Financial Statements

Year Ended March 31, 2016

"GUHALAYA", Flat B-7, No. 262 (Old 179) Royapettah High Road, Mylapore, Chennai - 600 004. Phone : 2499 2982, 2499 1345 Fax : 91-44-2499 7317

> CHARTERED ACCOUNTANT

INDEPENDENT AUDITOR'S REPORT

To The Members of PARRY AGROCHEM EXPORTS LIMITED

Report on the Financial Statements

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

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair, view in conformity with the accounting principles generally accepted in India,

Shanker Siri & Prabhakar

Chartered Accountants

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

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

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

2. As required by Section 143 (3) of the Act, we report that:

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

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For Shanker Giri & Prabhakar Chartered Accountants FRN: 003761S

P. Prabhakar Rao

Partner Membership No. : 18408

Place: Chennai Date: 21.04.2016

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The Annexure referred to in paragraph 1 of the Our Report of even date to the members of PARRY AGROCHEM EXPORTS 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 explanation given to us during the course of our audit, we report that:

- i. The Company does not have any Fixed Assets. Hence Clause 3(i) of the Order is not applicable
- ii. The Company does not have any inventories and hence Clause 3(ii) of the Order is not applicable.
- iii. The company has not granted any loans, secured or unsecured to companies, firms Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act.
- iv. The company has not given any loans or guarantees or has provided security in connection with a loan to any other body corporate or person or has acquired by security of any other body corporate and reporting under Section 186 does not arise.
- v. The company has not accepted any deposits during the year. Hence Clause 3(v) of the Order is not applicable.
- vi. The Company being an trading Company, Clause 3(vi) of the Order relating to maintenance of cost records is not applicable.
- vii. (a) According to the information and explanations given to us, and records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable, with the appropriate authorities. There are no arrears of undisputed statutory dues outstanding as at 31st March 2016 for a period of more than six months from the date they become payable.

(b) 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 or sales tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.

viii. The Company has not borrowed any amounts from any financial institution, bank or debenture holders..

- ix. The Company has not raised by way of initial public offer or further public offer (including debt instruments) and term loans.
- x. During the course of our examination of the Books and Records of the Company carried out in accordance with the Generally Accepted Auditing Practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company noticed or reported during the year nor have we been informed of such case by the Management.

xi. The Company has not paid any managerial remuneration during the year.



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xii. The provisions of clause (xii) are not applicable to the company as it is not a Nidhi Company.

- xiii. According to the information and explanations given to us, the company has complied with section 177 and 188 of the Act wherever applicable and has disclosed the transactions with related parties as required by the applicable accounting standards
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under Section 42 of the Act.
- xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them.
- xvi. The Company is not required to be registered under section 45- IA of the Reserve Bank of India Act, 1934.

For Shanker Giri & Prabhakar Chartered Accountants FRN: 003761S

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P. Prabhakar Rao Partner Membership No. : 18408

Place: Chennai Date: 21:04.2016 Shanker Siri & Prabhakar

Chartered Accountants

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> CHARTFRED ACCOUNTANT

ANNEXURE 'A'

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PARRY AGROCHEM EXPORTS LIMITED

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

We have audited the internal financial controls over financial reporting of PARRY AGROCHEM EXPORTS LIMITED ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that :

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In my / 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 Shanker Giri & Prabhakar Chartered Accountants Firm's Registration No.003761S

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P. Prabhakar Rao Partner Membership No.18408 Place: Chennai Date: 21.04.2016



BALANCE SHEET AS AT 31ST MARCH 2016

		Note No.	<u>As at 31st M</u> Rs	arch 2016 Rs	<u>As at 31st M</u> Rs	<u>arch 2015</u> Rs
I	EQUITY AND LIABILITIES					
	(1) Shareholder's Funds					
	(a) Share Capital(b) Reserves & Surplus	1 2	5,00,000 21,37,772	26,37,772	5,00,000 20,53,805	25,53,805
	(2) Current liabilities					
	(a) Trade payables	3 _	38,195	38,195	52,015	52,015
	TOTAL		-	26,75,967	- . · · <u>-</u>	26,05,820
11	ASSETS					
	(1) Non-current assets					
	(a) Long-term loans and advances	4	10,000	10,000	10,000	10,000
	(2) Current assets			· -		
	(a) Current investments(b) Cash and cash equivalents(c) Other current assets	5 6 7	26,51,282 14,685 -		81,105	25.05.000
		-				
	TOTAL		=	26,75,967	•	26,05,820
	Accompanying Notes to Financial Statement	ts 10				
FOF PARRY AGR	CREM EXPORTS LTD, For PARRY AGRO CHEM E CHEMESTOR DIRECTORS CHENNAI: 21.04,204	EXPORTS I	ID, our Rep For SHANK CHARTER tor. // ./ P.PRAI	lance Sheet ref ort of even dat ER GIRI & P ED ACCOUN	e RABHAKAR ITANTS	1 120 18

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2016

		Note No.	Discontinuing Operations For the period ended 31st March 2016 Rs Rs	Discontinuing C For the Year 31st March Rs	ended
I	Revenue from operations		· _		10.
II	Other Income	8	1,36,567		1,49,093
ш	Total Revenue		1,36,567		1,49,093
IV	Expenses				
	(c) Other Expenses	9	52,600		52,830
	Total Expenses		52,600		52,830
V	Profit before tax		83,967		96,263
VI	Tax Expense				
	 (a) Current Tax (b) Deferred Tax (c) Short provision for tax relating to earlier years Total 		- - -	2,515	2,515
VII	Profit(Loss) for the year		83,967		93,748
VIII	Earnings per equity share Basic - Rs. Diluted - Rs.		1.68 1.68		1.87
WARRY AGR	Accompanying Notes to Financial Statement To CHAM EXPORTS LTD, For PARRY AGRO CHE Director, DIRECTORS CHENNAI: 21.04/20/6	EM EXPOR	This is the Profit & Loss Sta TS Lito, in out Report of even For SHANKER GIRI & P CHARTERED ACC rector. P.PRABHAKAR Partner	date. RABHAKAR OUNTANTS	

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PARRY AGROCHEM CASH FLOW STATEMENT FOR TH			H 2016	
	2015-	2016	2014-2015	
A. CASH FLOW FROM OPERATING ACTIVITIES				,
NET PROFIT BEFORE TAX		83,967		96,263
ADJUSTMENTS:				
Depreciation			-	
Interest Received			-	
Investment Income	(1,36,567)		(1,49,093)	
Interest paid				
(Profit) / Loss on sale of Fixed Assets				
(Profit) / Loss on sale of Investments (Net) Other Non Cash Items	-	(1 26 567)	•• ,	(1.40.00)
Other Non Cash items		(1,36,567)	······································	(1,49,093
OPERATING PROFIT BEFORE WORKING CAPITAL CH	ANGES	(52,600)		(52,830
ADJUSTMENTS FOR : INCREASE/DECREASE IN				
Trade and Other Receivables	-		-	
Inventories Current Liabilities	(13,821)	-13,821	19,758	19,758
Current Liabilities	(15,621)	-13,021	19,738	19,/30
CASH GENERATED FROM OPERATIONS		(66,419)		(33,072
Direct Taxes paid		-		
NET CASH FLOW FROM OPERATIONS		(66,419)		(33,07)
			1	
B. CASH FLOW FROM INVESTING ACTIVITIES Purchase of investments	(1 26 567)		(1,49,093)	
Proceeds on sale of Fixed Assets	(1,36,567)		(1,49,093)	
Sale of Investments	_		_	
Interest Received			_	
Investment Income	1,36,566.69		1,49,093	
NET CASH USED IN INVESTING ACTIVITIES		-		
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issue of Share Capital				
Redemption of Share Capital				
Proceeds from Long Term Borrowings				
Repayment of Long Term Borrowings			-	
Proceeds from Other Term Borrowings (Net)				
Change in Working Capital Finance			-	
Interest paid			-	
Dividend & Dividend tax paid				
NET CASH FLOW FORM FINANCING ACTIVITIES		-		
<u>Net Increase in Cash and Cash Equivalents (A+B+C)</u>		(66,419)		(33,07
Cash and Cash Equivalents as at the beginning of the year		81,105		1,14,17
Cash and Cash Equivalents as at the end of the year		14,685		81,10
For SHANKER GIRI & PRABHAKAR	On behal	f of the Board	L ·	
CHARTERED ACCOUNTANTS	X	and the second designed to the second designe		
AA A CONTRACT			_	
11.1 ulbuch	NX (c > 1	•	
P. PRABHAKAR RAO	V >	Director		
Partner	(Director	0	
Chennai	a	men	2mr	
Date: 21-04-2016	~	Director		

NOTES FORMING PART OF FINANCIAL STATEMENTS

	As at 31st March 2016		As at 31st	March 2015
	<u>Rs</u>	Rs	Rs	<u>Rs</u>
			• •	
Note 1				
Share Capital				
<u>Authorised</u> 500000 Equity Shares of Rs.10 each		50,00,000		50,00,000
		50,00,000		50,00,000
Issued Subscribed and Paid up 50000 Equity Shares of Rs.10 each		5,00,000		5,00,000
		5,00,000		5,00,000

1 Shares held by the Holding Company and Ultimate Holding Company

—	Name of the Shareholder	2015-16	2014-15
-		No. of Shares	No. of Shares
$\frac{1}{1}$	Parrys Investments Limited - Holding Company	40,500	40,500
	EID Parry India Limited - Ultimate Holding Company	. 9,500	9,500

2 Shareholders holding more than 5% of the Shares

	[2015-16		2014	-15
┢─	Name of the Shareholder	No. of Shares	%	No. of Shares	%
+	Parrys Investments Limited	40,500	81%	40,500	81%
	EID Parry India Limited	9,500	19%	9,500	19%

3 Reconciliation of number of shares

	2015-16		2014-15	
	No. of Shares	Rs	No. of Shares	Rs
Balance as at the beginning of the year	50,000	5,00,000	50,000	5,00,000
Issued and paid up during the year	-	-		
Balance as at end of the year	50,000	5,00,000	50,000	5,00,000

4 Rights, preferences and restrictions attached to equity shares

Equity Shares of the Company having par value of Rs.10 per share rank pari pasu in all respects uncluding voting rights and entitlement to dividend.



<u>PARRY AGROCHEM EXPORTS LIMITED</u> NOTES FORMING PART OF FINANCIAL STATEMENTS

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	As at 31st Ma	March 2016 As at 31st Ma		rch 2015	
	Rs	Rs	Rs	<u>Rs</u>	
<u>Note 2</u>					
Reserves & Surplus					
(a) General Reserve		·			
Balance as per last balance sheet		15,17,000		15,17,000	
(b) Surplus in Statement of Profit and Los	<u>s</u>				
Balance as per last balance sheet Add : Net Profit for the year	5,36,805 83,967	-	4,43,057 93,748		
		6,20,772 21,37,772		5,36,805 20,53,805	
<u>Note 3</u>					
Trade payables					
Sundry Creditors (a) Due to Ultimate Holding Company (b) Expenses		6,861 31,334 38,195		6,861 45,154 52,015	
Note 4					
Long-Term Loans and Advances Unsecured - Considered Good Deposits		10,000 10,000		10,000	
Note 5					
Current Investments					
In Mutual Funds Reliance Liqid Fund -(LF-ID) Fund - Face Value per unit Rs.1000 - 1735.194 units (2014-15 - 1645.86 Units of Rs.1000 each		26,51,282 26,51,282	CHARTERED ACCOENTIANTS CHARTERED ACCOENTIANTS S CHARTERED S S CHARTERED S S S S S S S S S S S S S S S S S S S	25,14,715 25,14,715	

PARRY AGROCHEM EXPORTS LIMITED NOTES FORMING PART OF FINANCIAL STATEMENTS

	As at 31st March 2016		As at 31st March 2015		
	<u>Rs</u>	Rs	Rs	<u>Rs</u>	
<u>Note 6</u>					
Cash and cash equivalents		. 🛥		-	
Cash on hand		14,685		81,105	
Bank Balances - Current Account		14,685	and the second se	81,105	
	· <u></u>	1,,,,,,,	1000		
Note <u>7</u>			• •		
Other Current Assets					
Advance Payment of Tax (Net of Provision) _			-	
	For the Yea	r ended	For the Year	r ended	
	31st Marc		31st March 2015		
	Rs	Rs	Rs	Rs	
Note 8					
Other Income					
Dividends from Investments		1,36,567		1,49,093	
Profit on sale of Investments		-		428	
		1,36,567		1,49,093	
	-				
Note 9					
Other Expenses					
Rates & Taxes		1,500		3,50	
Professional & Consultancy		16,120		16,85	
Printing & Stationery		-		2,26	
Audit Fees					
For Audit	17,175		16,854		
For Other Services	17,175	34,350	12,640	29,49	
		630		72	
Administration and Other Expenses		050			



NOTE NO. 10

ACCOMPAYING NOTES TO FINANCIAL STATEMENTS

1. Accounting Policies

- a. These accounts are prepared on 'Going Concern Basis' with Revenues and Costs considered on accrual basis. However, the Company has temporarily suspended its operations and the Board of Directors continue to examine the best option available with regard to the future of the Company
- b. Current and Non-Current Investments are valued at cost and income arising therefrom are accounted on accrual basis. The diminution in the market value of such investments is not recognized unless such diminution is considered permanent.
- 2. Deferred Tax asset on account of carried forward loss is Rs.106961/- However, as a measure of prudence the same has not been considered in the accounts

i	Related Parties	EID – Parry (India) Limited	Parrys Investments Limited
		Ultimate Holding Company	Holding Company
ii	Transactions during the year	Nil	Nil
iii	Balances outstanding		
	Share Capital	95000	405000
	Credit Balances	6861	Nil
	Debit Balances	Nil	Nil

3. Related Party Disclosure

4. Segment Reporting

As the company has suspended its operations temporarily segment reporting is not applicable.

5. Earnings Per Share

	2015-2016 Rs	2014-2015 Rs
Profit after tax as per Profit and Loss Statement	83967	93748
Earnings per share		
Basic	1.68	1.87
Diluted	1.68	1.87
	1.00	



6. **DISCONTINUING OPERATION**

- **a.** The company has suspended its operations and there was no business during the current financial year.
- **b.** The carrying amount as of the date of the Balance sheet of the assets to be disposed of and the total liabilities to be settled are as stated in the Balance Sheet.
- c. The amount of revenue and expenses and the pre-tax profit or loss attributable to the discontinuing operation during the current financial reporting period are as disclosed in the Profit and Loss Account for the year.
- **d.** The amounts of net cash flows attributable to the operating, investing and financial activities of the discontinuing operation during the current financial year are as stated in the Cash flow Statement annexed.
- 7. Previous Year's figures have been reclassified wherever necessary to conform to the classifications adopted in these accounts.

For SHANKER GIRI & PRABHA CHARTERED ACCOUNTANTS	AKAR	O CHEM EXP	Director	ane	
1 / Julilia P. PRABHAKAR RAO PARTNER Chennai: 21:04:2016	CHARTERED ACCOUNTANTS		DIRECTORS		
			· · ·	•	