

**Boards' Report**  
**(for the financial year 2015-16)**

**To**  
**The Members,**  
**Co Name: Italian Edibles Private Limited**  
**CIN: U15141MP2009PTC022797**  
**Office: Flat No.604, Siddhi Vinayak Grand 15/1, Vidhya Nagar,**  
**Behind Sapna Sangeeta Inox Indore**

Your directors have pleasure in presenting their 7<sup>th</sup> Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2016.

**1. Financial Highlights (Standalone)**

During the year under review, performance of your company is as under

(Amount in Rupees)

<b>Particulars</b>	<b>Year ended 31<sup>st</sup> March, 2016</b>	<b>Year ended 31<sup>st</sup> March, 2015</b>
Turnover	17,20,11,773/-	7,01,83,811/-
Profit/(Loss) before taxation	38,11,966/-	19,74,972/-
Less Tax Expense ( Provision for Taxes / I. Tax / MAT)	12,54,955/-	6,67,180/-
Deferred Tax for the year	-	-51,638/-
<b>Profit/(Loss) after tax</b>	<b>25,57,011/-</b>	<b>13,59,430/-</b>

**2. State of Company's Affairs and Future Outlook**

The true state of company's affairs are reflected by the aforesaid financial highlights whereas description whereof could be found in the attached audited financial statements.

The Board of Directors is of optimistic views for business in the years to come and expect better results in the forthcoming years.

### **3. Change in nature of business, if any**

During the financial year under review, the company has not made any change in its nature of business activities.

### **4. Dividend**

Your Directors do not recommend any dividend for the year under review and the available surplus, if any, be retained to strengthen the net worth of the company.

### **5. Amounts Transferred to Reserves**

The Board of the company proposes to transfer the amount of Rs. 25,57,011/- as appearing in the accompanying financial statements.

### **6. Changes in Share Capital, if any**

During the year under review, the share capital of the company has been increased from Rs. 60,00,000/- to Rs. 80,00,000/- pursuant to allotment of 2,00,000 equity shares of Rs. 10/- each under Rights issue of the Company.

### **7. Extract of Annual Return**

In terms of provision of Section 134(3)(a) of the Companies Act, 2013, the extract of the Annual Return as provided under section (3) of the Section 92 of the Companies Act, 2013 in form MGT-9, forming part of this Board's Report and is annexed as Annexure I

### **8. Number of Board Meetings**

The Board meets at regular intervals to discuss and decide on company's business & policy and strategy apart from other discussions. The Board met 9 times during financial year under review. The maximum interval between any two meetings did not exceed 120 days.

### **9. Particulars of Loan, Guarantees and Investments under Section 186**

During the year under review, company has not given any loans, guarantees or made any investments covered under the provisions of Section 186 of the Companies Act, 2013.

### 10. Particulars of Contracts or Arrangements with Related Parties (188(2))

The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act 2013 for the Financial Year 2015-16 in the prescribed format, AOC 2 has been enclosed with the report at □Annexure □III□

### 11. Comments on Auditors' Report 134(3) (f)

The Auditor's Report on the audited financial statement of the company for the year under consideration do not contain any qualifications, reservations, adverse remarks; therefore, need not require any explanation or comment.

### 12. Material Changes Affecting the Financial Position of the Company 134(3) (l)

There is no material change & commitment occurred since the end of the financial year of the company to which the financial statements relate to and till date of the report, which could affect the financial position of the company.

### 13. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo 134(3) (m)

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are appended herein below

#### a) Conservation of Energy

(i)	the steps taken or impact on conservation of energy	<b>There are a few activities of energy consumption and therefore there is no substantial need of energy conservation.</b>
(ii)	the steps taken by the company for utilising alternate sources of energy	
(iii)	the capital investment on energy conservation equipments	

#### b) Technology Absorption

(i)	the efforts made towards technology absorption	<b>The process of the company is already based on latest technology</b>
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	
(iii)	in case of imported technology (imported during the last three	

	years reckoned from the beginning of the financial year)-	
	(a) Details of technology imported, if any	
	(b) Year of import	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	
(iv)	the expenditure incurred on Research and Development	

c) Foreign Exchange Earnings/ Outgo

(i)	Total Foreign Exchange Earnings	--
(ii)	Total Foreign Exchange Outgo	--

**14. Details of Holding, Subsidiary, Joint Venture or Associates**

The Company has neither any holding nor subsidiary company, joint venture or associated company.

**15. Risk Management Policy 134 (3) (n)**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Board of Directors of the Company.

**16. Details of Directors and Key Managerial Personnel 134(3)**

During the year there has been no change in directors of the company.

## **17. Details of significant & material orders passed by the regulators or courts or tribunal**

No orders have been passed by any authority, regulators or courts or tribunals impacting the going concern status and the company's operations in future.

## **18. Deposits**

The Company has not accepted any deposit falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014 and there were no remaining unclaimed deposits during the financial year.

## **19. Auditors**

The Board of directors recommends the ratification of appointment of M/s Vijay K. Jain & Associates, Chartered Accountants, who were appointed as Statutory Auditor of the company for 5 years at the AGM held in 2014, in the forthcoming annual general meeting to hold the office from the conclusion of this annual general meeting till the conclusion of the next annual general meeting.

The Company has received a certificate from the auditors pursuant to section 139 of the Companies Act, 2013 that their appointment is within the limit prescribed under section 141 (3) of the Companies Act, 2013, and they are not disqualified from appointment as statutory auditor of the company.

## **20. Particulars Of Employees Pursuant To Rule 5(2) Of Companies (Appointment & Remuneration Of Managerial Personnel) Rules, 2014**

There are no such employees, employed for full or part of the year under review, falling under Rule (2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

## **21. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

The company is committed to uphold and maintain the dignity of woman employees and it has in place a policy which provides for protection against sexual harassment of women at work place and for prevention and redressal for such complaints. During the year no such complaints were received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

## **22. Corporate Social Responsibility (CSR) Policy-**

The provisions of Section 135 of the Companies Act, 2013 is not applicable to the Company, therefore the company has not required developing and implementing any Corporate Social Responsibility initiatives.

## **23. Directors Responsibility Statement**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2016, 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 as at 31st March, 2016 and of the profit /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 the Companies Act 2013 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;
- e) applicable to listed companies.
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **24. Disclosure on Establishment of a Vigil Mechanism**

The provision relating to section 177(9) of the Companies Act, 2013 with regard to establishment of vigil mechanism to address the genuine concern of the directors and employees of the company are not applicable to the company, as the company has not accepted any deposit from the public and the company has not borrowed money from banks & public financial institutions in excess of 50 Crores rupees.

## **25. Internal Financial Controls and their adequacy (Under Rule 8(5)(viii) of the Companies (Accounts) Rules, 2014**

The company has in place adequate internal financial controls across the organization. During the year under review such controls were tested and no reportable material weakness in the design or operation was observed.

## **26. Voluntary revision of financial statements (Section 131)**


During the year under review the company has not revised its financial statements or boards' report for any of the preceding financial years.

## 27. Acknowledgment

Your directors would like to express their sincere appreciation for the co-operation and assistance received from shareholders, bankers, regulatory bodies and other business constituents during the year under review. Your directors also wish to place on record their deep sense of appreciation for the whole hearted support by executives, officers and staff, resulting in the successful performance of the company during the year.

for & on behalf of board of directors,  
Italian Edibles Private Limited,

For: Italian Edibles (P)Ltd.

  
..... Director

(Akshay Makhija)  
Director  
DIN: 02787252

For: Italian Edibles (P)

  
..... Director

(Ajay Makhija)  
Director  
DIN: 02847288

Place: Indore  
Date: 06.09.2016

**Annexure □ I**

**Form No. MGT-9**

**Extract Of Annual Return as on the financial year ended on 31.03.16  
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS**

i.	CIN	U15141MP2009PTC022797
ii.	Registration Date	16/12/2009
iii.	Name of the Company	Italian Edibles Private Limited
iv.	Category/Sub-Category of the Company	Company Limited by Shares/ Non-Government Company
v.	Address of the Registered office and contact details	Flat No.604, Siddhi Vinayak Grand 15/1, Vidhya Nagar, Behind Sapna Sangeeta Inox Indore (M.P.) Contact No.: 8878588888
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

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

All the business activities contributing 10% or more of the total turnover of the company shall be stated-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of biscuits, cakes and pastries	15412	100%





NRIs-Individuals	-	-	-	-	-	-	-	-
Other-Individuals								
Bodies Corp.	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-
Any Other□.	-	-	-	-	-	-	-	-
<b>Sub-total (A)(2)-</b>	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A) = (A)(1)+ (A)(2)</b>	<b>600000</b>	<b>600000</b>	<b>100%</b>		<b>800000</b>	<b>800000</b>	<b>100%</b>	<b>33.33 %</b>
<b>B. Public Shareholding</b>	-	-	-	-	-	-	-	-
<b>1.Institutions</b>	-	-	-	-	-	-	-	-
Mutual Funds	-	-	-	-	-	-	-	-
Banks / FI	-	-	-	-	-	-	-	-
Central Govt.	-	-	-	-	-	-	-	-
State Govt.(s)	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-
FIs	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1)-</b>	-	-	-	-	-	-	-	-
<b>2. Non-</b>	-	-	-	-	-	-	-	-

<b>Institutions</b>									
Bodies Corp.	-	-	-	-	-	-	-	-	-
Indian Overseas	-	-	-	-	-	-	-	-	-
Individuals	-	-	-	-	-	-	-	-	-
Individual Shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2)</b>	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B) = (B)(1) + (B)(2)	-	-	-	-	-	-	-	-	-
Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		<b>600000</b>	<b>600000</b>	<b>100%</b>		<b>800000</b>	<b>800000</b>	<b>100%</b>	<b>33.33 %</b>

ii) *Shareholding of Promoters*

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of 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 Pledge d / encumbered to total shares	
1.	Ajay Makhija	300000	50%	--	400000	50%	--	33.33%
2.	Akshay Makhija	300000	50%	--	400000	50%	--	33.33%
	<b>Total</b>	<b>600000</b>	<b>100%</b>	<b>--</b>	<b>800000</b>	<b>100%</b>	<b>--</b>	<b>33.33%</b>

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	600000	100%	--	--

	Date wise Increase /Decrease in promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc)	<b>Allotment of 100000 equity shares to Mr. Ajay Makhija and Mr. Akshay Makhija respectively pursuant to rights issue.</b>			
	At the End of the year	<b>800000</b>	<b>100%</b>	--	--

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
	At the beginning of the year	--	--	--	--
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer /bonus / sweat equity etc)	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year)	--	--	--	--

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

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	600000	100%	-	--
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus / sweat equity etc)	<b>Allotment of 100000 equity shares to Mr. Ajay Makhija and Mr. Akshay Makhija respectively pursuant to rights issue.</b>			
	At the End of the year ( or on the date of separation, if separated during the year)	<b>800000</b>	<b>100%</b>	--	--

## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	1,58,83,207/-	12,00,000/-	--	1,70,83,207/-
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total(i+ii+iii)</b>	<b>1,58,83,207/-</b>	<b>12,00,000/-</b>	<b>--</b>	<b>1,70,83,207/-</b>
<b>Change in Indebtedness during the financial year</b>				
- Addition	2,01,01,773/-	21,00,000/-	--	2,22,01,773/-
- Reduction	(13,04,386/-)	--	--	(13,04,386/-)
<b>Net Change</b>	<b>1,87,97,387/-</b>	<b>21,00,000/-</b>	<b>--</b>	<b>2,08,97,387/-</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	3,46,80,594/-	33,00,000/-	--	3,79,80,594/-
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	<b>3,46,80,594/-</b>	<b>33,00,000/-</b>	<b>--</b>	<b>3,79,80,594/-</b>

## **VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		-				
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - Others, specify <input type="checkbox"/>	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
6.	Total(A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-



B. Remuneration to other directors

Sl. No.	Particulars of Remuneration	Name of Director				Total Amount
		Ajay Makhija (Executive Director)	Akshay Makhija (Executive Director)	---	---	
	1. Independent Directors	-	-	-	-	-
	<ul style="list-style-type: none"> <li>• Fee for attending board committee meetings</li> <li>• Commission</li> <li>• Others, please specify</li> </ul>					
	Total(1)	-	-	-	-	-
	2. Other Non-Executive Directors			-	-	
	<ul style="list-style-type: none"> <li>• Fee for attending board committee meetings</li> <li>• Commission</li> <li>• Others, please specify (Salary)</li> </ul>	22,00,000/-	17,25,000/-			39,25,000/-
	Total(2)	<b>22,00,000/-</b>	<b>17,25,000/-</b>	-	-	<b>39,25,000/-</b>
	Total(B)=(1+2)	<b>22,00,000/-</b>	<b>17,25,000/-</b>	-	-	<b>39,25,000/-</b>
	Total Managerial Remuneration	<b>22,00,000/-</b>	<b>17,25,000/-</b>	-	-	<b>39,25,000/-</b>
	Overall Ceiling as per the Act	-	-	-	-	No Limit

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

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

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

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

Form MBP 2

Register of loans, guarantee, security and acquisition made by the company  
 [Pursuant to section 186(9) & rule 12(1)]

Nature of transaction (whether loan/guarantee/security/acquisition)	Date of making loan/acquisition / giving guarantee/ providing security	Name and address of the person or body corporate to whom it is made or given or whose securities have been acquired  (Listed/ Unlisted entities)	Amount of loan/ security/ guarantee	Time period for which it is made/ given	Purpose of loan/ acquisition/ guarantee/ security	% of loan/ acquisition/ exposure on guarantee/ security provided to the paid up capital, free reserves and securities premium account and % of free reserves and securities premium	Date of passing Board resolution	Date of passing special resolution, if required	For loans		For acquisitions					Signatures and Remarks
									Rate of interest	Date of maturity	Number and kind of securities	Nominal value and paid up value	Cost of acquisition (in case of securities how the purchased price was arrived at)	Date of selling of investment	Selling price (how the price was arrived at)	
-	-	-	--	-	--	-	-	-	--	-	-	-	-	-	-	-



**ANNEXURE 'III'**  
**TO BOARD'S REPORT**

**Form No. AOC-2**

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

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

**1. Details of contracts or arrangements or transactions not at arm's length basis NIL**

Name(s) of the related party and nature of relationship (a)	Nature of contracts/ arrangements/ transactions (b)	Duration of the contracts / arrangements/ transactions (c)	Salient terms of the contracts or arrangements or transactions including the value, if any (d)	Justification for entering into such contracts or arrangements or transactions (e)	Date(s) of approval by the Board, if any (f)	Amount paid as advance, if any (g)	Date on which the special resolution was passed in the general meeting as required under first proviso to section 188 (h)
-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-

**2. Details of material contracts or arrangement or transactions at arm's length basis**

Name(s) of the related party and nature of relationship (a)	Nature of contracts/ arrangements/ transactions (b)	Duration of the contracts / arrangement s/ transactions (c)	Salient terms of the contracts or arrangements or transactions including the value, if any (d)	Date(s) of approval by the Board, if any (e)	Amount paid as advance, if any (f)
Ajay Makhija Relationship: Director	Factory rent Paid	--	--	--	--
Akshay Makhija Relationship: Director	Factory rent Paid	--	--	--	--
Meenaxi Makhija Relationship: Wife of Mr. Ajay Makhija	Factory rent Paid	--	--	--	--
Meenaxi Makhija Relationship: Wife of Director	Salary paid (Office of profit)	--	--	--	--
Anjali Makhija Relationship: Director's daughter	Salary paid (Office of profit)	--	--	--	--

for & on behalf of board of directors,  
Italian Edibles Private Limited,

For: Italian Edibles (P)Ltd. For: Italian Edibles (P)Ltd.

..... Director ..... Director

(Akshay Makhija)  
Director  
DIN: 02787252

(Ajay Makhija)  
Director  
DIN: 02847288

Place: Indore  
Date: 06.09.2016

Annexure IV

As per Rule 5 (3) of Companies (Appointment and Remuneration) Rules, 2014

Designation Of the Employee	Remuneration received	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employees	Date of commencement of employment	The age of employee	The last employment held by such employee before joining the company	The % of Eq. Shares held by the employee in the company within the meaning of clause (iii) of sub rule (2)	whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
-	-	-	-	-	-	-	-	-
-	-	-	-	-	--	-	-	



**ITALIAN EDIBLES PRIVATE LIMITED**

**AUDIT REPORT  
2015-2016**

**BOARD OF DIRECTORS**

- 1. SHRI AJAY MAKHIJA**
- 2. SHRI AKSHAY MAKHIJA**

**AUDITORS**

**VIJAY K. JAIN & ASSOCIATES  
CHARTERED ACCOUNTANTS  
307, MANAS BAHWAN EXTN.  
11, R.N.T. MARG INDORE  
Ph. No.0731-2524215  
Mob. 94250-55031**



**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, Indore - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

INDEPENDENT AUDITORS' REPORT  
TO  
THE MEMBERS OF ITALIAN EDIBLES PRIVATE LIMITED  
CIN No.- U15141MP2009PTC022797  
Report on the Financial Statements

We have audited the accompanying financial statements of ITALIAN EDIBLES PRIVATE LIMITED ('the Company'), CIN No.- U15141MP2009PTC022797, which comprise the Balance Sheet as at 31<sup>st</sup> March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters 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 the maintenance of adequate accounting records in accordance with the provision of the Act, for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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 thereunder.





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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's 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 true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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, of the state of affairs of the company as at 31<sup>st</sup> March, 2016, its profit and its cash flows for the year ended on that date.

#### Emphasis of Matters: Nil

#### Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) order, 2016 ("the order") issued by the Central Government of India in terms of Sub-Section (11) section 143 of the Act, we give in the "Annexure A"- a statement on the matters specified in paragraph 3 and 4 of the order.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.





**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, Indore - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

- 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 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 written representations received from the directors as on 31<sup>st</sup> March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigation 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.

FOR VIJAY K. JAIN & ASSOCIATES  
Chartered Accountants  
Firm Reg. No. 006719C

(V.K. Jain)  
Partner  
Membership No. 072669  
Place: Indore  
Dated: 06/09/2016





**"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE  
ON THE FINANCIAL STATEMENTS OF ITALIAN EDIBLES PRIVATE  
LIMITED CIN No.- U15141MP2009PTC022797**

- i) In respect of its fixed assets:
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) As explained to us, the Fixed Assets have been physically verified by the management at reasonable intervals, No material discrepancies were noticed on such verification.
  - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company the title deeds of immovable properties are held in the name of the Company.
- ii) Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly the clause 3(iii) (a), (b) and (c) of the order are not applicable to the Company.
- iv) The Company has not granted any loan, neither made any investments, nor given any guarantee or security, during the year, covered by the provisions of Sections 185 and 186 of the Act.
- v) The Company has not accepted any deposits during the year from public.
- vi) The Company is not covered under Maintenance of cost record as specified by Central Government under sub-section (1) of section 148 of the Companies Act.

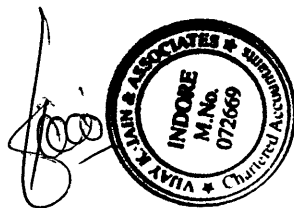




**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, Indore - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

- vii) a) The Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with appropriate authorities.  
b) There is no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax that have not been deposited on account of any dispute.
- viii) The Company has not defaulted in repayment of loans or borrowing to a financial institution, bank. The Company does not have any borrowing by way of debentures.
- ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), the Company has taken a Term Loan of Rs. 80.00 Lakhs during the year from Central Bank of India.
- x) On the basis of our examination and according to the information and explanations given to us, no fraud by the Company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi) The Company being a private limited Company, the provisions of Section 197 read with Schedule V to the Act relating to managerial remuneration are not applicable to the Company, and accordingly provisions of clause (xi) of Para 3 of the order are not applicable to the Company.
- xii) The Company not being the Nidhi Company, hence this clause is not applicable.
- xiii) All the transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements Note No. 33 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 review.





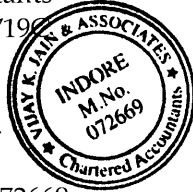
**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, **Indore** - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

- xv) The Company has not entered into any non-cash transactions with directors or persons connected with directors.
- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For VIJAY K JAIN & ASSOCIATES  
Chartered Accountants  
Firm Reg. No. 006719

(V.K. Jain)  
Partner  
Membership No. 072669  
Place: Indore  
Dated: 06/09/2016





**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, Indore - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

**"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE  
ON THE FINANCIAL STATEMENTS OF ITALIAN EDIBLES PRIVATE  
LIMITED CIN No.- U15141MP2009PTC022797**

**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 ITALIAN EDIBLES PRIVATE LIMITED CIN No.- U15141MP2009PTC022797 ("the Company") as of March 31<sup>st</sup>, 2016 in conjunction with our audit of the 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 Institute of Chartered accountants of India 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.






**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, Indore - 1 (M.P.)  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

#### Meaning of Internal Financial Controls Over Financial Reporting

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




**Vijay K. Jain & Associates**  
Chartered Accountants

307, Manas Bhawan Extn., 11 R.N.T. Marg, **Indore - 1 (M.P.)**  
Ph.: (0731) 2524215 Cell : 94250 55031  
E-mail : cavijayjain2011@yahoo.com

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 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 issued by the Institute of Chartered Accountants of India.

For VIJAY K. JAIN & ASSOCIATES  
Chartered Accountants  
Firm Reg. No. 006719C

  
(V.K. Jain)

Partner

Membership No. 072669

Place: Indore

Dated: 06/09/2016



**ITALIAN EDIBLES PRIVATE LIMITED**  
**CIN NO.- U15141MP2009PTC022797**  
**BALANCE SHEET AS AT 31/03/2016**

(Currency : Indian Rupee)

S.no	EQUITY AND LIABILITIES	Note	As at 31st March 2016	As at 31st March 2015
1	<b>Shareholder's Funds</b>			
(a)	Share Capital	2	8,000,000	6,000,000
(b)	Reserves and surplus	3	4,291,028	1,734,016
	Sub Total (1)		12,291,028	7,734,016
2	Share Application Money Pending Allotment		-	-
	Sub Total (2)		-	-
3	<b>Non-Current Liabilities</b>			
(a)	Long-term borrowings	4	9,743,690	3,481,300
(b)	Deferred tax liabilities (Net)	5	-	-
(c)	Other long term liabilities		-	-
(d)	Long term provisions		-	-
	Sub Total (3)		9,743,690	3,481,300
4	<b>Current Liabilities</b>			
(a)	Short-term borrowings	6	28,236,904	13,601,907
(b)	Trade payables	7	18,949,318	10,199,024
(c)	Other current liabilities	8	10,000	10,000
(d)	Short-term provisions	9	1,125,505	949,317
	Sub Total (4)		48,321,727	24,760,248
	<b>Total (1+2+3+4)</b>		<b>70,356,445</b>	<b>35,975,565</b>
	<b>ASSETS</b>			
5	<b>Non-current assets</b>			
(a)	Fixed assets	10		
(i)	Tangible assets		13,034,976	8,732,256
(ii)	Intangible assets		38,370	43,212
(iii)	Capital work-in-progress		3,809,000	-
(iv)	Intangible assets under development		-	-
(b)	Non-current investments		-	-
(c)	Deferred tax assets (Net)		-	-
(d)	Long term loans and advances	11	2,978,360	1,036,851
(e)	Other non-current assets		-	-
	Sub Total (5)		19,860,706	9,812,319
6	<b>Current assets</b>			
(a)	Current Investments		-	-
(b)	Inventories	19	33,553,590	19,391,966
(c)	Trade receivables	12	15,169,516	3,305,306
(d)	Cash and cash equivalents	13	777,254	393,788
(e)	Short-term loans and advances	14	515,909	2,646,004
(f)	Other current assets	15	479,470	426,182
	Sub Total (6)		50,495,739	26,163,246
	<b>TOTAL (5+6)</b>		<b>70,356,445</b>	<b>35,975,565</b>

Significant Accounting Policies

Notes to Accounts

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Vijay K Jain & Associates

Chartered Accountants

Firm Registration Number: 072669

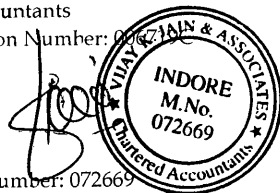
V.K. Jain

Partner

Membership Number: 072669

Place: Indore

Date: 06/09/2016



For and on behalf of the board of directors of  
Italian Edibles Private Limited

For: Italian Edibles (P) Ltd.

For: Italian Edibles (P) Ltd.

Director

(Director)

Mr. Akshay Makhija

Mr. Ajay Makhija

DIN 02787252

DIN 02847288

**ITALIAN EDIBLES PRIVATE LIMITED**

**CIN NO.- U15141MP2009PTC022797**

**Statement of Profit and Loss for the year ended 31st March, 2016**

(Currency : Indian Rupee)

Particulars	Note	As at 31st March 2016	As at 31st March 2015
<b>Income</b>			
Revenue From Operation	16	183,984,916	74,271,649
Less:- Exice Duty		11,973,143	(4,087,838)
Net Revenue From Operation		172,011,773	70,183,811
Other Income	17	204,382	70,830
<b>Total Revenue</b>		<b>172,216,155</b>	<b>70,254,641</b>
<b>Expenses</b>			
Cost of materials consumed	18	156,972,586	66,874,323
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	19	(14,161,624)	(15,285,512)
Employee benefit expenses	20	7,974,990	6,294,858
Other Expenses	21	12,758,610	8,066,951
<b>Total Expenses</b>		<b>163,544,562</b>	<b>65,950,620</b>
<b>Profit before Interest, Depreciation, Tax and Amortization and Exceptional Items (EBIDTA)</b>		<b>8,671,593</b>	<b>4,304,021</b>
Financial costs	22	2,566,681	920,618
Depreciation and amortization expense	10	2,292,946	1,408,431
<b>Profit before exceptional and extraordinary items and tax</b>		<b>3,811,966</b>	<b>1,974,972</b>
Exceptional Items		-	-
<b>Profit before extraordinary items and tax</b>		<b>3,811,966</b>	<b>1,974,972</b>
Extraordinary Items		-	-
<b>Profit before tax</b>		<b>3,811,966</b>	<b>1,974,972</b>
Tax expense:			
(1) Current tax		1,254,955	667,180
(2) Deferred tax		-	(51,638)
<b>Profit(Loss) for the period from continuing operations</b>		<b>2,557,011</b>	<b>1,359,430</b>
Profit/(Loss) from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit/(Loss) from Discontinuing operations		-	-
<b>Profit/(Loss) for the period</b>		<b>2,557,011</b>	<b>1,359,430</b>
Earnings per equity share:	23		
(1) Basic		3.20	2.27
Per Equity Share of Face Value of Rs.100			
(2) Diluted		3.65	2.27
Per Equity Share of Face Value of Rs 100			

Significant Accounting Policies

1

Notes to Accounts

2 to 36

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

As per our report of even date

For Vijay K Jain & Associates

Chartered Accountants

Firm Registration Number: 10177

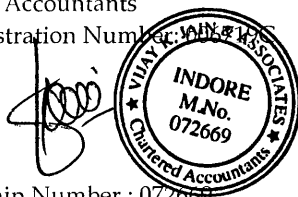
V.K. Jain

Partner

Membership Number : 072669

Place: Indore

Date: 06/09/2016



For and on behalf of the board of directors of  
Italian Edibles Private Limited

**For: Italian Edibles (P)Ltd. For: Italian Edibles (P)Ltd.**

..... Director

Mr. Akshay Makhija  
(Director)

DIN 02787252

..... Director

Mr. Ajay Makhija  
(Director)

DIN 02847288

**ITALIAN EDIBLES PRIVATE LIMITED**  
**CIN NO.- U15141MP2009PTC022797**

Cash Flow Statement for the year ended  
31/03/2016

S. No.	Particulars	As at 31st March 2016	As at 31st March 2015
<b>A.</b>	<b>Cash flow from operating activities</b>		
	Net Profit / (Loss) before extraordinary items and tax	3,811,966	1,974,972
	Adjustments for:		
	Depreciation and amortisation	2,292,946	1,408,431
	Operating profit / (loss) before working capital changes:	6,104,912	3,383,403
	Changes in working capital:		
	Adjustments for (increase) / decrease in operating assets:		
	Inventories	(14,161,624)	(15,285,512)
	Trade receivables	(11,864,210)	(2,703,070)
	Long-term loans and advances	(1,941,509)	(144,900)
	Short-term loans and advances	2,130,095	(1,994,442)
	Other current assets	(53,288)	(516,622)
	Other non-current assets	0	0
	Adjustments for increase / (decrease) in operating liabilities:		
	Trade payables	8,750,294	8,916,265
	Other current liabilities	0	10,000
	Other long-term liabilities	0	0
	Short Term Borrowings	14,634,997	0
	Short-term provisions	176,188	943,329
	Long-term provisions	0	0
		(2,329,057)	(10,774,952)
	Cash generated from operations	3,775,855	(7,391,549)
	Net income tax (paid) / refunds	(1,254,955)	(667,180)
	<b>Net cash flow from / (used in) operating activities (A)</b>	<b>2,520,900</b>	<b>(8,058,729)</b>
<b>B.</b>	<b>Cash flow from investing activities</b>		
	Capital expenditure on fixed assets, including capital advances	(10,399,824)	(2,720,433)
	<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(10,399,824)</b>	<b>(2,720,433)</b>
<b>C.</b>	<b>Cash flow from financing activities</b>		
	Proceeds from issue of equity shares	2,000,000	3,599,000
	Long Term Borrowings	6,262,390	7,191,234
	<b>Net cash flow from / (used in) financing activities (C)</b>	<b>8,262,390</b>	<b>10,790,234</b>
<b>[ A + B + C ]</b>	<b>Net increase / (decrease) in Cash and cash equivalents</b>	<b>383,466</b>	<b>11,072</b>
	Cash and cash equivalents at the beginning of the year	393,788	382,716
	Effect of exchange differences on restatement of foreign currency		
	Cash and cash equivalents	0	0
	<b>Cash and cash equivalents at the end of the year</b>	<b>777,254</b>	<b>393,788</b>
		(0)	0

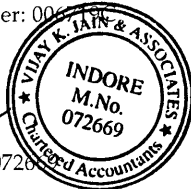
For Vijay K Jain & Associates  
Chartered Accountants  
Firm Registration Number: 006784

V.K. Jain  
Partner

Membership Number : 0726

Place: Indore

Date: 06/09/2016



For and on behalf of the board of directors of  
Italian Edibles Private Limited

**For: Italian Edibles (P) Ltd For: Italian Edibles-(P) Ltd.**

.....Mr. Ajay Maknija  
**Director**  
(Director)  
DIN 02847288

.....Mr. Akshay Maknija  
**Director**  
(Director)  
DIN 02787252

ITALIAN EDIBLE PRIVATE LIMITED  
CIN U15141MP2009PTC022797  
For the year ended 31<sup>st</sup> March 2016

**Company Overview:**

The Company is incorporated in year 2009, having primary business of manufacturing of confectionery items, chocolates and like products.

**Note 1 Significant Accounting Policies**

**a. Basis of Preparation of Financial Statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

**b. Financial Statements: Presentation and Disclosures**

Financial Statements have been prepared in accordance with the requirements of the information and disclosures mandated by Revised Schedule VI, applicable Accounting Standards, other applicable pronouncements and regulation.

**c. Use of Estimates:**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

**d. Recognition of Income & Expenditure:**

Sales of goods are recognized on dispatch of goods to the customer, sales exclusive of excise duty, commercial tax/Vat.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

**e. Fixed Assets & Depreciation Amortization**

Tangible fixed assets acquired by the Company are reported at acquisition cost, with deductions for accumulated depreciation and impairment losses, if any.

The acquisition cost includes the purchase price (excluding refundable taxes) and expenses directly attributable to bring the asset to the location and condition for its intended use. Examples of directly attributable expenses included in the acquisition cost are delivery and handling costs, installation, legal services and consultancy services.



For: Italian Edibles (P)Ltd.

..... Director

For: Italian Edibles (P)Ltd.

..... Director

ITALIAN EDIBLE PRIVATE LIMITED  
CIN U15141MP2009PTC022797  
For the year ended 31<sup>st</sup> March 2016

Where the construction or development of any such asset requiring a substantial period of time to set up for its intended use, is funded by borrowings, the corresponding borrowing costs are capitalized up to the date when the asset is ready for its intended use.

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

Where a company has been following the WDV (Written Down Value) Method of depreciation in respect of its assets. New rates under New Companies Act, 2013, Schedule-II are followed. Such a change should not be treated as a change in accounting policy. However its effects should be quantified and disclosed.

**Trade Mark & Other Similar Rights:**

Trade mark and other similar rights are amortized over their estimated economic life of ten years.

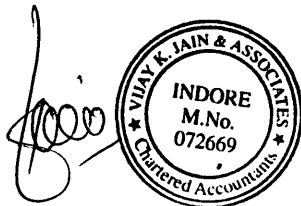
f. **Inventories**

Inventories are valued at cost or net realizable value whichever is lower, after providing for obsolescence, shortage and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including non-refundable taxes, transit insurance and receiving charges and direct cost attributable to goods or products. Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, excise duty. Net realizable value is estimated at expected selling price reduced by the estimated completion and selling costs. Management has carried out physical verification of stock.

Raw material, stores & spares parts, packing material, finished goods, stock- in trade and work -in- progress are valued at lower of cost and net realizable value.

g. **Cash and cash equivalents**

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.



For: Italian Edibles (P)Ltd.

..... Director

For: Italian Edibles (P)Ltd.

..... Director

# ITALIAN EDIBLES PRIVATE LIMITED

Notes to Balance Sheet as at 31<sup>st</sup> March 2016

(Currency : Indian Rupee)

## Note 2 - Share Capital

	As at 31st March 2016	As at 31st March 2015
<b>AUTHORISED</b>		
Authorised 10,00,000 Equity Shares of Rs.10/- each (Previous year 6,00,000 equity shares of Rs. 10/- each)	10,00,000	6,00,000
<b>Issued Subscribed and Paid Up</b>		
8,00,000 equity shares of Rs. 10/- each fully paid up (Previous year 6,00,000 equity shares of Rs. 10/- each fully paid up)	8,00,000	6,00,000
<b>Total</b>	<b>8,00,000</b>	<b>6,00,000</b>

### Note No.2 A

#### Reconciliation of number of shares

Particulars	31-Mar-16		31-Mar-15	
	Nos.	Amount (Rs)	Nos.	Amount (Rs)
Shares at the beginning of the year	600,000	6,000,000	240,100	2,401,000
Cancelled on Reduction of Capital	-	-	-	-
Shares issued during the year	200,000	2,000,000	359,900	3,599,000
Share Bought back during the year	-	-	-	-
Share outstanding at the end of the year	800,000	8,000,000	600,000	6,000,000

### Note No. 2B

#### Details of Shareholders' holding more than 5% of the aggregate Shares in the company

Name of Shareholder	31-Mar-16		31-Mar-15	
	Nos.	% of holding	Nos.	% of holding
<b>AJAY MAKHIJA</b>				
Issued, subscribed and fully paid-up	400,000	50%	300,000	50%
Issued, subscribed but not fully paid-up	-	-	-	-
<b>AKSHAY MAKHIJA</b>				
Issued, subscribed and fully paid-up	400,000	50%	300,000	50%
Issued, subscribed but not fully paid-up	-	-	-	-

*[Signature]*



For: Italian Edibles (P)Ltd.

*[Signature]*

Director

For: Italian Edibles (P)Ltd.

*[Signature]*

Director



# ITALIAN EDIBLES PRIVATE LIMITED

Notes to Balance Sheet as at 31<sup>st</sup> March 2016

(Currency : Indian Rupee)

## Note 3

### RESERVES AND SURPLUS

Particulars	As at 31st March 2016	As at 31st March 2015
Surplus/ (Deficit) in Statement of Profit and Loss		
Opening Balance	1,734,016	376,213
Net Profit/(Net Loss) for the current year as per the Statement of Profit and Loss	- 2,557,011	1,359,430
<b>Sub total</b>	<b>- 4,291,028</b>	<b>1,735,643</b>
Less :- Assets written off from Retained earnings	-	1,627
<b>Total</b>	<b>4,291,028</b>	<b>1,734,016</b>

## Note 4

### LONG TERM BORROWINGS

Particulars	As at 31st March 2016	As at 31st March 2015
<b>SECURED</b>		
<b>Term Loan</b>		
Central Bank of India 80 Lacs	6,443,690	-
Central Bank of India 48 Lacs (Hypo. Of Plant & Machinery, Under CGTMSE Coverage scheme)	-	2,281,300
<b>Subtotal (A)</b>	<b>6,443,690</b>	<b>2,281,300</b>
<b>UNSECURED</b>		
Shri Ajay Makhija	1,500,000	500,000
Shri Akshay Makhija	1,800,000	700,000
<b>Subtotal (B)</b>	<b>3,300,000</b>	<b>1,200,000</b>
<b>Total Long Term Borrowings</b>	<b>9,743,690</b>	<b>3,481,300</b>

## Note 5

### DEFERRED TAX LIABILITIES

Particulars	As at 31st March 2016	As at 31st March 2015
Deffered tax	-	51,638
Add:- during year		(51,638)
<b>Total</b>	<b>-</b>	<b>-</b>

## Note 6

### SHORT TERM BORROWINGS

Particulars	As at 31st March 2016	As at 31st March 2015
<b>Term Loan Repayable within next 12 Months</b>		
Central Bank of India 80 Lacs	1,294,632	-
Central Bank of India 48 Lacs	976,914	-
<b>CC from Central Bank of India</b>	<b>25,965,358</b>	<b>13,601,907</b>
Secured by hypothecation of stock and directors personal guarantee. Collateral security of personal property of Directors: Land & building at survey no. 309/1/1/8, Malhar Udyog Nagar, Palda, Indore and Residential flat at 401, 4th floor Shiv Oval City , 41 Patel nagar scheme no 31, Route no. 6-7, near spana sangeeta, Indore and Diverted plot no. 257/6, Patwari Halka no. 26, Vill-Musakhedi, Indore(MP) Guaranteed by Smt. Meenaxi Makhija Wife of Director Shri Ajay Makhija		
<b>Total</b>	<b>28,236,904</b>	<b>13,601,907</b>



For: Italian Edibles (P)Ltd.

..... Director

For: Italian Edibles (P)Ltd.

..... Director

Note 7

**TRADE PAYABLES**

Particulars	As at 31st March 2016	As at 31st March 2015
Due to Micro & Small Enterprises	-	-
Due to Others	18,949,318	10,199,024
<b>Total</b>	<b>18,949,318</b>	<b>10,199,024</b>

Note 8

**OTHER CURRENT LIABILITIES**

Particulars	As at 31st March 2016	As at 31st March 2015
<b>Deposits :-</b>		
Security Deposit against Rent	10,000	10,000
<b>Total</b>	<b>10,000</b>	<b>10,000</b>

Note 9

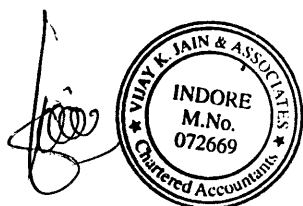
**SHORT -TERM PROVISIONS**

Particulars	As at 31st March 2016	As at 31st March 2015
<b>Statutory Payable:-</b>		
Current Income Tax	1,254,955	667,180
Less: Advance Tax	1,025,000	365,000
Less: TDS	1,546	-
<b>Total (A)</b>	<b>228,409</b>	<b>302,180</b>
<b>Other Payables:-</b>		
Akshay makhija salary payable	-	33,116
Audit Fees	36,000	40,000
CST Payable	211,030	-
Entry Tax Payable	-	64,967
Power Bills	348,039	373,863
Professional Tax Payable	2,500	2,500
Tax Audit Fees	9,000	10,000
Taxation Consultancy Fees	9,000	10,000
TDS Payable	16,000	2,000
VAT Payable	265,527	110,691
<b>Total (B)</b>	<b>897,096</b>	<b>647,137</b>
<b>Total (A+B)</b>	<b>1,125,505</b>	<b>949,317</b>

Note 11

**LONG TERM LOANS AND ADVANCES**

Particulars	As at 31st March 2016	As at 31st March 2015
Avantika Gas Ltd. Deposit	849,986	560,551
M/s Gurjari- Deposit against 'C' Form	13,965	-
M/s Wafer Machine bau - Deposit against 'C' Form	-	25,000
MPEB Security Deposit Unit I	163,581	200,300
MPEB Security Deposit Unit II	78,828	104,000
MPEB Security Deposit Unit IV	550,000	-
Rent Security Deposit - Manish Mittal	502,000	-
Rent Security Deposit - Registeresd Office	120,000	-
Rent Security Deposit - Sandhiya Agarwal	502,000	-
Rent Security Deposit - Unit - 1	-	72,000
Rent Security Deposit - Unit - 2	-	75,000
Security Deposit - Unit 3	198,000	-
<b>Total</b>	<b>2,978,360</b>	<b>1,036,851</b>



For: Italian Edibles (P)Ltd.

..... Director

For: Italian Edibles (P)Ltd.

..... Director

(F.Y. 2015-2016)

ITALIAN EDIBLES PRIVATE LIMITED  
41,, INDORE, INDORE

Note No. 10

## Fixed Assets Chart as at 31st March 2016

₹ in rupees

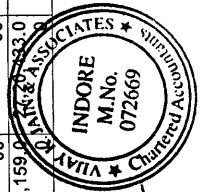
Assets	Gross Block						Accumulated Depreciation/ Amortisation				Net Block		
	Useful Life (In Years)	Balance as at 1st April 2015	Additions during the year	Revaluation increase (decrease)	Deletion during the year	Increase (Decrease) through net exchange difference	Other Adjustment (Gross Block)	Balance as at 31st March 2016	Balance as at 1st April 2015	Provided during the year	Deletion / adjustment during the year	Balance as at 31st March 2016	Balance as at 31st March 2015
<b>A Tangible assets</b>													
Own Assets													
Computer	3.00	1,12,741.00	57,281.00					1,70,022.00	67,694.90	49,752.77		52,574.33	45,046.10
Plant and Machinery	15.00	92,90,427.00	58,52,994.00					1,51,43,421.00	22,51,177.54	19,56,180.60		1,09,36,062.86	70,39,249.46
Fire Extinguisher	15.00	19,413.00	13,500.00					32,913.00	3,850.28	4,075.26		24,987.46	15,562.72
Laboratory Equipments	10.00		40,140.00					40,140.00		6,299.76		33,840.24	
Electrical Penal and Transomer	10.00		5,45,109.00					5,45,109.00		50,433.29		4,94,675.71	
Plot at Palda		10,50,000.00						10,50,000.00				10,50,000.00	
Digital Camera	5.00	1,04,700.00						1,04,700.00	32,230.50	34,139.65		38,329.85	72,469.50
Water Purifire	5.00	20,000.00						20,000.00	9,279.73	4,889.52		5,830.75	10,720.27
Mobile	5.00		53,500.00					53,500.00		12,385.63		41,114.37	
Inventor	5.00		20,300.00					20,300.00		8,249.29		12,050.71	
Furniture and Fixtures	10.00	72,260.00						72,260.00	25,582.33	12,373.34		34,304.33	46,677.67
Commercial Vhicle	8.00	5,02,551.00						5,02,551.00	50,020.73	1,41,325.20		3,11,205.07	4,52,530.27
Loding Auto													
<b>Total (A)</b>		1,11,72,092.00	65,82,824.00					1,77,54,916.00	24,39,836.00	22,80,104.31		1,30,34,975.68	87,32,255.99
<b>P.Y Total</b>		84,51,659.00	27,20,433.00					1,11,72,092.00	10,45,366.00	13,92,842.66		87,32,255.99	74,06,293.00
<b>B Intangible assets</b>													
Trade Mark	10.00	73,500.00	8,000.00					81,500.00	30,287.88	12,841.99		38,370.13	43,212.12
<b>Total (B)</b>		73,500.00	8,000.00					81,500.00	30,287.88	12,841.99		38,370.13	43,212.12
<b>P.Y Total</b>		73,500.00						73,500.00	14,700.00	15,587.88		43,212.12	56,800.00
<b>C Capital work in progress</b>													
Plant and Machinery	15.00		38,09,000.00					38,09,000.00				38,09,000.00	
<b>Total (C)</b>			38,09,000.00					38,09,000.00				38,09,000.00	
<b>Current Year Total (A + B + C)</b>		1,12,45,592.00	1,03,99,824.00					2,16,45,416.00	24,70,123.89	22,92,946.30		1,68,82,345.81	87,75,468.11
<b>Previous Year Total</b>		85,25,159.00	2,16,433.00					1,12,45,592.00	10,60,066.00	14,08,430.54		87,75,468.11	74,65,093.00

For: Italian Edibles (P) Ltd.

For: Italian Edibles (P) Ltd.

..... Director

..... Director



## Note 12

## TRADE RECEIVABLES

Particulars	As at	As at
	31st March 2016	31st March 2015
Outstanding for a period more than six months	-	-
Secured, Considered Good	-	-
DoubtFull	-	-
Outstanding for a period less than six months	15,169,516	3,305,306
Secured, Considered Good	-	-
DoubtFull	-	-
Total	15,169,516	3,305,306
Total	15,169,516	3,305,306

## Note 13

## CASH AND CASH EQUIVALENTS

Particulars	As at	As at
	31st March 2016	31st March 2015
CASH AND CASH EQUIVALENTS		
a) Cash In Hand	277,254	338,698
b) Punjab National Bank (Current A/c)	-	55,090
c) Central Bank of India	500,000	-
Total	777,254	393,788

## Note 14

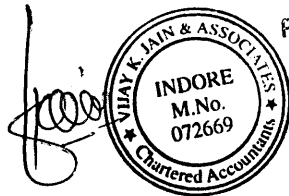
## SHORT TERM LOANS AND ADVANCES

Particulars	As at	As at
	31st March 2016	31st March 2015
Advance to Suppliers	32,484	1,046,004
M/s Sumeet Packaging	-	1,600,000
Machinery Advance	483,425	-
Total	515,909	2,646,004

## Note 15

## OTHER CURRENT ASSETS

Particulars	As at	As at
	31st March 2016	31st March 2015
CENVAT Receivable	-	220,494
Custom Duty Receivable (On Capital Asset)	374,317	131,558
Entry Tax Receivable	8,160	8,160
Prepaid Insurance	96,984	65,970
Vat Receivable	9	-
Total	479,470	426,182



For: Italian Edibles (P)Ltd.

Director

For: Italian Edibles (P)Ltd.

Director

Note 16

REVENUE FROM OPERATION

Particulars	As at 31st March 2016	As at 31st March 2015
a) Sale of Products	-	-
Gross Sale	172,011,773	74,271,649
Less:- Sales Return	-	-
<b>Total Revenue from operation</b>	<b>172,011,773</b>	<b>74,271,649</b>

Note 17

OTHER INCOME

Particulars	As at 31st March 2016	As at 31st March 2015
Interest on Income Tax Refund	-	4,700
Interest from HT Line Deposit	15,466	-
Rent Income	120,000	-
Discount Received	68,916	66,130
<b>Total</b>	<b>204,382</b>	<b>70,830</b>

Note 18

RAW MATERIAL CONSUMED

Particulars	As at 31st March 2016	As at 31st March 2015
Purchase 5% Local	94,238,600	44,556,475
Purchase Interstate	44,841,429	16,220,256
Purchase R/M 14%	6,940,909	-
Purchase R/M 13%	-	4,364,410
Purchase E-1 C	1,371,263	853,866
Purchase Tax Free	18,952,639	4,617,766
Add:-Excise Duty	-	-
Less:-Cenvat on Purchase	9,372,254	3,738,450
<b>TOTAL</b>	<b>156,972,586</b>	<b>66,874,323</b>

Note 19

CHANGES IN INVENTORIES

Particulars	As at 31st March 2016	As at 31st March 2015
Closing Inventories	33,553,590	19,391,966
<b>Total (A)</b>	<b>33,553,590</b>	<b>19,391,966</b>
Opening Inventories	19,391,966	4,106,454
<b>Total (B)</b>	<b>19,391,966</b>	<b>4,106,454</b>
<b>Total (B-A)</b>	<b>(14,161,624)</b>	<b>(15,285,512)</b>

Note 20

EMPLOYEE BENEFIT EXPENSE

Particulars	As at 31st March 2016	As at 31st March 2015
Wages	1,855,128	1,837,983
Director's Remuneration	3,925,000	1,520,000
Salary to Staff	2,194,862	2,936,875
<b>Total</b>	<b>7,974,990</b>	<b>6,294,858</b>

*[Handwritten Signature]*



Italian Edibles (P)Ltd.

..... Director

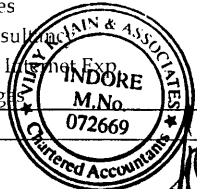
For: Italian Edibles (P)Ltd.

..... Director

Note 21

OTHER EXPENSES

Particulars	As at	As at
	31st March 2016	31st March 2015
Additional Duty and Cess (Custom Duty)	-	70,326
Advertisement	34,000	115,000
Audit Fees	40,000	40,000
Bank Charges	309,317	228,060
Carate	276,903	-
Cess (E.C. & S.E.C.) Written Off	3,635	-
Commission	1,042,500	2,000
Consultancy	232,500	30,000
Consumable Material Purchase	5,000	-
Conveyance Expense	387,521	159,939
Demand C.S.T. & VAT 2013-14	35,109	-
Demand C.S.T. 2012-13	165,137	-
Discount	120	-
Diwali Expense	40,500	211,467
Donation	19,200	-
Dye Exp	30,821	-
E-1 C transaction charge on Purchase	53,089	-
Electricity Repair & Maintainance	125,502	-
Entry Tax	595,714	253,317
Factory Expense	-	89,548
Freight	236,255	602,290
Gas Expenses	198,258	-
Hammanli	25873	-
Insurance	106,741	50,587
Interest on CST	6,402	-
Interest on Income Tax	34,210	368
Interest on TDS	2,274	60
Interest on Entry Tax	7,519	1,390
Interest on VAT	2,769	-
Legal & Professional Exp.	34,500	74,250
Loan Processing exp	171,020	-
Membership Fees	7,200	-
Office Exp.	88,852	72,745
Other Lincence Fees	5,000	-
Penalty Sale Tax	1,500	-
Pipe Febrication charge	49,667	-
PNG gas consumed	-	2,206,650
Postage Expenses	-	102
Power connection charge	187,207	-
Power/Electrical Expenses	3,870,836	2,909,821
Processing charges	-	90,543
Professional Tax	2,500	2,500
R.O.C exp	49,000	-
R/o	15	-
Rating Charge	28,224	-
Rent (Factory)	3,151,000	408,000
Rent (Office)	240,000	-
Repair & Maintanance	333,478	48,825
Sales Promotion Expenses	53,250	135,849
Service Tax (written Off)	38,908	-
Stamp Duty Exp	105,000	-
Stationary/Printing Expense	89,851	51,525
Tax Audit Fees	10,000	10,000
Taxation Consultancy	10,000	10,000
Telephone & Internet Exp	187,431	154,245
Testing Charges	213	37,544
<b>Total</b>	<b>12,758,610</b>	<b>8,066,951</b>



For: Italian Edibles (P)Ltd.

For: Italian Edibles (P)Ltd.

..... Director

..... Director

Note 22

FINANCIAL EXPENSES

Particulars	As at	As at
	31st March 2016	31st March 2015
Bank Interest on O.D	2,128,545	671,481
Interst on term loan	438,136	249,137
<b>Total</b>	<b>2,566,681</b>	<b>920,618</b>



*[Handwritten signature]*

For: Italian Edibles (P)Ltd.

*[Handwritten signature]*

..... Director

For: Italian Edibles (P)Ltd.

*[Handwritten signature]*

..... Director

Note 23

EARNINGS PER EQUITY SHARE

Particulars	As at 31st March 2016	As at 31st March 2015
<b>Basic EPS</b>		
Net profit for the year	2,557,011	1,359,430
Weighted average number of equity shares outstanding during the year	800,000	600,000
<b>Basic earnings per share</b>	3.20	2.27
<b>Diluted EPS</b>		
Diluted net profit for the year	2,557,011	1,359,430
Number of shares under convertible debentures	-	-
Weighted average number of equity shares outstanding during the year	700,000	600,000
Total diluted equity shares	700,000	600,000
<b>Diluted earnings per share</b>	3.65	2.27



For: Italian Edibles (P)Ltd.  
 ..... Director

For: Italian Edibles (P)Ltd.  
 ..... Director



**ITALIAN EDIBLE PRIVATE LIMITED**

**CIN U15141MP2009PTC022797**

• **For the year ended 31<sup>st</sup> March 2016**

**Note 24**

**Taxation**

**CURRENT TAX**

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

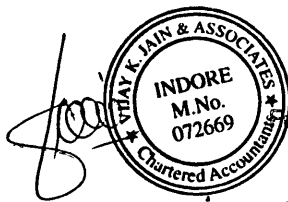
**DEFERRED TAX**

Deferred tax is recognized on timing differences, being the differences between the taxable Income and the accounting income, that originates in one period and is capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realize such assets. Deferred tax assets in respect other items are recognized only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right designed for such set off.

Current and deferred tax relating to items directly recognized in equity is recognized in equity and not in the Statement of Profit and Loss.

Calculation of deferred tax liability:-

Particulars	As at 31st March 2016 Rupees	As at 31st March 2015 Rupees
(A) Deferred Tax Assets:-	Nil	Nil
(B) Deferred Tax Liabilities:-		
Difference in WDV	Income Tax WDV is higher than Companies Act WDV, hence no Deferred Tax Liability arising.	18277/-
Net Deferred Tax Liability (B-A)	Nil	51638/-
Deferred Tax Liabilities @ 30.9%	Nil	(51638/-)



For: Italian Edibles (P)Ltd.

..... Director

For: Italian Edibles (P)Ltd.

..... Director

ITALIAN EDIBLE PRIVATE LIMITED  
CIN U15141MP2009PTC022797  
For the year ended 31<sup>st</sup> March 2016

Note 25

In the opinion of the Board the current assets, loans and advances are realizable in the ordinary course of business at an amount which is not less than stated in the balance sheet.

Note 26

The Debtors, loans and advances, creditors, loans and deposits are subject to confirmation and reconciliation. Management considers it good for payment.

Note 27

Company has filed a legal suit in Indore High Court against "NESTLE" for infringement of Trademark usage by NESTLE. NESTLE has also filed a counter suit against the Company at Delhi High Court. No decision has yet been made under both the cases.

Note 28

As at 31<sup>st</sup> March, 2016 there are no dues outstanding for more than 45 days and exceeding Rs. 100,000/- to Micro, Small and Medium Enterprises that are reportable under Micro, Small and Medium Enterprises Development Act, 2006.

Note 29

**Depreciation & Amortization**

The company has charged depreciation based on the revised remaining useful life of the assets as per the requirements of Schedule II of the Companies Act, 2013.

**Residual Value:**

Residual value is prescribed at 5% of original cost, remaining 95% of the cost to be depreciated over useful life.

Note 30

Remuneration is in aggregate of the limit laid down in the section 217 (2A) of Companies act 1956 read with Companies (particulars of employees) rule 1975 as amended regarding employee.

Note 31

The Company follows a practice of charging to the Profit and Loss account the stores and spares purchases during the year.



For: Italian Edibles (P)Ltd.  
*[Signature]*  
..... Director

For: Italian Edibles (P)Ltd.  
*[Signature]*  
..... Director

**ITALIAN EDIBLE PRIVATE LIMITED**  
**CIN U15141MP2009PTC022797**  
**For the year ended 31<sup>st</sup> March 2016**

**Note 32**

**Related Party Disclosure**

(A) Parties where control exist:- None

(B) Other Related parties where transaction have taken Place during the year

1(a) Key Management Personnel	1(b) Relatives of Key Management Personnel and their enterprises where transaction have Taken place
Mr. Akshay Makhija (Director)	Smt. Arti Makhija (Sister in Law)
Mr. Ajay Makhija (Director)	Smt. Meenaxi Makhija (Director's Wife)
	Miss. Anjali Makhija (Director's Daughter)

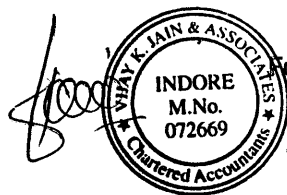
Note: - related party relationship is as identified by the company and relied upon by the auditors.

(C) Transactions carried out with related parties referred in 1 above, in ordinary course of business:-

Nature of Transactions	Referred in 1(a) above	Referred in 1(b) above
Smt. Meenaxi Makhija Salary Paid	-	2,10,000/-
Factory Rent	-	2,76,000/-
Mr. Ajay Makhija Unsecured loan Taken	20,00,000/-	-
Repayment of Unsecured loan	-	-
Factory Rent	4,80,000/-	-
Mr. Akshay Makhija Unsecured loan Taken	29,00,000/-	-
Repayment of Unsecured loan	8,00,000/-	-
Factory Rent	1,56,000/-	-
Miss Anjali Makhija Salary Paid	-	2,00,000/-

(D) Break up of payment made to key managerial personnel:-

Director's Remuneration	2015-16 (Rs.)	2014-15 (Rs.)
Mr. Akshay Makhija	17,25,000/-	6,40,000/-
Mr. Ajay Makhija	22,00,000/-	8,80,000/-
Total	39,25,000/-	15,20,000/-



For: Italian Edibles (P)Ltd.

*[Signature]*  
 Director

For: Italian Edibles (P)Ltd.

*[Signature]*  
 Director

ITALIAN EDIBLE PRIVATE LIMITED  
CIN U15141MP2009PTC022797  
• For the year ended 31<sup>st</sup> March 2016

**Note 33**

Auditors Payment:

Particulars	2015-16 (Rs)	2014-15 (Rs)
Company Audit	40,000/-	40,000/-
Income tax - Tax Audit	10,000/-	10,000/-
Taxation matters	10,000/-	10,000/-

**Note 34**

There are no Contingent liabilities as at year end.

**Note 35**

Income and Expenditure in Foreign Currency

	2015-16	2014-15
CIF Value of Imports	Nil	Nil
Expenditure in foreign currency	Nil	Nil
Earning in Foreign Currency	Nil	Nil

**Note 36**

Previous year's figures are restated/recasted wherever necessary and are in line with revised Schedule VI wherever applicable.

As per our report of even date annexed  
For Vijay K. Jain & Associates  
Chartered Accountants  
FRN No: - 006719C



V. K. JAIN  
Partner  
Membership No: 072669

Dated: 06/09/2016  
Place: Indore

For and on behalf of Board of Directors  
Italian Edible Private Limited

For: Italian Edibles (P)Ltd.

..... Director

Mr. Ajay Makhija  
Director  
DIN No: 02847288

For: Italian Edibles (P)Ltd.

..... Director

Mr. Akshay Makhija  
Director  
DIN No: 02787252