

INDEPENDENT AUDITOR'S REPORT

To the Members of
Indo-Asian Foods & Commodities Limited

Report on Financial Statements

We have audited the accompanying financial statements of Indo-Asian Foods & Commodities Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and 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 financial statements.

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by the company's auditor's 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 statement on the matters specified in Paragraph 3 and 4 of the order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) on the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act and

- f) The company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal controls over financial reporting criteria established by the company.
- 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 has disclosed the impact of pending litigations on its financial position in its financial statements –the Company does not have any pending litigations which would impact its financial position.
 - ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts –the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv) The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer to Note 19.q to the financial statements.

For L N P & Co,
Chartered Accountants
 Firm Reg. No.0089185

Sd/-

Venkata Rao P
Partner
 Membership No.230081

Hyderabad, May 30, 2017

The Annexure referred to in our Independent Auditor's Report to the members of the company on the financial statements for the year ended 31st March 2017, we report that:

i) In respect of fixed assets :

- a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- b. The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification is reasonable having regard to the size of the Company and the nature of its assets;
- c. According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

ii) In respect of Inventories :

The company does not hold any physical inventories. Thus, paragraph 3 (ii) of the order is not applicable to the company at present.

iii) In respect of loans granted by the company:

Based on our scrutiny and as per the information and explanations provided to us by the management, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act.

iv) In respect of loans, investments, guarantees and Security:

Based on scrutiny of records and as per the explanation given by the management, the company has not provided any loans, not made any investments and not given any guarantees, security for loans taken by others from banks or financial institutions.

v) In respect of deposits acceptance:

The company has not accepted any deposits. Accordingly the provisions of Paragraph 3(v) of the order is not applicable to the company at present.

vi) In respect of cost records:

We have been informed by the management that the maintenance of cost records has not been prescribed by the Central Government under section (1) of section 148 of the Companies Act, 2013.

vii) In respect of Statutory Dues:

- a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect

of undisputed statutory dues including Provident Fund, Employees state insurance, Income tax, Sales tax, Service tax, duty of customs, duty of excise, Value added tax, Cess and other statutory dues have not been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Sales tax, Wealth tax, Employees State Insurance, Investor Education and Protection Fund, Customs duty and Excise duty etc. According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Income tax, Service tax and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable;

- b. According to the information and explanations given to us, there are no dues of Income tax, Sales tax, Service tax, customs duty, duty of excise, Value added tax, Cess and any other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

viii) In respect of dues to financial institutions, banks and debenture holders:

In our opinion and according to the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution and Banks.

ix) In respect of Initial Public offer or further public offer and term loans:

The company did not raise any money by way of public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.

x) In respect of frauds on or by the company:

According to the information and explanation given to us, and based on our examination in the normal course of audit, no material fraud on or by the Company has been noticed or reported during the year.

xi) In respect of Managerial remuneration:

The company has not paid or provided managerial remuneration during the year.

xii) In respect of Nidhi companies:

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

xiii) In respect of related party transactions:

According to the information and explanation given to us and based on our examination of records of the company, transactions with related parties are in compliance with Section 177 and 188 of companies act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standard.

xiv) In respect of preferential allotment or private placement:

The company has not made any preferential allotment or private placements of shares during the financial year 2016-17.

xv) In respect of non-cash transactions with directors or other persons:

The company has not entered into any non-cash transactions with directors or persons connected with him.

xvi) In respect of registration u/se 45-IA of the Reserve Bank of India Act, 1934;

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is not required to register under section 45-IA of Reserve Bank of India Act,1934.

For L N P & Co,
Chartered Accountants
Firm Reg. No.008918S

Sd/-
Venkata Rao P
Partner
Membership No.230081

Hyderabad, May 30, 2017