amounting to Rs. 11.02 Lacs for the period from April 2015 to Sep 2015.**
  - (c) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise as at 31st March, 2016.
  - (d) *According to the information and explanations given to us and the records of the company examined by us there are no dues of income tax, sales tax, Wealth tax, service tax, custom duty, and excise duty which have not been deposited on account of any dispute pending before any forum other than the following amounts:*

Name of the Statute	Forum where the dispute is pending.	Period to which the amount relates	Amount (in Lakhs)
Kerala General Sales Tax Act	High Court, Kerala	2001-2004	166.24
Income Tax Act 1961	High Court, Chennai	2006-2007 AY 2007-08	238.20
Income Tax Act 1961	High Court, Chennai	2009-2010 AY 2010-11	81.66
Income Tax Act 1961	Commissioner of Income Tax (Appeals), Chennai	2011-2012 AY 2012-13	1,209.99
Service Tax	Commissioner of Income Tax (Appeals), Chennai	April 2009 to June 2012	83.60

- (viii) *Based on the audit procedures and on the basis of information and explanations given by the management, we are of the opinion that, the company has defaulted in repayment of dues to financial institution or bank to the tune of Rs. 3,443 Lacs as on 31st March 2016. (Previous Year Rs. 3,336 Lacs)*
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- (xi) Based upon the audit procedures performed and the information & explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of sec 197 read with Schedule V to the Companies Act;
- (xii) 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.
- (xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Ramanand & Associates  
Chartered Accountants  
FRN: 117776W

Place: Chennai  
Date : 26.05.2016

**CA Ramanand Gupta**, Partner  
Membership No: 103975



## **“Annexure B” to the Independent Auditors’ Report**

Referred to in paragraph 10(f) of the Independent Auditors’ Report of even date to the members of Ravi Kumar Distilleries Limited on the financial statements for the year ended March 31, 2016

### **1. Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act**

We have audited the internal financial controls over financial reporting of Ravi Kumar Distilleries Limited (“the Company”) as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### **2. Management’s Responsibility for Internal Financial Controls**

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

### **3. Auditors’ Responsibility**

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

4. 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.

5. 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.

### **6. Meaning of Internal Financial Controls Over Financial Reporting**

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

### **7. 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.

### **8. Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the Internal Control over Financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Ramanand & Associates  
Chartered Accountants  
FRN: 117776W

Place: Chennai  
Date : 26.05.2016

**CA Ramanand Gupta, Partner**  
Membership No: 103975



**BALANCE SHEET AS AT MARCH 31, 2016**

(Rs. in Lacs)

Particulars	Note	As At 31-03-2016	As At 31-03-2015
<b>I EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' Funds</b>			
a Share Capital	3	2,400	2,400
b Reserves & Surplus	4	4,681	5,228
<b>2 Non- Current Liabilities</b>			
a Long Term Borrowings	5	490	444
b Deferred Tax Liabilities (Net)	6	9	9
c Other Long Term Liabilities	7	26	26
<b>3 Current Liabilities</b>			
a Short Term Borrowings	8	3,040	3,312
b Trade Payables	9	703	560
c Other Current Liabilities	10	1,814	1,761
d Short Term Provisions	11	155	171
<b>Total</b>		<b>13,318</b>	<b>13,911</b>
<b>II ASSETS</b>			
<b>1 Non-Current Assets</b>			
a Fixed Assets	12		
(i) Tangible Assets		300	351
(ii) Intangible Assets		0	0
(iii) Capital Work- In- Progress		0	0
(iv) Intangible assets under development		0	0
(v) Fixed Assets held for sale		0	0
b Non- Current Investments	13	1,304	1,304
c Deferred Tax Assets (Net)		0	0
d Long Term Loans & Advances	14	3,111	3,094
e Other Non- Current Assets	15	0	82
<b>2 Current Assets</b>			
a Inventories	16	2,180	2,162
b Trade Receivables	17	1,995	1,831
c Cash & Cash Equivalents	18	71	94
d Short Term Loans and Advances	19	4,265	5,042
e Other Current Assets	20	92	33
<b>Total</b>		<b>13,318</b>	<b>13,911</b>
Significant Accounting Policies & Notes on Accounts	2		
The Notes are an integral part of the Financial Statements.			
This is the Balance Sheet referred to in our Report of even date.			

**For Ramanand and Associates**

Chartered Accountants

Firm Registration No. 117776W

On behalf of the Board

**CA Ramanand Gupta** - Partner

Membership No. 103975

Date : May 26, 2016

Place : Chennai

Mr. R.V. Ravikumar  
Managing Director

Mr. Badrinath S. Gandhi  
Executive Director



**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON MARCH 31, 2016** (Rs. in Lacs)

Particulars	Note	As on 31-03-2016	As on 31-03-2015
1 Revenues From Operations	21	5,232	4,576
2 Other Income	22	14	6
<b>3 Total Revenue</b>		<b>5,246</b>	<b>4,582</b>
<b>4 Expenses :</b>			
a Cost of Materials Consumed	23	2,559	1,917
b Purchase of Stock in Trade	24	1,775	1,639
c Changes in Inventories	25	-256	68
d Employee Benefit Expenses	26	195	177
e Finance Costs	27	362	324
f Depreciation and Amortisation Expenses	12	42	59
g Other Expenses	28	1,116	892
<b>Total Expenses</b>		<b>5,794</b>	<b>5,076</b>
<b>5 Profit / (Loss) Before Prior Period, Exceptional and Extraordinary Items and Tax(3-4)</b>		<b>-547</b>	<b>-494</b>
6 Prior Period Items		0	-29
<b>7 Profit / (Loss) Before Exceptional and Extraordinary Items and Tax(5-6)</b>		<b>-547</b>	<b>-465</b>
8 Exceptional Items		0	137
<b>9 Profit / (Loss) Before Extraordinary Items and Tax(7+8)</b>		<b>-547</b>	<b>-602</b>
10 Extraordinary Items		0	0
<b>11 Profit / (Loss) Before Tax (9+10)</b>		<b>-547</b>	<b>-602</b>
<b>12 Tax Expense:</b>			
(a) Current Tax Expense for the Current Year		0	0
(b) Current Tax Expense relating to previous Years		0	0
(c) Deferred Tax		0	-12
		<b>0</b>	<b>-12</b>
<b>13 Profit / (Loss) for the year (11-12)</b>		<b>-547</b>	<b>-590</b>
"Earnings per Equity Share(Nominal Value per Share 10/- each)"			
Basic and Diluted Earnings Per Share		-2.28	-2.46
Number of Shares in computing Earnings per Share			
Basic and Diluted		24000000	24000000

The Notes are an integral part of the Financial Statements.

This is the Statement of Profit and Loss referred to in our Report of even date.

**For Ramanand and Associates**

Chartered Accountants

Firm Registration No. 117776W

**CA Ramanand Gupta** - Partner

Membership No. 103975

Date : May 25, 2016

Place : Chennai

On behalf of the Board

Mr. R.V. Ravikumar  
Managing Director

Mr. Badrinath S. Gandhi  
Executive Director


**CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31, 2016**

(Rs. in Lacs)

Particulars	Year ended 31-03-2016	Year ended 31-03-2015
<b>A Cash flow from Operating Activities</b>		
"Net Profit Before Taxation and Prior Period and Extraordinary Items"	-547	-631
Adjustments for		
Depreciation on Fixed Assets	42	59
Miscellaneous Expenses Written off	0	47
Finance Costs	362	324
Interest and Other Income	-14	-6
<b>Operating Profit before Working Capital Changes</b>	<b>-157</b>	<b>-207</b>
<b>Adjustments for Working Capital Changes</b>		
Changes in Inventories	-18	-65
Changes in Trade Receivables	-164	-431
Changes in Short Term Loans and Advances	777	10
Changes in Other Current Assets	-59	29
Changes in Short Term Borrowings	-272	572
Changes in Trade Payables	144	246
Changes in Other Current Liabilities	53	203
Changes in Short Term Provisions	-17	40
<b>Net Cash generated from Operating Activities</b>	<b>287</b>	<b>396</b>
Income Taxes Paid	0	0
<b>Cash Flow before Prior Period and Extraordinary Items</b>	<b>287</b>	<b>396</b>
Cash Flow from Prior Period and Extraordinary Items	0	29
<b>Net Cash from Operating Activities (A)</b>	<b>287</b>	<b>425</b>
<b>B Cash flow from Investing Activities</b>		
Purchase of Fixed Assets	-2	-46
Interest and Other Income	14	6
Sale of Fixed Assets	10	0
<b>Net Cash from Investing activities (B)</b>	<b>22</b>	<b>-40</b>
<b>C Cash flow from Financing Activities</b>		
Long Term Borrowings	46	-129
Other Long Term Liabilities	0	-5
Finance Costs	-362	-324
Loan Term Loans and Advances	-17	5
Other Non Current Assets	0	35
<b>Net Cash Flow from Financing Activities (C)</b>	<b>-333</b>	<b>-418</b>
<b>Net Increase in Cash and Cash Equivalents (A) + (B) + (C)</b>	<b>-23</b>	<b>-33</b>
<b>Cash &amp; Cash Equivalents at the beginning of the period</b>	<b>94</b>	<b>127</b>
<b>Cash &amp; Cash Equivalents at the end of the period</b>	<b>71</b>	<b>94</b>
Cash in Hand	71	94
Balances with Banks		
Short Term Deposits with Banks		
Interest Accrued on Short Term Deposits		
<b>Total</b>	<b>71</b>	<b>94</b>

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

**For Ramanand and Associates**

Chartered Accountants

Firm Registration No. 117776W

On behalf of the Board

**CA Ramanand Gupta - Partner**

Membership No. 103975

Date : May 26, 2016

Place : Chennai

Mr. R.V. Ravikumar  
Managing Director

Mr. Badrinath S. Gandhi  
Executive Director

## Notes Forming Part of Balance Sheet as on 31st March 2016

(Rs. in Lacs)

Note No	Particulars	As On 31-03-2016	As On 31-03-2015
<b>3</b>	<b>Share Capital</b>		
	<b>Authorised Capital</b>		
	2,50,00,000 Nos. Equity Shares of 10/- each	2,500	2,500
	(Previous Year:- 2,50,00,000 Nos. Equity Shares of ` 10/- each)		
	<b>Issued, Subscribed &amp; Paid up Share Capital</b>		
	2,40,00,000 Equity Shares of ` 10/- each Fully Paid.	2,400	2,400
	(Previous Year 2,40,00,000 Equity Shares of ` 10/- each)		
	<b>Total</b>	<b>2,400</b>	<b>2,400</b>
<b>4</b>	<b>Reserves And Surplus</b>		
	<b>a. Securities Premium Account</b>		
	<b>Opening Balance</b>	<b>6,210</b>	<b>6,210</b>
	Add :- Securities Premium Credit On Shares	0	0
	Less :- Premium Utilised For Various Reasons	0	0
	Premium on Redemption Of Debentures.	0	0
	For Issuing Bonus Shares	0	0
	<b>Closing Balance</b>	<b>6,210</b>	<b>6,210</b>
	<b>b. Profit &amp; Loss Account</b>		
	Opening Balance	-982	-365
	Add:- Net Profit as per Profit & Loss Account	-547	-590
	Less:- Bonus shares Issued	0	0
	Less:- Proposed Dividend	0	0
	Less : Amortisation of Fixed Assets	0	27
	<b>Closing Balance</b>	<b>-1,529</b>	<b>-982</b>
	<b>Total Reserves and Surplus</b>	<b>4,681</b>	<b>5,228</b>
<b>5</b>	<b>Long Term Borrowings</b>		
	<b>(a) Term Loans</b>		
	From Banks	0	4
	From Other Parties	0	0
	<b>(b) Deferred Payment Liabilities</b>	<b>1,021</b>	<b>906</b>
	<b>(c) Deposits</b>	<b>0</b>	<b>0</b>
	<b>(d) Loans &amp; Advances from related party</b>	<b>0</b>	<b>0</b>
	<b>(e) Long Term maturities of finance lease obligation</b>	<b>0</b>	<b>0</b>
	<b>(f) Other Loans and advances (specify nature)</b>	<b>0</b>	<b>0</b>
	<b>Total Long Term Borrowings</b>	<b>1,021</b>	<b>910</b>
<b>7</b>	<b>Other Long Term Liabilities</b>		
	<b>(a) Trade Payables</b>	<b>0</b>	<b>0</b>
	<b>(b) Others</b>	<b>26</b>	<b>26</b>
	<b>Total Other Long Term Liabilities</b>	<b>26</b>	<b>26</b>
	<b>Long Term Provisions</b>		
	<b>(a) Provisions for Employee benefits</b>	<b>0</b>	<b>0</b>
	<b>(b) Others (Specify nature)</b>	<b>0</b>	<b>0</b>
	<b>Total Long Term Provisions</b>	<b>0</b>	<b>0</b>
<b>8</b>	<b>Short term borrowings</b>		
	<b>(a) Loans repayable on demand</b>		
	From Banks	2,637	2,874
	From Other Parties	0	0
	<b>(b) Loans and advances from related parties</b>	<b>403</b>	<b>438</b>
	<b>(c) Deposits</b>	<b>0</b>	<b>0</b>
	<b>(d) Other Loans and Advances</b>	<b>0</b>	<b>0</b>
	<b>Total Short Term Borrowings</b>	<b>3,040</b>	<b>3,312</b>



**Notes Forming Part of Balance Sheet as on 31st March 2016**

(Rs. in Lacs)

<b>Note No</b>	<b>Particulars</b>	<b>As On 31-03-2016</b>	<b>As On 31-03-2015</b>
<b>9</b>	<b>Trade Payables</b>		
	Sundry Creditors - For Goods	703	560
	<b>Total Trade Payables</b>	<b>703</b>	<b>560</b>
<b>10</b>	<b>Other Current Liabilities</b>		
	Current maturities of long term debt	10	10
	Current maturities of finance lease obligations	210	210
	Interest accrued but not due on borrowings	0	0
	Interest accrued and due on borrowings	0	0
	Income received in advance	0	0
	Unpaid dividends	0	0
	Unpaid matured deposits and interest accrued thereon	0	0
	Unpaid matured debentures and interest accrued thereon	0	0
	Others Payable (Specify nature)	0	1,295
	<b>Total Other Current Liabilities</b>	<b>220</b>	<b>1,515</b>
<b>11</b>	<b>Short Term Provisions</b>		
	Provision For employee benefits	46	40
	Provision for Taxation	0	0
	Others (Specify nature)	109	132
	<b>Total Short Term Provisions</b>	<b>155</b>	<b>172</b>
<b>13</b>	<b>Non Current Investments</b>		
	(a) Investments in Government or Trust securities	1	1
	(b) Investments in Equity Instruments	1,303	1,303
	<b>Grand Total (A + B)</b>	<b>1,304</b>	<b>1,304</b>
	<b>Less : Provision for diminution in the value of Investments</b>	<b>0</b>	<b>0</b>
	<b>Total Non - Current Investments.</b>	<b>1,304</b>	<b>1,304</b>
<b>14</b>	<b>Long term loans and advances</b>		
	Capital Advances	0	0
	Security Deposits	30	31
	Loans and advances to related parties (details)	0	0
	Advance Income Tax	139	121
	Other Loans and advances (specify nature)	2,942	2,942
	<b>Total Long Term Loans and Advances `.</b>	<b>3,111</b>	<b>3,094</b>
	<b>Other Non-Current assets</b>		
	Long Term Trade Receivables (including trade receivables on deferred credit terms)	0	0
	Others	0	0
	<b>Total Other Non - Current Assets `.</b>	<b>0</b>	<b>0</b>
	<b>Current Investment</b>		
	Investments in Equity Instruments	0	0
	Investments in Preference Shares	0	0
	Investments in government or trust securities	0	0
	Investments in debenture or bonds	0	0
	Investments in mutual funds	0	0
	Investments in Partnership Firm	0	0
	Other Investments (specify nature)	0	0
	<b>Total Current Investments</b>	<b>0</b>	<b>0</b>

## Notes Forming Part of Balance Sheet as on 31st March 2016

(Rs. in Lacs)

Particulars	As On 31-03-2015	As On 31-03-2014
<b>16 Inventories</b>		
Raw Materials	946	1,184
Work - In - Progress	124	75
Finished Goods	419	407
Stock In Trade	691	496
Stores & Spares	0	0
Loose Tools	0	0
Others	0	0
<b>Total Inventories</b>	<b>2,180</b>	<b>2,162</b>
<b>17 Trade Receivables</b>		
<b>Less Than Six Months</b>		
Secured, considered good	0	0
Unsecured, considered good	1,362	1,037
Unsecured, considered doubtful	0	0
Less : Provision for doubtful debts	0	0
<b>More Than Six Months</b>		
Secured, considered good	0	0
Unsecured, considered good	633	794
Unsecured, considered doubtful	0	0
Less : Provision for doubtful debts	0	0
<b>Total Trade Receivables</b>	<b>1,995</b>	<b>1,831</b>
<b>18 Cash and cash equivalents</b>		
Balances with Banks	40	46
Cheques, drafts on hand	0	0
Cash on hand	4	22
Other Bank Balances	27	26
<b>Total Cash and Cash Equivalents</b>	<b>71</b>	<b>94</b>
<b>19 Short term Loans and advances</b>		
Loans and advances to related parties	4,265	5,042
Others Loans and advances	0	0
<b>Total Short Term Loans and Advances</b>	<b>4,265</b>	<b>5,042</b>
<b>20 Other Current assets</b>		
Prepaid Expenses	92	33
<b>Total Other Current Assets</b>	<b>92</b>	<b>33</b>



# RAVI KUMAR DISTILLERIES LIMITED.

## FIXED ASSETS AND DEPRECIATION FOR THE PERIOD ENDED 31-03-2016

Note 12

DEPRECIATION AS PER COMPANIES ACT, 1956

(Rs. in Lacs)

			GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
No.	Particulars	Rate of Depre- ciation	Cost as on 01-04-2015	Additions during the Year	Delitions during the Year	As on 31-03-2016	Depreciation upto 01-04-2015	Writeoff during the year	Depreciation during the Year	Depreciation upto 31-03-2016	As on 31-03-2016	As on 31-03-2015
A	Tangible Assets											
1.	Land (Inclusive of Development Cost)	0%	75	0	0	75	0	0	0	0	75	75
2.	Factory Building	10%	532	0	0	532	392	0	12	404	128	140
3.	Plant & Machinery	13.91%	356	0	0	356	237	0	26	263	94	120
4.	Furniture & Fixtures	18.10%	3	0	0	3	1	0	0	1	2	2
5.	Vehicles											
	Motor Vehicles	25.89%	39	0	19	20	27	9	2	20	0	12
6.	Office Equipments	13.91%	9	2	0	11	8	0	1	9	3	2
7.	Computers & Printers	40.00%	1	0	0	1	2	0	1	3	-1	0
	Total Tangible Assets		1,016	2	19	999	666	9	42	699	301	351
B	Intangible Assets	40.00%	0	0	0	0	0	0	0	0	0	0
C	Capital Work in Progress	0%	0	0	0	0	0	0	0	0	0	0
D	Intangible Assets under Development	40%	0	0	0	0	0	0	0	0	0	0
	Current Year Total		1,017	2	19	1,000	666	9	42	699	301	351
	Previous Year Total		1,420	46	449	1,000	1,029	422	59	699	301	391



**Notes Forming Part of Profit and Loss A/c. for the year ended 31st March 2016** (Rs. in Lacs)

Note No	Particulars	For the year ended 31-03-2016	For the year ended 31-03-2015
<b>21</b>	<b>Revenue From Operations</b>		
	Sales Of Products	10,382	8,172
	Other Operating Revenue	78	81
	Less: Excise Duty Paid	5,228	3,677
	<b>Total Revenue From Operations</b>	<b>5,232</b>	<b>4,576</b>
<b>22</b>	<b>Other Income</b>		
	Interest Income	14	6
	<b>Total Other Income</b>	<b>14</b>	<b>6</b>
<b>23</b>	<b>"Cost Of Raw Materials including Packing Materials Consumed"</b>		
	<b>Opening Stock</b>		
	Raw Materials	609	518
	Flavours & Essence	24	36
	Packing Materials	551	497
	<b>Total (A)</b>	<b>1,184</b>	<b>1,051</b>
	<b>Add : Purchases</b>		
	Raw Materials	1,256	1,114
	Flavours & Essence	22	19
	Packing Materials	1,043	917
	<b>Total (B)</b>	<b>2,321</b>	<b>2,050</b>
	<b>Total (A+B)</b>	<b>3,505</b>	<b>3,101</b>
	<b>Less : Closing Stock</b>		
	Raw Materials	535	609
	Flavours & Essence	29	24
	Packing Materials	382	551
	<b>Total</b>	<b>946</b>	<b>1,184</b>
	<b>Cost of Materials Consumed</b>	<b>2,559</b>	<b>1,917</b>
<b>24</b>	<b>Purchases of Goods Traded</b>		
	Purchase Of Stock In Trade	1,775	1,639
	<b>Total Purchase of Goods Traded</b>	<b>1,775</b>	<b>1,639</b>
<b>25</b>	<b>Changes in Inventories</b>		
	<b>Opening Stock</b>		
	Work-in-Progress	75	58
	Finished Goods	407	459
	Stock Of Goods Traded	496	529
	<b>Total</b>	<b>978</b>	<b>1,046</b>
	<b>Closing Stock</b>		
	Work-in-Progress	124	75
	Finished Goods	419	407
	Stock Of Goods Traded	691	496
	<b>Total</b>	<b>1,234</b>	<b>1,978</b>
	<b>Increase in Stock</b>	<b>256</b>	<b>-68</b>



**Notes Forming Part of Profit and Loss A/c. for the year ended 31st March 2016** (Rs. in Lacs)

Note No	Particulars	For the year ended 31-03-2016	For the year ended 31-03-2015
<b>26</b>	<b>Employee Cost</b>		
	Salaries, Wages & Incentives	154	144
	Contribution to provident & other funds	19	17
	Staff welfare expenses	9	6
	Remuneration to Whole Time Directors	13	11
	<b>Total Of Employee Cost</b>	<b>195</b>	<b>177</b>
<b>27</b>	<b>Financial Expenses</b>		
	Loan Processing Charges	0	0
	Interest & Finance Charges	362	324
	<b>Total Of Financial Expenses</b>	<b>362</b>	<b>324</b>
<b>28</b>	<b>Other Expenses</b>		
	<b>Other Manufacturing &amp; Operating Expenses</b>		
	Excise Duty & Charges	11	48
	Factory Expenses	89	69
	Label Charges	5	5
	Utilities	8	7
	Operational Support Cost	432	356
	Other Operating Expenses	11	20
	Rent	21	21
	Electricity Charges	4	4
	Rates, Duties & Taxes	34	9
	Insurance	5	3
	Professional & Consultancy Charges	22	26
	Telephone & Communication Expenses	6	6
	Travelling & Conveyance	101	23
	Printing & Stationery	5	3
	Security Charges	1	
	Vehicle Running & Maintenance Expenses	10	6
	Postage & Courier Charges	1	0
	Repairs & Maintenance	21	15
	Miscellaneous Expenses written off	0	47
	Internal Audit Fees	1	1
	Auditors Remuneration	9	9
	Legal Expenses	69	5
	Legal and other expenses	0	0
	Custodian Charges	0	0
	Board Meeting Expenses	2	3
	Share Transfer Charges	2	2
	Directors Sitting Fees	2	1
	Listing Fees	4	3
	Other Expenses	8	6
	Advertisement Expenses	4	4
	Discounts, Schemes & Allowances	32	37
	Sales Promotion	171	109
	Incentives & Commissions	14	14
	Outward Freight Charges	7	26
	Bank Charges	3	5
	<b>Total other Expenses</b>	<b>1,116</b>	<b>893</b>

## NOTES TO FINANCIAL STATEMENTS :

### 1. General Information :

The Company was incorporated during the year 1993 and is engaged in the business of manufacture and sale of Indian Manufactured Foreign Liquor (IMFL). The Company has its manufacturing unit at Pondicherry.

### 2. Significant Accounting Policies :

#### 2.1 Basis of preparation of Financial Statements :

The Financial Statements have been prepared in accordance with the generally accepted accounting principles ('GAAP') applicable in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 133 read with Rule 7 of the Companies (Accounts) Rules, 2014, as amended from time to time and the other relevant provisions of the Companies Act, 2013.

All Assets and Liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III of the Companies Act, 2013.

#### 2.2 Use of Estimates :

The preparation of Financial Statements in conformity with GAAP requires that the management of the Company makes 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. Actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized. Management believes that the estimates used in preparation of financial statements are prudent and reasonable.

#### 2.3 Tangible Assets :

Tangible Assets are stated at cost (or revalued amount as the case may be) less accumulated depreciation and accumulated impairment losses if any. Cost comprises purchase price and any other attributable cost of bringing the asset to its working condition for its intended use. Subsequent expenditure related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Gain or loss arising from de-recognition of assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized.

#### 2.4 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. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

#### 2.5 Impairment of assets :

As on Balance Sheet date, the Company reviews the carrying amount of Fixed Assets to determine whether there are any indications that those assets have suffered "Impairment Loss". Impairment loss, if any, is provided to the extent, the carrying amount of assets exceeds their recoverable amount. Recoverable amount is higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from continuing use of an asset and from its disposal at the end of its useful life.

#### 2.6 Investments :

Investments that are readily realizable and intended to be held for not more than a year are classified as "Current Investments". All other Investments are classified as Long Term Investments.

Current Investments are carried at lower of cost or Market / Fair Value determined on an individual investment basis.

Long Term investments are valued at cost. Provision for diminution in the value of long term investment is made only if such decline is other than temporary in nature.

#### 2.7 Grants and Subsidies :

Grants and Subsidies are recognized when there is reasonable assurance that the Grant / Subsidy will be received and all attaching conditions will be complied with. When the grant or subsidy relates to a revenue item it is recognized as income over the period necessary to match them on a systematic basis to the costs, which it is intended to compensate.

Where the Grant on subsidy relates to an asset its value is deducted in arriving at the carrying amount of the related asset.



## **2.8 Revenue Recognition :**

The company is in the business of manufacture and sale of IMFL products. Sale of goods are recognized when the goods are dispatched / on passing title of the Goods to the customers. The sales are accounted by including the scheme / discounts / Excise Duty and Sales Tax. The Scheme discounts / Sales Tax are charged off separately to the Profit and Loss Account. Profit on sale of investments is recorded on transfer of title from the company and is determined as the difference between the sale price and the carrying value of the investment. Interest is recognized based on time-proportion method based on rates implicit in the transaction.

## **2.9 Inventories :**

Inventories are valued at lower of cost and estimated net realizable value after providing for cost of obsolescence and other anticipated losses, wherever considered necessary. Cost includes taxes, duties and all incidental expenses directly attributable to the purchases.

### **Method of assignment of cost is as under:**

Raw Material, Stores & Spares : Weighted average cost basis

Work – in – progress : Direct expenses plus appropriate Factory overheads on the basis of completed production

Finished Goods : Cost of goods, direct expenses plus appropriate Factory overheads and Excise Duty

Traded Goods : Actual cost Basis

## **2.10 Employee Benefits :**

The Provident fund scheme and Employee State Insurance Scheme are defined contribution plans. The company contributes a fixed sum to the Provident Fund / Employees State Insurance Scheme maintained by the Central Government. The contribution paid / payable under the schemes is recognized during the period in which the employee renders the related service.

The liability for Gratuity to employees as at the Balance Sheet date is as per the obligation to gratuity fund administered by the trustees and managed by Life Insurance Corporation of India. The contribution thereof paid / payable for the relevant period is charged off to Profit and Loss Account.

## **2.11 Foreign Exchange Transactions :**

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the respective transactions.

Foreign Exchange monetary items in the Balance Sheet are translated at the year-end rates. Exchange differences on settlement / conversion are adjusted to Profit and Loss Account.

## **2.12 Tax Expenses :**

Tax expenses for the year comprise of current tax and deferred tax. Current tax is measured after taking into consideration the deductions and exemptions admissible under the provision of Income Tax Act, 1961 and in accordance with Accounting Standard 22 on "Accounting for Taxes on Income".

Deferred Tax represents the tax effect of timing differences between taxable income and accounting income for the reporting period and is capable of reversal in one or more subsequent periods. Deferred tax are quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet Date.

Deferred Tax Assets are recognized and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax asset on unabsorbed depreciation and carry forward of losses are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

## **2.13 Contingent Liabilities and Provisions :**

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of obligation can be made.

### **Contingent Liability is disclosed for**

- a. Possible obligation which will be confirmed only by future events not wholly within the control of the company or
- b. Present obligations arising from the past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- c. Contingent Assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized.

**2.14 Earnings Per Share :**

In determining the Earnings Per share, the company considers the net profit after tax including any post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

The number of shares used in computing Diluted earnings per share comprises the weighted average number of shares considered for computing Basic Earnings per share and also the weighted number of equity shares that would have been issued on conversion of all potentially dilutive shares.

In the event of issue of bonus shares, or share split the number of equity shares outstanding is increased without an increase in the resources. The number of Equity shares outstanding before the event is adjusted for the proportionate change in the number of equity shares outstanding as if the event had occurred at the beginning of the earliest period reported.

**2.15 Leases :****Finance Lease**

Leases which effectively transfer to the company all the risks and benefits incidental to ownership of the leased item, are classified as Finance Lease. Lease rentals are capitalized at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return.

**Operating Lease**

Lease where the lessor effectively retains substantially all risks and benefits of the asset are classified as Operating lease. Operating lease payments are recognized as an expense in the Profit & Loss account on a Straight Line Basis over the Lease term.

**2.16 Segment Reporting :**

The generally accepted accounting principles used in the preparation of the financial statements are applied to record revenue and expenditure in individual segments.

Segment revenue and segment results include transfers between business segments. Such transfers are accounted for at the agreed transaction value and such transfers are eliminated in the consolidation of the segments.

Expenses that are directly identifiable to segments are considered for determining the segment result. Expenses, which relate to the company as a whole and are not allocable to segments are included under unallocated corporate expenses.

Segment assets and liabilities include those directly identifiable with the respective segments. Unallocated corporate assets and liabilities represent the assets and liabilities that relate to the company as a whole and not allocable to any segment.

**3. Equity Share Capital :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>A Share Capital</b>		
<b>Authorised Capital</b>		
2,50,00,000 Nos. Equity Shares of Rs. 10/- each (Previous Year:- 2,50,00,000 Nos. Equity Shares of Rs. 10/- each)	2,500	2,500
<b>Issued, Subscribed &amp; Paid up Share Capital</b>		
2,40,00,000 Equity Shares of Rs. 10/- each Fully Paid. (Previous Year 2,40,00,000 Equity Shares of Rs. 10/- each)	2,400	2,400
<b>Total</b>	<b>2,400</b>	<b>2,400</b>

**a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year**

Particulars	As on 31-03-2016 Numbers	As on 31-03-2016 Rupees in Lacs	As on 31-03-2015 Numbers	As on 31-03-2015 Rupees in Lacs
<b>Equity Shares</b>				
<b>At the Beginning of the year</b>	<b>24,000,000</b>	<b>2,400</b>	<b>24,000,000</b>	<b>2,400</b>
Less : Cancelled during the year	0	0	0	0
Add : Issued during the Year	0	0	0	0
<b>Outstanding at the end of the year</b>	<b>24,000,000</b>	<b>2,400</b>	<b>24,000,000</b>	<b>2,400</b>



## RAVI KUMAR DISTILLERIES LIMITED.

### b. Details of Shareholders holding more than 5% shares in the company

No.	Particulars	As on 31-03-2016 Numbers	As on 31-03-2016 % of holding	As on 31-03-2015 Numbers	As on 31-03-2015 % of holding
1	Mr. R V Ravikumar	5,500,175	22.92%	5,500,175	22.92%
2	BPJ Holding Private Limited	3,675,000	15.31%	3,675,000	15.31%
3	Comfort Intech Limited	2,366,000	9.86%	2,366,000	9.86%
4	Chiraag Suppliers Private Limited	1,408,906	6.17%	1,408,906	6.17%
5	Nandlal Vyapaar Private Limited	1,409,000	5.87%	1,409,000	5.87%

c. The Company issued 55 Lacs Shares as bonus shares by way of capitalization of free reserves during the Financial Year 2007-2008 and 2009-2010.

d. Out of the above, 25 Lacs shares were issued for consideration other than cash during the financial year 2007-2008.

### 4. Reserves and Surplus :

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>B Reserves And Surplus</b>		
<b>1 Securities Premium Reserve</b>		
Balance at the beginning of the year	6,210	6,210
Add :- Securities Premium Credit On Shares	0	0
Less :- Premium Utilised For Various Reasons	0	0
Premium on Redemption Of Debentures	0	0
For Issuing Bonus Shares	0	0
Balance at the end of the year	6,210	6,210
<b>2 Profit &amp; Loss Account</b>		
Balance at the beginning of the year	-981	-364
Add:- Net Profit as per Profit & Loss Account	-547	-590
Less:- Bonus shares Issued	0	0
Less:- Proposed Dividend	0	0
Less: Amortisation of Fixed Assets	0	27
Balance at the end of the year	-1,528	-981
<b>Total Reserves and Surplus `.</b>	<b>4,681</b>	<b>5,228</b>

### 5. Long Term Borrowings :

(Rs. in Lacs)

Particulars	As on 31-03-2016 Non Current	As on 31-03-2016 Current	As on 31-03-2015 Non Current	As on 31-03-2015 Current
<b>Long Term Borrowings</b>				
<b>Secured Loans</b>				
Term Loan from Banks	0	0	0	4
Long Term maturities of finance lease Obligations	0	531	23	462
<b>Unsecured Loans</b>				
Deferred Payment Liabilities	490	0	420	0
Other Loans and Advances	0	0	0	0
<b>Total Long Term Borrowings `.</b>	<b>490</b>	<b>531</b>	<b>443</b>	<b>466</b>



**5.1 Term Loan from Banks :**

The Company has availed Loan from 'Sundaram Finance Limited' a Non Banking Financial Corporation amounting to Rs. 1,268.74 lakhs for expansion of facilities. The Finance Lease obligations are secured against leased assets.

As on 31-03-2016, the company has defaulted in payment of installments aggregating to Rs. 542.50 lacs.

**5.2 Deferred Payment Liabilities**

Manufacture of IMFL Brands owned by other Corporates

The Company manufactures and sells its own brand of liquors and also uses the brand of others. For the purpose of manufacture and sales of liquor brands not owned by the company, the company has entered into arrangement / agreement with the respective brand owners.

The terms of the Agreement / Arrangement with such brand owners provide for payment of consideration for use of Trade Mark / for the additional services rendered by the brand owners / other amount due to the Trade Mark owners in the agreed proportion. The payment towards use of Trade Mark / for the additional service rendered by the Trade Mark owners / other amounts due to the Trade Mark Owners are grouped as "Operational Support Cost". The Operational Support Cost is included under the head "Other Manufacturing Expenses"

Further the Agreements / Arrangements with other Brand owners provide a facility of Deferred Payment of the amount due under the agreement. These payables, as per the Terms, which are payable after a period exceeding 12 months are classified as "Deferred Credit from Corporate Suppliers" and are grouped under "Non Current Long Term Borrowings".

**6. Deferred Taxes**

Deferred Tax liability on account of depreciation has been recognized in the financial statements. Details of deferred tax are as under:

(Rs. in Lacs)

Particulars	Year Ending March 31, 2016	Year Ending March 31, 2015
Deferred Tax Liability related to Fixed Assets	9	9
Deferred Tax Asset on items Disallowed under the Income Tax Act	0	0

**Deferred Tax Assets on accumulated losses has not been considered on prudence basis.**

**7. Other Long Term Liabilities :**

(Rs. in lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
Other Long Term Liabilities		
(a) Trade Payables	0	0
(b) Current Maturities of Long Term Obligations	0	0
(c) Others	26	26
<b>Total Other Long Term Liabilities</b>	<b>26</b>	<b>26</b>

**8. Short Term Borrowings :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Short term borrowings</b>		
<b>Secured Short Term Borrowings</b>		
<b>Working Capital Loans</b>		
From Banks	2,637	2,874
From Other Parties	0	0
<b>Unsecured Short Term Borrowings</b>		
From Banks	0	0
From Other Parties	0	0
Loans and advances from related parties	403	438
<b>Total Short Term Borrowings</b>	<b>3,040</b>	<b>3,312</b>



## RAVI KUMAR DISTILLERIES LIMITED.

8.1 Working Capital Loans are secured by hypothecation of Present & Future stock of Raw Materials, Stock in Process, Finished Goods, Spares, Book Debts, Outstanding Moneys, Receivables, claims, Material in Transit etc.

### 8.2 Term Loan from Banks :

8.2.1 Term Loan from State Bank of India is collaterally secured by Equitable Mortgage of Factory Land and Building at RS No. 89 / 4A and 89 / 1, Katterikuppam, Mannadipet Commune, Pondicherry. The collateral security as mentioned above is common security for all facilities granted by the bank viz. Cash Credit, Term Loan, Bank Guarantee etc.

8.2.2 The promoters, directors and shareholders of the company have also given their personal assets as collateral security for entire facilities sanctioned by State Bank of India. The disclosure of the same is given below :

No.	Name of the Promoter / Shareholder / Related Party	Relationship	Particulars of Security
1	Mr. R V Ravikumar	Director / Shareholder	Personal Guarantee Equitable Mortgage of Personal Properties
2	Ravikumar Properties Private Limited	Related Party	Corporate Guarantee
3	Mrs. R Amirthavalli	Shareholder	Personal Guarantee Equitable Mortgage of Personal Properties
4	Mr. V Sivashankar	Related Party	Personal Guarantee Equitable Mortgage of Personal Properties
5	Mr. S Bopalan	Related Party	Personal Guarantee Equitable Mortgage of Personal Properties

### 8.2.3 Overdue Facilities with State Bank of India :

State Bank of India has classified entire facilities as 'Non Performing Assets as on 31-03-2016 (Outstanding Rs. 2637 Lacs) (Principal Overdue Rs.2636.87 Lacs and Interest Overdue Rs. 850.50 Lacs). Further, State Bank of India has initiated action under 'SERFAESI Act' for recovery of dues outstanding amounting to Rs. 2615.08 Lacs.

### 9. Trade Payables :

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Trade Payables</b>		
Sundry Creditors - For Goods	703	560
<b>Total Trade Payables</b>	<b>703</b>	<b>560</b>

The company has not received intimation from all the "Suppliers" regarding their status under **Micro, Small and Medium Enterprises Development Act, 2006**, and hence, the disclosure relating to amounts unpaid as at March 31, 2016 together with interest paid / payable as required under the said Act has been provided only to the extent of intimations received.

### 10. Other Current Liabilities :

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Other Current Liabilities</b>		
Current maturities of long term debt	0	4
Current maturities of finance lease obligations	531	462
Unpaid dividends	0	0
Others Payable	1,283	1,295
<b>Total Other Current Liabilities</b>	<b>1,814</b>	<b>1,762</b>

10.1 During the Financial Year 2011-2012, the Company acquired 38.43% stake in 'Liquors India Limited'. However, due to various issues with Mr. Anil Agrawal, Managing Director of 'Comfort Securities Limited' (the Merchant Banker to the Initial Public Offerings of the Company) and M/s Comfort Intech Limited, the Company entered into an agreement with Mr. Anil Agrawal and 'Lemonade Shares and Securities Private Limited' for sale of the entire undertaking. The agreement has been challenged and Civil Suit has been filed before IIInd Additional District Judge, Ranga Reddy District, L. B. Nagar, Hyderabad with prayers inter-alia to rescind the agreements as being void and restore the parties back to the position prior to MOU dated 05-09-2012. Pending the outcome of the Suit, the amount received from 'M/s Lemonade Shares and Securities Private Limited' is shown under 'Other Current Liabilities'.

**11. Short Term Provisions :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Short Term Provisions</b>		
Provision For employee benefits	46	40
Provision for Expenses	109	132
<b>Total Short Term Provisions</b>	<b>155</b>	<b>172</b>

**12. Fixed Assets (Continuation of page 42)****13. Non Current Investments :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Non Current Investments – Other Investments</b>		
<b>Investments in Government or Trust securities - Unquoted</b>		
6 Years National Savings Certificates (Deposited with Sales Tax Department and Other Government Authorities)	1	1
Investment in Equity Instruments	1,303	1,303
<b>Total</b>	<b>1,304</b>	<b>1,304</b>
Less : Provision for diminution in the value of Investments	0	0
<b>Total Non - Current Investments</b>	<b>1,304</b>	<b>1,304</b>
Particulars	As on 31-03-2016	As on 31-03-2015
<b>Non Current Investments in Equity Instruments :</b>		
Investment in Equity Shares of Associate Companies :		
Unquoted fully paid up		
Liquor India Limited (face value of Rs. 10/- each)	826	826
S V Distilleries Private Limited (face value of Rs. 10/- each)	477	477
<b>Total</b>	<b>1,303</b>	<b>1,303</b>

13.1 During the Financial Year 2011-2012, the Company acquired 38.43% stake in 'Liquors India Limited'. However, due to various issues with Mr. Anil Agrawal, Managing Director of 'Comfort Securities Limited' (the Merchant Banker to the Initial Public Offerings of the Company) and M/s Comfort Intech Limited, the Company entered into an agreement with Mr. Anil Agrawal and 'Lemonade Shares and Securities Private Limited' for sale of the entire undertaking. The agreement has been challenged and Civil Suit has been filed before IIInd Additional District Judge, Ranga Reddy District, L. B. Nagar, Hyderabad with prayers inter-alia to rescind the agreements as being void and restore the parties back to the position prior to MOU dated 05-09-2012. Pending the outcome of the Suit, the amount received from 'M/s Lemonade Shares and Securities Private Limited' is shown under 'Other Current Liabilities'.

13.2 As on 31-03-2015, the company holds 49% stake of 'S V Distilleries Private Limited' amounting to Rs. 477 Lacs.

13.3 In Financial Year 2010-2011, the Company made total investment of Rs. 1,311 Lacs in 'Liquor India Limited' and Rs. 2,423 Lacs in 'S V Distilleries Private Limited'. Out of the above, investment in shares of Liquor India Limited' is Rs. 826 Lacs and in 'S V Distilleries Private Limited' is Rs. 477 Lacs respectively and investment in the form of acquisition cost of respective companies is Rs. 486 Lacs in 'Liquor India Limited' and Rs. 1,945 Lacs in 'S V Distilleries Private Limited' respectively. During the current Financial Year, the investment in Shares of above companies has been classified under the head 'Non Current Investments' and other acquisition cost have been classified under the head 'Short Term Loans and Advances'.



# RAVI KUMAR DISTILLERIES LIMITED.

## FIXED ASSETS AND DEPRECIATION FOR THE PERIOD ENDED 31-03-2016

Note : 12

DEPRECIATION AS PER COMPANIES ACT, 1956

(Rs. in Lacs)

			GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
No.	Particulars	Rate of Depre- ciation	Cost as on 01-04-2015	Additions during the Year	Delitions during the Year	As on 31-03-2016	Depreciation upto 01-04-2015	Writeoff during the year	Depreciation during the Year	Depreciation upto 31-03-2016	As on 31-03-2016	As on 31-03-2015
A	Tangible Assets											
1	Land (Inclusive of Development Cost)	0%	75	0	0	75	0	0	0	0	75	75
2	Building	10%	532	0	0	532	392	0	12	404	128	140
3	Plant and Equipments	13.91%	356	0	0	356	237	0	26	263	94	120
4	Furniture and Fixtures	18.10%	3	0	0	3	1	0	0	1	2	2
5	Vehicles	25.89%	39	0	19	20	27	9	2	20	0	12
6	Office Equipments	13.91%	9	2	0	11	8	0	1	9	3	2
7	Others											
	Computers & Printers	40.00%	1	0	0	1	2	0	1	3	-1	0
	Total Tangible Assets		1,016	2	19	999	666	9	42	699	301	351
B	Intangible Assets											
	Goodwill	40.00%	0	0	0	0	0	0	0	0	0	0
	Brands / Trademarks	40.00%	0	0	0	0	0	0	0	0	0	0
	Computer Software	40.00%	0	0	0	0	0	0	0	0	0	0
	Mastheads and publishing titles	40.00%	0	0	0	0	0	0	0	0	0	0
	Mining Rights	40.00%	0	0	0	0	0	0	0	0	0	0
	Copyrights and Patents	40.00%	0	0	0	0	0	0	0	0	0	0
	Recipes, Formulae, Models designs and Prototypes	40.00%	0	0	0	0	0	0	0	0	0	0
	Licences and Franchise	40.00%	0	0	0	0	0	0	0	0	0	0
	Others	40.00%	0	0	0	0	0	0	0	0	0	0
	Total Intangible Assets		0	0	0	0	0	0	0	0	0	0
C	Capital Work in Progress	0%	0	0	0	0	0	0	0	0	0	0
	Total Capital Work in Progress		0	0	0	0	0	0	0	0	0	0
D	Intangible Assets under Development	40%	0	0	0	0	0	0	0	0	0	0
	Total Intangible assets under development		0	0	0	0	0	0	0	0	0	0
	Current Year Total		1,017	2	19	1,000	666	9	42	699	301	351
	Previous Year Total		1,420	46	449	1,017	1,029	422	59	666	351	391

**14. Long Term Loans and Advances :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Long term loans and advances</b>		
<b>Unsecured Considered Good unless otherwise stated</b>		
Capital Advances	0	0
Security Deposits	30	31
Loans and Advances to Related Parties	0	0
Advance Income Tax	139	121
Other Loans and advances		
- Under Recovery Proceedings	2900	2,900
- Others	42	42
<b>Total Long Term Loans and Advances</b>	<b>3,111</b>	<b>3,094</b>

**14.1** Other Loans and advances includes amounts transferred to various parties post IPO amounting to Rs. 2,900 Lacs given as advances to suppliers during Financial Year 2010-2011. However, since, the capital commitments were not acted upon by the parties, the management has decided to recall the advances paid. The company has sent legal notices to parties for refund of advances lying with them. The management expects to get the advances back in due course. Hence, no provision has been made in the accounts for doubtful recovery of above advances. Further, the Company has also filed a complaint with Economic Offences Wing, Unit-V, Mumbai for Recovery.

**15. Other Non – Current Assets :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Other Non-Current assets</b>		
<b>Unsecured Considered Good unless otherwise stated</b>		
Long Term Trade Receivables (including trade receivables on deferred credit terms)	0	0
Others #	0	0
<b>Total Other Non - Current Assets</b>	<b>0</b>	<b>0</b>

# During the Financial Year 2014-15, the High Court of Madras, has dismissed the pending petitions of the Company regarding 'Turnover Tax' payable related to Financial Year 1999-2000, to Financial Year 2006-2007. The High Court has directed the Company to pay total demand of Rs. 119.72 Lacs to Department of Sales Tax. Accordingly, the Company has made provision in the accounts during the year for Turnover Tax payable and disclosed the same under the head 'Exceptional Items'.

**16. Inventories :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Inventories</b>		
Raw Materials	946	1,184
Work - In - Progress	124	75
Finished Goods	419	407
Stock In Trade	691	496
<b>Total Inventories</b>	<b>2,180</b>	<b>2,162</b>



## RAVI KUMAR DISTILLERIES LIMITED.

### 17. Trade Receivable:

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Trade Receivables</b>		
<b>Less Than Six Months</b>		
Secured, considered good	0	0
Unsecured, considered good	1,995	1,037
Unsecured, considered doubtful	0	0
Less : Provision for doubtful debts	0	0
<b>More Than Six Months</b>		
Secured, considered good	0	0
Unsecured, considered good	0	794
Unsecured, considered doubtful	0	0
Less : Provision for doubtful debts	0	0
<b>Total Trade Receivables</b>	<b>1,995</b>	<b>1,831</b>

The Balances of trade receivables are subject to confirmation and reconciliation. In the opinion of management, there would not be any substantial differences on reconciliation.

### 18. Cash and Cash Equivalents:

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Cash and cash equivalents</b>		
Balances with Banks	40	46
Cash on hand	4	22
Other Bank Balances	27	26
<b>Total Cash and Cash Equivalents</b>	<b>71</b>	<b>94</b>

18.1 Balance with banks include unclaimed dividend of Rs. 0.44 Lacs (Previous Year Rs. 0.44 Lacs).

18.2 Fixed Deposits of Rs. 1 Lacs are pledged with Electricity Departments as Deposit.

18.3 Fixed Deposits of Rs. 26.34 Lacs (Previous Year Rs. 24.72 Lacs) are pledged with State Bank of India for Non Funded Facilities granted.

### 19. Short Term Loans and Advances:

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Short term Loans and advances</b>		
Unsecured considered good unless otherwise stated		
Loans and advances to related parties	4,265	5,042
<b>Total Short Term Loans and Advances</b>	<b>4,265</b>	<b>5,042</b>

19.1 Loans and Advances to related parties includes, working capital advance given to 'Liquor India Limited' (Associate Enterprises – Also Refer Note No. 13.1 and Note No. 13.3) of Rs. 1,640 Lacs and 'S V Distilleries Private Limited' (Associate Enterprises – Also Refer Note No. 13.2 and Note No. 13.3) of Rs. 2,635 Lacs. No interest has been charged on these loan on prudence basis.

19.2 During the Financial Year 2011-2012, the Company acquired 38.43% stake in 'Liquors India Limited'. However, due to various issues with Mr. Anil Agrawal, Managing Director of 'Comfort Securities Limited' (the Merchant Banker to the Initial Public Offerings of the Company) and M/s Comfort Intech Limited, the Company entered into an agreement with Mr. Anil Agrawal and 'Lemonade Shares and Securities Private Limited' for sale of the entire undertaking. The agreement has been challenged and Civil Suit has been filed before IInd Additional District Judge, Ranga Reddy District, L. B. Nagar, Hyderabad with prayers inter-alia to rescind the agreements as being void and restore the parties back to the position prior to MOU dated 05-09-2012. Pending the outcome of the Suit, the amount received from 'M/s Lemonade Shares and Securities Private Limited' is shown under 'Other Current Liabilities'.



**20. Other Current Assets :**

(Rs. in Lacs)

Particulars	As on 31-03-2016	As on 31-03-2015
<b>Other Current assets</b>		
Prepaid Expenses	92	33
<b>Total Other Current Assets</b>	<b>92</b>	<b>33</b>

**21. Revenue from Operations :**

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
Revenue From Operations		
Sales Of Products	10,382	8,172
Other Operating Revenue	78	81
Less: Excise Duty Paid	5,228	3,677
<b>Total Revenue From Operations</b>	<b>5,232</b>	<b>4,576</b>

**22. Other Income :**

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2017
Other Income		
Interest Income	14	6
<b>Total Other Income</b>	<b>14</b>	<b>6</b>

**23. Cost of Raw Materials Consumed :**

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
Cost Of Raw Materials including Packing Materials Consumed		
Raw Materials	609	518
Flavours & Essence	24	36
Packing Materials	551	497
<b>Total (A)</b>	<b>1184</b>	<b>1051</b>
Add : Purchases		
Raw Materials	1256	1114
Flavours & Essence	22	19
Packing Materials	1043	917
<b>Total (B)</b>	<b>2,321</b>	<b>2,050</b>
<b>Total (A+B)</b>	<b>3,505</b>	<b>3,101</b>
Less : Closing Stock		
Raw Materials	535	609
Flavours & Essence	29	24
Packing Materials	382	551
<b>Total</b>	<b>946</b>	<b>1,184</b>
<b>Cost of Materials Consumed</b>	<b>2,559</b>	<b>1917</b>

**24. Purchases of Goods Traded :**

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
Purchase Of Goods Traded	1,775	1,639
<b>Total Purchase of Goods Traded</b>	<b>1,775</b>	<b>1,639</b>



## RAVI KUMAR DISTILLERIES LIMITED.

### 25. Changes in Inventories :

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
Changes in Inventories		
<b>Opening Stock</b>		
Work-in-Progress	75	58
Finished Goods	407	459
Stock Of Goods Traded	496	529
	<b>978</b>	<b>1046</b>
<b>Closing Stock</b>		
Work-in-Progress	124	75
Finished Goods	419	407
Stock Of Goods Traded	691	496
	<b>1234</b>	<b>978</b>
<b>Increase in Stock</b>	<b>256</b>	<b>-68</b>

### 26. Employee Benefit Expenses :

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
Employee Cost		
Salaries, Wages & Incentives	154	144
Contribution to provident & other funds	19	17
Staff welfare expenses	9	6
Remuneration to Whole Time Directors	13	11
<b>Total Of Employee Cost</b>	<b>195</b>	<b>177</b>

### 27. Finance Costs :

(Rs. in Lacs)

Particulars	For the Year 31.03.2016	For the Year 31.03.2015
Financial Expenses		
Loan Processing Charges	0	0
Interest & Finance Charges	362	324
<b>Total Of Financial Expenses</b>	<b>362</b>	<b>324</b>

### 28. Other Expenses :

(Rs. in Lacs)

Particulars	For the Year 31-03-2016	For the Year 31-03-2015
<b>Other Expenses</b>		
<b>Other Manufacturing &amp; Operating Expenses</b>		
EEExcise Duty & Charges	11	48
Factory Expenses	90	69
Label Charges	5	5
Utilities	8	7
Operational Support Cost	432	356
Other Operating Expenses	11	20
Rent	21	21
Electricity Charges	4	4
Rates, Duties & Taxes	34	9
Insurance	5	3
Professional & Consultancy Charges	22	26
Telephone & Communication Expenses	6	6
Travelling & Conveyance	101	23
Printing & Stationery	5	3
Security Charges	1	0

(Rs. in Lacs)

Vehicle Running & Maintenance Expenses	10	6
Postage & Courier Charges	1	0
Repairs & Maintenance	21	15
Miscellaneous Expenses written off	0	47
Internal Audit Fees	1	1
Auditors Remuneration	9	9
Legal Expenses	70	5
Custodian Charges	0	0
Board Meeting Expenses	2	3
Share Transfer Charges	2	2
Directors Sitting Fees	2	1
Listing Fees	4	3
Other Expenses	8	6
Advertisement Expenses	4	4
Discounts, Schemes & Allowances	32	37
Sales Promotion	171	109
Incentives & Commissions	14	14
Outward Freight Charges	7	26
Bank Charges	3	5
<b>Total other Expenses</b>	<b>1116</b>	<b>893</b>

**29. Gratuity and Other Post Employment Benefit Plans:**

As per Accounting Standard 15 "Employee Benefits", the disclosures of Employee benefits as defined in the Accounting Standard are given below

Defined Contribution Plan

(Rs. in Lacs)

Particulars	Year Ending March, 31 2016	Year Ending March, 31 2015
Employers Contribution to Provident Fund	13	11
Employers Contribution to Gratuity Fund	0	0

**Gratuity**

The liability for Gratuity to employees as at the Balance Sheet date is determined on the basis of actuarial valuation based on Projected Unit Credit method and is funded to a Gratuity fund administered by the trustees and managed by Life Insurance Corporation of India. The contribution thereof paid/payable is charged in the books of accounts.

The employees and the Company make monthly fixed contributions to a Provident Fund Trust, equal to a specified percentage of the covered employee's salary. The interest rate payable by the Trust to the beneficiaries is being notified by the Government every year. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the trust and the notified interest rate.

In the absence of adequate information, the status of the Gratuity plan and the Superannuation and the other Pension Plans of the Company and the amount recognized in the Balance Sheet and Profit and Loss Account could not be disclosed.

**30. Impairment of Assets:**

Assets of the Company are being tested for impairment. Considering the internal and external sources of information, there was no indication of potential impairment loss, and hence estimation of recoverable amount does not arise.

**31. Segment Reporting:**

The company operates only in one reportable business segment namely manufacture and sale of Indian Manufactured Foreign Liquor. The liquor business incorporates the product groups (viz) IMFL and others, which have similar risks and returns. Hence segment reporting is not applicable.

**32. Payment to Auditors:**

(Rs. in Lacs)

Particulars	Year Ending March 31, 2016	Year Ending March 31, 2015
As Statutory Auditor	9	7
For Taxation Matters	0	0
<b>Total</b>	<b>9</b>	<b>7</b>



## RAVI KUMAR DISTILLERIES LIMITED.

### 33. Prior Period Items:

(Rs. in Lacs)

Particulars	FY 2015-2016	FY 2014-2015
Prior Period Finance Charges	0	0
Reversal of Remuneration to Directors	0	-20
Prepaid Excise Duty	0	-9
<b>Net Prior Period Income / (Expense)</b>	<b>0</b>	<b>-29</b>

### 34. Exceptional Items:

During the Financial Year 2014-15, the High Court of Madras, has dismissed the pending petitions of the Company regarding 'Turnover Tax' payable related to Financial Year 1999-2000, to Financial Year 2006-2007. The High Court has directed the Company to pay total demand of Rs. 119.72 Lacs to Department of Sales Tax. Accordingly, the Company has made provision in the accounts during the year for Turnover Tax payable and disclosed the same under the head 'Exceptional Items'.

### 35. Particulars of Raw Materials, Goods Purchased for Trading and Finished Goods:

(Rs. in Lacs)

No.	Particulars	Amount
<b>A</b>	<b>Raw Materials</b>	<b>Consumption</b>
1	Extra Neutral Alcohol (ENA)	1,330
2	Essence and Flavours	17
3	Packing Material & Others	1,212
	<b>Total</b>	<b>2559</b>
<b>B</b>	<b>Goods Purchased for Trading</b>	<b>Purchases</b>
	Whisky	103
	Rum	64
	Brandy	1,008
	Others	600
	<b>Total</b>	<b>1,775</b>
<b>C</b>	<b>Work in Progress</b>	<b>WIP</b>
	Blend	124
	<b>Total</b>	<b>124</b>

(Rs. in Lacs)

No.	Particulars	Sales	Closing Inventory	Opening Inventory
1	Manufactured Goods	8,643	946	1,184
	<b>Total</b>	<b>8,643</b>	<b>946</b>	<b>1,184</b>
2	Traded Goods	1,739	691	496
	<b>Total</b>	<b>10,382</b>	<b>691</b>	<b>496</b>

### 36. Expenditure in Foreign Currency:

(Rs. in Lacs)

Foreign Currency Transaction	Year Ending March 31, 2016	Year Ending March 31, 2015
A) Foreign Exchange Earnings	Nil	Nil
B) Foreign Exchange Expenditure	Nil	Nil

### 37. Value of Raw Materials, Spare Parts and Components consumed during the year

(Rs. in Lacs)

Raw Material and Other Materials	Year Ending March 31, 2016		Year Ending March 31, 2015	
	Amount	%	Amount	%
Imported	Nil	Nil	Nil	Nil
Indigenous	2,559	100%	1,917	100%
<b>Total</b>	<b>2,559</b>		<b>1,917</b>	

**38. Related Party Transactions : A. Related parties and their relationship:**

Nature of Relationship	Name of the Related Party
Enterprises that directly or indirectly through one or more intermediaries, control, or are controlled by or are under common control with the reporting enterprises	Ravikumar Properties Private Limited Ravikumar Resorts and Hotels Private Limited Ravikumar Powergen Private Limited Reality Projects & Entertainments Private Limited Liquors India Limited SV Distilleries Private Limited
Key Management personnel	Mr. R.V.Ravikumar Mrs. S. Vijayalakshmi Mr. Badrinath S Gandhi

**B. Transactions with Related Parties (other than those advances given for business purposes)** (Rs. in Lacs)

Transaction	Related Party	Year Ending March31, 2016	Year Ending March31, 2015
Remuneration	Mr R V Ravikumar	3	0
	Mrs. Vijayalakshmi	0	0
	Mr. Badrinath S Gandhi	9	9
Rent	Mr. R V Ravikumar	13	13
Unsecured Loans received and repaid	Mr. R.V.Ravikumar	426	465
<b>Year End Balances:</b>			
Purchase / Advance for			
Purchase of Immoveable Assets	Ravikumar Properties Private Limited	0	0
Loan from director	Mr. R V Ravikumar	403	438
Advances to Companies	Liquors India Limited	1640	1640
	SV Distilleries Private Limited	2635	3387

**39. Earnings Per Share as per Accounting Standard 20:** (Rs. in Lacs)

Particulars	Year Ending March31, 2016	Year Ending March31, 2015
Profit / (Loss) after Tax	(547)	(590)
Weighted Average number of Equity Shares used as denominator for calculating EPS	2,40,00,000	2,40,00,000
Basic Earnings Per Share of Rs.10/- each	Rs. (2.28)	Rs. (2.46)
Potentially dilutive shares	Nil	Nil
Diluted Earnings per share	Rs. (2.28)	Rs. (2.46)

**40. Taxation Matters :**

The Company has received a Demand Notice from Income Tax Department regarding Appeals filed by with the Commissioner of Income Tax (Appeals) against the orders of the Assessing Officer; in respect of the Assessment Year 2007-2008 and 2010-2011; on account of disallowance of expenditure under section 40 a (ia) of the Income Tax Act, 1961. The Department has raised a demand of Rs.238.20 Lacs and Rs.138.94 Lacs respectively for the said assessment year. The Company has decided to file a petition in High Court against the Appeal Orders issued by the Commissioner of Income Tax (Appeals). Further the Company has received a Demand Notice regarding assessment proceedings for the AY 2012-2013. The Department has raised a demand of Rs.1209.99 lacs for the said assessment year. The Company has filed an appeal with The Commissioner of Income Tax (Appeals) against the orders issued by the Assessing Officer.

**Service Tax :** The Company has received the Order from Commissioner of Central Excise demanding Rs.83.60 lacs towards service tax on direct expenses. The Company has appealed before The Commissioner of Central Excise Appeals – II.

The Company is confident of succeeding in the said petitions / appeals and the Company has also taken favorable opinion from legal experts. Hence no provision has been made in the books of accounts and the demand raised by the Department has been shown under "Contingent Liabilities".



## RAVI KUMAR DISTILLERIES LIMITED.

In respect of other disputed liabilities pertaining to earlier years such as Turnover Tax, Bank Guarantee amount, the amounts have been shown under "Contingent Liabilities" in the respective years.

### 41. Contingent Liabilities:

(Rs. in Lacs)

Contingent Liability not provided for in the books	Year Ending March 31, 2016	Year Ending March 31, 2015
Turnover Tax	116.24	116.24
Guarantee given to a bank	1.00	1.00
Counter Guarantee provided by the Bank on behalf of the Company	120.00	120.00
Counter Guarantee in favour of Bank of Baroda, Barkatpura Branch, Hyderabad against credit facilities sanctioned to 'SV Distilleries Private Limited'	8,385.00	8,385.00
Income Tax matters	1613.45	1615.67
Claims against the company not acknowledged as debt	Nil	Nil

### 42. Details of legal cases filed by and against the company are as follows:

- A Civil Suit OS No. 103/2013 and I.A. No. 405/2013 before 2nd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad with prayers:
  - To rescind the agreements as being void and restore the parties back to the position prior to the MOU dated 05.09.2012.
  - To declare the notice for EGM of M/s. Liquors India Limited dated 05.02.2013 as null and void and illegal. The court has passed an order restraining Mr. Anil Agrawal from holding the EGM till further orders in the case of M/s.Liquors India Ltd.,
  - I.A. No. 1453 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alienate, encumber assets of M/s.Liquors India Ltd.
  - I.A. No. 1452 of 2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B. Nagar, Hyderabad praying not to alter the Board.
    - The Court has passed interim order in IA No.1452 & 1453, not to alienate, encumber assets of LIL and not to alter the Board.
    - Mr. Anil Agrawal filed appeal in High Court, Hyderabad and HC permitted to sub-lease with third parties.
    - Aggrieved by this order, Company filed SLP with the Supreme Court of India against the above order. The Supreme Court has permitted the sub lease for the purpose mentioned in the rules of A.P. Distilleries (Manufacturer of IMFL) rules, 2006. However the Supreme Court has directed that the company shall not create any sub lease for any other purpose, and neither Liquors India Limited nor sub leases can claim any right on the basis of the lease created under the rules. Further Supreme Court has directed the lower court to dispose of the suit by end of June 2016.
  - I.A. No. 654 of 2016 in OS no. 103/2013 filed with IInd Additional District Judge, Ranga Reddy District, L.B.Nagar, Hyderabad praying to appoint Official Receiver conferring powers on the receiver for the management, protection, collection of profits and improvement of M/s.Liquors India Limited. The Court has also ordered to appoint administrator and the Administrator is yet to be appointed.
- Writ Petition No. 12713 of 2014 with the Hon'ble High Court, Andhra Pradesh praying License of Liquors India Limited issued by the Excise Department should be cancelled and sub-lease agreement also be cancelled. The order has been passed that all transactions including financial transactions between Mr. Anil Agrawal and Tilaknagar Industries Limited shall be booked and recorded faithfully pending further consideration of this W.P.M.P. No. 15944 of 2014 in W.P. No. 12713 of 2014. Mr. Anil Agrawal and Tilaknagar Industries Limited shall not create any charge or third party interest relating to the assets of Liquors India Limited.
- Company has filed a Complaint with the Commissioner of Police, Hyderabad against the fraud and cheating committed by Mr. Anil Agrawal. The Police has registered the FIR No.248/2013 dated 23.08.2013 against Mr. Anil Agrawal and others under Section 406-IPC, 420-IPC, 447-IPC, 385-IPC, 386-IPC, 467-IPC, 468-IPC, 469-IPC, 471-IPC, 120B-IPC, 34-IPC.
  - Mr. Anil Agrawal has filed C.P. No. 11292 of 2013 in the High Court of Hyderabad against FIR No. 248/2013 dated 23.08.2013 and High Court passed order to complete the investigation without arresting Mr. Anil Agrawal and others.

The complaint has been transferred to EOW, CID, Hyderabad for further investigation.



4. Company has filed a Complaint with EOW, Mumbai for cheating and money laundering and to recover company's money of Rs. 33.73 crores. EOW has registered FIR No.34/14 dated 21.01.2014 under section 409, 420, 465, 467, 468, 471, 474, 120(B).
  - a. Mr. Anil Agrawal filed W.P. No. 2059 of 2014 in High Court of Mumbai and the Court has declared that the FIR registered by EOW is not maintainable since Nacharam Police Station has registered the FIR first.
    - i. Aggrieved by delay in investigation by the Hyderabad Police and order by the High Court, Mumbai, Company has filed.
  - a. Two SLPs with the Supreme Court of India against High Court of Mumbai order and delay in investigation by Hyderabad Police. These SLPs have been taken by the Supreme Court and the matter is before the Supreme Court.
5. Company has filed a Complaint with SEBI, Mumbai against BRLM M/s. Comfort Securities Ltd., (DP) promoted by Mr. Anil Agrawal for violations of SEBI Regulations and others.
6. Company has filed a Recovery suits No. SL/1135, 1136, 1137 and 1138 of 2013 and SL/1259 and 141 of 2014 filed against M/s. Ranisati Dealer Pvt.Ltd., M/s. Vibhuti Multi Trade Pvt. Ltd., M/s. Gulistan Vniya Pvt. Ltd., M/s. Sukusama Trading and Investments Pvt. Ltd., M/s. Comfort Intech Ltd and M/s. Gaungour Suppliers Pvt. Ltd., in the High Court of Bombay. Matter pending before the court.
7. Company has filed a Complaint with Enforcement Directorate, Mumbai to investigate the frauds committed by Mr. Anil Agrawal and his companies. Enforcement Directorate has initiated enquiries against Mr. Anil Agrawal, his companies and others under the provisions of prevention of Money Laundering Act 2002 on the basis of the FIR No. 34/14 dated 21.01.2014.
8. Company has filed a Complaint with RBI and Ministry of Finance to appoint officer to investigate the affair of CIL and cancel the License to act as NBFC for violating the guidelines. RBI has cancelled the NBFC Licence of Comfort Intech Limited based on forgery and mis-representation by CIL in some other different matter for forging and fabricating RBI documents.
9. Company has filed a Complaint with The Police Commissioner of Chennai against the fraud and cheating committed by Mr. Anil Agrawal. Mr. Anil Agrawal filed Writ Petition No. 32829 of 2013 with High Court of Chennai to direct the Police, Chennai not to proceed further with the investigation. The matter is pending before the Court.
10. Company has filed a Petition Under section 111A r/w 111(4) of the Companies Act filed before the Company Law Board, Chennai in the matter of Liquor India Limited, Mr. Anil Agrawal and others. CLB is dissolved and the matter transferred to NCLT and is pending.

**Mr. Anil Agrawal has filed complaints against the company with the following authorities:**

1. The Company Law Board, Chennai under section 397, 398, 235(2) and 237(b) of the Companies Act, 1956. The Company has filed counter. CLB is dissolved and the matter transferred to NCLT and is pending.
2. Mr. Anil Agrawal filed a Counter Complaint with Hyderabad Police against Mr. R.V. Ravikumar. The Hyderabad Police have not considered the complaint since there was no substance. Aggrieved, Mr. Anil Agrawal filed W.P. No. 7956 of 2014 filed with Hon'ble High Court, Andhra Pradesh to register the complaint filed by him against Mr. R.V. Ravikumar with Hyderabad Police. The Police have submitted their report to the High Court, Hyderabad stating that there is no substance in the Complaint. The matter is pending before the court without further date.
3. Mr. Anil Agrawal has filed a Counter Complaint with Malad Police Station, Mumbai against the company and its Directors. Preliminary enquiry was conducted by the Malad Police and since there was no substance in the Complaint, Malad Police did not pursue further.
4. M/s. First Financial Services Limited, Chennai has filed O.S. No. 6602 of 2013 alleging mis-management of the company. The court has rejected the suit.
5. M/s. Tilaknagar Industries Limited – accused A7, A8 and A9 in the Hyderabad Police FIR, filed W.P. No. 4945 of 2014 with the Hon'ble High Court, Andhra Pradesh to stay all further proceedings of the FIR. The W.P. is pending for admission.

**42. Previous Year Figures:**

The financial statements for the year ended March 31, 2016 have been prepared as per Revised Schedule VI. The figures for the previous year have been regrouped, reclassified or rearranged to meet the recognition and measurement principles followed for preparation of financial statements.

For and on behalf of the Board of Directors  
**For RAVI KUMAR DISTILLERIES LIMITED**

Date : 09.08.2016  
 Place : Chennai

**Mr. R.V. Ravikumar**  
 Managing Director

**Mr. Badrinath S. Gandhi**  
 Executive Director



## **RAVIKUMAR DISTILLERIES LIMITED**

(CIN: L51909TN1993PLC025981)

Regd. Office: S1 & S2, Second Floor, B Block, "Ameen Manors"  
No.138, Nungambakkam High Road, Nungambakkam, Chennai – 600 034, India.  
Tel. No. 91-044-2833 2087 Website: [www.ravikumardistilleries.com](http://www.ravikumardistilleries.com)  
Email: [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com)



# RAVI KUMAR DISTILLERIES LIMITED

(CIN: L51909TN1993PLC025981)

Regd. Office: S1 & S2, Second Floor, B Block, "Ameen Manors"  
No.138, Nungambakkam High Road, Nungambakkam, Chennai – 600 034, India.

## NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Third Annual General Meeting of Ravi Kumar Distilleries Limited will be held at M/s. Doveton Café, No.5, Purasawalkam High Road, Purasawalkam, Chennai – 600 007 on Monday 26th September 2016 at 12 Noon to transact the following business

### ORDINARY BUSINESS

1. To consider and adopt the audited financial statements of the company for the financial year end 31st March, 2016, the reports of Board of Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration;  
To consider and if thought fit, to pass the following resolution, with or without modifications, as an Ordinary Resolution:  
“RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory amendment(s) or modification(s) or

enactment(s) thereof, for the time being in force) and pursuant to recommendation of Audit Committee of the Board of Directors, M/s Ramanand and Associates, Chartered Accountants, ICAI Registration Number 117776W be and are hereby re-appointed as the Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting, at such remuneration as the Board of Directors or Audit Committee of the Board of Directors may fix in this behalf”.

3. Re-appointment of Mrs. S. Vijayalakshmi as a Executive Director liable to retire by rotation.

“RESOLVED THAT, Mrs. S. Vijayalakshmi (DIN 02091138) who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as an Executive Director of the company liable to retire by rotation”.

Place: Chennai  
Date : 09.08.2016

By order of the Board of Directors

**Registered Office:**  
S1 & S2, Second Floor, 'B' Block,  
"Ameen Manors"  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034.

**R.V. Ravikumar**  
Managing Director

**Notes:**

1. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than 48 (forty-eight) hours before the commencement of the Meeting. 2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Brief resume of Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided in the Corporate Governance Report forming part of the Annual Report
5. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Company has notified closure of Register of Members and Share Transfer Books from 23.09.2016 to 26.09.2016 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting. 8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s. Karvy Computershare Pvt. Ltd.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
10. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to M/s. Karvy Computershare Pvt. Ltd., for consolidation into a single folio.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

12. Members are requested to send their queries to the Company, if any on Accounts at least 10 days before the Meeting.

**13. E-Voting:**

The Company is pleased to provide E-voting facility through M/s. Karvy Computershare Private Limited as an alternative, for all members of the Company to enable them to cast their votes electronically on the resolutions mentioned in the notice of 23rd Annual General Meeting of the Company dated 09.08.2016 (the AGM Notice). The Company has appointed Mr. Roy Jacob, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. E-voting is optional. The E-voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as on 19th September 2016, being the Cut-off date for the purpose. Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, may cast their vote electronically.

The instructions for E-Voting are as under:

**PROCEDURE AND INSTRUCTIONS FOR E-VOTING**

The procedure and instructions for e-voting are as follows

- i) Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
- ii) Enter the login credentials (i.e., user-id & password) mentioned in the Cover Letter. Your folio/DP Client ID will be your User-ID.

<b>User – ID</b>	For Members holding shares in Demat Form:- a) For NSDL :- 8 Character DP ID followed by 8 Digits Client ID b) For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- • Event no. followed by Folio Number registered with the company
<b>Password</b>	Your Unique password is printed on the cover letter / via email forwarded through the electronic notice
<b>Captcha</b>	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- iii) Please contact our toll free No. 1-800-34-54-001 for any further clarifications.
- iv) **Members can cast their vote online from 22.09.2016 @9 A.M. to 25.09.2016 @5 P.M.**
- v) After entering these details appropriately, click on "LOGIN".
- vi) Members holding shares in Demat/Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through Karvy Computershare Private Limited

e-Voting platform. System will prompt you to change your password and update any contact details like mobile #, email ID etc on 1st login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- vii) You need to login again with the new credentials.
- viii) On successful login, system will prompt to select the 'Event' i.e., 'Ravi Kumar Distilleries Limited'.
- ix) If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and casted your vote earlier for any company, then your exiting login id and password are to be used.
- x) On the voting page, you will see Resolution Description and against the same the option 'FOR / AGAINST/ ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR / AGAINST / ABSTAIN' or alternatively you may partially enter any

number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the shareholder do not wants to cast, select 'ABSTAIN'

- xi) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xii) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote

Corporate/Institutional Members (corporate / Fls / Flls / Trust / Mutual Funds / Banks, etc) are required to send scan (PDF format) of the relevant Board resolution to the Scrutinizer through e-mail to [cs@ravikumardistilleries.com](mailto:cs@ravikumardistilleries.com) with copy to [evoting@karvy.com](mailto:evoting@karvy.com) and [royjacobandco@gmail.com](mailto:royjacobandco@gmail.com). The file scanned image of the Board Resolution should be in the naming format " Ravi Kumar Distilleries Limited Event no."

## ANNEXURE TO NOTICE

Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting (In pursuance of Clause 49 of the Listing Agreements)

Name of the director	Mrs. S. Vijayalakshmi
Age	43 Years
Date of appointment	11.10.1993
Qualifications	B.Sc., (Chemistry)
Expertise in specific functional areas	Blending of Liquor
List of companies in which outside directorships held as on 9th August, 2016 (excluding private limited)	Nil
Chairman/member of the committees of the boards of other companies in which she is a director as on 9th August, 2016	Nil

By order of the Board of Director

Place: Chennai  
Date : 09.08.2016

**R.V. Ravikumar**  
Managing Director

### Registered Office:

S1 & S2, Second Floor, 'B' Block,  
"Ameen Manors"  
No.138, Nungambakkam High Road,  
Nungambakkam, Chennai – 600 034.



## RAVI KUMAR DISTILLERIES LIMITED

(CIN: L51909TN1993PLC025981)

Regd. Office: S1 & S2, Second Floor, B Block, "Ameen Manors" No.138, Nungambakkam High Road  
Nungambakkam, Chennai – 600 034, India. Tel No: 044-28332087  
E-mail : cs@ravikumardistilleries.com Website : www.ravikumardistilleries.com

### ATTENDANCE SLIP (To be presented at the entrance)

DP ID*	Folio No. / Client ID*	No. of Shares

I hereby record my presence at the 23rd Annual General Meeting of the Company at M/s. Doveton Café, No.5, Purasawalkam High Road, Purasawalkam, Chennai – 600 007 on Monday 26th September, 2016 at 12 Noon.

**Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of Annual Report to the meeting.**

\*Applicable for investors holding shares in electronic form.

Signature of the Shareholder /  
Proxy



## RAVI KUMAR DISTILLERIES LIMITED

(CIN: L51909TN1993PLC025981)

Regd. Office: S1 & S2, Second Floor, B Block, "Ameen Manors" No.138, Nungambakkam High Road  
Nungambakkam, Chennai – 600 034, India. Tel No: 044-28332087  
E-mail : cs@ravikumardistilleries.com Website : www.ravikumardistilleries.com

### PROXY FORM

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

Name of the Member(s):	
Registered address:	
E-mail Id:	
Folio No. / Client ID:	DP ID:

I/We being the member(s) of \_\_\_\_\_ shares of the above named Company hereby appoint:

(1) Name : .....

Address : .....

E-mail Id : ..... or failing him;

(2) Name : .....

Address : .....

E-mail Id : ..... or failing him;

(3) Name : .....

Address : .....

E-mail Id : ..... or failing him;

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/our and my/our behalf at the 23rd Annual General Meeting of the Company, to be held on Monday, September 26, 2016 at 12 Noon at M/s. Doveton Café, No.5, Purasawalkam High Road, Purasawalkam, Chennai - 600 007 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

Signed this ..... day of ..... 2016.

Signature of the Shareholder .....

Affix  
Re.1  
Revenue  
Stamp  
Shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



Resolution No.	Resolutions	For	Against
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors for the financial year ended 31st March 2016		
2.	Appointment of Statutory Auditors and fixing their remuneration		
3.	Re-appointment of Mrs. S. Vijayalakshmi, Executive Director who retire by rotation		

**Notes:**

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Signed this ..... day of ..... 2016.

Signature of the Shareholder .....

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

I hereby record my presence at the 23rd Annual General Meeting of the Company at M/s. Doveton Café, No.5, Purasawalkam High Road, Purasawalkam, Chennai – 600 007 on Monday, 26th September, 2016 at 12 Noon.

**Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of Annual Report to the meeting.**

\*Applicable for investors holding shares in electronic form.

Signature of the Shareholder /  
Proxy

**Form No. MGT-12****Polling Paper**

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

**RAVI KUMAR DISTILLERIES LIMITED**

(CIN No: L51909TN1993PLC025981)

**Registered Office:** "Ameen Manors", S1 & S2, Second Floor, B Block, No.138, Nungambakkam High Road,  
Nungambakkam, Chennai 600 034, India. Phone: 044-28332087

Email: cs@ravikumardistilleries.com ; Website: www.ravikumardistilleries.com

**BALLOT PAPER**

Sl. No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares indematerialized form)	
4.	No. of Shares	

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

No.	Item No.	No. of Shares Held by me	I assent to the resolution (For)	I dissent from the resolution (Against)
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors for the financial year ended 31st March 2016			
2.	Appointment of Statutory Auditors and fixing their remuneration			
3.	Re-appointment of Mrs. S. Vijayalakshmi, Executive Director who retire by rotation			