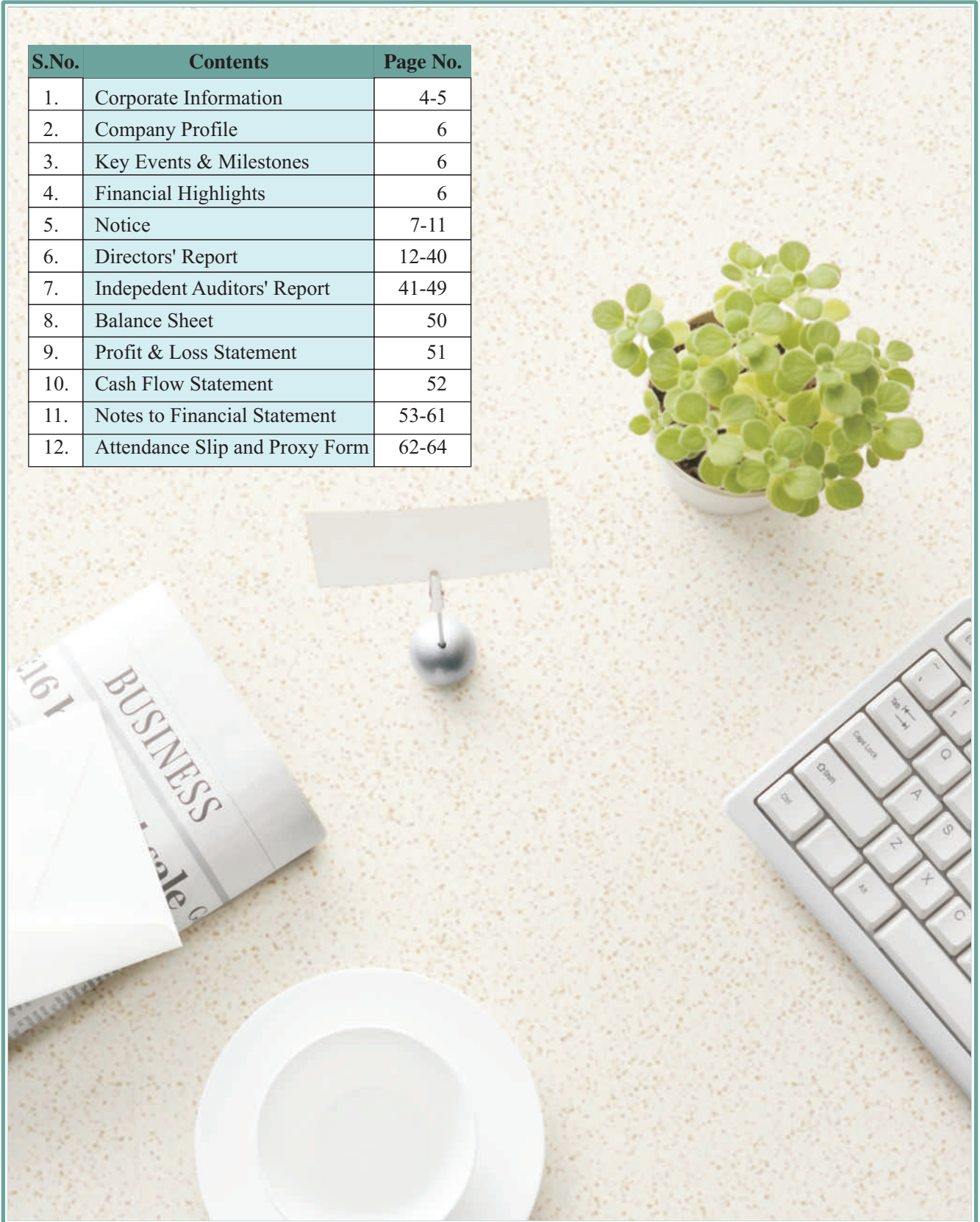




ANNUAL REPORT
2016-17

Shiva Granito Export Limited

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Quartz Slab Manufacturing



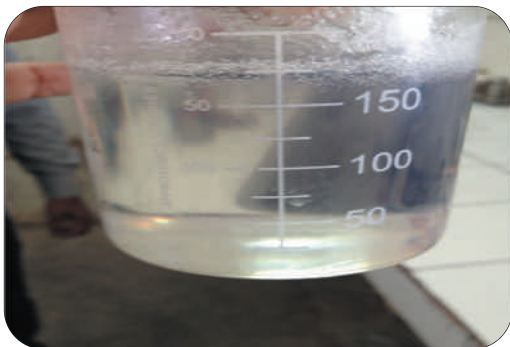
Resin Manufacturing



Quartz Powder Manufacturing



PRODUCTS



SHIVA GRANITO EXPORT LIMITED

CIN : L14200RJ2015PLC048974

Regd. Office :-8, Bhatt Ji Ki Baari, Udaipur-313001.

Phone : 0294-2418228, Fax – 0294-2414463

Website : shivaexport.in

E-Mail:- investors@shivaexport.in

CORPORATE INFORMATION**BOARD OF DIRECTORS**

- | | |
|---------------------------|---------------------|
| 1. Shri Suresh Upadhyay | Whole Time Director |
| 2. Shri Abhishek Upadhyay | Managing Director |
| 3. Ms. Asha Upadhyay | Director |
| 4. Ms. Meeta Raina | Director |
| 5. Shri Vinod Kumar Jain | Director |

AUDITOR**Statutory Auditor**

M/s. Nenawati & Associates
Chartered Accountants
Udaipur

Secretarial Auditor

M/s. P. Talesara & Associates
Practising Company Secretaries
Udaipur

Internal Auditor

Mr. Himank Talesara
Chartered Accountant
Udaipur

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Swati Maheshwari

CHIEF FINANCIAL OFFICER

Mr. Abhinav Upadhyay

BANKER

Bank of Baroda, Town Hall, Udaipur – 313001 (Rajasthan) INDIA

LISTED ON

Bombay Stock Exchange SME Platform

Scrip Code – 540072

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited

1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,

Makwana Road Marol, Andheri East

Mumbai – 400059 Maharashtra

REGISTERED OFFICE ADDRESS

Shiva Granito Export Limited

8, Bhatt Ji Ki Baari, Udaipur – 313001 (Rajasthan)

Email: shivaexport@gmail.com

Website: www.shivaexport.in

Tel. No. : 0294 2418228

Mob. No.: +919928037747,+919680002120

**MANUFACTURING UNIT ADDRESS**

Shiva Granito Export Limited

Vill. Vana Near Mangalwad,

Udaipur – Dabok Road

Udaipur – 313001 (Rajasthan)



COMPANY PROFILE

- Shiva Granito Export Limited business model is the brainchild of Suresh Upadhyay, the Company's Chairman. His vision is to be a globally leading Marble/Granite company by having permanent association with our customers and always strive for excellence in our field. Our team under his guidance also puts continuous efforts for manufacturing and delivering high quality slabs and our other products and in return achieving the goals set.
- Our Company's products are CE Certified (European Standards). At present we have manufacturing plant for Engineered Quartz Stone Slabs, different grade of Resins, Quartz Powder and Statues.

KEY EVENTS & MILESTONE

Incorporation of Partnership firm in the name of Shiva Export Company	July 16, 2007
Export of Granite Blocks	2007 to 2011
Purchase of Plant & Machinery from China & Manufacturing Plant	2012 to 2013
Production	Since 2014
Firm convert into Limited Company	December 31, 2015
Listing approval – BSE SME	September 06, 2016

FINANCIAL HIGHLIGHTS

		Amount in Lacs
A	Net Worth	1385.55
B	Total Revenues	2074.42
C	Total Expenses	2043.32
D	Profit before Exceptional Items, Extraordinary Item & Tax Expenses (b)-(c)	31.11
E	Exceptional Items	0
F	Profit before Extraordinary Item & Tax Expenses (d)-(e)	31.11
G	Extraordinary Item	0
H	Profit before Tax Expenses (f)-(g)	31.11
I	Tax Expenses - Current Tax	(3.04)
J	Deferred Tax Charge/(Credit)	128.61
K	Net Profit for the period from continuing operations(h)-(i)	156.68
L	Profit for the period from discontinuing operations	0
M	Net Profit for the period (k)-(l)	156.68

SHIVA GRANITO EXPORT LIMITED

CIN: L14200RJ2015PLC048974

Regd. Office:-8, Bhatt Ji Ki Baari, Udaipur-313001.

Phone: 0294-2418228, Fax – 0294-2414463

Website: www.shivaexport.in

E-Mail:- investors@shivaexport.in

NOTICE

NOTICE is hereby given that the 2nd Annual General Meeting of the Shareholders of **SHIVA GRANITO EXPORT LIMITED** will be held at the Registered Office of the Company at 8, Bhatt Ji Ki Baari, Udaipur-313001(Rajasthan) on **Friday, the 29th September, 2017 at 3.00 P.M.** to transact the following business:-

Ordinary Business:-**Item No. 1 – Adoption of Audited Financial Statements**

To receive, consider and adopt the Financial Statements of the Company for the year ended March 31st, 2017 including the Audited Balance Sheet as at 31st March, 2017, Statement of Profit & Loss for the year ended on that date, Cash Flow Statement for the year ended on that date and the Directors' and Auditors' Report thereon.

Item No. 2 – Declaration of Dividend

To declare the dividend on Equity Shares for the financial year 2016-17.

Item No. 3 – Re-appointment of a Director

To appoint a Director in place of Ms. Asha Upadhyay (DIN 07396269), who retires by rotation and being eligible offers herself for re-appointment.

Item No. 4 – Ratification of the Statutory Auditor

To ratify the appointment of M/s Nenawati & Associates, as Statutory Auditors of the Company and in this regard, to Consider and pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to provision of section 139,141 and 142 and other applicable provisions, if any, of the Companies Act,2013 read with The Companies (Audit and Auditors) Rules,2014 (including any statutory modification(s) or re-enactments(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee, and pursuant to the resolution passed by the shareholders at the 1st Annual General Meeting of the Company held on 30th December, 2016, the appointment of M/s Nenawati& Associates, Chartered Accountants (FRN : 002148C), Udaipur as Statutory Auditors of the Company be and is hereby ratified to hold office from the conclusion of this Annual General Meeting to till the conclusion of the next Annual General Meeting at such remuneration and the reimbursement of out of pocket expenses, if any, as may be fixed by the Board of Directors on the recommendation of the Audit Committee.”

Special Business:-

Item No. 5 – Appointment of Director

Appointment of Ms. Rachna Upadhyay as a Director, to consider and pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of Section 152(2) read with Section 149 and other applicable provisions (including any modification or re-enactment thereof), if any, of the Companies Act, 2013, the consent of the Members, be and is hereby accorded to appoint Ms. Rachna Upadhyay, as a Director on the Board of Directors of the Company who shall hold office from the date of the Annual General Meeting of the Company and who shall be liable to retire by rotation.”

**By order of the Board of Directors
For – Shiva Granito Export Limited**

**Place: Udaipur
Date: 26.05.2017**

**(Swati Maheshwari)
Company Secretary & Compliance Officer**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) % of the total share capital of the Company. A member holding more than 10 (ten) % of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person cannot act as a proxy for any other person or shareholder. The instrument appointing the Proxy, in order to be effective, should be duly stamped, filled, signed and must reach to the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.**
2. Corporate members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend the Annual General Meeting.
3. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
4. The register of Members and Share Transfer Books of the Company shall remain closed from 21st September, 2017 to 29th September, 2017 (both days inclusive) for the purpose of Annual General Meeting and payment of dividend, if approved by the members.
5. Members and proxies who wish to attend the meeting are requested to bring duly filled attendance sheet and their copy of the Annual Report at the Meeting.
6. Pursuant to Section 102 of the Companies act 2013, the statement setting out the material facts concerning each item of special business to be conducted at the 2nd Annual General Meeting is annexed hereto.
7. The Annual Report and the Notice for the ensuing Annual General Meeting is available at the website of the Company i.e. www.shivaexport.in.
8. Members are requested to update their preferred e-mail ids with the Company / National

Securities Depository Ltd. / Central Depository services (India) Ltd. which will be used for purpose of future communication.

9. Members whose e-mail id is not registered are being sent physical copies of the said Annual Report and Notice at their registered address. To support the Green Initiative the members who have not registered their e-mail addresses are requested to register the same with Registrar and Share Transfer Agent, / National Securities Depository Ltd./ Central Depository services (India) Ltd.
10. Members whose e-mail ids are registered with the Company and who wish to receive printed copy of the Annual Report may sent their request to the Company at its registered office address at 8, Bhatt Ji Ki Baari, Udaipur – 313001 (Rajasthan).
11. The dividend as recommended by the Board, if declared at the meeting, will be paid after 29th September, 2017 to those members:
 - Whose names appear as members in the Register of Members of the Company and Registrar and Share Transfer Agent on or before 20th September, 2017.
 - Whose names appear as Beneficial Owners in the list of Beneficial Owners on 20th September, 2017 to be furnished by National Securities Depository Ltd. And Central Depository services (India) Ltd. For this purpose.
12. Sh. PawanTalesara, FCS Membership No. – 8096, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting process to be carried at the AGM in a fair & transparent manner.

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 of Companies Act, 2013.

Item No. 5

The board has proposed to appoint Ms. Rachna Upadhyay as a Director liable to retire by rotation, who shall hold the office from the date of ensuing Annual General Meeting, subject to the approval by the shareholders of the Company. She conveyed her consent to act as a director of the company.

Ms. Rachna Upadhyay, does not have any disqualification in terms of Section 164 of Companies Act, 2013.

Except Ms. Rachna Upadhyay, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in passing the resolution.

**By order of the Board of Directors
For – Shiva Granito Export Limited**

**Place: Udaipur
Date: 26.05.2017**

**(Swati Maheshwari)
Company Secretary & Compliance Officer**

DIRECTORS' REPORT TO THE MEMBERS

Your Directors are pleased to present 2nd Annual Report on the business and operations of your Company and the audited financial statement for the period ended 31st March, 2017 and Auditor's report thereon.

OPERATIONAL AND FINANCIAL RESULT

The Financial Result of the Company's for the period from 1st April 2016 to 31st March 2017 are as under:

	(Rs. in Lacs)	
Particulars	Current Year	Previous Year 31-12-15 to 31-03-16
Revenue from operation	2067.14	530.33
Other income	7.28	2.35
Financial Cost	101.57	33.92
Depreciation and amortization expenses	154.87	46.26
Profit/Loss before exceptional and extraordinary items and tax	31.11	(55.42)
Exceptional Items	0	0
Profit/Loss before extraordinary items and tax	31.11	(55.42)
Extraordinary Items	0	0
Profit/Loss before tax	31.11	(55.42)
Tax Expenses :		
1. Current Tax	(3.04)	
2. Deferred Tax	128.61	(8.04)
Profit /Loss from the period from continuing operations	156.68	(63.46)
Profit / Loss for the Period	156.68	(63.46)

COMPANY'S PERFORMANCE

During the year under review, the Company's performance from the date of 01.04.2016 to 31.03.2017 recorded as Net Sales of the Company Rs. 2067.14 Lacs as against net sale of Rs. 530.33 Lacs of previous year. The Company achieved the Net Profit of Rs. 156.68 Lacs as against net loss of Rs. 63.46.

Management of the Company is committed to the growth and hopes to improve the performance in coming years.

CHANGE IN NATURE OF BUSINESS, IF ANY

During the year, your Company has not changed its business or object and continues to be in the same line of business as per main object of the Company.

CHANGE IN SHARE CAPITAL OF THE COMPANY

During the financial year 2016-2017, the share capital of the Company has been increased from Rs. 9,01,50,500 to Rs.13,21,50,500, pursuant to allotment of 42,00,000 equity shares of face value of Rs. 10/- each at a premium of Rs. 2/- per Share through Public Issue of the Company.

LISTING OF SECURITIES

The Company had made an application to BSE for Listing of its Securities on the BSE SME platform on September 02, 2016 pursuant to Public Issue of 42,00,000 Equity Shares of Rs.10/- each at a premium of Rs. 2/- per Equity Share. The BSE has given final approval for listing of 1,32,15,050 Equity Shares and accordingly admitted to dealing on the SME Platform of BSE Limited effective from Tuesday, September 06, 2016.

DIVIDEND

The Board of Director of your Company are pleased to recommend Dividend @ 2% i. e Rs. 0.20/- per Equity Share on the fully paid-up Equity Shares of Rs. 10/- each for the financial year 2016-17 subject to approval of shareholders at the ensuing Annual General Meeting.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

(a) Structure of the Board of Directors and Key Managerial Personnel

The Board of Directors of the Company is formed in terms of the provisions of the Companies Act, 2013 and consist the following:

Sr. No.	Directors & Key Managerial Personnel	Designation
1.	Shri Suresh Upadhyay	Whole Time Director
2.	Shri Abhishek Upadhyay	Managing Director
3.	Shri Vinod Kumar Jain	Independent Director
4.	Ms Asha Upadhyay	Director
5.	Ms Meeta Raina	Independent Director
6.	Shri Abhinav Upadhyay	Chief Financial Officer
7.	Ms. Swati Maheshwari	Company Secretary & Compliance Officer

In accordance with Section 203 of the Companies Act, 2013, the Company has Mr. Abhishek Upadhyay who is acting as Managing Director and Mr. Suresh Upadhyay who is acting as Whole Time Director of the Company. Further, the Company has appointed Mr. Abhinav Upadhyay as Chief Financial Officer of the Company.

Mr. Youdhveer Singh Rathore who was appointed as the Company Secretary and Compliance officer of the Company w.e.f. 01.01.2016 has resigned from the post w.e.f. 20.09.2016. The Board of Directors has appointed Ms. Swati Maheshwari as the Company Secretary and Compliance officer of the Company w.e.f. 01.10.2016.

(b) Retirement by Rotation

In accordance with the provisions of the Act, Ms. Asha Upadhyay (DIN :07396269), Director of the Company retire by rotation at the ensuing Annual General Meeting and being eligible offers herself for reappointment.

COMPOSITION OF BOARD

As on the date of this report, the Board comprises following Directors;

Name of Director	Designation	Date of appointment	Total Directorship	No. of Committee		No. of Shares held as on March 31, 2017
				In which Director is Member	In which Director is Chairman	
Mr.Suresh Upadhyay	Whole Time Director	01.01.2016	2	1	-	8622671
Mr.Abhishek Upadhyay	Managing Director	01.01.2016	2	-	-	17329
Ms.AshaUpadhyay	Non – Executive Director	26.04.2016	1	2	-	10
Ms. MeetaRaina	Independent Director	26.04.2016	1	2	1	-
Mr. Vinod Kumar Jain	Independent Director	16.01.2016	6	1	2	-

The composition of Board complies with the requirements of the Companies Act, 2013. Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is exempted from requirement of having composition of Board as per Listing Regulations.

BOARD MEETING

Regular meetings of the Board are held at least once in a quarter. The Board of the Company regularly meets to discuss various Business opportunities. Additional Board Meetings are convened, as and when required to discuss and decide on various business policies, strategies and other businesses.

During the year under review, the Board Of Directors of the Company met 9 (Nine) times on April 07 2016, April 23 2016, June 08 2016, June 11 2016, September 01 2016, October 01 2016, November 11 2016, January 18 2017, and March 22 2017 to discuss and approve various matters.

The details of attendance of each Director at the Board Meeting below;

Name of Director	Mr. Suresh Upadhyay	Mr. Abhishek Upadhyay	Ms. Asha Upadhyay	Ms. Meeta Raina	Mr. Vinod Kumar Jain
No. of Board Meeting held	9	9	9	9	9
No. of Board Meeting attended	9	9	9	9	9

The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Act.

COMMITTEE OF BOARD

Board of Directors, in line with the requirements of the Act, has formed various committees, details of which are given hereunder.

A. AUDIT COMMITTEE

The Company has formed audit committee in line with the provision Section 177 of the Companies Act, 2013. Audit Committee is generally held for the purpose of recommending the half yearly and yearly financial results. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of Committee. During the year under review, Audit Committee met 3 (Three) times on May 24 2016, August 08 2016, November 11 2016.

The Composition of the Committee and the details of meeting attended by its members are till 30.09.2016 given below:

Name	Designation	Number of meeting during the financial year 2016-2017 (01.04.2016 to 30.09.2016)	
		Held	Attended
Mr. Vinod Kumar Jain	Chairman	2	2
Mr. Suresh Upadhyay	Member	2	2
Ms. Meeta Raina	Member	2	2

Composition of the Audit Committee was revised w.e.f. 01.10.2016 due to change in designation of Mr. Vinod Kumar Jain, from Chairman to Member and Ms. Meeta Raina from Member to Chairman.

Name	Designation	Number of meeting during the financial year 2016-2017 (01.10.2016 to 31.03.2017)	
		Held	Attended
Ms. Meeta Raina	Chairman	1	1
Mr. Suresh Upadhyay	Member	1	1
Mr. Vinod Kumar Jain	Member	1	1

B. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Company has constituted Stakeholder's Relationship Committee mainly to focus on the redressal of shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Loss of Shares Certificates; Non receipt of Annual Report; etc.

The Composition of the Committee and the details of meeting attended by its members are given below:

Name	Designation	Number of meeting during the financial year 2016-2017 (*)	
		Held	Attended
Mr. Vinod Kumar Jain	Chairman	-	-
Ms. Asha Upadhyay	Member	-	-
Ms. Meeta Raina	Member	-	-

(*) During the year, the Company had not received any complaints from the Shareholders

C. NOMINATION & REMUNERATION COMMITTEE

The Company has formed Nomination and Remuneration Committee in line with the provisions of Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meeting are generally held for identifying the persons who are qualified to become Directors and may be appointed in senior management and recommending their appointments and removals.

Name	Designation	Number of meeting during the financial year 2016-2017 (*)	
		Held	Attended
Mr. Vinod Kumar Jain	Chairman	-	-
Ms. Asha Upadhyay	Member	-	-
Ms. Meeta Raina	Member	-	-

(*) There was no need to hold the Meeting during the period from 06.09.2016 to 31.03.2017.

CORPORATE SOCIAL RESPONSIBILITY POLICY

Pursuant to the provisions of section 135 and schedule VII of the Companies Act, 2013, at present the CSR provisions are not applicable on the Company.

REMUNERATION OF DIRECTORS

The details of remuneration paid during the financial year 2016-2017 to Directors of the Company is provided in Form MGT – 9 which is the part of this report.

STATUTORY AUDITORS

At the 1st Annual General Meeting held on December 30th, 2016, the members had appointed M/s Nenawati & Associates, Chartered Accountants, Udaipur as the statutory auditors of the Company for a period of 5 years upto the conclusion of 6th Annual General Meeting, subject to ratifying the said appointment at every AGM. The Company has received a confirmation from M/s Nenawati & Associates, Chartered Accountants, Udaipur to the effect that their appointment, if made, at the ensuing AGM would be in terms of Sections 139 and 141 of the Companies Act, 2013 and rules made there under. The board proposes to the members to ratify the said appointment of M/s Nenawati & Associates, Chartered Accountants.

AUDITOR'S REPORT

The observations made in the Auditor's report read together with the relevant notes thereon are self-explanatory and hence, do not call for any further comments under section 134 of the Companies Act, 2013.

SECRETARIAL AUDITOR

The Board of Directors has appointed M/s. P. Talesara & Associates, Company Secretaries in Whole Time Practice to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013. Secretarial Audit Report as provided by M/s. P. Talesara & Associates, Company Secretaries in Whole Time Practice, is annexed to this Report as Annexure D.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There was no qualifications, reservations or adverse remarks made by the Auditors in their respective reports.

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received necessary declaration from each Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence as laid down in Section 149(6).

LOAN, GUARANTEES OR INVESTMENT

The Company has given Loan to Viral Infra Development Limited which is within the limit prescribe under Section 186 of the Companies Act, 2013, and not any Guarantee and also not made any Investments in compliance of Section 186 of the Companies Act, 2013 during the Financial Year.

DEPOSITS

The Company has not accepted or renewed any fixed deposits during the year under review.

RELATED PARTY TRANSACTIONS

All the related party transactions are entered on arm's length basis and in the ordinary course of the business. The Company has complied with all the applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regards. There is no materially significant related party transactions with Promoters, Directors, Key Managerial Personnel or other persons which may have a potential conflict with the interest of the Company at large. During the year, the Company has not entered into any related party transactions under the section 188 of the Companies Act, 2013.

There were no related party transaction during the year under review except in the ordinary course of business and at the Arm's length basis. Form AOC-2 as prescribed under section 134(3)(h) of the Companies Act, 2013 is enclosed as Annexure 'A'.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

A Statement giving details of conservation of energy, technology absorption, foreign exchange earnings and outgo in accordance with the Rule 8(3) of the Companies (Accounts) Rules, 2014 is enclosed as Annexure – 'B'.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as Annexure 'C' to this Report.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments have occurred between the end of financial year of the company and the date of this report affecting the financial position of the Company as at March 31, 2017.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

In pursuance of section 177 (9) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has in place a Vigil Mechanism/Whistle Blower Policy for Directors and employees to report genuine Concern.

RISK MANAGEMENT

The Company has devised proper system to identify the risks involved in the business of the company. There is system to mitigate the risk involved in the business of the company using the internal controls of the company and necessary steps to reduce the risk factors involved in the business of the company were taken from time to time.

DETAILS OF SUBSIDIARY, ASSOCIATE COMPANY

The Company does not have any subsidiary, joint venture & associate company.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.'

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act 2013, the Board of Directors of the Company hereby state and confirms that:

- (a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) They have 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) They have prepared the Annual Accounts on a going concern basis;
- (e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURES UNDER SEXUAL HARASMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual harassment Policy, in line with the requirements of Sexual

Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Company has set up an Internal Complaints Committee to redress complaints received regarding sexual harassment. No Complaints were received during the year under review.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO FINANCIAL STATEMENTS

The Company is having adequate Internal Financial Control with reference to the Financial Statements.

ACKNOWLEDGEMENT

Directors wish to express their grateful appreciation for assistance and co-operation received from various Department during the year under review. Your Directors also wish to place on record their appreciation for the committed services of all the associates, vendors of the Company.

For and on Behalf of the Board of Directors

**Place: Udaipur
Date: 26.05.2017**

**Abhishek Upadhyay
Managing Director
(DIN: 01889928)**

**Suresh Upadhyay
Director
(DIN: 01858367)**

Annexure 'A'**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)

Forms 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 arm's length transactions under third proviso thereto

1. Details of contract or arrangements or transactions not at arm's length basis

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

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

- (a) Name(s) of the related party and nature of relationship: Nil
- (b) Nature of contracts/arrangements/transactions: Nil
- (c) Duration of the contracts/arrangements/transactions: Nil
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: Nil
- (e) Date(s) of approval by the Board, if any: Nil
- (f) Amount paid as advances, if any: Nil

Form shall be signed by the persons who have signed the Board's report.

Place: Udaipur
Date: 26.05.2017

Abhishek Upadhyay
Managing Director
(DIN: 01889928)

Suresh Upadhyay
Director
(DIN: 01858367)

Annexure 'B'

Information pursuant to Rule 8(3) of the Companies (Accounts) Rules, 2014 under section 134(3) of the Companies Act, 2013 and forming part of Directors' Report for the year ended 31st March, 2017.

1. Conservation of Energy:

- (a) Energy Conservation measures remains one of the priority areas of the management. The company has taken necessary steps for reducing the energy consumption. The factory premise of the company is designed in such a way to have appropriate sunlight during day time which reduces consumption of electricity. In order to reduce the electricity consumption the company is using CFL and LED lights instead of old patterned lights which consume more energy. In the office premises of the Company, it is focusing on purchase of Laptop in replacement of old CRT monitors which are not energy efficient. The company also uses the electric products with energy star ratings that consumes minimum energy.
- (b) The company is making continuous efforts to conserve and optimize the use of energy and is identifying energy saving systems.
- (c) Disclosures on energy consumption are as under:

Electricity consumed	Current Year	Previous Year
A. Purchased		
Unit (kwh)	608835	169835
Total Amount (in Rs. in lacs)	4718478	1316306
Rate (in Rs.)	7.75	7.75
B. Own Generation through Diesel Generator		
Liter	39981	14850
Total Amount (in Rs. in lacs)	2518796	712797
Rate (in Rs.)	63	48

Consumption per kg. of Production		
Quartz Powder(Kg)	2460500	98950
Electricity Unit/kg	0.25	7.31
Resin(Kg.)	1680816	37563
Electricity Unit/Kg	0.36	10.27
Slabs(Sqft)	372899	19498
Electricity Unit/Sqft	1.63	10.65

2. Technology Absorption:

- (a) Research and Development is carried out for development of new products and for improvement in the production process and quality of products. Due to its R & D efforts, the Company has been able to launch new product.
- (b) The Company has been continuously improving the quality of its existing products and developed new products from time to time.
- (c) Management is committed to strengthen R & D activities further to improve its competitiveness in times to come.
- (d) The expenditure incurred on Research and Development:

3. Foreign Exchange Earning and Outgo

Foreign Exchange Earning: (0.01)CENT

Foreign Exchange Outgo:

Place: Udaipur
Date: 26.05.2017

AbhishekUpadhyay
Managing Director
(DIN: 01889928)

Suresh Upadhyay
Director
(DIN: 01858367)

Annexure 'C'

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS

i	CIN	L14200RJ2015PLC048974
ii	Registration Date	31.12.2015
iii	Name of the Company	Shiva Granito Export Limited
iv	Category/Sub-category of the Company	Public / Limited By Shares
v	Address of the Registered office & contact details	8, Bhatt Ji Ki Baari, Udaipur - 313001 (Raj.)
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Bigshares Services Pvt. Ltd. E- 2/3, Ansa Industrial Estate, Sakhivihar Road, Saki Naka, Andheri € , Mumbai - 400072, India

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	QUARTZ POWDER	14297	9.50%
2	POLYSTER RESIN	24139	51.61%
3	QUARTZ GRANITE SLABS	26960	25.82%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
NOT APPLICABLE					

IV . SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year		No. of Shares held at the end of the year						% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00%	8640050	0	8640050	65.38%	65.38%
b) Central Govt.or State Govt.									
c) Bodies Corporates	0	0	0	0.00%	375000	0	375000	2.84%	2.84%
d) Bank/FI									
e) Any other									
SUB TOTAL:(A) (1)	0	0	0	0.00%	9015050	0	9015050	68.22%	68.22%
(2) Foreign									
a) NRI- Individuals									
b) Other Individuals									
c) Bodies Corp.									
d) Banks/FI									

SUB TOTAL (A) (2)									
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	0	0	0.00%	9015050	0	9015050	68.22%	68.22%
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds									
b) Banks/FI									
c) Cenntal govt									
d) State Govt.									
e) Venture Capital Fund									
f) Insurance Companies									
g) FIIS									
h) Foreign Venture Capital Funds									
i) Others (specify)									
SUB TOTAL (B)(1):									
(2) Non Institutions									
a) Bodies corporates	0	0	0	0.00%	1800000	0	1800000	13.62%	13.62%
i) Indian									
ii) Overseas									
b) Individuals									

i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0.00%	1366000	0	1366000	10.34%	10.34%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0.00%	960000	0	960000	7.26%	7.26%
c) D)Others (Clearing Member)	0	0	0	0.00%	74000	0	74000	0.56%	0.56%
SUB TOTAL (B)(2):					4200000		4200000	31.78%	31.78%
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	0	0	0.00%	4200000	0	4200000	31.78%	31.78%
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	0	0	0	0.00%	13215050	0	13215050	100%	100.00%

II. Share Holding Of Promoters

Sr. No.	Shareholders Name	Shareholding At The Beginning Of The Year			Shareholding At The End Of The Year			% Change In Share Holding During The Year
		No. of Shares	% of Total Shares of The Company	% of Shares Pledged Encumbered To Total Shares	No of Shares	% of Total Shares of The Company	% of Shares Pledged Encumbered To Total Shares	
1	Suresh Upadhyay	0	0.00%	0	8622671	65.24%	0	65.24%
2	Abhishek Upadhyay	0	0.00%	0	17329	0.13%	0	0.13%
3	Abhinav Upadhyay	0	0.00%	0	10	0.00%	0	0.00%
4	Asha Upadhyay	0	0.00%	0	10	0.00%	0	0.00%
5	Harshita Upadhyay	0	0.00%	0	10	0.00%	0	0.00%
6	Rachna Upadhyay	0	0.00%	0	10	0.00%	0	0.00%
7	Kailash Chandra Upadhyay	0	0.00%	0	10	0.00%	0	0.00%
8	Shiva Explosives India Pvt. Ltd.	0	0.00%	0	375000	2.83%	0	2.83%
	Total			0	9015050	68.22%	0	68.22%

III. Change In Promoters' Shareholding (Specify If There Is No Change)

Sr. No.	Shareholder's Name	Shareholding		Date	Increase / (Decrease) in shareholding	Reason	Cumulative Share holding during the year (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016) end of the year (31.03.2017)	% of total shares of the company				No. of Shares	% of total shares of the company
1	Suresh Upadhyay	0	0.00%	-	-	-	-	-
		8622671	65.24%	-	-	-	-	-
2	Abhishek Upadhyay	0	0.00%	-	-	-	-	-
		17329	0.13%	-	-	-	-	-
3	Abhinav Upadhyay	0	0.00%	-	-	-	-	-
		10	0.00%	-	-	-	-	-
4	Asha Upadhyay	0	0.00%	-	-	-	-	-
		10	0.00%	-	-	-	-	-
5	Harshita Upadhyay	0	0.00%	-	-	-	-	-
		10	0.00%	-	-	-	-	-
6	Rachna Upadhyay	0	0.00%	-	-	-	-	-
		10	0.00%	-	-	-	-	-
7	Kailash Chandra Upadhyay	0	0.00%	-	-	-	-	-
		10	0.00%	-	-	-	-	-
8	Shiva Explosives India Pvt. Ltd.	0	0.00%	-	-	-	-	-
		375000	2.83%	-	-	-	-	-

IV. Shareholding Pattern of top ten Shareholders (other than Directors Promoters & Holders of GDRs & ADRs)

Sr. No.	Shareholder's Name	Shareholding	Date	Increase / (Decrease) in shareholding	Reason	Cumulative Share holding during the year (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016) end of the year (31.03.2017)				No. of Shares	% of total shares of the company
1	Devhari Exports India Limited	0	4/1/2016			0	0.00%
			9/23/2016	200000	Transfer	200000	1.51%
			9/30/2016	930000	Transfer	1130000	8.55%
			10/7/2016	20000	Transfer	1150000	8.70%
			10/28/2016	20000	Transfer	1170000	8.85%
		1170000	3/31/2017	0	Transfer	1170000	8.85%
2	Rikhav Securities India Limited	0	4/1/2016			0	0.00%
			9/1/2016	220000	Transfer	220000	1.66%
			9/9/2016	350000	Transfer	570000	4.31%
			9/16/2016	60,000	Transfer	630000	4.77%
			9/23/2016	90,000	Transfer	720000	5.45%
			9/30/2016	(20,000)	Transfer	700000	5.30%
			10/7/2016	20,000	Transfer	720000	5.45%
			10/14/2016	(10,000)	Transfer	710000	5.37%
			10/28/2016	(70,000)	Transfer	640000	4.84%
			11/4/2016	30,000	Transfer	670000	5.07%
			11/11/2016	20,000	Transfer	690000	5.22%
			11/18/2016	10,000	Transfer	700000	5.30%
			12/9/2016	10,000	Transfer	710000	5.37%
			12/22/2016	(170,000)	Transfer	540000	4.09%
			12/30/2016	10,000	Transfer	550000	4.16%
			1/6/2017	(20,000)	Transfer	530000	4.01%
	1/13/2017	(10,000)	Transfer	520000	3.93%		
	1/20/2017		Transfer	504000	3.81%		

			2/3/2017	10,000	Transfer	514000	3.89%
			2/24/2017	(40,000)	Transfer	474000	3.59%
			3/3/2017	10,000	Transfer	484000	3.66%
			3/17/2017	10,000	Transfer	494000	3.74%
		494000	3/31/2017	0		494000	3.74%
3	Saileshkumar Daga	0	4/1/2016			0	0.00%
			9/9/2016	6000	Transfer	6000	0.05%
			11/4/2016	44000	Transfer	50000	0.38%
			1/6/2017	20000	Transfer	70000	0.53%
			1/13/2017	10000	Transfer	80000	0.61%
			3/3/2017	(20,000)	Transfer	60000	0.45%
			3/31/2017	60000	Transfer	120000	0.91%
		120000	3/31/2017	0		120000	0.91%
4	Edelcap Securities Limited	0	4/1/2016			0	0.00%
			9/1/2016	110000	Transfer	110000	0.83%
		110000	3/31/2017	0		110000	0.83%
5	Sanghi Steel Udyog Pvt. Ltd.	0	4/1/2016			0	0.00%
			9/9/2016	40000	Transfer	40000	0.30%
			1/20/2017	(10000)	Transfer	30000	0.23%
			2/17/2017	10000	Transfer	40000	0.30%
			2/24/2017	30000	Transfer	70000	0.53%
			3/3/2017	10000	Transfer	80000	0.61%
		80000	3/31/2017	0	Transfer	80000	0.61%
6	Thobhani Amrutlal Gordhanbhai Huf	0	4/1/2016			0	0.00%
			9/1/2016	70000	Transfer	70000	0.53%
		70000	3/31/2017			70000	0.53%
7	Jignesh Amrutlal Thobhani Huf	0	4/1/2016			0	0.00%
			9/1/2016	60000	Transfer	60000	0.45%
		60000	3/31/2017			60000	0.45%
8	Tanvi Jignesh Mehta	0	4/1/2016			0	0.00%
			3/17/2017	50000	Transfer	50000	0.38%
		50000	3/31/2017	0		50000	0.38%

9	Mehbub I Samadar	0	4/1/2016			0	0.00%
			9/1/2016	40000	Transfer	40000	0.30%
		40000	3/31/2017	0		40000	0.30%
10	Varshaben Jigneshkumar Thobhani	0	4/1/2016			0	0.00%
			9/1/2016	40000	Transfer	40000	0.30%
			3/31/2017			40000	0.30%

V. Shareholding of Directors & KMP

Sr. No.	Shareholder's Name	Shareholding		Date	Increase / (Decrease) in shareholding	Reason	Cumulative Share holding during the year (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (01.04.2016) end of the year (31.03.2017)	% of total shares of the company				No. of Shares	% of total shares of the company
1	Abhinav Upadhyay			-	-	-	-	-
		10	0.00%					
2	Swati Maheshwari	-	-	-	-	-	-	-
		-	-					

Independent Directors do not hold any Share in the Company and Promoter Directors Shareholding given at the Point No. (iii) above

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	62849969	1369592		64219561
ii) Interest due but not paid	0	0		
iii) Interest accrued but not due	1093733	0		1093733
Total (i+ii+iii)	63943702	1369592		65313294
Change in Indebtedness during the financial year				
Additions	0	24836671		24836671
Reduction	11581207	18212602		29793809
Net Change	11581207	6624069		18205276
Indebtedness at the end of the financial year				
i) Principal Amount	52198641	7993662		60192303
ii) Interest due but not paid	163854	0		163854
iii) Interest accrued but not due	0	0		
Total (i+ii+iii)	52362495	7993662		60356157

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Remuneration to Managing Director, Whole time director and/or Manager:**

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
1	Gross salary	600000	900000	1500000
		Abhishek Upadhyay	Suresh Upadhyay	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.			
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL

4	Commission as % of profit others (specify)	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total (A)	600000	900000	1500000
	Ceiling as per the Act			

B. Remuneration to other directors

Sr. No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors	NIL	
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Total (1)		
2	Other Non Executive Directors	NIL	
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify.		
	Total (2)	NIL	
	Total (B)=(1+2)	NIL	
	Total Managerial Remuneration		
	Overall Cieling as per the Act		

C. Remuneration To Key Managerial Personnel Other Than MD/MANAGER/WTD

S. N.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross Salary	-	180000	300000	480000
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock Option	NIL	NIL		NIL

3	Sweat Equity	NIL	NIL		NIL
4	Commission as % of profit others, specify	NIL	NIL		NIL
5	Others, please specify	NIL	NIL		NIL
	Total	-	180000	300000	480000

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment /Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
B. DIRECTORS					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

Place : Udaipur
Date : 26.05.2017

Abhishek Upadhyay
Managing Director
(DIN : 01889928)

Suresh Upadhyay
Director
(DIN : 01858367)

Annexure – 'D'

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2017

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

To,
The Members,
SHIVA GRANITO EXPORT LIMITED
CIN :L14200RJ2015PLC048974
Regd. Office:8,Bhattji Ki Baari
Udaipur, Rajasthan-313001

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SHIVA GRANITO EXPORT LIMITED (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of SHIVA GRANITO EXPORT LIMITED (the Company's) books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by SHIVA GRANITO EXPORT LIMITED (“the Company”) for the financial year ended on 31.03.2017 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under for specified Sections and Rules notified and came into effect from respective dates and a list of documents verified is as per Annexure-A.

- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, ('SEBI Act') 1992:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015,
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, now known as SEBI (Share based Employees Benefits) Regulations, 2014 (**Not applicable to the company during the audit period**);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the company during the audit period**);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the company during the audit period**); and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**Not applicable to the company during the audit period**);
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015.
- (vi) Other Laws as applicable specifically to the company:
 - A. Water (Prevention & Control of pollution) Act 1974 and Air (Prevention & Control of Pollution) Act 1981 as certified by the Management.
 - B. Labour Laws as certified by the Management.
 - C. Negotiable Instruments Act, 1881 as certified by the Management.
 - D. Direct and Indirect Tax Laws as certified by the Management.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Stock Exchange.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with Executive Directors, Non-Executive Directors and Independent Directors except that one more rotational Director is required to be appointed in terms of provision section 152(6)(a)(i) of the Companies Act, 2013. No changes took place in the composition of the Board of Directors during the period under review.

Adequate notice has been given to all the directors to schedule the Board Meetings and Committee Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for meaningful participation at the meeting. All decisions at board meeting and Committee meetings have been carried out as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that

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

I have relied on the representation made by the Company and its officers for systems and mechanism formed by the company for compliances under other Acts, laws and Regulations applicable to the Company.

In case of Direct and Indirect Tax Laws like Income Tax Act, Sales Tax Act, Excise and Customs Act. I have relied on the Reports given by the Statutory Auditors of the Company.

I further report that during the audit period:

- i) The company got its Shares Listed on BSE Stock Exchange w.e.f. 06.09.2016
- ii) The company has allotted 42,00,000 (Forty Two Lac) Equity Share of Rs. 10 each at a premium of Rs. 2 each
- iii) The Company has obtained consent of the members of the company for passing following special Resolutions:
 - a) Authorisation dt. 26.04.2016 to make IPO (Initial Public Offer)
 - b) Allotment of Equity shares dt 13.08.2016 u/s 42, 62(1)(c) and other applicable provision of The Companies Act, 2013

**For P. Talesara & Associates
Company Secretaries**

Place: Udaipur (Raj.)

Date: 26.05 .2017

(Pawan Talesara)

Proprietor

FCS No.: 8096, C P No.: 2674

This Report should be read with my letter of even date which is annexed as Appendices A and forms an Integral Part of this Report.

Annexure-A :List of Documents verified under Co. Act 2013

1. Memorandum and Articles of Association of the Company.
2. Annual Return for the financial year ended 31.03.2016 and changes thereafter in shareholding pattern.
3. Minutes of the meetings of the Board of Directors and Audit Committee along with Attendance Register maintained during the financial year under Report.
4. Minutes of General meetings held during the financial year under Report.
5. All statutory Registers.
6. Agenda papers sent for the Board Meetings and Committee Meetings.
7. Declaration received from the Directors of the company pursuant to the provisions of section 184 of the Companies Act, 2013.
8. E- Forms filed by the company, from time- to-time, under applicable provisions of the Companies Act, 2013 and attachments thereto during the financial year under Report

Appendices A

To,
The Members,
SHIVA GRANITO EXPORT LIMITED

My Report of given date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations and standards is the responsibility of management. My examination was Limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For P. Talesara & Associates
Company Secretaries**

**Place: Udaipur (Raj.)
Date: 26.05.2017**

**(PawanTalesara)
Proprietor
FCS No.: 8096, C P No.: 2674**

INDEPENDENT AUDITORS' REPORT

**TO,
THE MEMBERS OF THE MEMBERS OF SHIVA GRANITO EXPORT LIMITED**

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Shiva Granito Export Limited which comprises the Balance sheet as at 31st March, 2017, and the statement of Profit & Loss and 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 standalone Financial Statement

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

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the

provisions of the Act and the Rules made there under and the order under section 143(11) of the Act

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. 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the afore said standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017 and its Profit and its cash flows for the year ended on that date.

Report on other Legal & Regulatory Requirement

As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013. We give in the Annexure A statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

01 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 dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31/03/2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31/03/2017 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”.
- (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 on 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 was no amount which were required, or required to be transferred, to the Investor Education and Protection Fund by the Company.

FOR NENAWATI & ASSOCIATES.

Chartered Accountants

FRN 02148C

(C.S.NENAWATI)

Partner

M.No. 071341

Place: Udaipur

Date: 26th May 2017

Annexure A to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(1) In respect of Fixed Assets

- (a) The company has maintained proper records showing full particulars including quantitative details and Situation of the fixed assets.
- (b) The Fixed assets have been physically verified by the management at reasonable intervals; According to the information and explanation given to us no material discrepancies were noticed on such verification
- (c) The land taken on lease and the title deeds held in the name of lease holder.

(2) In respect of Inventory

- (a) As explained to us, inventories were physically verified during the year by the management at reasonable intervals.
- (b) In our opinion and according to the information and explanations given to us, the company has Maintained Proper records of its inventories and no material discrepancies were noticed on physical verification.
- (3) The Company has not granted any loans secured or unsecured to Companies, firms, limited liability Partner ships or other parties covered in the register maintained under section 189 of The Companies Act, 2013. Accordingly, the provisions Of clause 3(iii)(a) to (c) of the order are not applicable.
- (4) In our opinion and according to the information and explanations given to us, the company has Complied with the provisions of section 185 and 186 of the companies Act,2013 in respect of loans, investments, guarantee, and security.
- (5) According to the information and explanations given to us, the company has not accepted any deposit from public during the year hence the directives issued by

Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provision of the Act and the companies (Acceptance of deposit) Rules, 2015 with regard to the deposits accepted from public are not applicable.

- (6) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act for the products of the company.
- (7) (a) According to the information and explanations given to us and on the basis of our examination of the books of accounts and records the Company has generally been regular in depositing undisputed statutory dues including income-tax, Sales-tax, , value added tax custom duty, Excise duty, cess and any other statutory dues with the appropriate authorities. .We are informed that the provisions of Employees Provident Fund Act and State Insurance Act is not applicable to the Company. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.
- (b) In our opinion and information given to us there are no other disputes pending regarding statutory dues of income-tax, Sales-tax, service tax, value added tax custom duty, Excise duty, cess.
- (8) Based on our audit and according to the information and explanations given by the management, we are of the opinion that the company has not defaulted in the repayment of dues to financial institutions and Banks.
- (9) Based on our audit and according to the information and explanations given by the management, the company has raised moneys by way of initial public offer and utilisation of the proceeds from the Initial Public offer of equity shares made in pursuance of the prospectus dated 12.08.2016
- (10) Based on our audit and according to the information and explanations given by the management, we report that no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.
- (11) Based on our audit and according to the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the

requisite approvals by the provisions of section 197 read with schedule V to the Companies Act.

- (12) In our opinion, the company is not a Nidhi Company, therefore, the provisions of clause 3(xii) of the order are not applicable to the company.
- (13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act 2013 where applicable and details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (14) Based on our audit and according to the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the order are not applicable to the company hence not commented upon.
- (15) Based on our audit and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the order are not applicable to the company hence not commented upon.
- (16) In our opinion, the company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi) of the order are not applicable to the company hence not commented upon.

FOR NENAWATI & ASSOCIATES.

Chartered Accountants

FRN 02148C

Place: Udaipur

Date: 26th May 2017

(C.S.NENAWATI)

Partner

M.No. 071341

Annexure B” to the Independent Auditor's Report of even date on the standalone financial statements of Shiva Granito Exports Limited

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

Report on the Internal Financial Controls 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 Shiva Granito Export Limited (“the Company”) as of March 31, 2017 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 control criteria of “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 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 Control Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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 control criteria of “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 NENAWATI & ASSOCIATES.

Chartered Accountants

FRN 02148C

Place: Udaipur

Date: 26th May 2017

(C.S.NENAWATI)

Partner

M.No. 071341

BALANCE SHEET AS AT 31ST MARCH, 2017

Equity And Liabilities	Notes	As at 31st March 2017	As at 31st March 2016 (31-12-15 to 31-03-16)	
Share Holders' Funds			138555401	72226127
Share capital	1	132150500		90150500
Reserves and surplus	2	6404901		-17924373
Share Application Money Pending Allotment				
Non Current Liabilities			62240723	66117899
Long-term borrowings	3	60356156		65313294
Other Long term liabilities	4	1884566		
Deferred tax liabilities(net)				804605
Current Liabilities			61504326	42761820
Short-term borrowings	5	26752242		23964350
Trade payables	6	29077310		13637049.07
Other current liabilities	7	5371003		5160421
Short-term provisions	8	303771.00		
TOTAL			262300450	181105846
ASSETS				
Non Current Assets			112,135,500	106,425,260
Fixed assets		87508985		101194319
Tangible assets	9			
Intangible assets				
Capital work-in-progress				
Intangibles assets under development				
Non-current investment				
Long term loans and advances	10	4996786		4169831
Other non-current assets	11	7573650		1061110
Defered Tax Assets		12056079		
Current Assets			150164949	74680586
Current investment	12	2099724		1946814
Inventories	13	41713922		22412377
Trade receivables	14	81542746		43235999
Cash and cash equivalents	15	312113		93727
Short-term loans and advances	16	24496445		6991669
Other current assets				
TOTAL			262300450	181105846

Significant Accounting Policies
Notes on Financial Statements
As per report of even date
For Nenawati & Associates
Chartered Accountants
FRN 02148C

For and On Behalf of the Board

(C S Nenawati)
Partner

M.No. 071341

Place : Udaipur

Dated: 26.05.2017

(Suresh Upadhyay)
Director

(Abhishek Upadhyay)
Managing Director

(Abhinav Upadhyay)
CFO

(Swati Maheshwari)
Company Secretary

Statement of Profit and Loss For The Year Period Ended 31st March,2017

INCOME		2016-17	2015-16 (31-12-15 to 31-03-16)
REVENUE FROM OPERATION	17	206,714,414	53,033,183
OTHER INCOME	18	728,041	235,339
Total Revenue		207,442,455	53,268,522
EXPENDITURES			
Cost of material consumed	19	136,483,874	25,529,673
Purchase of stock-in-trade		6,275,871	8,361,107
Changes in inventories of finished goods, work in progress and stock in trade	20	(8,831,771)	8,253,484
Employee benefit expense	21	11,279,681	2,111,600
Financial cost	22	10,157,083	3,392,644
Depreciation and amortisation expense		15,487,559	4,626,486
Other expenses	23	33,479,460	6,535,784
Total Expenses		204,331,756	58,810,779
Profit before exceptional and extraordinary items and tax		3110699	-5542257
Exceptional items		0	0
Profit before extra ordinary items and tax		3110699	-5542257
Extraordinary items		0	0
Profit before tax		3110699	-5542257
TAX EXPENSES:			
1) Current tax		303771	0
2) Deferred tax		12860685	-804605
Profit(loss) from the period from continuing operations		15667613	-6346862
Profit/loss from discontinuing operation		0	0
Tax expenses of discounting operations		0	0
Profit/loss from discontinuing operations		0	0
Profit/loss for the period		15667613	-6346862
EARNING PER EQUITY SHARE:			
1) Basic		1.19	-0.70
2) Diluted			

Significant Accounting Policies
Notes on Financial Statements
As per report of even date
For Nenawati & Associates
Chartered Accountants
FRN 02148C

For and On Behalf of the Board

(C S Nenawati)
Partner

M.No. 071341

Place : Udaipur

Dated: 26.05.2017

(Suresh Upadhyay)
Director

(Abhishek Upadhyay)
Managing Director

(Abhinav Upadhyay)
CFO

(Swati Maheshwari)
Company Secretary

Cash Flow Statement For The Year Ended 31st March 2017
in rupees

	PARTICULARS	31st March 2017	31st March 2016 (31-12-15 to 31-03-16)
A.	Cash Flow From Operating Activities		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	31,10,699.00	(55,42,257.00)
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	1,54,87,558.00	46,26,486.00
	Finance Cost	1,01,57,083.00	33,92,644.00
	Adjustments for unrealised foreign exchange Losses / (Gains)	50.00	(18,868.00)
	Interest received	(5,27,131.00)	(87,398.00)
	Other Inflows / (Outflows) of cash	86,61,662.00	(2,91,95,864.00)
	Operating profits before Working Capital Changes	3,68,89,921.00	(2,68,25,257.00)
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(3,83,06,747.00)	(4,32,35,999.00)
	Increase / (Decrease) in trade payables	1,54,40,261.00	1,36,37,049.00
	(Increase) / Decrease in inventories	(1,93,01,545.00)	(2,24,12,377.00)
	Increase / (Decrease) in other current liabilities	2,10,583.00	51,60,421.00
	(Increase) / Decrease in Short Term Loans & Advances	(1,75,04,776.00)	(69,91,669.00)
	Cash generated from Operations	(2,25,72,303.00)	(8,06,67,832.00)
	Net Cash flow from Operating Activities(A)	(2,25,72,303.00)	(8,06,67,832.00)
B.	Cash Flow From Investing Activities		
	Purchase of tangible assets	(15,40,563.00)	(13,50,16,669.00)
	Current Investments / (Purchased) sold	(1,52,910.00)	(19,46,814.00)
	Interest Received	5,27,131.00	87,398.00
	Cash advances and loans made to other parties	(8,50,955.00)	(41,69,831.00)
	Cash advances and loans received back	24,000.00	
	Other Inflow / (Outflows) of cash	(46,27,974.00)	(10,61,110.00)
	Net Cash used in Investing Activities(B)	(66,21,271.00)	(14,21,07,026.00)
C.	Cash Flow From Financing Activities		
	Finance Cost	(1,01,57,083.00)	(33,92,644.00)
	Increase in / (Repayment) of Short term Borrowings	27,87,892.00	2,39,64,350.00
	Increase in / (Repayment) of Long term borrowings	(49,57,138.00)	6,53,13,294.00
	Increase / (Decrease) in share capital	4,20,00,000.00	9,01,50,500.00
	Net Cash used in Financing Activities(C)	2,96,73,671.00	17,60,35,500.00
D.	Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)	4,80,097.00	(4,67,39,358.00)
E.	Cash & Cash Equivalents at Beginning of period	93,727.00	
F.	Cash & Cash Equivalents at End of period	3,12,113.00	93,727.00
G.	Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)	2,18,386.00	93,727.00
H.	Difference (F-(D+E))	(2,61,711.00)	4,68,33,085.00

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

As per our report of even date

For NENAWATI & ASSOCIATES

Chartered Accountants

(FRN: 02148C)

(C S Nenawati)

Partner

M.No. 071341

Place : Udaipur

Dated: 26.05.2017

(Suresh Upadhyay)
Director

(Abhishek Upadhyay)
Managing Director

(Abhinav Upadhyay)
CFO

(Swati Maheshwari)
Company Secretary

For and On Behalf of the Board

Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.

2. Figures of previous year have been rearranged/regrouped wherever necessary

3. Figures in brackets are outflow/deductions

Notes on Financial Statements for the year period ended 31st March,2017

	As at 31st March. 2017	As at 31st March. 2016 (31-12-2015 to 31-03-2016)
1.SHARE CAPITAL		
Authorised Share Capital:		
140,00,000 Equity Shares of Rs 10/- each	<u>140000000</u>	<u>140000000</u>
Issued ,Subscribed and Paid up		
13215050 Equity Shares of Rs 10/- each	<u>132150500</u>	<u>90150500</u>
	<u>132150500</u>	<u>90150500</u>

1.1 The details of shareholders holding more than 5 % shares

Name of Share Holders	No.of shares	% held	No.of shares	% held
Shree Suresh Upadhyay	7747671	58.63	7747671	85.94
Abhishek Enterprises Devhari Exports India Ltd	875000	6.62	875000	9.71
	1170000	8.85		

1.2 Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	As at 31st March. 2017	As at 31st March. 2016 (31-12-2015 to 31-03-2016)
	No of shares	No of shares
Number of shares at the beginning of the period	9015050	0
Number of shares issued during the period	4200000	9015050
Number of shares bought back during the period	0	0
Number of shares outstanding at the end of the period	13215050	9015050

2.RESERVE AND SURPLUS

Securities Premium Account				
Balance as at the beginning of the year	14000000		14000000	
Addition during the year	<u>8400000</u>	22400000		14000000
Surplus in statement of Profit & Loss				
Balance as at the beginning of the year	-31924374		3618353	
Add depreciation on transition to schedule II of the companies Act 2013 on fixed assets	261662		-29195864	
Balance as at the end of the year	<u>15,667,613</u>	<u>(15,995,099)</u>	<u>-6346862</u>	<u>-31924373</u>
		<u>6404901</u>		<u>-17924373</u>

3 . LONG TERM
BORROWINGS
Secured

Term loans	52362495	63943702
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Secured by equitable mortgage of Company's present and future immovable fixed assets and personal guarantee of the Directors of the company.

Un Secured

Loan from Financial Institution

Loans from Directors and related parties	3424901	
	4568760	1369592
	<u>60356156</u>	<u>65313294</u>

04. OTHER LONG TERM LIABILITIES

Trade payable	875151	
Other Liabilities		
Advance from Customer	1009415	
	<u>1884566</u>	<u> </u>

5SHORT TERM BORROWINGS

Secured		
Working Capital Loan from Bank (Working capital loan from Bank of Baroda is secured by hypothecation of stock, debtors and collateral security)	26752242	23964350
	<u>26752242</u>	<u>23964350</u>

6 TRADE PAYABLES OTHERS

	29077310	13637049
Total	<u>29077310</u>	<u>13637049</u>

7. OTHER CURRENT LIABILITIES

Advance from customers	1420964	4377697
Other payables	3950039	782724
Total	<u>5371003</u>	<u>5160421</u>

08..SHORT TERM PROVISIONS

<u>Income Tax Payable</u>	303771.00	
	<u>303771.00</u>	

10 LONG TERM LOANS AND ADVANCES

(Un secured considered good)		
Advance to Suppliers	756493	
Deposits	843493	749031
Loans and Advances to related parties(Refer note 22)	3396800	3420800

09 FIXED ASSETS

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As at 01.04.2016	Addition	Deduction	Total	Up to 31.03.2016	For the year	Adjustment	Total	As at 31.3.2017	As at 31.3.2016
TANGIBLE ASSETS										
Own Assets :										
Building										
Slab Plant Building	28501907	558752		29060659	4549845	2289130		6838974	22221684	23952062
Resin Plant Building	8781567			8781567	1341837	706774		2048611	6732957	7439731
Quartz powder	6586175			6586175	976820	532889		1509709	5076467	5609356
Plant & machinery										
Quartz powder	2315017			2315017	670290	300327		970617	1344400	1644727
Resin plant	13007476			13007476	3844057	1674157		5518214	7489262	9163419
Slab plant	67253604	904411		68158015	19508697	8716571		28225269	39932747	47744907
Lab equipment	449532			449532	449532	69517	261661	257388	192144	0
Other Plant &										
Machinery	2880182			2880182	617525	410518		1028043	1852139	2262657
Electricity Machinery	2480006			2480006	1030034	382562		1412596	1067410	1449972
Computer	359955	68800		428755	130485	153128		283613	145142	229471
Furniture & Fixture	1106670			1106670	460816	172461		633277	473393	645854
Land	774795			774795	0	0		0	774795	774795
Vehicle	491783	8600		500383	223540	75383		298923	201460	268243
Mobile	28000			28000	18873	4141		23014	4986	9127
TOTAL	135016669	1540563		136557232	33822350	15487559	261661	49048248	87508984	101194319
INTANGIBLE ASSETS										
GRAND TOTAL	135016669	1540563	0	136557232	33822350	15487559	261661	49048248	87508984	101194319
Previous Year	134281338	735331		135016669		4626486	29195864	33822350	101194319	-

Total	<u>4996786</u>	<u>4169831</u>
11 OTHER NON CURRENT ASSETS		
Preliminary expenses	1061110	1061110
Share issue expenses	<u>8405953</u>	
	9467063	1061110
Less : Written off	1893413	
	<u>7573650</u>	<u>1061110</u>
12 CURRENT INVESTMENTS		
Kotak Bank Fixed Deposit guarantee	2099724	1946814
	<u>2099724</u>	<u>1946814</u>
13 .INVENTORIES (Valued and certified by the management)		
Raw Materials and components	22,708,998	12486129
Work in progress	2,866,037	2457026
Finished goods	15,839,681	7416921
Stores and Spares	299,206	52301
Total	<u>41,713,922</u>	<u>22412377</u>
14 TRADE RECEIABLES (Un secured and considered Good)		
Over six month	12160408	
Others	<u>69382338</u>	<u>43235999</u>
Total	<u>81542746</u>	<u>43235999</u>
15 : CASH AND CASH EQUIVALENTS		
Balances with banks	151836	28772
Cash in hand	<u>160277</u>	<u>64955</u>
Total	<u>312113</u>	<u>93727</u>
16 - SHORT TERM LOANS AND ADVANCES		
Balance with authorities	5868138	5950475
Advance Income Tax	46943	15852
Others	5491629	108270
Advance to supplier	<u>13089735</u>	<u>917072</u>
Total	<u>24496445</u>	<u>6991669</u>

17 REVENUE FROM OPERATIONS

Sales others	176,095,950	40,849,014
Sales exports	30,618,464	12,184,169
TOTAL	<u>206,714,414</u>	<u>53,033,183</u>

18. Other Income

Interest income	527,131	87,398
Discount received	26,221	36,052
Other Income	24,824	-
Export Drawback receipts	149,915	93,020
Forex gain	(50)	18,868
	<u>728,041</u>	<u>235,339</u>

19 COST OF MATERIAL CONSUMED

Opening Stock	12,486,129	24,993,455
Add : Purchases with expenses	<u>146,706,743</u>	<u>13,022,347</u>
	159,192,872	38,015,802
Less : Closing Stock	<u>22,708,998</u>	<u>12,486,129</u>
Total :	<u>136,483,874</u>	<u>25,529,673</u>

20 CHANGES IN INVENTORIES OF FINISHED GO ODS, WIP AND STOCK -IN-TRADE
OPENING STOCK

Finished goods	7,416,921	5,930,661
WIP	<u>2,457,026</u>	<u>9,873,947</u>
	9,873,947	12,196,770
		18,127,431

less:CLOSING STOCK

Finished goods	15,839,681	7,416,921
WIP	<u>2,866,037</u>	<u>18,705,718</u>
	(8,831,771)	<u>2,457,026</u>
		9,873,947
		<u>8,253,484</u>

21 EMPLOYEE BENEFIT EXPENSES

Wages & Factory	9779681	1736600
Salary Director's	1500000	375000

	<u>11279681</u>	<u>2111600</u>
22 FINANCIAL COST		
Interest Expenses	9938699	3233882
Bank charges and Other	218383	158762
	<u>10157083</u>	<u>3392644</u>
23 OTHER EXPENSES		
Manufacturing Expenses		
Stores, Chemicals and Packing Materials	1697554	591461
Electric Power, Fuel and Water	7240714	2029103
Repair & Maintenance Plant & Machinery	176370	
Consumables	85350	
Factory Expenses	1717179	477670
Selling and Distribution Expenses		
Excise duty on sales	15949674	2143724
Business Promotion expenses	95843	
Packing, Clearing & Forwarding expenses	789201	565396
	<u>16834718</u>	<u>2709120</u>
Establishment Expenses		
Printing & stationary	129151	11192
Advertisement expenses	25338	25573
Repair & Maintenance	572709	19553
Travelling & Conveyance expenses	114166	5250
Salary to Staff	1449920	418450
Office expenses	36377	10971
Social Welfare expenses	294500	33000
Legal and professional Expenses	526610	49660
Insurance	71426	17864
Auditor's remuneration	75000	17250
Telephone & postage	293265	97897
Preliminary & IPO Expenses written off	1893413	
Vehicle running expenses	2700	14570
Rent	243000	7200
	<u>5727575</u>	<u>728430</u>

24 Related Party disclosures:
(A) Related parties and their

i) Key Management Personnel

01. Mr.Suresh Upadhyay	Director
02. Mr. Abhishek Upadhyay	Director
03. Mr.Abhinav Upadhyay	CFO
04. Mrs.Asha Upadhyay	Director

ii) Related
Parties

Mr. ABHINAV UPADHYAY	CFO
M/s ABHISHEK ENTERPRISES	Proprietor is M/s Suresh Upadhyay HUF
Mr. Abhishek Upadhyay	Director
M/s SHIVA EXPLOSIVES INDIA PVT. LTD .	Mr. Suresh, Mr. Abhishek and Mr. Abhinav Upadhyay are Directors
Mr. SURESH UPADHYAY	Director

III) Transaction with Related parties (figure in lakhs)

	Transaction Amount	Out standing (in Lakhs) as on 31/03/2017
Salary paid to Whole Time Director Mr. Suresh Upadhyay	9.00	0.67 Cr
Salary paid to Managing Director Mr. Abhishek Upadhyay	6.00	3.23 Cr
Salary paid to CFO Mr. Abhinav Upadhyay	3.00	1.72 Cr
Loan from Mr. Suresh Upadhyay	6.32	7.94 Cr.
Lease Rent paid to Shiva Explosive India Pvt Ltd	0.24	0.00
Security for Land to Shiva Explosive India Pvt Ltd	0.00	33.97 Dr
Shiva Explosives India Pvt Ltd		
Loan paid	22.66	29.70 Cr
Loan from Mr. Abhishek Upadhyay	4.20	8.05 Cr
25 EARNING PER SHARE(eps)	1.19	-0.70
Net profit after tax Rs. in Lakhs	15667613	-6346862

26- During the period no amount was remitted in foreign currency on account of dividend and there was no earning in foreign currency except otherwise stated.

27- During the period total prior period expenditure is of Rs. NIL

28. The SSI status of the creditors is not known to the company, hence the information is not given

29.	Auditors expenses	31.03.2017	31.03.2016
	Audit fees	75000	17250
	Other fees	25000	-

30 SIGNIFICANTS ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

1. **Basis of preparation of financial statement**

- a) The financial statements are prepared under the historical cost convention in accordance with the generally accepted accounting principles in India to comply with the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (accounts) Rules 2014 and relevant provisions of the Companies Act 2013, as applicable. The financial statements have been prepared as going concern on accrual basis. The accounting policies adopted in the preparation of financial statements are consistent with those followed in previous year except for change in the accounting policy for depreciation as more fully described in notes.

2. **Use of Estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amount 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. Difference between the actual results and estimates are recognised in the period to which the results.

3. **Fixed Assets and Depreciation**

1. Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. All cost including financing cost till commencement of business, net charges on foreign exchanges contracts and adjustments arising from exchange rate variation attributable to the fixed assets are capitalised.
2. Depreciable amount for assets is the cost of an asset or other amount substituted for cost less its estimated residual value. Depreciation on Tangible fixed assets has been provided on the written down value method as per the useful life prescribed in schedule II to the Companies Act, 2013 subject to the following deviations :- Additions and disposals are reckoned on the first and last day of the month respectively. The estimated useful life of the Tangible assets and amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any. Capital assets costing up to Rs.5000/- are wholly depreciated in the year of purchase.

4. **Inventories**

Items of inventories are measured at lower of cost and net realisable value after providing

for obsolescence, if any. Cost of inventories comprises of cost of purchases, cost of conversion and cost of manufacturing overhead incurred in bringing them to their respective present location and condition. Cost of raw material, stores, consumables and packing materials are determined at cost.

5 Revenue Recognition

Revenue is recognised only when it can be reliably measured and it is reasonable to express ultimate collection. Turnover includes indigenous and export sales of the company.

6. Employee Benefits:

- i Short term employee benefit are recognised as an expenses at the undiscounted amount in the profit and loss account of the year in which the related services is rendered.
- ii Retirement benefits as regards to employees are accounted at the time of payment
- iii No provision for accrued leave encashment has been made, as the payments are accounted on cash basis.

7 Taxes on income:

- i. Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income tax Act 1961. Deferred tax resulting from timing difference between taxable and accounting income is accounted for using the tax rates and laws are enacted as on balance date.

8. Contingent Liabilities

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation and in respect of to settle the obligation.

Provision is determined based on the best estimates required to settle the obligation at the year end date. These are reviewed. Contingent liabilities are not provided for in the accounts and are separately shown in notes on account. Contingent assets are neither recognised nor provided or disclosed in the financial statements.

As per our report of even date
For NENAWATI & ASSOCIATES
Chartered Accountants
(FRN: 02148C)

For and On Behalf of the Board

(C S Nenawati)
Partner

M.No. 071341
Place : Udaipur
Dated: 26.05.2017

(Suresh Upadhyay)
Director

(Abhishek Upadhyay)
Managing Director

(Abhinav Upadhyay)
CFO

(Swati Maheshwari)
Company Secretary

SHIVA GRANITO EXPORT LIMITED

CIN : L14200RJ2015PLC048974

Regd. Office :-8, Bhatt Ji Ki Baari, Udaipur-313001.

Phone : 0294-2418228, Fax – 0294-2414463

Website : shivaexport.in

E-Mail:- investors@shivaexport.in

ATTENDANCE SLIP

Only Shareholder or the Proxies will be allowed to attend the meeting

DP ID*	L.F. No.
Client ID *	No. of Shares held

I certify that I am the member/proxy for the member of the Company.

I / We hereby record my / our presence at the 2nd Annual General Meeting of the Company being held on Friday, the 29th September, 2017 at 3.00 PM at Registered office of the Company situated at 8, Bhatt Ji Ki Baari, Udaipur-313001(Rajasthan).

Signature of Shareholder(s) : 1. _____ 2. _____

Signature of the Proxy holder _____

* Applicable for Investors holding Shares in Electronic form

Note: Shareholders attending the meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting**REGISTRATION OF E-MAIL ADDRESS FOR FUTURE COMMUNICATION**

Name of Shareholder	
E- mail Id	
Address	
Client ID/Folio Number (In case of physical holding)	
DPID	
Signature	

**FORM NO. MGT - 11
PROXY FORM**

**(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014)**

CIN : L14200RJ2015PLC048974
 Name of Company : SHIVA GRANITO EXPORT LIMITED
 Registered Office : 8, Bhatt Ji Ki Baari, Udaipur-313001 (Raj.)

Name of the Member(s)	
Registered Address	
Email ID	
Folio No. / Client ID	
DP ID	

I/We, being the member(s) of..... Shares of Shiva Granito Export Limited, hereby appoint :

- (1) Name : Address
 Email ID : Signatureor falling him;
- (2) Name : Address
 Email ID : Signatureor falling him;
- (3) Name : Address
 Email ID : Signatureor falling him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 2nd Annual General Meeting of the Company to be held on Friday, the 29th September, 2017 at 3.00 PM at Registered office 8, Bhatt Ji Ki Baari, Udaipur-313001 (Raj.) and at any adjournment thereof in respect of such resolutions as are indicate below:

Resolution No.	RESOLUTIONS
Ordinary Business	
1.	Adoption of Audited Financial Statement of the Company for the year ended March 31, 2017 together with the Directors' and Auditors' Reports thereon.
2.	Declaration of Dividend on Equity Shares for the year ended March 31, 2017.
3.	Re-appointment of Ms. Asha Upadhyay (DIN 07396269) as Director, who is liable to retire by rotation.
4.	Ratification of the appointment of M/s. Nenawati & Associates as Statutory Auditors.
Special Business	
5.	Appointment of Director

Signed this..... day of2017

Signature of shareholder

Signature of proxy holder(s).....

Affix Revenue Stamp

Note:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company at 8, Bhatt Ji Ki Baari, Udaipur-313001 (Raj.), not less than 48 hours before the commencement of the meeting.
- (2) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 2nd Annual General Meeting.
- (3) * Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (4) In case of joint holders, signatures of any one holders will be sufficient, but names of the joint holders should be stated.





If undelivered please return to:

SHIVA GRANITO EXPORT LIMITED

Regd. Office: 8, Bhatt Ji Ki Baari,
Udaipur – 313001 (Rajasthan) India